DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their Seventh Annual Report on the business and operations of the company together with the Audited accounts for the Financial year ended 31st March, 2016.

1. FINANCIAL SUMMARY OF THE COMPANY:

The financial results for the year ended 31st March, 2016 and the corresponding figures for the Previous year are as under:-

(Rs. Lakhs)

Particulars	2015-2016	2014- 2015
Income from Operation	2790.53	2733.53
Other Income	22.92	22.30
Total Revenue	2813.45	2755.83
Profit before Tax	907.44	755.98
Profit after Tax	614.66	489.14

2. RESERVE & SURPLUS:

Out of the total profit of Rs. 614.66 Lakhs for the financial year, Rs. 61.46 Lakhs is transferred to the General Reserve.

3. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR:

During the year, the Company has scaled good business by achieving the turnover of Rs. 2813.45 Lakhs during the financial year 2015-16 in comparison to the previous year total revenue of Rs. 2755.83 Lakhs and profit after tax for the financial year 2015-16 is Rs. 614.66 Lakhs in comparison to the previous year Rs. 489.14 Lakhs.

4. CHANGE IN THE NATURE OF BUSINESS:

There is no Change in the nature of the business of the Company done during the year.

5. MATERIAL CHANGE/ EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

6. DIVIDEND:

During the year, your Company has declared and paid interim dividends. The total cash outflow on account of dividend including dividend tax for the year 2015-16 was Rs. 481.43 lakhs.

7. MEETINGS:

During the year under review, the Board met Five times on 25th May, 2015, 05th August 2015, 15th October 2015, 04th January 2016 and 21st March 2016.

Name of the Director	Particulars of Attendance in Board Meetings
Rohit Kumar Singh	5/5
Mohammad Asad Khan	5/5
Aditya Krishna	3/5
Niraj Kumar Ganeriwala	4/5
Dhiraj Kumar Mangla	5/5

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

- a) There are no changes in the Board of Directors since the previous reporting.
- b) Declaration by an Independent Director(s) and re-appointment, if any Not Applicable
- c) Formal Annual Evaluation Not Applicable

9. ADEQUATE FINANCIAL CONTROLS

Where ever applicable, the Company has internal financial controls to be followed and that such internal financial controls are adequate and were operating effectively.

10. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:

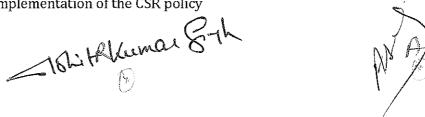
The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

11. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES:

Pursuant to Section 135 of the Companies Act, 2013 the Board has constituted the CSR Committee on 15th October, 2015, consisting of Mr. Rohit Kumar Singh, Mr. Mohammad Asad Khan, Mr. Dhiraj Kumar Mangla and Mr. Nirajkumar Ganeriwala.

Responsibilities of the CSR Committee are as follows:

- 1. Formulating the CSR policy in compliance to Section 135 of the Companies Act 2013
- 2. Identifying activities to be undertaken as per Schedule VII of the Companies Act 2013.
- 3. Recommending to the Board the CSR expenditure to be incurred.
- 4. Recommending to Board, modifications to the CSR policy as and when required.
- 5. Regularly monitoring the implementation of the CSR policy



The Board has also approved the CSR Policy. Report on CSR activities as required under the Companies Act, 2013 is enclosed with this report as **Annexure A**

12. RISK MANAGEMENT POLICY:

At present the Company has not identified any element of risk which may threaten the existence of the Company. The Board of Directors reviews the risk assessment and minimisation procedures at regular intervals.

13. SUBSIDIARY, JOINTVENTURE AND ASSOCIATE COMPANY:

The Company has the following Subsidiary Companies:

Threesixty Logica Testing Services Inc., ("Threesixty Inc.") a California Corporation, USA, a 100% Subsidiary of the Company continues its activities in providing Testing services and during the year there were no change in the nature of business.

During the financial year 2015-2016, Threesixty Inc. earned a revenue of Rs. 2.71 Lacs. The profit after tax of Threesixty Inc. for the year under review was Rs. 0.92 Lacs.

There are no associate Company within the meaning Section 2(6) of the Companies Act, 2013.

14. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS:

During the year under review, no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

15. CHANGES IN SHARES CAPITAL:

- i) <u>Issue of Equity Shares with Differential Rights</u> Shares with differential voting rights is not applicable to the Company.
- (ii) <u>Issue of Sweat Equity Shares</u> Issue of Sweat Equity Shares is not applicable to the Company.
- (iii) <u>Issue of Employees Stock Options</u> Employees Stock Option is not applicable to the Company.

16. STATUTORY AUDITORS:

M/s Madhav & Company, (FRN: 022141N) Chartered Accountants, retires at the ensuing Annual General Meeting and have confirmed their eligibility and willingness to be appointed as the auditors on such remuneration as shall be fixed by the Board of Directors, and that such remuneration may be paid on a progressing billing basis as may be agreed upon between the auditors and the Board of Directors.

Cost Auditors: The provision of Section 148 of the companies Act, 2013 and its applicable rules with respect to cost Auditing requirements are not applicable.

17. AUDITORS' REPORT:

There were no qualifications or adverse remarks in the Auditors' Report.

18. EXTRACT OF THE ANNUAL RETURN:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 an extract of annual return in MGT 9 as a part of this Annual Report is attached as Annexure B.

19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

No Loans and guarantees were extended by the Company during the year under review.

20. PARTICULARS OF EMPLOYEES/ DIRECTORS

Being an unlisted Company, Particulars of employee/Directors whose remuneration was in excess of the limits prescribed under section 134(3)(q) of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company.

21. DEPOSIT:

The Company has neither accepted nor renewed any deposits during the year under review.

22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions reported in the financial statements were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with promoters, Key Managerial personnel or other designated persons which may have potential conflict of interest of the Company. Accordingly, no particulars of transaction to be disclosed in Form AOC-2.

23. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place a policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company did not receive any complaints during the financial year 2015-16.

