

DIRECTORS' REPORT

To,
The Members,
SILVER TOUCH TECHNOLOGIES LIMITED,
2nd Floor,
Saffron Building,
Ambawadi,
Near Panchvati Circle,
Ahmedabad – 380 006.

Your Directors have pleasure in presenting 21st Annual Report along with the audited accounts for the year ended 31st March, 2015.

1. FINANCIAL RESULTS:

The following are the financial results of the Company for the year ended 31st March, 2015.

(Rs. In Lacs)

Particulars	STANDALONE	
	2014-15	2013-14
Revenue from Business Operations (Net of Service Tax)	11483.77	10805.78
Other Income	118.65	63.80
Profit/Loss before Dep. And Interest	1307.17	1320.43
Less : Interest	275.80	142.22
Less: Depreciation	687.62	284.80
Profit Before Tax	343.75	893.41
Less :Provision for Tax	132.43	290.42
Profit After Tax	211.32	602.99
Less : Prior Period Items/Gratuity of Earlier years	-	-
Profit For the year	211.32	602.99

2. REVIEW OF OPERATIONS AND FUTURE PROSPECTS:

The Company has made total income from business operations of Rs. 11483.77 Lacs during the year under review which shows magnificent revenue in various segments with growth of more than 6.5% as compared to previous financial year's income. Your company has earned the net profit of Rs. 211.32 Lacs for the year 2014-15 against that of 602.99 Lacs for the 2013-14. The Company is expanding its area of sales in international markets and segments with innovative products and software in order to explore and gain both in monetary terms at international levels and in terms of untapped market for company's services. The Company has also focused in the Areas of E-Governance and The Company has also been empanelled with Unique Identification Authority of India (UIDAI). The Focus on the Business of e-Governance shall give the Company a new height. It is the only Company in Gujarat with such candidature. The Company has also been credited with CMMI Level 5 which is of highest of caliber in the field of IT and Related Services. During the year under Review the Company is quite confident to generate more business from the Segment of Government Customer Base.

3. DIVIDEND:

During the year, the interim dividend was paid @ 5% (Rs. 0.50 per share) of total paid up capital of the company and Board has put before the members for their approval as final dividend.

4. TRANSFER TO RESERVES:

In accordance with the statutory provisions, your Company has transferred a sum of Rs. 50 Lacs to the General Reserve during the year.

5. FINANCE:

During the period under review, the company has modified various credit facilities comprising of Fund Based Limits & Non fund Base Limit from Bank of India in regard to the book Debts & Movable property aggregating total credit facilities of Rs. 3400 Lacs to meet the liquidity requirements of the company for the smooth running of the business of the Company against the various securities of the Company. The Company has also modified and increased credit facilities comprising of Fund Based Limits & Non fund Based Limit from Bank of India in regard to the Immovable property aggregating total credit facilities of Rs. 2500 Lacs. The Company has continued to enjoy various Non Fund based limits and Fund Based Limits to the tune of Rs. 205 Lacs from ICICI Bank. Further, the Company has availed aggregating term loan/equipment finance to the tune of Rs. 114.19 Lacs from Cisco System Capital (India) Pvt. Ltd (after 31st March, 2014) under the finance arrangement for funding long term technology Infrastructure setup.

6. DEPOSITS:

During the year under report, your Company has not accepted any fixed deposits pursuant to Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposit) Rules, 2014 .

7. DETAILS OF COMPANY'S SUBSIDIARY

The Company has established its 100% owned subsidiary named Silver Touch Technologies (UK) Ltd in UK w.e.f. 19/11/2007 as a Private Limited Company. The said Company is looking after the Product Line of Customized Software(s) and other related IT Solutions. The Said Company concentrate on the Geographical Segment of European Nations. Along with it, the Company has also established wholly owned subsidiary named Silver Touch Technologies INC in USA w.e.f 01/10/2012 where as the said Company is looking after Services related to the Software(s) and IT related Solutions. In accordance with section 129(3) of the Companies Act, 2013, the Company has prepared a consolidated financial statement of the Company and its subsidiary company, which is forming part of the Annual Report. Pursuant to the provision of the section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the Company's subsidiaries in form AOC-I is attached herewith as Annexure - B to the financial statement of the Company. The statement also provides the details of performance, financial position of the subsidiary of the Company.

The financial statement of the subsidiary company and related information are available for inspection by the members of the registered office of the Company during business hours on all days except Sundays and public holidays up to the date of Annual General Meeting as required under section 136 of the Companies Act, 2013. The Company will send copies thereof to the shareholders who may, if required, write to the Company.

8. MATERIAL CHANGES AND COMMITMENTS:

During the year there were no material changes and commitments affecting the financial position of the Company which have occurred between the end of financial year of the Company to which the financial statements relate and the date of the Board of Director's report.

9. EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual return in form MGT- 9 is annexed herewith as Annexure- A to this report.

10. PARTICULARS OF EMPLOYEES:

No Employee was drawing salary in excess of limit prescribed under Section 134 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, during the year under review.

11. DETAILS ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:

The information on conversation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under section 134 of the companies act, 2013 read with companies (Accounts) rules, 2014 during the year are as stated below:

(A) Conservation of energy	
(i) the steps taken or impact on conservation of energy	The activities carried out by the Company are not power intensive and the cost of the energy is insignificant.
(ii) the steps taken by the company for utilizing alternate sources of energy	
(iii) the capital investment on energy conservation equipments	
(B) Technology absorption	
(i) the efforts made towards technology absorption	The Company has not imported any technology during the year.
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution	
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	
(a) the details of technology imported;	
(b) the year of import;	
(c) whether the technology has been fully absorbed;	
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv) the expenditure incurred on Research and Development	
(C) Foreign exchange earnings and Outgo	
The Foreign Exchange earned in terms of actual inflows during the year and	1475.91 Lacs
The Foreign Exchange outgo during the year in terms of actual outflows.	73.37 Lacs

12. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134(3)(c) of the Companies Act, 2013, the Directors confirm that:

1. In the preparation of the annual accounts for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015;
3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. the Directors have prepared the annual accounts on a 'going concern' basis; and
5. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

13. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company is well equipped with adequate internal financial controls. The Company has a continuous monitoring mechanism which enables the organisation to maintain the same standards of the control systems and help them in managing defaults, if any, on timely basis because of strong reporting mechanisms followed by the Company.

14. CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of section 135 and schedule VII of the Companies Act, 2013, the Board of Directors of the Company have constituted a CSR Committee. The committee comprises of all independent Directors. CSR committee of the Board has developed a CSR annual report which is enclosed as part of this report- Annexure D.

15. DECLARATION OF INDEPENDENCE:

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence prescribed under the provisions of the Companies Act, 2013 read with schedules and rules issued thereunder.

16. RELATED PARTY TRANSACTION:

Related party transactions that are entered during the financial year were in the ordinary course of Business and on an arm's length basis. The Company had not entered into any contract/ arrangement / transactions with related parties which could be considered material. All relate party transactions are placed before the Audit committee for review and approval. Form AOC-2 pursuant to section 134 (3) (h) of the Companies act, 2013 read with rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as Annexure – C in this report.

17. NUMBER OF MEETINGS OF BOARD:

During the financial year 2014-15, Eighteen (18) meeting of the Board of Directors were held on the following dates:

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting(Contd.)
1	01.04.2014	10	02.09.2014
2	03.04.2014	11	22.09.2014
3	15.04.2014	12	25.09.2014
4	30.04.2014	13	13.10.2014
5	16.06.2014	14	19.11.2014
6	25.06.2014	15	19.01.2015
7	30.06.2014	16	02.02.2015
8	02.07.2014	17	02.03.2015
9	09.07.2014	18	13.03.2015

Intimation of the Board Meeting and committee meeting are given well in advance and communicated to all the Directors. The agenda along with the explanatory notes are sent in advance to all the Directors. The Prescribed quorum was present for all the Meetings.

18. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of your Company has various executive and non-executive directors including independent directors who have wide and varied experience in different disciplines of corporate functioning. Pursuant to the provisions of the Companies Act, 2013, Mr. Jignesh Patel, Whole-time Director & Mr. Minesh Doshi, Whole-time Director of the company, are liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment.

19. AUDITORS AND AUDITORS' REPORT:

At 20th Annual General meeting of the Company held on 11th August, 2014, the members of the Company have appointed M/s. Ambalal Patel & Co., Chartered Accountant (Firm Registration No. 100305W), as statutory Auditors of the Company from the Conclusion of 20th Annual General Meeting till the conclusion of 25th Annual General meeting to be held in the year 2019, subject to ratification of their appointment at every Annual General meeting. As per the provisions of the section 139 of the Companies Act, 2013, the appointment of Auditor is required to be ratified by members at every Annual General meeting. The Company has received a certificate from the said auditors that they are eligible under the provisions of the Companies Act, 2013. The Auditor's report does not contain any qualifications, reservation or adverse remarks and is self explanatory and thus does not require any further clarifications/comments. The statutory Auditors have not reported any incident of fraud to the Audit committee of the Company under review.