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24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREGIN EXCHANGE EARNINGS AND OUTGO:

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy

(i)	the steps taken or impact on	The operations of the Company are not energy						
	conservation of energy	intensive. However adequate measures have been						
		taken to reduce energy efficient computers						
		&equipment and using the latest technologies. As						
		energy cost forms a very small part of the total cost, the						
		impact on cost is not material.						
	the steps taken by the company for	adequate measures have been taken to reduce energy						
	utilizing alternate sources of	& use of efficient computers & equipment and using the						
(ii)	energy.	latest technologies						
	the capital investment on energy	y Not applicable, in view of comments in clause (i)						
(iii)	conservation equipment's							

(b) Technology Absorption

(i)	the effort made towards technology absorption	Nil			
		As a result of R&D activities carried			
	the benefits derived like product improvement cost	out during the financial years,			
	reduction product development or import	company has gathered potential			
(ii)	substitution	information & customers			
	in case of imported technology (important during the				
	last three years reckoned from the beginning of the				
(iii)	financial year)	Nil .			
	(a) the details of technology imported				
	(b) the year of import;				
	(c) whether the technology been fully absorbed				
	(d) if not fully absorbed, areas where absorption has				
	not taken place, and the reasons thereof				
		During the year under review, no			
	the expenditure incurred on Research and	non-routine expenditure has been			
(iv)	Development	incurred on these activities.			

(c) F	Foreign	exchange	earnings	and	out	go
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(Rs. In Lakhs)

	2015-2016	2014-2015
Total Foreign Exchange earnings in Rupees Equivalent	Rs. 27,90.53	Rs. 27,33.53
Total Foreign Exchange Outgo in Rupees Equivalent	Rs. 44.06	Rs. 77.26





25. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

26. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, the Directors' hereby confirm as follows:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures:
- (b) The director had 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 at the end of the financial year and of the profit of the company for that period;
- (c) the director had 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;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

27. ACKNOWLEDGEMENTS

The directors place on record their sincere appreciation for the assistance and co-operation extended by Bank, its employees, its investors and all other associates and look forward to continue fruitful association with all business partners of the company.

For and on behalf of the Board of Directors
THREESIXTY LOGICA TESTING SERVICES PYX LTD

ROHIT KUMAR SINGH WHOLE TIME DIRECTOR

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DIN: 02799122 Add: QR NO-504/A, Neora

Colony, Khagaul, Patna

Bihar-801105

MOHAMMAD ASAD KHAN WHOLE TIME DIRECTOR DIN: 02799123

B-7B, Rajat Vihar, G B Nagar, Sector-62, Noida

Uttar Pradesh-201301

Place: New Delhi Date: July 05, 2016

Annexure A to Boards Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

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

CSR policy was approved by the Board of Directors on 15^{th} October, 2015. The policy objectives are as follows:

- Develop meaningful and effective strategies for engaging with all stakeholders
- Make sustainable contributions to Communities
- Identify socio-economic opportunities to perform CSR activities
- Focus on social welfare activities as envisaged in Schedule VII of Companies Act, 2013.
- Partner with credible organizations focused on social welfare activities

Weblink: http://www.360logica.com/

2. Composition of CSR committee

The followings Directors are the members of CSR committee.

Mr. Rohit Kumar Singh-Whole Time Director

Mr. Mohammad Asad Khan-Whole Time Director

Mr. Dhiraj Kumar Mangla-Director

Mr. Nirajkumar Ganeriwala-Director

3. Average net profit of the company for last three financial years:

Average net profit: Rs. 408.11 Lacs

4. Prescribed CSR Expenditure (Two percent of the amount as in item 3 above)

The company is required to spend approx. Rs. 8.20 Lacs

5. Details of CSR spend for the financial year:

a) Total amount spent for the financial year: Rs.8,20,000/-

b) Amount unspent if any: Nil

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c) Manner in which the amount spent during the financial year is detailed below:

Sr. no	Project/Act ivities	Sector	Locati ons	Amount outlay (Budget)Proj ect or Programee wise(Rs. In Million)	Amount spent on the project or programm e (Rs. In Million)	Cumulative Expenditur e upto reporting Period (Rs. In Million)	Implementatio n through
1	Making Health Care Accessible To Street Children, Women & Elderly	Health on wheels for the homeless	Delhi	Rs. 4.00 Lacs	Rs. 4.00 Lacs	Rs. 4.00 Lacs	Agency- Uday Foundation
2	Rehabilitatio n of Children and women who were victims of Human trafficking	promoting gender equality, empowering women, and providing healthcare, education and vocational training to women and children	Delhi & Harya na	Rs. 4.20 Lacs	Rs. 4.20 Lacs	Rs. 4.20 Lacs	Agency- Lily Foundation

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in the Board report. – **Not applicable.**

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

objectives and policy of the Company.

ROHIT KUMAR SINGH
WHOLE TIME DIRECTOR

DIN: 02799122

Add: QR NO-504/A, Neora Colony, Khagaul, Patna

Bihar-801105

MOHAMMAD ASAD KHAN WHOLE TIME DIRECTOR

HOLE TIME DIRECTOI DIN: 02799123

B-7B, Rajat Vihar, G B

Nagar, Sector-62, Noida Uttar Pradesh-201301

Place: New Delhi Date: July 05, 2016

FORM AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures.

PART A: Subsidiaries

Sr No.	1
Name of the Subsidiary	Threesixty Logica Testing Services Inc
Reporting Period	1 st April- 31 st March
Reporting Currency and exchange rate as on the last date	USD, Ex Rate 66.17/USD
of the relevant financial year	
Share Capital	\$1015.00
Reserves & Surplus	\$91170.55
Total Assets	\$155865.00
Total Liabilities	\$155865.00
Investments	0.00
Turnover	\$271303.70
Profit Before Taxation	\$129124.10
Provision for Taxation	\$36643
Profit After Taxation	\$92481.10
Proposed Dividend	0
% of Shareholding	100%

FOR THREESIXTY LOGICA TESTING SERVICES PYT LTD

ROHIT KUMAR SINGH WHOLE TIME DIRECTOR

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DIN: 02799122

Add: QR NO-504/A, Neora

Colony, Khagaul, Patna

Bihar- 801105

MOHAMMAD ASAD KHAN
WHOLE TIME/DIRECTOR

DIN: 02799123

B-7B, Rajat Vihar, G B

Nagar, Sector-62, Noida

Uttar Pradesh-201301

Place: New Delhi Date: July 05, 2016

Annexure -B Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31.03.2016

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

REGISTRATION AND OTHER DETAILS: 1.

i) CIN

U72900DL2009PTC195135

ii) Registration Date

12th October, 2009

iii) Name of the Company: THREESIXTY LOGICA TESTING SERVICES PRIVATE LIMITED

iv) Category / Sub-

Private Limited Company (Limited by shares)

Category of the Company

v) Address of the

H.NO.162, BANK COLONY, MANDOLI, NEAR GAGAN CINEMA, NANDNAGARI

Registered office and

DELHI-110093

vi) Whether listed

No

company Yes / No

NOT APPLICABLE.

vii) Name, Address and Contact details of Registrar

and Transfer Agent, if any

н. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SI. No.	Name and Description of main products /services	NIC Code of the Product/ service	% to total turnover of the company
1	Writing , modifying, testing of computer program to meet the needs of a particular client excluding web-page designing	62011	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.NO. NAME AND ADDRESS OF THE COMPANY		CIN/GLN	I SUBSIDIARY/ASSOCIA I I	% of shares held	Applicable Section
1	Saksoft Limited	L72200TN1999PLC054429	HOLDING	51%	2(46)
2	Threesixty Logica Testing Services Inc	Foreign Company	SUBSIDIARY	100%	2(87)

i) Category-wise Share Holding

Category of	No. of Shares held at the beginning of the year(Incorporation date)				No. of Shares held at the end of the year				% Change during the
S	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	year
A.Promoter									
(1) Indian						:			
a) Individual/ HUF	-	4900	49000	49%	-	4900	49000	49%	nil
b)Central Govt	-	-	1			_	_	_	_
c)State Govt(s)	-	-	-	-	-	-	-	-	-
d)Bodies Corp.		5100	51000	51%	-	5100	51000	51%	nil
e)Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	=	-	-
Sub-total (A) (1):-	-	10000	10000	100%	-	10000	10000	100%	nil
(2)Foreign									
a) NRIs - Individuals	-	-	-	1	-	_	-	,,	-
b) Other – Individuals	-	-	-	_	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	- :	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub- total(A) (2):-	-	-	-	_	-	-	-	-	-
Total shareholdin g of Promoter (A) =	-	10000	10000	100%	-	10000	10000	100%	NIL
(A)(1)+(A)(^`	-								

Category-wise Share Holding (contd.)

					Category-wise Share Holding (contd.)				T
Category of Shareholder	No. of Shares	held at the beginning of the ye	ar(Incorpora	tion date)	No. of Sha	No. of Shares held at the end of the year			
S S	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
B. Public Shareholdin									
1.Institution s	-	-	-	-		-	-	-	-
a) Mutual Funds	-	-	-		-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	~	<u>.</u>
d) State Govt(s)	-	-	_	-	-		-	-	_
e) Venture Capital Funds	-	-	-		-		=	<u>.</u>	-
f) Insurance Companies	-	-	_	-	-	-	-	-	-
g) Flls	-	-	-	-	-	-	-	_	<u>.</u>
h) Foreign Venture Capital Funds	-	-	-	-	-	-	_	<u>-</u>	-
i) Others (specify)	-	-	-		-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	_
2. Non- Institutions									rassessessessessessessessessessessessesse
a) Bodies Corp.		-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	÷	-	-
ii) Overseas	-	-	_		-	-	-	-	-
b)Individual s	-	-		-	-	-	-	-	-

i) Individual shareholder s holding nominal share capital upto Rs. 1 lakh	_		-	-		-		-	
ii) Individual shareholder s holding nominal share	-		-		-	-	-	-	-
capital in excess of Rs 1 lakh c)Others	_	-	_		-	_	_	_	-
(specify) Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholdin g (B)=(B)(1)+ (B)(2)	1	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs &	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	10000	10000	100%	-	10000	10000	100%	NIL

(ii)Shareholding of Promoters

SI No.	Shareholder's Name	Sharehol	ding at the be	ginning of the year ation)	Share hold	Share holding at the end of the year		
		No. of Shares	% of total Shares of the company	Lencumbered to	No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbere d to total shares	% change in share holding during the vear
1	Rohit Kumar Singh	2450	24.50%	-	2450	24.50%	1	nil
2	Mohammad Asad Khan	2450	24.50%	-	2450	24.50%	-	nil
3	Saksoft Limited	5100	51.00%	-	5100	51.00%	-	nil
	Total	10000	100%	_	100000	100%	-	nil

NIC	CIIA	NGF

SI. No.		Shareholding at the beginning of the year Cumulative Shareholding year			ing during the
		No. of shares	% of total shares of the company		% of total shares of the company

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):Not applicable

Sl.No.		Shareholding at the be	ginning of the year	Cumulative Sharehold year	ing during the
	For Each of the Top 10 Shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer equity etc):/bonus / sweat etc):	-		-	
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	

(v) Shareholding of Directors and Key Managerial Personnel:

Sl.No.		Shareholding at the beginning of the year		Cumulative Shareholding during tyear	
	For Each of the Directors and KMP	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Mr. Rohlt Kumar Singh	2450	24.50%		
	Mr. Mohammad Asad Khan	2450	24.50%		
	At the End of the year (or on the date of separation, if separated during the year)				
	Mr. Rohit Kumar Singh			2450	24.50%
****	Mr. Mohammad Asad Khan			2450	24.50%

V. INDEBTEDNESS: NIL

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	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
· Addition · Reduction	-	-	-	-
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but no	- - -	- - -	- - -	- - -
Total (i+ii+iii)	-	-	-	-

VI.REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. in Lakhs)

Sl.No.	Particulars of Remuneration	The state of the s	Name of MD/WTD/Manager			
		Mr. Rohit Kumar Singh	Mr. Mohammad Asad Khan			
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	72	72			144
	(b) Value of perquisites u/s 17(2) Income-tax Act,1961					
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					

2	Stock Option	
3	Sweat Equity	
4	Commission - as % of profit - others, specify	
5	Others, please specify	
	Total (A)	72 72 1
	Ceiling as per the Act	Being a Private Limited Company, the Ceiling as per the Companies A 2013 is not applicable. However the Company, as a subsidiary of a Pu Company has applied for Central Government approval to make payment over and above the Ceiling as prescribed in the Companies. The Central Government vide its letter dated 21st January, 2016 clarified that since the company has passed the Special resolution a the Company is within the period of 7 years from the date of incorporation, in line with Part II, Section III of Schedule V of the Companies Act, 2013, the approval of the Central Government is nequired.