20. INTERNAL COMPLAINTS COMMITTEE

The Company has a policy for prevention of Sexual Harassment of women as per the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. As per the provisions of the said Act, the Company has constituted committee in the name of "Internal Complaints Committee" for the registered office and units of the Company. During the financial year 2014-15, there were no cases filed under the said act.

21. SIGNIFICANT MATERIAL ORDER PASSED BY THE REGULATIONS:

There were no significant material orders passed by the regulators or courts or Tribunals impacting the going concern status of the Company and its operations in future.

22. AUDIT COMMITTEE:

The Company consists of Members viz. Mr. Harivadan Thakar (Chairman), Mr. Ronak Shah (Member), Mr. Vipul Thakkar (Member), the Directors of the Company. As per section 177(8) of the Companies Act, 2013, the board has accepted all the recommendations of the Audit committee during the financial year 2014-15.

23. RISK MANAGEMENT POLICY:

As per the applicable requirements of the Companies Act, 2013 a risk management policy/plan of the Company is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk.

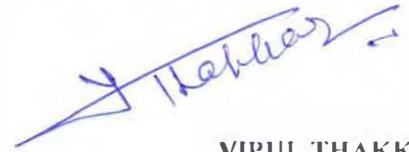
As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

24. ACKNOWLEDGEMENT:

Your Directors would like to express their sincere appreciation of the co-operation and assistance received from the shareholders, financial institutions, bankers and other business constituents and various Government
deep sense of appreciation for the commitment by all officers and staff for their continued support during the year.

PLACE: AHMEDABAD
DATE: 25/07/2015

FOR AND ON BEHALF OF THE BOARD



VIPUL THAKKAR
CHAIRMAN
DIN: 00169558

Annexure- A

CIN: U72200GJ1995PLC024465

FORM No. MGT-9**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON****31ST MARCH, 2015**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i	CIN	U72200GJ1995PLC024465
ii	Registration Date	02/02/1995
iii	Name of the Company	Silver Touch Technologies Limited
iv	Category/ Sub Category of the Company	Company limited by Shares / Indian Non Government Company
v	Address & Contact Details	2nd floor, Saffron, Nr. Panchwati circle, Ambawadi, Ahmedabad, Gujarat – 380 006 Phone : 079 2656 3158
vi	Whether Shares Listed	No
vii	Details of Registrar and Transfer Agent	No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and description of main products /services	NIC code of the product/service	% of total turnover of the company
1.	Computer and IT services	721	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

[No. of Companies for which information is being filled] – 2

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ associate	% of shares held	Applicable Section
1.	Silver Touch Technologies (UK) Ltd	NA	Subsidiary	100	Sec 2(87)(ii)
2	Silver Touch Technologies INC	NA	Subsidiary	100	Sec 2(87)(ii)

VI. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS % OF TOTAL EQUITY)

(i) Category-wise Shareholding

Category of Shareholder	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters & Promoters Group									
(1) Indian									
a) Individual/ HUF	-	3620610	3620610	64.71	-	3620610	3620610	64.71	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	-	3620610	3620610	64.71	-	3620610	3620610	64.71	-
(2) Foreign									
a) NRIs -									
Individuals	-	-	-	-	-	-	-	-	-
b) Other -									
Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	3620610	3620610	64.71	-	3620610	3620610	64.71	-

B. Public Share holding									
1. Institutions:	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non Institutions:	-	-	-	-	-	-	-	-	-
a) Bodies Corp.									
i) Indian									
ii) Overse									
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual share holders holding nominal share capital upto Rs. 1 lakh	-	1400	1400	0.025	-	1350	1350	0.025	-
ii) Individual Shareholde holding nominal share capital in excess of Rs 1 lakh		1972990	1972990	35.26	-	1972990	1972990	35.26	-
c) Others(specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)		1974390	1974390	35.29	-	1974390	1974390	35.29	-
Total Public Shareholding (B) = (B)(1)+ (B)(2)		1974390	1974390	35.29	-	1974390	1974390	35.29	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	5595000	5595000	100	-	5595000	5595000	100	-

(ii) SHAREHOLDING OF PROMOTERS:

Sr. No	Share holder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumhere to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1.	Mr. Vipul Haridas Thakkar	1818755	32.51	-	1818755	32.51	-	-
2.	Mr. Jignesh Amritlal Patel	1801855	32.20	-	1801855	32.20	-	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3620610	64.71	3620610	64.71
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	-	-	-	-
	At the End of the year	3620610	64.71	3620610	64.71

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
	For Each of the Top 10 Shareholders				

1.	Kajal Vipul Thakkar				
	At the beginning of the year	245100	4.38	245100	4.38
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	245100	4.38	245100	4.38
2.	Jolly Jignesh patel				
	At the beginning of the year	262000	4.68	262000	4.68
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	262000	4.68	262000	4.68
3.	Varsha Minesh Doshi				
	At the beginning of the year	55000	1.00	55000	1.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	55000	1.00	55000	1.00
4.	Zankhana Palakbhai shah				
	At the beginning of the year	55000	1.00	55000	1.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	55000	1.00	55000	1.00
5.	Haridas Karshandas Thakkar				
	At the beginning of the year	700	.012	700	.012
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	700	.012	700	.012
6.	Amritlal Kalidas Patel				
	At the beginning of the year	350	.006	350	.006
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-

	At the End of the year (or on the date of separation, if separated during the year)	350	.006	350	.006
7.	Manjulaben Amritlal Patel				
	At the beginning of the year	350	.006	350	.006
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	350	.006	350	.006

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No		Shareholding at the beginning of the year					Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	Increase / Decrease in Share holding	reason	No. of shares	% of total shares of the company
1.	Mr. Vipul Haridas Thakkar							
	At the beginning of the year	1818755	32.51	01/04/2014	-	Nil movement	1818755	32.51
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-					-
	At the End of the year (or on the date of separation, if separated during the year)	1818755	32.51	31/03/2015		Nil movement	1818755	32.51
2.	Mr. Jignesh Amritlal Patel							
	At the beginning of the year	1801855	32.20	01/04/2014		Nil movement	1801855	32.20
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-		-				-

	At the End of the year (or on the date of separation, if separated during the year)	1801855	32.20	31/03/2015		Nil movement	1801855	32.20
3.	Mr. Palak Vinubhai Shah							
	At the beginning of the year	392600	7.02	01/04/2014		Nil movement	392600	7.02
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-				-	
	At the End of the year (or on the date of separation, if separated during the year)	392600	7.02	31/03/2005		Nil movement	392600	7.02
4.	Mr. Minesh Vinodchandra Doshi							
	At the beginning of the year	963290	17.22	01/04/2014		Nil movement	963290	17.22
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-			-	
	At the End of the year (or on the date of separation, if separated during the year)	963290	17.22	31/03/2015		Nil movement	963290	17.22

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	9,95,47,981	1,16,16,202	-	
ii) Interest due but not paid	-	-		
iii) Interest accrued but not due				
Total (i+ii+iii)	9,95,47,981	1,16,16,202	-	11,11,64,183

Change in Indebtedness during the financial year				
• Addition	6,70,84,256	1,40,85,880	-	
• Reduction				
Total (i+ii+iii)	6,70,84,256	1,40,85,880	-	8,11,70,136
Indebtedness at the end of the financial year				
i) Principal Amount	16,66,32,237	2,57,02,082	-	
ii) Interest due but not paid	-	-		
iii) Interest accrued but not due				
Total (i+ii+iii)	16,66,32,237	2,57,02,082	-	19,23,34,319

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager					Total Amount
		Mr. Vipul Thakkar (CMD)	Mr. Jignesh Patel (WTD)	Mr. Palak Shah (WTD)	Mr. Minesh Doshi (WTD)	Mr. Himanshu Jain (WTD)	
1.	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3780000	3780000	3300000	3300000	1680000	15840000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - Others, specify...	Nil	Nil	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil
	Total (A)	3780000	3780000	3300000	3300000	1680000	15840000
	Ceiling as per the Act	(being 10% of the net profit of the Company calculated as per section 198 of the Companies Act, 2013)					

B. REMUNERATION TO OTHER DIRECTORS:

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Ronak Shah	Mr. Harivadan Thakar	
	1. Independent Directors			
	• Fee for attending board /committee meetings	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil
	Total (1)			
	2. Other Non-Executive Directors			
	• Fee for attending board committee meetings	NA	NA	NA
	• Commission			
	• Others, please specify			
	Total (2)			
	Total (B)=(1+2)	Nil	Nil	Nil
	Total Managerial Remuneration			15840000
	Overall Ceiling as per the Act	(being 11 % of the net profit of the Company calculated as per section 198 of the Companies Act, 2013)		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD /MANAGER/ WTD:

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary	Total
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,36,000/-	3,36,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission - as % of profit - Others, specify...	Nil	Nil
5.	Others, please specify	Nil	Nil
	Total	3,36,000/-	3,36,000/-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
Penalty			Nil		
Punishment			Nil		
Compounding			Nil		

C. OTHER OFFICERS IN DEFAULT :

Penalty			Nil		
Punishment			Nil		
Compounding			Nil		

Annexure – B

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries

(Amount in Rs.)