B. Remuneration to other directors:

SI. No.	Particulars of Remuneration	T 1	Name of Directors			Total Amount
	3. Independent Directors	N.A.	N.A.	N.A.	 N.A.	
	· Fee for attending board committee meetings					
	· Commission					
	· Others, please specify					
	Total (1)					
	4. Other Non-Executive Directors	N.A.	N.A.	N.A.	N.A.	
	Fee for attending board committee meetings					
	· Commission					
	- Others, please specify				:	
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration	N.A.	N.A.	N.A.	N.A.	
	Overall Ceiling as per the Act					

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

SI. no.	Particulars of Remuneration		Key Mana	agerial Personne!	
		CEO	Company Secretary	CFO	Total
1	Gross salary		N.A.	N.A.	N.A.

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	- others, specify				
5	Others, please specify				
	Total	N.A.	N.A.	N.A.	N.A.

Туре	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made,if any (give Details)
A. COMPANY	·				
Penalty		N.A.			
Punishment		N.A.			
Compounding		N.A.			
B. DIRECTORS	===				
Penalty		N.A.			
Punishment		N.A.			
Compounding		N.A.			
C. OTHER OFFICERS IN DEF	AULT				
Penalty		N.A.			
Punishment		N.A.			
Compounding		N.A.			

FOR AND ON BEHALF OF THE BOARD

ROHIT KUMAR SINGH WHOLE TIME DIRECTOR DIN: 02799122 QR NO-504/A, Neora Colony, Khagaul, Patna Bihar- 801105 MOHAMMAD ASAD KHAN WHOLE TIME DIRECTOR DIN: 02799123 B-7B, Rajat Vihar, G B Nagar, Sector-62, Noida Uttar Pradesh-201301

Date: July 05, 2016 Place: New Delhi



Delhi Office : Plot No. - 4, South Ganesh Nagar,

Delhi - 110091

Independent Auditor's Report

To the Members of Threesixty Logica Testing Services Private Limited.

Report on the Financial Statements

We have audited the accompanying financial statements of Threesixty Logica Testing Services Private Limited ('the Company'), which comprise the balance sheet as at 31st March 2016, the statement of profit and loss and the 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 and presentation of these 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 safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments 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 have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 the 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, 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 on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, of the state of affairs of the Company as at 31st March 2016 and its profit and its 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, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
- 2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books:
 - The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account:
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - On the basis of the written representations received from the directors as on 31st March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
 - With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - 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:
 - The Company does not have any pending litigations which would impact its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses, as required under the applicable law or accounting standards;
 - iii. There has been no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company as on 31st March 2016.

for Madhav & Company

Chartered Accountants

Firm's registration number: 022141N

CA Amit Madhav

Partner

Membership number: 511711

Noida, 25th May 2016

Annexure - A to the Independent Auditor's Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2016, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets
 - (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The Company is a service company, primarily rendering software testing services. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company.
- (iii) The Company has not granted loans to body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Thus, paragraph 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for the service rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31st March 2016 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no material dues of duty of customs which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

for Madhav & Company

Chartered Accountants

Firm's registration number: 022141N

CA Amit Madhav

Partner

Membership number: 511711

Noida, 25th May 2016

Annexure - B to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Threesixty Logica Testing Services Private Limited ("the Company") as of 31st March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and



directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Madhav & Company

Chartered Accountants

Firm's Registration Number: 022141N

CA Amit Madhay OOV O

Partner

Membership Number: 511711

Noida, 25th May 2016

Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

1. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Accounting

The financial statements of the company have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under section 211(3C) of the Companies Act 1956 which continue to be applicable under section 133 of the Companies Act, 2013 in terms of General Circular 15/213 dated 13 September, 2014 of Ministry of Corporate Affairs and the relevant provisions of the 1956 Act/ 2013 Act, as applicable. The financial statements of the company are prepared under historical cost convention using the accrual method of accounting. The accounting policies adopted for preparation of the financial statements are consistently applied by the company and are consistent with those of the previous year.

b) Use of Estimates

The preparation of financial statements are in conformity with generally accepted accounting principles in India (Indian GAAP) requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and the disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Changes in estimates are reflected in the financial statements in the period in which changes are made and if material, their effects are disclosed in notes to accounts.

c) Revenue/Expense Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

d) Fixed Assets

Fixed assets are stated at historical cost, less accumulated depreciation. Cost included original cost of acquisition, including incidental expenses related to such acquisition and installation.





Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

e) Depreciation

Depreciation on Fixed assets (Computers & Accessories, Mac Mini & Equipments, Printers and UPS) is provided on the straight line method over the useful life as prescribed in Schedule II of the Companies Act 2013. In respect of other assets, the depreciation is provided over the useful life determined by technical evaluation. The useful lives of those assets are as under:

Description	Useful Lives (in years)
Telephone equipment	5
Water Dispenser	5
Coffee Machine	5
Furniture	5
Office Appliances	5

Individual assets costing Rs. 5,000/- or less are depreciated at 100% in the year of purchase.

Depreciation on additions/deletion to fixed assets is provided on pro-rata basis.

f) Intangible Assets and Amortisation

Intangible assets comprising of are amortized over a period of 36 months from the date of acquisition. Self-generated intellectual property rights / software assets are generally not capitalized.

g) Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at the exchange rates prevailing on the date of transactions. Period end balances of monetary foreign currency assets and liabilities are restated at the closing rate. The exchange difference arising from restatement or settlement is recognized in the Statement of Profit & Loss.

h) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all



Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

dilutive potential equity shares. The number of shares and dilutive shares are adjusted by issue of bonus shares, if any.

i) Retirement and other Employee Benefits

Defined Contribution Plans -

Contributions paid/payable to defined contributions plans comprising of provident fund and employee state insurance scheme are charged on accrual basis.

Defined Benefit Plans -

Defined benefits plans comprising of gratuity which is provided for is based on the actuarial valuation carried out in accordance with revised AS-15 as at the end of year.

Leave Encashment-

Leave encashment is provided on the basis of earned leave standing to the credit of the employees and the same is discharged by the Company by the year end.

j) Provisions and Contingent Liabilities

Provisions

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized





Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

k) Taxes on Income

Tax expense for the year comprises of current tax and deferred tax.

- i) Current tax is determined on the amount of tax payable in respect of taxable income for the period using the applicable tax rates and tax laws in accordance with the provisions of Income Tax Act 1961.
- ii) Deferred tax is recognized, subject to consideration of prudence, on timing differences, being difference between taxable and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

1) Cash Flow Statement

Cash flow statement is prepared in accordance with the indirect method prescribed in relevant accounting standard.





Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

2.21 OTHER NOTES TO THE FINANCIAL STATEMENTS:

- a) The Company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small or Medium enterprises development Act,2006) claiming their status as on 31st March, 2016 as micro small or medium enterprises Consequently the amount paid / payable to these parties during the year is nil.
- b) Provision for Income Tax of Rs. 3,00,35,372/- is ascertained on the basis of assessable profits computed in accordance of the Income Tax Act, 1961.
- c) Deferred Tax Assets has been measured as follows by applying the tax rates on timing differences that results between the profits offered for income taxes and the profit as per the financial statement:

Particulars	FY 2015-16	FY 2014-15
Deferred Tax Liabilities :		
On Fiscal allowances on Fixed Assets	Nil	Nil
Deferred Tax Assets:		
On Fiscal allowances on Fixed Assets	11,07,805	1,06,794
Provision for Employee Benefits	11,16,663	13,60,299
	22,24,468	14,67,093
Deferred Tax (Liabilities)/Assets (Net)		
At the end of year	22,24,468	14,67,093
For the year	7,57,375	10,58,328

d) Earnings Per Share (EPS)

The earning per share computed as per requirements under Accounting Standard 20 on Earning per share issued by the Institute of Chartered Accountants of India is as under: -



Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

Particulars	FY 2015-16	FY 2014-15
Profit after Tax	6,14,66,365	4,98,14,107
No. of share	10,000	10,000
Basic Earnings Per Share	6,146.64	4,891.41
Diluted Earnings Per Share	6,146.64	4,891.41

e) Contingent Liabilities (Not provided for) - Nil

f) Earning in Foreign Currency:-

Nature	Financial Year	
Nature	2015-2016	2014-2015
Export of Software Testing Services	27,90,53,234	27,33,53,769

g) Expenditure in Foreign Currency:-

Nature	Financial Year	
ivature	2015-2016	2014-2015
Revenue Expenses (Forex Gain/Loss; Wire Transfer Charges; Foreign Tours and Travels).	44,06,455	77,26,228

h) Payment to Auditors:

Particulars	FY 2015-2016	FY 2014-2015
Audit Fees		
Statutory Audit	2,50,000.00	50,000.00
Add: Service Tax	35,750.00	6,180.00
Total	2,85,750.00	56,180.00

i) Related Party Transactions:

As per Accounting Standard (AS-18), "Related Party Disclosure" notified under the Companies (Accounting Standards) Rules, 2006 (as amended), related parties in terms of the said standard are disclosed below:-



Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

A. Key Management Personnel:

Rohit Kumar Singh - Whole Time Director Mohammad Asad Khan - Whole Time Director

Aditya Krishna - Director NirajKumar Ganeriwala - Director Dhiraj Kumar Mangla - Director

Directors' Remuneration:

PARTICULARS	FY 2015-2016	FY 2014-2015
Rohit Kumar Singh	72,00,000/-	72,00,000/-
Mohammad Asad Khan	72,00,000/-	72,00,000/-

B. Relative of Key Management Personnel:

PROFESSIONAL FEE:

PARTICULARS	FY 2015-2016 FY 2014-		
Mr. Arvind Kumar	Nil	5,40,000/-	
Ms. Hema Khan	Nil	5,40,000/-	

C. Companies/ firms on which directors have control:

NAME OF PARTY	NATURE OF TRANSACTION	FY 2015-2016
M/s Three Sixty Logica Testing Services Inc.	Revenue Receipts	2,49,093 /-

D. Year end balances

PARTICULARS	FY 2015-2016	FY 2014-2015
Investments M/s ThreeSixty Logica Testing Services Inc.	INR 7,99,359/-	INR 7,99,359/-



Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

j) As per Accounting Standard 15 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below:

The present value of obligation is determined based on actuarial valuation using Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation company has provided for gratuity based on actuarial valuation done as per projected unit credit method.

Change in present value of obligation

Particulars	Gratuity
Present value of obligation as at the beginning	41,92,632
Acquisition adjustment -	Nil
Interest Cost	4,03,189
Past service cost -	Nil
Current service cost	11,65,718
Curtailment cost / (Credit) -	Nil
Settlement cost / (Credit) -	Nil
Benefits paid	(56,077)
Actuarial (gain) / Loss	6,71,918
Present value of obligation at the end of the period	63,77,380

Change in the fair value of plan assets

Particulars	Gratuity	
Fair value of plan assets at the beginning	Nil	
Acquisition Adjustments -	Nil	
Expected return on plan assets	Nil	
Contributions -	56,077	
Benefits paid	(56,077)	
Fair value of plan assets as at the end of the Period	Nil	



Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

Fair value of plan assets

Particulars	Gratuity	
Fair value of plan assets at the beginning of the period	Nil	
Acquisition adjustment	Nil	
Actual return on plan assets	Nil	
Contributions	Nil	
Benefits paid	Nil	
Fair value of plan assets at the end of the period	Nil	
Funded status	(63,77,380)	
Excess of actual over estimated return on plan assets	Nil	

Actuarial gain/loss recognized

Particulars	Gratuity
Actuarial (Gain)/loss for the period - obligation	(6,71,918)
Actuarial (Gain)/loss for the period - plan assets	Nil
Total (gain) / loss for the period	6,71,918
Actuarial (gain)/ loss recognized in the period	6,71,918
Unrecognized actuarial (gains)/ losses at the end of the period	Nil

The amount recognized in balance sheet and related analysis

Particulars	Gratuity
Present value of obligation as at end of the period	63,77,380
Fair value of plan assets as at the end of period	Nil
Funded status/Difference	(63,77,380)
Excess of actual over estimated	Nil
Unrecognized actuarial (gains)/losses	Nil
Net asset/(liability) recognized in balance sheet (Non-Current Liability)	(55,51,860)
Net asset/(liability) recognized in balance sheet (Current liability)	(8,25,520)



Notes forming part of the Financial Statements for the year ended 31 March 2016 (All amounts are in Indian rupees, except share data and as otherwise stated)

Expense recognized in the statement of profit and loss a/c

Particulars	Gratuity	
Current service cost	11,65,718	
Past service cost		
Interest cost	4,03,189	
Expected return on plan assets		
Curtailment cost / (credit) -		
Settlement cost / (credit) -		
Net actuarial (gain) / loss recognized in the period	6,71,918	
Expenses recognized in the statement of profit & losses	22,40,825	

Assumption used in accounting for the gratuity and compensated absences plan

Particulars	Gratuity
Discount Rate	7.75%
Salary Escalation Rate	7.00%

- k) Debtors, Creditors, Receivables, Payables, Loans & Advances are in opinion of the management are stated at current realization value if recovered in ordinary course of business.
- I) Previous year's figures have been regrouped and or rearranged wherever necessary to confirm to current year's groupings and classifications.
- m) Notes No. 2.1 to 2.20 form integral part of the balance sheet and statement of profit and loss.