Sl. No.	Particulars	Details	
1	Name of the Subsidiary	Silver Touch Technologies (UK) Ltd	Silver Touch Technologies INC
2	Reporting period for the subsidiary concerned, different from the holding company's reporting period	31/03/2015	31/03/2015
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	GBP and Exchange rate @92.55 on the Balance sheet Date	USD and Exchange rate @ 62.34 on the Balance sheet Date
4	Share Capital	46275	31170
5	Reserves & Surplus	2551352	350944
6	Total assets	4562416	397576
7	Total Liabilities	2011066	46632
8	Investments	0	0
9	Turnover	17168998	10485994
10	Profit before taxation	-67752	209411
11	Provision for taxation	26747	20726
12	Profit after taxation	-94499	188685
13	Proposed Dividend	Nil	Nil
14	% of shareholding	100 %	100 %

Place: Ahmedabad

Date: 25/07/2015

For and on behalf of the Board of Directors



Vipul Thakkar
Managing Director
(DIN: 00169558)



Jignesh Patel
Whole-time Director
(DIN: 00170562)



Company Secretary

Annexure-C

FORM No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis- NIL

- a. Name of the Related Party & Nature of Relationship: N.A.
- b. Nature of Contracts/ Arrangements/ transactions : N.A.
- c. Duration of Contracts/ Arrangements/ Transactions : N.A.
- d. Salient terms of Contracts/ Arrangements/ Transactions including value, if any: N.A.
- e. Justification for entering into such Contracts/ Arrangements/ Transactions: N.A.
- f. Date of Approval by the Board : N.A.
- g. Amount paid as advances, if any : N.A.
- f. Date of passing Special Resolution : N.A.

2. Details of material contracts or arrangement or transactions at arm's length basis: NIL

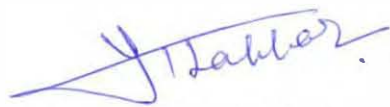
- a. Name of the Related Party & Nature of Relationship: N.A.
- b. Nature of Contracts/ Arrangements/ transactions: N.A.
- c. Duration of Contracts/ Arrangements/ Transactions: N.A.
- d. Salient terms of Contracts/ Arrangements/ Transactions including value, if any : N.A.
- e. Date of Approval by the Board, if any: N.A.
- f. Amount paid as advances, if any: N.A.

Note: All transactions with related parties were in the ordinary course of business and arm's length basis and were specifically approved by the Audit committee and the Board of Directors of the Company.

Place : Ahmedabad

Date: 25/07/2015

For and on behalf of the Board of Directors



Vipul Thakkar
Managing Director
(DIN: 00169558)



Jignesh Patel
Whole-time Director
(DIN: 00170562)



Company Secretary

Annexure-D

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

As prescribed under section 135 of the Companies Act, 2013 and Companies (Corporate social Responsibility policy) Rules, 2014

1. A brief outline of the Company's CSR policy, including overviews of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

Introduction

The Main objective of CSR Policy is to lay down guidelines for sustainable development and to serve the socially and economically weak and underprivileged section of society and to operate and grow its business in a socially responsible way with a vision to be an environmental friendly Corporate citizen.

Applicability

Silver Touch Technologies Limited CSR policy has been prepared in accordance with the section 135 of the Companies Act, 2013 (referred to as the Act in this policy) on CSR and in accordance with CSR rules notified by the Ministry of Corporate Affairs, Government of India, in 2014.

2. The Composition of CSR Committee: Mr. Vipul Thakkar (Chairman), Mr. Jignesh Patel and Mr. Harivadan Thakar
3. Average Net profit of the Company for last three financial years (2011-12 to 2013-14) : 64,005,750
4. Prescribed CSR expenditure (two percent of the amount as in item 3 above) : 1,280,115
5. Details of CSR spend during the financial year:
 - a. Total amount to be spent for the financial year : Rs. 1,280,115/-
 - b. Amount unspent , if any : refer note 6
 - c. Manner in which the amount spent during the financial year is detailed below:

S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) local area or other (2) specify the state and district where projects or programs were undertaken	Amount outlay(budget) project or program wise	Amount spent on the project or programs sub-heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent Direct or through implementing agency
1	Expenditure incurred for health and family welfare	Health care	Local area	NA	310529	310529	Direct

6. Reason for not spending the amount (in case the company has failed to spend two percent of the Average net profit of the last three financial years or any parts thereof):

The Company is committed to focus on inclusive growth and improve lives by contributing towards communities around which it operates. This being the first year, the Company has taken steps in the right direction and is going forward is committed to actively engage to execute the said events or programs and incur expenditure in accordance with section 135 of the Companies Act, 2013 and the Companies (Corporate social responsibility Policy) Rules, 2014.

7. The CSR Committee of the Company hereby confirms that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and policy of the Company.

Place: Ahmedabad
Date: 25/07/2015



Vipul Thakkar
Chairman CSR Committee



Jignesh Patel
Whole time Director



Ambalal Patel & Co.

Chartered Accountants

Head Office :-
1st Floor, Sapphire Business Centre,
Above SBI Vadaj Branch, Usmanpura,
Ashram Road, Ahmedabad-380013.
Tel : (079) 27556860, 27556870.
Fax : 30087880
E-mail : apcca1@gmail.com
Web Site : www.apcca.com

Branch Office :-
G/42, Sardar Patel Complex
Nr. Sardar Chowk,
Ujina -384170.
Tel : (02767) 253655
E-mail : apccaunha@gmail.com

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF M/s. SILVER TOUCH TECHNOLOGIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of M/s. SILVER TOUCH TECHNOLOGIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2015, the Statement of Profit & Loss and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory Information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by managements, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

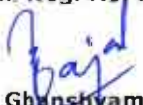
- In the case of Balance Sheet, of the state of affairs of the Company as at 31st March 2015;
- In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- In the case of Cash flow statement, of the cash flows for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2015, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss and cash flow statement dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements, comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on 31st March 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2015, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. There is no pending litigation that may have impact on its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There is no amount to be transferred to Investors Education Protection Fund.

For AMBALAL PATEL & CO.
Chartered Accountants
Firm Reg. No. : 100305W


CA Ghanshyam P. Jajal
Partner
M.No. 116814

Ahmedabad
25/07/2015



ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

(Referred to paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date.)

- (i) (a) The company has maintained proper records showing particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management at the end of the year and no material discrepancies were noticed on such verification.
- (ii) (a) As explained to us, physical verification has been conducted by the Management at the end of the year in respect of inventory.
- (b) The procedures explained to us, which are followed by the management, for such physical verification of the inventories are in our opinion, **reasonable and adequate** in relation to the size of the company and nature of its business.
- (c) On the basis of our examination of the inventory records of the company, we are of the opinion that the company is maintaining proper records of its inventory. No material discrepancies were noticed on physical verification of the inventory as compared to book records.
- (iii) (a) According to the information and explanation given to us, the Company has not granted any unsecured loans to companies & firms listed in the register maintained under section 189 of the Companies Act 2013.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of Inventory and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- (v) (a) On the basis of the audit procedure performed by us, and according to the information, explanation and representations given to us, we are of the opinion that, the transaction in which directors were interested and which were required to be entered in the register maintained under section 301 of the Companies Act 1956, have been so entered.
- (b) As explained to us, in respect of transactions of purchase and sale of goods and materials **made** in pursuance of contracts or arrangements entered in the register maintained **under** section 301 of the Companies Act, 1956 and aggregating during the year to Rs.5,00,000/- or more in value in respect of each party have been made at prices which are reasonable having regard to prevailing market price.
- (vi) In our opinion and according to the information and explanations given to us, maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 for any products of the company.
- (vii) (a) According to the information and explanation given to us and the books and records examined by us, there are no undisputed amounts payable in respect of Income-tax and Sales-Tax outstanding as at 31st March 2015 for a period exceeding six months from the date they became payable.



- (b) On the basis of our examination of the documents and records, there are disputed amount pending in respect of any statutory dues.