For Madhav & Company Chartered Accountants

Firm Reg. No. 022141N

CA Amit Madhav

Partner

MEMBERSHIP No. 511711

Date: 25th May 2016

Place: Noida

For and On Behalf of Board

Three Sixty Logica Testing Services Private Limited

Rohit Kumar Singh

Mohammad Asad Khan

Director

Aditya Krishna

Niraj Kumar Ganeriwal

Director

Director



Statement of Profit and Loss for the year ended March 31, 2016

Particulars for the year ended	Notes	31/03/2016 Amount (Rs.)	31/03/2015 Amount (Rs.)
III. REVENUE			
Income from Operation	2.15	2790,53,234	2733,53,769
Other Income	2.16	22,91,854	22,29,569
Total Revenue		2813,45,088	2755,83,338
IV. EXPENSES			
Employee benefit expense	2.17	1192,39,778	1034,71,550
Finance Costs	2.18	7,58,231	6,76,422
Depreciation and amortization expense	2.19	31,08,363	34,06,273
Other expenses	2.20	674,94,354	924,30,314
Total Expenses		1906,00,726	1999,84,559
V. Profit before extraordinary items and tax	(III - IV)	907,44,362	755,98,779
VI. Extraordinary Items		,-	-
VII. Profit before tax	(V - VI)	907,44,362	755,98,779
VIII. Tax expense:			
Current tax		300,35,372	277,70,000
Deferred tax		(7,57,375)	(10,85,328)
IX. Profit/(Loss) after Tax	(VII-VIII)	614,66,365	489,14,107
X. Earning per equity share:			
Basic		6,146.64	4,891.41
Diluted		6,146.64	4,891.41

See accompanying Notes to financial statements vide our report of even date attached

For Madhav & Company

Chartered Accountants

Firm Registration No: 022141N

CA Amit Madhav

Partner

Membership No: 511711

Date: 25th May 2016

Place: Noida

For and on behalf of the Board of Directors

Rohit Kumar Singh

Director

Mohammad Asad Khan

Aditya Krishna

Director

Niraj Kumar Ganeriwala



THREESIXTY LOGICA TESTING SERVICES PRIVATE LIMITED Balance Sheet as on March 31, 2016

Particulars as on ,	Notes	31/03/2016 Amount (Rs.)	31/03/2015 Amount (Rs.)
		7 intourit (No.)	7 mount (No.)
I. EQUITY AND LIABILITIES			
1. Share Holders' Funds			
Share Capital	2.1	1,00,000	1,00,000
Reserve & Surplus	2.2	522,37,705	389,14,399
2. Non Current Liabilities			
Long Term Provisions	2.3	55,51,860	35,55,661
3. Current Liabilities			
Trade payables	2.4	101,23,742	79,04,603
Other current liabilities	2.5	22,02,919	39,77,227
Short-term provisions	2.6	31,82,745	52,32,140
TOTAL		733,98,971	596,84,030
II. ASSETS	ti contra e nova di tale i stata emissi a que a y contra en el contra en el contra en el contra en el contra e		
1. Non-current assets			
Fixed assets			
(i) Tangible assets	2.7	41,82,297	37,31,302
(ii) Intangible assets		12,91,497	27,24,865
Non-current investments	2.8	7,99,359	7,99,359
Deferred tax assets (net)	2.9	22,24,468	14,67,093
Long term loans and advances	2.10	15,01,625	50,38,153
2. Current assets			
Trade receivables	2.11	334,14,522	163,42,280
Cash and cash equivalents	2.12	212,61,287	97,15,153
Short-term loans and advances	2.13	16,18,274	8,84,896
Other current assets	2.14	71,05,642	189,80,929
TOTAL		733,98,971	596,84,030

See accompanying Notes to financial statements vide our report of even date attached

For Madhav & Company

Chartered Accountants

Firm Registration No. 022

CA Amit Madhav

Partner

Membership No: 511711

Date: 25th May 2016

Place: Noida

For and on behalf of the Board of Directors

Rohit Kumar Singh

Mohammad Asad Khan

Director

Director

Aditya Krishna

Niraj Kumar Ganeriwala

Director



M/s ThreeSixty Logica Testing Services Private Limited Cash Flow Statement for the year ended 31st March 2016

R-	Particulars for the	Year Ende 31,03,201		Year Ended 31.03.2015	
A.	Cash Flow from Operating Activities Net Profit/(Loss) before tax as per profit and loss	: A /c	907,44,362		755,98,779
		, , , ,	907,44,302		733,96,779
	Adjusted For Non cash expenses: Depreciation	31,08,362		24.07.272	
	Provision for Doubtful Debts	7/17/02/\$0 2.500 \$0 (Don 80 (D)		34,06,273	
	Tax earlier w/off	40,255 5,034		13,15,798	
	Loss on Sale of Fixed Assets (Net)	5,054	31,53,651	-	47,22,071
	Adjusted For Non operating activities-:				
	Income from investment	-		(5,377)	
	Interest Received on Deposits	(11,66,967)	(11,66,967)	(22,24,192)	(22,29,569)
	Operating Profit/(Loss) before working capital ch	nanges —	927,31,046		780,91,281
	Adjusted for:				
	Trade Receivables	(171,12,496)		(154,14,007)	
	Loans & Advances	28,03,150		(15,018)	
	Other Current Assets	118,75,288		(186,81,876)	
	Trade Payables	22,19,138		24,79,761	
	Other Current Liabilities	(17,74,308)		(139,97,025)	
	Provisions for Retirement Benefits	26,91,550	7,02,322	39,56,643	(416,71,522)
	Cash Generated from operations	-	934,33,368	3-	364,19,759
	Taxes Paid:				
	Income tax paid		(327,85,152)		(254,64,990)
	Net cash from operating Activities		606,48,216	_	109,54,769
B.	Cash Flow from Investing Activities				
	Addition to Fixed Assets	(21,25,990)		(34,44,500)	
	Interest Received on Deposits	11,66,967		22,24,192	
	Purchase of Investment			(7,99,358)	
	Sale of Investment		-	64,123	
	Net Cash From Investing Activity		(9,59,023)		(19,55,543)
C.	Cash Flow from Financing Activities				
	Term Loan Taken/(Re-paid)		*	(3,81,658)	
	Dividend paid with Dividend Tax	(481,43,059)		(421,63,603)	
	Net Cash From Financing Activity		(481,43,059)	196	(425, 45, 261)
	Net increase/(decrease) in cash and cash equivale	ents	115,46,134		(335,46,035)
	Cash and cash equivalents at the beginning of the	year(see Note1 below)	97,15,153		432,61,188
	Cash and cash equivalents at the end of the year(se	ee Note1 below)	212,61,287		97,15,153
	Net increase in cash and cash equivalents		115,46,134		(335,46,035)
Note	es:			×	