Name of the Statute	Nature of Dues	Disputed	Forum where dispute is pending	Net Demand Amount (₹)
		Amount (₹)		
Income Tax	Demand U/s 143(3)	1,850	Income Tax Tribunal	1,850
AY 2009-10				
Income Tax	Demand U/s 143(3)	30,310	Income Tax Tribunal	30,310
AY 2010-11				
Income Tax	Demand U/s 143(3)	11,420	CIT (Appeal)	11,420
AY 2011-12				
Income Tax	Demand U/s 143(3)	370,180	CIT (Appeal)	370,180
AY 2012-13				

- (c) On the basis of our examination of the documents and records, there is no amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
- (viii) The Company has neither accumulated losses at the end of the financial year and nor incurred cash losses in the financial year under report.
- (ix) Based on our audit procedure and on the information and explanation given by the management, we are of the opinion that the company has not defaulted in repayment of dues to the bank.
- (x) As explained to us the company has not given any guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company
- (xi) The term loans obtained by the company have been applied for the purpose for which they were raised.
- (xii) According to the information and explanation given to us and to the best of our knowledge and belief no fraud on or by the company, has been noticed or reported by the company during the year.

For AMBALAL PATEL & CO.
Chartered Accountants
Firm Reg. No.: 100305W

CA Ghanshyam P. Jajal
Partner
M.No. 116814

Ahmedabad
25/07/2015



SILVER TOUCH TECHNOLOGIES LIMITED

CIN-U72200GJ1995PLC024465

BALANCE SHEET AS ON 31st March 2015

Particulars		Note No.	31st March 2015	31st March 2014
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
(a)	Share capital	2	55,950,000	55,950,000
(b)	Reserves and surplus	3	297,611,986	282,874,331
2	Non-current liabilities			
(a)	Long-term borrowings	4	71,782,912	27,687,244
(b)	Deferred tax liabilities (Net)		12,180,792	18,241,118
(c)	Other Long term liabilities	5	28,980,800	33,062,800
3	Current liabilities			
(a)	Short-term borrowings	6	120,551,407	83,476,938
(b)	Trade payables	7	103,968,151	125,630,912
(c)	Other current liabilities	8	122,456,557	80,434,193
(d)	Short-term provisions	9	29,931,123	60,672,641
TOTAL			843,413,728	768,030,177
II.	ASSETS			
	Non-current assets			
1	(a) Fixed assets	10		
	(i) Tangible assets		151,726,846	198,342,768
	(ii) Intangible assets		2,660,166	3,189,715
	(b) Non-current investments	11	156,286	118,811
	(c) Long-term loans and advances	12	26,041,008	19,641,807
	(d) Other non-current assets	13	61,993,091	-
2	Current assets			
(a)	Inventories	14	54,500,309	26,826,924
(b)	Trade receivables	15	367,350,360	336,244,947
(c)	Cash and Bank Balances	16	67,833,678	55,135,787
(d)	Short-term loans and advances	17	111,151,985	128,529,418
TOTAL			843,413,728	768,030,177
Notes on Accounts		1		

As per our report of even date
For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
Firm Reg. No. : 100305W

For and on behalf of Board of Directors

CA Ghanshyam P. Jajal
PARTNER
M.No. 116814

Vipul Thakkar
Director
DIN - 00169558

Jignesh Patel
Director
DIN - 00170562

Ahmedabad
25/07/2015



Company Secretary

SILVER TOUCH TECHNOLOGIES LIMITED

CIN-U72200GJ1995PLC024465

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31st March 2015

(Amount in ₹)

Particulars		Note No.	2014-15	2013-14
I. Revenue from operations		18		
Sales & Operational Revenue			1,200,273,568	1,137,074,023
<u>Less:</u>				
Service Tax			51,896,144	56,496,254
			1,148,377,424	1,080,577,769
II. Other income		19	11,865,677	6,289,132
III. Total Revenue (I + II)			1,160,243,100	1,086,866,901
IV. Expenses:				
Purchases of Stock-in-Trade		20	683,033,790	490,643,603
Changes in inventories of Stock-in-Trade		21	(27,673,385)	7,761,765
Employee benefits expense		22	264,084,690	232,031,792
Finance costs		23	27,579,662	14,221,824
Depreciation and amortization expense			68,761,760	28,479,605
Operations & Other Expenses		24	110,081,225	224,386,895
Total expenses			1,125,867,742	997,525,483
V Profit before tax (III- IV)			34,375,358	89,341,418
VI Tax expense:				
(1) Current tax			17,400,000	21,600,000
(2) Deferred tax			(4,560,990)	7,442,181
(3) Prior Period Tax Adjustment			403,929	-
			13,242,939	29,042,181
VII Profit/(Loss) for the period (V+VI-VII)			21,132,419	60,299,238
VIII Earnings per equity share (Face Value ₹ 10 per share)				
(1) Basic			3.78	10.78
(2) Diluted			3.78	10.78
Notes on Accounts		1		

As per our report of even date
For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
Firm Reg. No. : 100305W

For and on behalf of Board of Directors

CA Ghanshyam P. Jajal
PARTNER
M.No. 116814

Vipul Thakkar
Director
DIN - 00169558

Jignesh Patel
Director
DIN - 00170562

Ahmedabad
25/07/2015



Company Secretary

SILVER TOUCH TECHNOLOGIES LIMITED

CIN-U72200GJ1995PLC024465

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st March 2015

(Amount in ₹.)

PARTICULARS	2014-15		2013-14	
A. Cash inflow/(outflow) from the operating activities				
Net profit before Tax and Prior Period Adjustments		343,75,358		893,41,418
Adjustments for:				
Depreciation	687,61,760		284,79,605	
Interest paid	196,65,633		102,19,420	
Interest Income	(49,08,135)		(28,05,827)	
Provision of Gratuity payable	42,51,802		26,37,686	
(Profit)/Loss on sale of Assets	(60,37,710)		-	
Dividend received	-	817,33,350	-	385,30,884
Operating Profit before working capital changes		1161,08,708		1278,72,302
Adjustment for (Increase)/Decrease in Working Capital :				
Inventories	(276,73,385)		77,61,765	
Receivables	(311,05,413)		(1384,03,070)	
Direct Tax paid	(253,04,719)		(267,97,761)	
Other Taxes paid	-		-	
Other Non Current Asset	(619,93,091)		-	
Loans & Advances	(179,38,169)		(58,42,161)	
Current Liabilities & Provisions	336,92,935	(1303,21,842)	547,73,858	(1085,07,369)
Net cash inflow/(outflow) from operating activities (A)		(142,13,134)		193,64,933
Cash inflow/(outflow) from investing activity				
Dividend Received	-		-	
Investments	(37,475)		-	
Purchase of Assets	(278,17,299)		(855,70,092)	
Sale of Fixed Assets	90,41,429		-	
Net cash inflow/(outflow) from investing activity (B)		(188,13,345)		(855,70,092)
C. Cash inflow/(outflow) from financing activity				
Secured Loans Availed/(Paid)	537,50,924		728,72,284	
Unsecured Loans Availed/(Paid)	100,03,881		108,91,241	
Interest Income	49,08,135		28,05,827	
Interest Paid	(196,65,633)		(102,19,420)	
Interim Dividend and Tax thereon	(32,72,937)		(32,51,325)	
Net cash inflow/(outflow) from Financing activity (C)		457,24,370		730,98,606
Net Cash changes in cash and cash equivalent (A+B+C)		126,97,891		68,93,447
Cash & Cash Equivalent at the beginning of the Period		551,35,787		482,42,340
Cash & Cash Equivalent at the end of the Period		678,33,678		551,35,787
Net Increase in cash and cash equivalent		126,97,891		68,93,447

Note :

1. The Cash Flow Statement has been prepared under the Indirect Method as set out in AS-3 on Cash Flow Statement notified by Companies(Accounting Standards)Rules, 2006.

2. Figures in bracket represent Outflow of cash.

As Per our report of even date

For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS
Firm Reg. No. : 100305W

CA Ghanshyam P. Jajal
PARTNER
M.No. 116814

Ahmedabad
25/07/2015



For and on behalf of Board of Directors

Vipul Thakkar
Director
DIN - 00169558

Jignesh Patel
Director
DIN - 00170562

Company Secretary

SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

Notes forming Part of accounts:

Note 1 SIGNIFICANT ACCOUNTING POLICIES

i) Basis Of Accounting :

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis of accounting. The company is a Large Company as defined in the general instruction in respect of accounting standards notified under the Companies Act, 2013. Accordingly, the company has complied with the accounting standards as applicable to a Large Company.

ii) Use of Estimates :

The preparation of financial statements in conformity with generally accepted principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

iii) Fixed assets & Depreciation :

Fixed Assets are stated at cost less accumulated depreciation.

Depreciation is provided on fixed assets used during the year as per Straight Line Method on the basis of useful life of assets and residual value as specified in schedule II of the Companies Act, 2013 except on few assets, where different life has been estimated by the management. Till last year, the company was providing depreciation as per Straight Line Method at rates prescribed in Schedule XIV of the Companies Act, 1956

Depreciation on additions or sale/discard of asset is being provided on pro-rata basis from the date on which such asset is ready to be put to use to date of sale/discard.

iv) Inventories :

Inventories are valued at cost or net realizable value, whichever is lower. The cost is ascertained using FIFO method.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

v) Investments :

Investments are classified as Current Investments and non-current Investments. The investments that are readily realizable and intended to be held for not more than a year are classified as current investments. Current Investments are stated at lower of cost and net realizable value. A provision for diminution is made to recognize a decline, other than temporary, in the value of Non-current Investments.

vi) Revenue Recognition :

Revenue from the sale of equipment / computers are recognised upon delivery, which is when title passes to the customer. Sales are stated net of returns, & Sales Tax/VAT.

Revenue from sale of software licences are recognised upon delivery.

Revenue from service contracts are recognised when services are rendered and related costs are incurred.

Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

vii) Employee Benefits :

Gratuity

The company does not have any defined benefit scheme for its employees. The company makes provision for the gratuity for the current financial year by debiting the same as an expense under the head Payments made to personnel. Company obtained actuarial valuation report to arrive at the amount of provision required for Gratuity.

Provident Fund & ESI Scheme

The contribution to Provident Fund & Employees State Insurance Scheme is provided for and payments in respect thereof are made to relevant authorities on actual basis which is charged to Statement of profit and loss.

The company does not have any other scheme of short term or long term retirement benefits.

viii) Leases :

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such a lease is capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

ix) Impairment of Assets :

An asset is considered as impaired in accordance with Accounting Standard 28 on impairment of Assets when at balance sheet date there are indications of impairment and the carrying amount of the asset exceeds its recoverable amount. The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the statement of profit and loss.

x) Earning per Share :

The company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard 20 on Earnings Per Share. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of Equity shares outstanding during the year.

xi) Provisions, Contingent Liabilities and Contingent Assets :

Provisions involving a substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the accounts by way of a note. Contingent assets are neither recognized nor disclosed in the financial statements.

xii) Foreign Currency Transactions :

All transactions in foreign currency, are recorded at the rates of exchange prevailing on the dates when the relevant transactions taken place. Exchange differences arising on foreign currency transactions are recognized as income or expense in the period in which they arise. Company maintains EEFC Account with Bank of India. Periodically, at the time of conversion of foreign currency from EEFC Account to INR, company takes into consideration the bank rate prevailing on that particular day and exchange difference, if any, arises are recognized as income or expense in the statement of profit & loss.

xiii) Taxes on Income :

Provision for tax is made for both current and deferred taxes. Current tax is provided on the Taxable income using the applicable tax rates and tax laws. Deferred tax liabilities arising on account on timing differences, which is capable of reversal in subsequent periods are recognized using tax rates and tax laws, which have been enacted or substantively enacted.

xiv) General :

Accounting policies not specifically referred to are consistent with generally accepted accounting policies.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

NOTE 2 SHARE CAPITAL

Particulars	31/03/2015		31/03/2014	
	Number	Amount(In ₹)	Number	Amount(In ₹)
Authorised Equity Shares of ₹ 10 each	8,000,000	80,000,000	8,000,000	80,000,000
Issued Equity Shares of ₹ 10 each	5,595,000	55,950,000	5,595,000	55,950,000
Subscribed & Paid up Equity Shares of ₹ 10 each	5,595,000	55,950,000	5,595,000	55,950,000
Total	5,595,000	55,950,000	5,595,000	55,950,000

Reconciliation of Shares outstanding at the beginning and at the end of the year

Particulars	31/03/2015		31/03/2014	
	Number	Amount(In ₹)	Number	Amount(In ₹)
Shares outstanding at the beginning of the year	5,595,000	55,950,000	5,595,000	55,950,000
Shares Issued during the year	-	-	-	-
(Shares bought back during the year)	-	-	-	-
Shares outstanding at the end of the year	5,595,000	55,950,000	5,595,000	55,950,000

Details of share holders holding more than 5% shares

Name of Equity Share Holders	No. of shares & %age of Holding			
	31/03/2015		31/03/2014	
	Number of Shares	%age of Holding	Number of Shares	%age of Holding
Vipul Haridas Thakkar	1,818,755	32.51%	1,818,755	32.51%
Jignesh Amrutlal Patel	1,801,855	32.20%	1,801,855	32.20%
Minesh Vinodchandra Doshi	963,290	17.22%	963,290	17.22%
Palak Vinukant Shah	392,600	7.02%	392,600	7.02%

NOTE 3 RESERVES & SURPLUS

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
a. Revaluation Reserve		
Opening Balance	38,630,648	39,358,446
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	(727,798)
Closing Balance	38,630,648	38,630,648
b. General Reserve		
Opening Balance	35,000,000	30,000,000
(+) Current Year Transfer	5,000,000	5,000,000
(-) Written Back in Current Year	-	-
Closing Balance	40,000,000	35,000,000
c. Surplus		
Profit & Loss A/c		
Opening balance	209,243,683	157,217,382
Add:		
Net Profit/(Net Loss) For the current year	21,132,419	60,299,238
Transfer from Reserves	-	-
(Less):		
Proposed/Interim Dividends	(2,797,501)	(2,797,501)
Depreciation Transitional Entry	(3,121,827)	-
Tax on Proposed/Interim Dividends	(475,436)	(475,435)
Transfer to Reserves	(5,000,000)	(5,000,000)
Closing Balance	218,981,338	209,243,683
Total	297,611,986	282,874,331



NOTE 4 LONG TERM BORROWINGS

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Secured		
(a) Term loans		
From Banks		
SBI Car Loan Acct-Mercedes Benz (Secured by Hypothication of Mercedes Benz Car) (Repayable in 84 Monthly Installment)	1,597,960	1,952,133
BOI Car Loan Acct 200460510000143- Renault Scala (Secured by Hypothication of Scala Car) (Repayable in 60 Monthly Installment)	248,512	387,180
BOI Car Loan Acct- 200460510000148 -Maruti Cargo (Secured by Hypothication of Maruti Cargo) (Repayable in 59 Monthly Installment)	77,613	111,358
SBI Car Loan Acct-Honda City (Secured by Hypothication of Honda City) (Repayable in 84 Monthly Installment)	579,022	-
SBI Car Loan Maruti Wagon-R (Secured by Hypothication of Wagon R) (Repayable in 84 Monthly Installment)	237,185	-
SBI Car Loan Acct-Honda Mobilio (Secured by Hypothication of Honda Mobilio) (Repayable in 84 Monthly Installment)	624,936	-
Bank Of India A/c. No.35 (Secured by Hypothication of Items Purchased out of the Loan) (Repayable in 36 Monthly Installment)	6,060,928	14,661,481
From Others		
Loan from CISCO Finance (Secured by Hypothication of Computers, Network Equipments etc. purchased out of the Loan) (Repayable in 18 Quarterly Installments)	7,953,261	-
(b) Long term maturities of finance lease obligations		
Finance Lease From Cisco Finance	28,701,413	-
	46,080,830	17,112,152
Unsecured		
(a) Loans and advances from related parties		
From Directors	12,351,024	10,575,092
(b) Other loans and advances		
Loan from CISCO Finance	13,351,058	-
	25,702,082	10,575,092
Total	71,782,912	27,687,244

NOTE 5 OTHER LONG TERM LIABILITIES

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
(a) Others		
Student Fees Deposits	850,000	1,150,000
E-Mitra (Refundable SD)	17,440,800	17,612,800
UID (Refundable SD)	10,690,000	14,300,000
Total	28,980,800	33,062,800



NOTE 6 SHORT TERM BORROWINGS

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Secured		
(a) Loans repayable on demand		
From Banks		
Bank Of India No.28 (Sec. against Hypo. Of Stock)	120,551,406	79,936,810
Bank Of India No.29 (Sec. against Hypo. Of Debts)	1	2,499,019
(The working capital facilities from Bank of India are secured by first charge by way of hypothecation on all the inventories and book debts of the company and further secured by personal guarantee of four directors of the company to secure all the facilities of Bank of India)		
	120,551,407	82,435,829
Unsecured		
(a) Loans repayable on demand		
From Banks		
BOI A/C no: 664820110000110 (Jaipur Branch)	-	1,041,110
	-	1,041,110
Total	120,551,407	83,476,938

NOTE 7 TRADE PAYABLES

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Due to Micro, Small & medium Enterprises		
Due to Others	103,968,151	125,630,912
Total	103,968,151	125,630,912