Notes:

Cash and cash equivalents

1 Cash and cash equivalents consist of cash in hand & balances with bank. Cash and cash equivalents included in the cash flow statement comprise the following:

Particulars	As on	As on	
	31st March 2016	31st March 2015	
Cash in Hand	93,131	3,29,634	
Cash at Bank	202,17,909	84,98,702	
Fixed Deposits	9,50,247	8,86,817	
	212,61,287	97,15,153	

As per our report of even date

For Madhav & Company

Chartered Accountants

Firm Registration No. 022141N

CA Amit Madhav

Partner

Membership No: 511711

For and on behalf of the Board of Directors

Rohit Kumar Singh

Mohammad Akad Kl Director

Director

Aditya Krishna Director

Niraj Kumar Ganeriwala



2.1 SHARE CAPITAL

Particulars	As on 31/03/2016 Amount (Rs.)	As on 31/03/2015 Amount (Rs.)
	50	
Authorised		
10,000 Equity shares of Rs 10.00 each	1,00,000	1,00,000
(Previous year 10,000 Equity Shares of Rs. 10 each)		
	1,00,000	1,00,000
Issued, Subscribed & Fully Paid up	-	
10,000 Equity shares of Rs. 10.00 each fully paid up	1,00,000	1,00,000
(Previous Year 10,000 Equity Shares of Rs. 10.00 each)		
TOTAL	1,00,000	1,00,000

Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period

As on	As on 31.03.2015		
No.	Amount (Rs.)	No.	Amount (Rs.)
10,000	1,00,000	10,000	1,00,000
10,000	1,00,000	10,000	1,00,000
	No. 10,000	10,000 1,00,000	No. Amount (Rs.) No. 10,000 1,00,000 10,000

Terms attached with equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share.

Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Director's, if any, is subject to the approval of the shareholder's in ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all prefrential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders

Details of Shareholders holding more than 5% shares in the company

Particulars	As on 31.03.2016		As on 31.03.2015	
	No.	% Holding	No.	% Holding
Equity shares of Rs 10 each				
Saksoft Limited	5,100	51.00	5,100	51.00
Rohit Kumar Singh	2,450	24.50	2,450	24.50
Mohammad Asad Khan	2,450	24.50	2,450	24.50

2.2 RESERVES & SURPLUS

Particulars	As on 31/03/2016 Amount (Rs.)	As on 31/03/2015 Amount (Rs.)
General Reserve:		
As per last Balance Sheet	110,86,694	61,95,283
Add: Transferred from surplus as per the statement of profit and loss	-	48,91,411
NI & COA	110,86,694	110,86,694





	Surplus as per the statement of profit and loss:		
	As per last Balance Sheet	278,27,705	261,14,917
	Add: Profit for the year	614,66,365	489,14,107
	Less: Interim Dividend & Corporate Dividend Tax	481,43,059	421,63,603
	Less: Transferred to General Reserve	·=	48,91,411
	Less: Depreciation adjust. as per Sechedule II		1,46,305
	Net surplus in the statement of profit and loss	411,51,011	278,27,705
	Total Reserves and Surplus	522,37,705	389,14,399
			0.
2.3	LONG TERM PROVISIONS		
	Provision for Employee Benefits		
	Gratuity	55,51,860	35,55,661
	TOTAL	55,51,860	35,55,661
2.4	TRADE PAYABLE		
	Payable for supply of services	98,99,578	71,17,788
	Salaries, Wages & benefits payable	2,24,164	7,86,815
	TOTAL	101,23,742	79,04,603
2.5	OTHER CURRENT LIABILITIES		
	Advances from Customer	13,566	
	Statutory Liabilities	21,89,353	39,77,227
	TOTAL	22,02,919	39,77,227
2.6	SHORT TERM PROVISIONS		
	Provision for Employee Benefits		
	Gratuity	8,25,520	6,36,971
	Leave Encashment	23,57,225	18,50,423
	Provision for Taxes		
	Income Tax (net of advance tax)	-	27,44,746
	TOTAL	31,82,745	52,32,140





ThreeSixty Logica Testing Services Private Limited

Note - 2.7

FOR THE YEAR ENDED 31 MARCH 2016

DEPRECIATION SCHEDULE AS PER COMPANIES ACT, 2013 Amount in Rs.