NOTE 8 OTHER CURRENT LIABILITIES

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
(a) Current maturities of long-term debt		
SBI Car Loan Acct-Mercedes Benz	606,984	606,984
SBI Car Loan Acct-Honda City	164,124	-
SBI Car Loan Maruti Wagon-R	64,644	-
SBI Car Loan Acct-Honda Mobilio	164,400	-
Loan From CISCO Finance (Secured)	2,160,016	-
Loan From CISCO Finance (Unsecured)	3,662,482	-
BOI Term Loan (A/c No. 35)	13,333,332	13,333,332
BOI Car Loan Acct 200460510000143- Renault Scala	193,992	193,992
BOI Car Loan Acct- 200460510000148 -Maruti Carqo	52,260	52,260
(b) Current maturities of finance lease obligations		
Finance Lease from CISCO Finance	8,085,506	-
(C) Other payables		
Creditors for Expenses	23,605,786	21,264,402
Advance from Customer	3,747,861	2,519,056
Other Dues	25,238,360	19,144,328
Staff Dues	1,179,379	890,844
Government Dues	40,197,430	22,428,995
Total	122,456,557	80,434,193

NOTE 9 SHORT TERM PROVISIONS

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
(a) Provision for employee benefits		
Gratuity (Unfunded)	16,082,651	11,830,849
(b) Others		
Provision for Taxation	13,848,472	48,366,357
Provision for Tax on Interim Dividend	-	475,435
Total	29,931,123	60,672,641



NOTE 10 FIXED ASSET

Fixed Assets	Gross Block					Accumulated Depreciation					Net Block			
	Balance as at 01/04/2014	Additions	(Disposals)	Transfer to Other Non Current Asset	Acquired through business combinations	Balance as at 31/03/2015	Balance as at 01/04/2014	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Transitional Entry	Transfer to Other Non Current Asset	Balance as at 31/03/2015	Balance as at 31/03/2014
a														
Tangible Assets														
Buildings	56,982,006	3,819,324	-	-	-	60,799,086	7,207,856	462,731	-	13,176,642	2,119,655	5,436	52,688,997	49,272,230
Plant and Equipment	216,872,416	17,805,619	(16,088,000)	(13,232,203)	-	199,307,241	87,531,984	462,731	-	-	-	5,436	75,813,259	122,895,432
Leasehold Improvements	26,445,064	2,299,438	(637,416)	(84,783)	-	22,259,939	4,981,122	2,718,500	-	-	-	219	14,923,848	15,463,932
Vehicles and boats	7,085,049	2,299,438	(637,416)	(84,783)	-	8,747,071	2,226,384	855,750	-	545,055	-	-	6,169,986	6,169,986
Office equipment	8,917,472	711,475	-	-	-	7,628,647	1,564,642	1,068,671	-	-	2,501,508	-	5,352,510	5,352,510
	122,252,776	27,292,902	(16,725,416)	(14,000,076)	-	106,741,484	103,912,006	52,208,339	-	13,721,697	4,621,163	5,675	151,726,646	119,242,788
Total(a)														
b														
Intangible Assets														
Computer software	6,933,086	525,099	-	-	-	7,458,185	3,743,371	1,054,648	-	-	-	-	2,603,166	3,189,715
	6,933,086	525,099	-	-	-	7,458,185	3,743,371	1,054,648	-	-	-	-	2,603,166	3,189,715
Total(b)														
Total (a+b)														
	129,185,862	27,817,999	(16,725,416)	(14,000,076)	-	306,199,669	107,655,376	53,263,487	-	13,721,697	4,621,163	5,675	154,387,012	201,532,483
Previous Years Figures														
	223,617,769	85,570,092	-	-	-	309,187,861	78,447,976	28,479,605	727,798	-	-	-	201,532,483	145,169,793

* See Note 32

Reconciliation of Gross Block of Assets due to Revaluation in the last five years

Particulars	Year			
	2013-14	2012-13	2011-12	2010-11
Asset details:				
Gross Block				
Balance as at 1 April	309,187,862	447,215,539	288,347,747	93,676,722
Revaluation				49,439,687
Balance as at 31 March	309,187,862	447,215,539	288,347,747	143,116,409



NOTE 11 NON CURRENT INVESTMENT

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
A		
Other Investments		
(a) Investment in Equity instruments	128,766	91,291
(b) Other non-current investments	27,520	27,520
Grand Total (A + B)	156,286	118,811
Less : Provision for diminution in the value of Investments	-	-
Total	156,286	118,811

Particulars	2014-15 Amount(In ₹)	2013-14 Amount(In ₹)
Aggregate amount of quoted investments (Market value of ₹ 0 (Previous Year ₹ 24695))	-	11,500
Aggregate amount of unquoted investments	128,766	79,791

A.	Sr. No.	Details of Other Investments	Subsidiary / Associate / JV/ Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (₹)	
				2014-15	2013-14			2014-15	2013-14	2014-15	2013-14
	1										
	(a)	Investment in Equity Instruments									
		Share of Patni Computers Limited	Other	-	50	Quoted	Fully paid	-	-	-	11,500
		Share of Drive in Ch Association	Other	-	-	Unquoted	Fully paid	-	-	100	100
		Share of Nutan Nag. Shah bank	Other	-	-	Unquoted	Fully paid	-	-	440	440
		Silvertouch Technology (UK) Ltd	Subsidiary	500	500	Unquoted	Fully paid	100%	100%	40,824	40,824
		Silvertouch Technologies INC	Subsidiary	100	100	Unquoted	Fully paid	100%	100%	32,865	32,865
		Lime Software (JV UK)	JV	-	-	Unquoted	Fully paid	-	-	48,975	-
		Silvertouch Technology B.V. The Netherlands	JV	100	100	Unquoted	Fully paid	50%	50%	5,562	5,562
		Total								128,766	91,291
	(b)	Other non-current investments									
		Investment in Gold	Other	-	-	Unquoted	--N.A.--	-	-	27,520	27,520
		Total								27,520	27,520
		Total								156,286	118,811



NOTE 12 LONG TERM LOANS & ADVANCES

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
a. Security Deposits		
Unsecured, considered good	26,041,008	19,641,807
Total	26,041,008	19,641,807

NOTE 13 OTHER NON CURRENT ASSETS

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
Unamortised Cost of Facility - UTWAN Project (See Note 32)	61,993,091	-
Total	61,993,091	-

NOTE 14 INVENTORIES

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
a. Stock in Trade	54,500,309	26,826,924
Total	54,500,309	26,826,924

NOTE 15 TRADE RECEIVABLES

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	98,167,932	80,151,719
Unsecured, considered doubtful	-	-
	98,167,932	80,151,719
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	269,182,428	256,093,228
Unsecured, considered doubtful	-	-
	269,182,428	256,093,228
Total	367,350,360	336,244,947

Trade Receivable stated above include debts due by:

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
Private Company in which director is a member or director	12,934,201	1,129,750
Total	12,934,201	1,129,750



NOTE 16 CASH & BANK BALANCES

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
a. Cash & Cash Equivalants		
i) Cash on hand	1,879,474	2,856,761
b. Other Bank balances		
Bank Balances	23,802,356	11,047,595
Bank Deposits		
Deposits with less than 12 months maturity	30,172,646	34,278,447
Deposits with more than 12 months maturity	11,979,202	6,952,984
(This includes ₹ 3,12,31,431/- (Previous Year ₹ 2,89,57,274) as security against guarantees & ₹ 1,00,00,000/- (Previous Year ₹ Nil) as security against borrowings)		
Total	67,833,678	55,135,787

NOTE 17 SHORT TERM LOANS & ADVANCES

Particulars	31/03/2015	31/03/2014
	Amount(In ₹)	Amount(In ₹)
a. Loans and advances to related parties		
Unsecured, considered good		
Directors		
Other officers of the Company		
Firm in which director is a partner		
Private Company in which director is a member or director	50,149	50,149
	50,149	50,149
b. Others		
Unsecured, considered good		
Balance with Government	71,295,634	85,036,923
Advance to Staff	4,412,505	4,500,916
Advance to Supplier	16,507,773	23,498,334
Others	18,885,923	15,443,096
	111,101,836	128,479,269
Total	111,151,985	128,529,418



NOTE 18 REVENUE FROM OPERATION

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Sale of products	820,417,392	542,270,161
Sale of services	376,840,927	591,967,297
Other operating revenues	3,015,249	2,836,565
Total Sales	1,200,273,568	1,137,074,023
Net Sales	1,200,273,568	1,137,074,023
Less: Service Tax	51,896,144	56,496,254
Total	1,148,377,424	1,080,577,769

NOTE 19 OTHER INCOME

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Interest Income	4,908,135	2,805,827
Other non-operating income	6,957,541	3,483,305
TOTAL	11,865,677	6,289,132

NOTE 20 PURCHASES OF STOCK-IN-TRADE

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Purchase of Computets & Peripherals	696,288,201	501,404,555
Less: Transferred to Fixed Assets from Opening Stock	702,182	1,032,411
Discount	12,552,229	9,728,541
TOTAL	683,033,790	490,643,603

NOTE 21 CHANGES IN INVENTORIES OF STOCK IN TRADE

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Opening Stock	26,826,924	34,588,689
Less: Closing Stock	54,500,309	26,826,924
TOTAL	(27,673,385)	7,761,765

NOTE 22 EMPLOYEE BENEFITS EXPENSE

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
(a) Salaries and incentives	222,038,760	194,672,820
(b) Contributions to -		
(i) Provident fund & ESIC	814,425	353,704
(c) Provisions for Gratuity	4,251,802	2,637,686
(d) Staff welfare expenses	34,370	93,159
(e) Salaries to Contractual Employees	36,945,333	34,274,423
TOTAL	264,084,690	232,031,792

NOTE 23 FINANCE COSTS

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Interest expense	19,665,633	10,219,420
Other borrowing costs	7,914,029	4,002,404
TOTAL	27,579,662	14,221,824

NOTE 24 OPERATIONS & OTHER EXPENSES

Particulars	31/03/2015 Amount(In ₹)	31/03/2014 Amount(In ₹)
Power & Fuel	4,273,071	3,431,987
Rent	6,541,060	5,486,004
Repairs to buildings	403,607	328,570
Insurance	679,640	243,915
Rates and taxes, excluding taxes on income	1,835,392	1,528,696
Net loss on foreign currency transaction and translation	2,918,959	-
Bad Debts	7,649,597	13,953,304
Payment to Auditors	556,350	475,000
Project Expenses	40,486,029	167,807,189
Corporate Social Responsibility Expenditure	310,519	-
Miscellaneous expenses	44,416,954	31,132,231
TOTAL	110,081,225	224,386,895



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

Note 25 Capital Commitments

The estimated amount of contracts remaining to be executed on capital account and not provided for ₹ Nil. (previous year ₹ Nil).

Note 26 Contingent Liabilities

a) There are contingent liability of the company as under:

(Amount in ₹)

Bank Guarantee	Current Year	Previous Year
Bank of India	175,775,760	102,116,306
ICICI Bank	13,474,116	12,037,655

The above bank guarantees are issued by Bank of India against 15% margin and ICICI bank against 15% margin in the form of Bank FD.

b) Income tax Demand :

(Amount in ₹)

Particulars	Current Year	Previous Year
Penalty u/s 271(1)(c) (AY 2007-08)	-	309,457
U/s 143(3) (AY 2009-10)	1,850	1,850
U/s 143(3) (AY 2010-11)	30,310	30,310
U/s 143(3) (AY 2011-12)	11,420	11,420
U/s 143(3) (AY 2012-13)	370,180	-

Note 27 Pursuant to Micro, Small and Medium Enterprises Development Act, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The company is in process of compiling relevant information from its suppliers about their coverage under the said act. Since the relevant information is not readily available, no disclosures have been made in the accounts.

Note 28 Auditor's Remuneration

Amount (in ₹)

	Current Year	Previous Year
Statutory Auditors		
- As Auditors	275,000	240,000
- Tax Audit Matters	75,000	57,000
- Taxation Matters	100,000	100,000
- Company Law Matters	30,000	30,000
- Others (Incl. Service Tax)	76,350	48,000
Total	556,350	475,000

Note 29 Earning per share as required by Accounting Standard AS-20 as issued by the The Institute of Chartered Accountants of India.

Description	Current Year	Previous Year
Profit After Tax (₹)	21,132,419	60,299,238
Profit Attributable to Ordinary Share Holders (₹)	21,132,419	60,299,238
Weighted Average No. of Equity Shares	5,595,000	5,595,000
Basic & Diluted Earning Per Share (₹)*	3.78	10.78
Nominal Value of share (₹)	10.00	10.00

* The company has no dilutive instruments during the year ended 31/03/2015. As such Dilutive Earning Per share equals to Basic Earnings Per Share.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

Note 30 In compliance with the accounting standard-22 relating to "Accounting for taxes on Income" the deferred tax liability of current year is debited to Profit & Loss Account.

Deferred tax working:

Particulars	Amount (in ₹)			
	As on 01/04/2014	Charge/ (Credit) during the year to P & L A/c	Effect Due to Companies Act, 2013	As on 31/03/2015
Deferred tax (Assets) / Liabilities on account of depreciation	22,079,638	(3,181,493)	(1,499,336)	17,398,809
Deferred tax (Assets) / Liabilities on account of Gratuity, etc	(3,838,519)	(1,379,497)	-	(5,218,016)
Net Deferred tax (Assets)/ liabilities	18,241,119	(4,560,990)	(1,499,336)	12,180,793

Note 31 The company has during the year provided depreciation on fixed assets based on estimated life and realisable value as prescribed in Schedule II of the Companies Act, 2013. Till last year, the Company was providing depreciation as per rates prescribed in Schedule XIV of the Companies Act, 1956.
In case of assets for which remaining useful life is NIL, carrying amount of such assets after retaining residual value, is recognized in against opening balance of Retained Earnings amounting to Rs.31,21,827 (Net of Deferred Tax of Rs.14,99,336).

Company has been awarded construction, and maintenance of automated Driving Test Track project by Govt. of Gujarat. Since, project is of 5 years, company has taken useful life of computers etc. as 5 years instead of 3 years life as prescribed under Schedule II of Companies Act, 2003.

Note 32 Other Non Current Asset - Cost of Facility - UTWAN Project

Company has been awarded project for implementing Wide Area Network by Govt. of Diu & Daman (UT) under BOOT Scheme. Under the said project, company is required to implement and maintain UTWAN for a period of 5 years. Company has purchased some network equipments, computers and other related equipments and machineries by entering into Finance Lease transaction with CISCO. And some equipments company obtained by way raising loans. At the end of 5 years, company need to transfer whole UTWAN to government authorities. Accordingly, all the assets purchased under the said project is capitalized under 'Cost of Facility - UTWAN Project' under the head Other Non Current Assets in Balance Sheet. As the said project is of 5 years income of company is spread over period of 5 years, and accordingly company will amortize the same over period of 5 years in equal installments. Cost of amortization is shown under 'Depreciation & Amortization Expenses' in Statement of Profit & Loss.

Note 33 Related party disclosure as required by Accounting Standard -18 issued by the Institute of Chartered Accountants of India.

A) List Of Related parties & Relationships

a) Subsidiaries, Fellow Subsidiaries, and Associates

a) **Subsidiaries :** 1) Silvertouch Technology (UK) Ltd
2) Silvertouch Technologies Inc.

b) **Fellow Subsidiary :** None

c) **Associates :** None

b) Key Management Personnel :

1) Vipul H. Thakkar
2) Minesh V. Doshi
3) Jignesh A. Patel
4) Palak V. Shah
5) Himanshu Jain

c) Relatives of Key Management Personnel :

1) Kajal V. Thakkar
2) Jolly J. Patel
3) Zankhana Shah
4) Varsha Doshi
5) Haridas Thakkar
6) Jyoti Jain
7) Manjulaben Patel

d) Enterprise over which Key Management Personnel and their relative exercise significant influence with whom transaction have taken place during the year :

1) Silvertouch Infotech Limited
2) Semaphore Infotech Private Limited
3) Silvertouch Technologies B.V.
4) Lime Software (UK)



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

B) Transaction with related parties

Amount (in ₹)

Description	Subsidiaries, Fellow Subsidiaries, and Associates		Key Management Personnel		Relatives of Key Management Personnel		Enterprises Controlled by Key management Personnel and their relatives	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Purchase of Goods/ Services	-	-	-	-	-	-	6,384,300	-
Sales of Goods / Services	9,564,888	10,203,251	-	-	-	-	36,268,894	87,154
(Purchase) / Sales of Assets	-	-	-	-	-	-	-	-
Rent & other Expenses paid	-	-	-	-	-	-	-	-
Interest Received/ (Paid)	-	-	(2,001,035)	(2,481,889)	-	-	-	-
Dividend Received / (paid)	-	-	(2,488,250)	(2,488,250)	(309,250)	(309,250)	-	-
Remunerations	-	-	11,230,091	10,087,400	-	-	-	-
Hire Charges paid	-	-	-	-	-	-	-	-
Lease Rent Paid	-	-	-	-	(420,000)	(420,000)	174,000	168,000
Outstanding Balance at the year end								
Loans & Advance (incl. interest)	50,149	50,149	-	-	-	-	-	-
Deposit Received	-	-	12,351,024	10,575,092	-	-	-	-
Debtors	1,777,230	826,000	-	-	-	-	8,618,371	1,037,684
Creditors	-	-	-	-	-	-	-	-



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

Note 34 Additional information pursuant to the provisions of Schedule III to the Companies Act, 2013:

		Amount (in ₹)	
	Particulars	Current Year	Previous Year
A	Expenditure in Foreign currency on account of		
	i) Foreign Traveling	614,541	368,586
	ii) Exhibition/Promotion Exp	36,796	286,646
	iii) Salary	6,557,349	3,506,186
B	Value of imported raw materials, spare parts and components	128,008	157,238
C	Amount remitted in foreign currency during the		
	i) Dividend	Nil	Nil
	ii) No. of non-resident share holders	Nil	Nil
	iii) No. of shares held by non-residents	Nil	Nil
D	Earning in Foreign Exchange		
	i) Export of Services	147,591,250	141,237,561
	ii) Others	Nil	Nil

Note 35 Revaluation Of Fixed Assets:

As on 31.03.2011 the company has revalued the office buildings and Godown Building on the basis of the Valuation report dated 31.03.2011 given by Government Registered Valuer Shri Shailesh Khandwala. As per the valuation report, the details of historical cost and revalued amounts are as under:

Sr No	Detail of Fixed Assets	Historical Cost	Net WDV as on 31.03.2011 before Revaluation	Substituted /Revalued Amount
1	Office Building 210	500,500	403,851	1,550,000
2	Office Building Semaphore	80,669	71,468	1,455,000
3	Office Building -1	433,700	322,135	4,375,000
4	Office Building Saffron	9,143,774	8,642,613	35,500,000
5	Office Building 505 Saffron	1,657,246	1,614,906	4,240,000
6	Godown Building	513,980	454,416	5,200,000

As per provision of Schedule II of Companies Act, 2013 depreciation is charged on revalued amount in case of above fixed assets which were revalued in past and same is charged against current year's profit. Upto FY 2013-14, depreciation on revaluation amount is charged against revaluation reserve and depreciation on historical cost is charged against profit for the year under review.

Note 36 Impairment of Fixed Assets

In accordance with the Accounting Standard (AS-28) on 'Impairment of Assets' notified by Companies (Accounting Standards) Rules, 2006, the company has reassessed its fixed assets and is of the view that no further impairment/reversal is considered to be necessary in view of its expected realizable value.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)**Note 37 Mat Credit Entitlement**

During the year, company has utilized MAT credit amounting to ₹ 35,51,528/- (Previous Year ₹ 35,30,003/-) out of accumulated MAT credit of earlier years.

Details of MAT credit accounted in accounts are as under :

(Amount in ₹)	
Financial Year	Amount of MAT Credit
2007-08	3,422,305
2008-09	4,926,057
2009-10	6,498,605
2010-11	3,538,204
Total	18,385,171
Credit Utilized (FY 2011-12)	(5,887,323)
Credit Utilized (FY 2012-13)	(5,416,317)
Credit Utilized (FY 2013-14)	(3,530,003)
Credit Utilized (FY 2014-15)	(3,551,528)
Net MAT Credit	-

Note 38 Revenue from operations can be broadly categorized as under:

Particulars	Current Year	Previous Year
1) Sale of Computers Computer Parts, License, Software etc.	820,417,392	542,270,161
2) Sale of Services Software Development, AMC Charges & Other Services	324,944,783	535,471,043
3) Other Operating Revenue	3,015,249	2,836,565
Total Revenue from Operations	1,148,377,424	1,080,577,769

Note 39 Segment Reporting

The company's Business Segment is 'Computers & IT Services' and it has no other primary reportable segments. Geographical revenues are segregated based on the location of the customer who is invoiced or in relation to which the revenue is otherwise recognized. Customer relationships are driven based on the location of the respective clients. Company's business activities outside India are spread mainly in United Kingdom, USA, Australia, France & The Netherlands. Hence, there are two reportable segment of company viz., Domestic & Exports.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

(A) Primary Disclosures (Geographical by Customers)

Particulars	Geographical Segments		TOTAL
	India	Outside India	
Revenue	1,000,786,174 <i>(939,340,208)</i>	147,591,250 <i>(141,237,561)</i>	1,148,377,424 <i>(1,080,577,769)</i>
Result	48,874,763 <i>(90,502,111)</i>	3,736,554 <i>(16,375,033)</i>	52,611,317 <i>(106,877,144)</i>
Unallocable Expenses			30,101,635 <i>(23,915,421)</i>
Other Income			11,865,677 <i>(6,379,696)</i>
Profit Before Tax			34,375,358 <i>(89,341,419)</i>
Tax Expense			13,242,939 <i>(29,042,181)</i>
Profit for the year			21,132,419 <i>(60,299,238)</i>
Segment Assets	689,028,372 <i>(591,740,529)</i>	114,178,788 <i>(107,006,586)</i>	803,207,160 <i>(698,747,115)</i>
Unallocated Assets			40,206,569 <i>(69,283,062)</i>
TOTAL Assets			843,413,728 <i>(768,030,177)</i>
Segment Liabilities	703,205,676 <i>(594,416,116)</i>	114,178,788 <i>(107,006,586)</i>	817,384,464 <i>(701,422,702)</i>
Unallocated Liabilities			26,029,264 <i>(66,607,475)</i>
TOTAL Liabilities			843,413,728 <i>(768,030,177)</i>

* Figures in brackets in Italics font indicates previous years' figures.

- The company has disclosed Geographical Segments as the primary segment.
- Segments have been identified taking into account the nature of the products, differential risks and returns, the organizational structure and internal reporting system. The company's operations predominantly relate to Computer & IT Services.

Note 40 Employee Retirement Benefits

In order to make provision for Gratuity payable to employees, company has obtained Acturial Valuation report from M/s. K A Pandit, 'Actuaries'. On the basis of valuation report of Actuaries, company has made provision for Gratuity Payable in accounts. As this is the first year company has obtained Actuaries Valuation report, previous years' figures are not given. Upto FY 2013-14, company made provision for Gratuity payable on the basis of Management Estimation of the liability.

The following table sets out unfunded status of the gratuity payable and the amounts recognised in the Company's financial statements for the year ended March 31, 2015.



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

(i) Change in Benefit Obligations :

Particulars	(Amount in ₹)
Present value of benefit obligation, beginning of the year	-
Service cost	16,082,653
Interest cost	-
Benefits paid	-
Present value of benefit obligation, end of the year	16,082,653

(ii) Change in Plan Assets :

Particulars	(Amount in ₹)
Fair value of plan assets, beginning of the year	-
Expected return on plan assets	-
Employers' contributions	-
Benefits paid	-
Fair value of plan assets, end of the year	-

(iii) Net Gratuity Cost :

Particulars	(Amount in ₹)
Service Cost	16,082,653
Interest Cost	-
Expected Return on Plan Asset	-
Actuarial (gain)/loss	-
Net Gratuity Cost	16,082,653

(iv) Reconciliation of Present Value of the obligation and the fair value of the Plan Assets :

Particulars	(Amount in ₹)
Fair value of plan assets, at the end of the year	-
Present value of obligation at the end of the year	(16,082,653)
Re-imbursement Obligation	-
Asset/(Liability) Recognised in the Balance Sheet	(16,082,653)

(v) Assumptions :

Particulars	%
Rate of Discounting	7.92%
Salary Escalation Rate	7.50%
Expected Rate of Return on Plan Asset	N.A.

Note 41 Obligation towards Finance Lease :

The Lease rentals charged during the year and the future minimum rental payments in respect of finance lease and its present value are set out below:

Particulars	Current Year
(i) Lease rentals recognised during the year	3,358,409
(ii) Minimum Lease Payments	
Not later than one year	12,203,848
Later than one year but not later than five years	34,333,941
Later than five years	-
Total	46,537,789
(iii) Present Value of minimum lease payments	
Not later than one year	8,085,506
Later than one year but not later than five years	28,701,414
Later than five years	-
	36,786,920
Add : Future Finance Charges	9,750,869
Total	46,537,789



SILVER TOUCH TECHNOLOGIES LIMITED (F.Y. 2014-15)

Note 42 Expenditure on Corporate Social Responsibility

Particulars	Current Year	Previous Year
a) Gross Amount required to be spent	1,280,115	-
b) Amount actually spent on:		
Health & Family Welfare	310,529	-

As company has not undertaken CSR activity for which any liability has been incurred by entering into a contractual obligation, company has not made provisions for the unspent amount.

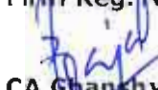
Note 43 Balances of Secured Loans, unsecured loans, Debtors, Creditors for goods, creditors for expenses, loans and advances and advance from customers are subject to confirmation.

Note 44 Previous year figures are regrouped and rearranged wherever necessary to compare with current year figures.

Note 45 Figures are rounded off to the nearest rupee.

Signatories to Note 1 to 45

**For AMBALAL PATEL & CO.
CHARTERED ACCOUNTANTS**
Firm Reg. No. : 100305W


CA Chanshyam P. Jajal
PARTNER
M.No. 116814

Ahmedabad
25/07/2015



For SILVER TOUCH TECHNOLOGIES LIMITED


Vipul Thakkar
Director
DIN - 00169558


Jignesh Patel
Director
DIN - 00170562


Company Secretary