		GROS	GROSS BLOCK			DEPRECIATION	ATION		NET BI OCK	OCV
PARTICULARS	AS ON APRIL 1, 2015	PURCHASE DURING THE YEAR	SALE/ADJ. DURING THE YEAR	AS ON MAR 31, 2016	AS ON APRIL 1, 2015	FOR THE YEAR ENDED 31-Mar-16	ADJUSTMENT	AS ON MAR 31, 2016	AS ON MAR 31,	AS ON MAR 31,
Tangible Assets:										CIO
Computer & Accessories	22,28,821	13,80,474	1	36,09,295	12,82,296	6,71,259	t)	19,53,555	16,55,740	9,46,525
Mac Mini & Equipments	12,83,036	3,10,890	·	15,93,926	6,32,040	3,69,563		10,01,603	5,92,323	966'05'9
Telephone Equipments	20,27,801	3,53,804	C	23,81,605	6,73,282	4,15,873	20	10,89,155	12,92,450	13,54,519
Water Dispenser	51,400	2,000	*	53,400	22,337	8,644	3	30,981	22,419	29,063
Coffee Machine	26,000	4	3	26,000	18,086	2,382	ř	20,468	5,532	7,914
Printer	1,09,645	7	1	1,09,645	70,415	18,727	92	89,142	20,503	39,230
NPS	45,097	T	,	45,097	37,503	3,751	1	41,254	3,843	7,594
Furniture	1,55,650	T)	Ľ	1,55,650	43,973	29,648	3	73,621	82,029	1,11,677
Office Appliances	7,77,593	78,823	r.	8,56,416	1,93,810	1,55,148	1	3,48,958	5,07,458	5,83,783
Total Tangible Assets	67,05,043	21,25,991	•	88,31,034	29,73,742	16,74,995	•	46,48,737	41,82,297	37,31,301
<u>Intangible Assets:</u> Software	52,15,402	ij.	1	52,15,402	24,90,537	14,33,368		39,23,905	12,91,497	27,24,864
Total Intangible Assets	52,15,402			52,15,402	24,90,537	14,33,368		39,23,905	12,91,497	27,24,864
Total Assets	119,20,445	21,25,991	-	140,46,436	54,64,279	31,08,363		85,72,642	54,73,794	64,56,165





2.8 NON CURRENT INVESTMENT

	Particular	As on 31/03/2016	As on 31/03/2015
		Amount (Rs.)	Amount (Rs.)
	Leavester and in subally organic doubeidings		
	Investment in wholly owned subsidiary	7.00.350	7.00.250
	- ThreeSixty Logica Testing Services Inc.	7,99,359	7,99,359
	TOTAL	7,99,359	7,99,359
2.9	DEFERRED TAX ASSETS/(LIABILITIES)		
	Deferred Tax Assets		
	On account of diff. in rates of depreciation of fixed assets	11,07,805	1,06,794
	Provision for Employee benefits	11,16,663	13,60,299
	TOTAL	22,24,468	14,67,093
	ve		
2.10	LONG TERM LOANS AND ADVANCES		
	Security Deposit	15,01,625	50,38,153
	TOTAL	15,01,625	50,38,153
2.11	TRADE RECEIVABLE & UNBILLED RECEIVABLES		
		8	
	Outstanding for more than six months Unsecured, Considered Good:	18,82,181	6,32,435
	Offsetured, Considered Good .	10,02,101	0,32,430
*	Others		
	Unsecured, Considered Good:	315,91,634	170,25,643
	Less: Provision for Doubtful Debts	(59,293)	(13,15,798)
	TOTAL	334,14,522	163,42,280





2.12 CASH AND BANK BALANCES

	Particular	As on 31/03/2016 Amount (Rs.)	As on 31/03/2015 Amount (Rs.)
	Cash & Cash Equivalents		
	Cash-in-Hand	93,131	3,29,634
	Balances with Banks	50,101	0,27,004
	Current Account	202,17,909	84,98,702
	Other Bank Balances		
	Deposit Account	9,50,247	8,86,817
	TOTAL	212,61,287	97,15,153
2.13	SHORT TERM LOANS & ADVANCES		
	Unsecured, Considered Good:		
	Advance for supply of goods & services	58,361	62,716
	Advance to Employee	6,90,537	6,22,814
	Others		
	Prepaid Expenses & Others	8,69,376	1,99,366
	TOTAL	16,18,274	8,84,896
2.14	OTHER CURRENT ASSETS		
	Interest accrued on Fixed Deposits	1,49,588	1,58,732
	Balance with Statutory authorities	9,61,197	.
	Income Tax (net of advance tax)	1,07,835	(2)
	Unbilled Receivables	58,87,022	188,22,197
	TOTAL	71,05,642	189,80,929





2.15 Income from operation

Particulars	For the year ended March 31,2016 Amount (Rs.)	For the year ended March 31,2015 Amount (Rs.)
Revenue from software testing services	2790,53,234	2733,53,769
	2790,53,234	2733,53,769
2.16 Other Income		
Interest Income Other Income	11,66,967 1,92,788	22,24,192 5,377
Foreign Exchange Gain	9,32,099	w.
	22,91,854	22,29,569
EXPENSE		
2.17 Employee benefit expense		
Employee Salary & Bonus Staff Welfare	1136,85,787 55,53,991	980,87,006 53,84,544
	1192,39,778	1034,71,550
2.18 Finance Cost		
Bank & Wire Transfer Charges	7,58,231	6,76,422
	7,58,231	6,76,422
2.19 Depreciation and amortization expense		
Depreciation on Fixed Assets (Net)	31,08,363	34,06,273
	31,08,363	34,06,273





NOTES TO ACCOUNTS FOR THE YEAR ENDED MARCH 31,2016

	For the year ended	For the year ended
Particulars	March 31,2016	March 31,2015
	Amount (Rs.)	Amount (Rs.)
2.20 Other Expenses		
Telephone & Internet Exp	24,42,742	16,47,262
Webhosting charges	1,89,185	99,194
Professional Fees	30,02,871	232,41,108
Overseas Travel Expense	58,12,460	71,73,280
Travel & Conveyance	44,81,459	23,21,012
Audit Fee	2,85,750	56,180
Books & Periodicals	3,824	5,190
Business Promotion Expenses	264,04,776	307,53,057
Computer Repair & Maintenance	1,49,415	1,77,229
Donation	8,58,490	51,78,200
Electricity Charges	20,69,710	22,77,109
Festival Expenses	3,33,198	2,66,434
Foreign Exchange Losses	-	3,08,329
Insurance Expenses	3,309	-
Interest on Tax	3,12,459	1,82,505
Fine & Penalties	1,19,624	1,18,128
Legal Fee	-	1,700
Misc. Expenses	6,067	18,773
Office Maintenance Charges	74,09,575	77,84,216
Other Expenses	14,30,582	5,14,415
Printing & Stationary	1,12,686	65,577
Postage & Courier	15,761	15,205
Rent for Plant & Machinery	41,60,506	33,62,638
Rent for Building	78,49,650	55,47,775
Provision for Doutful Debts	40,255	13,15,798
	674,94,354	924,30,314



