

To  
The Senior General Manager  
Listing Compliances  
Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400001

Dated : 27-05-2016

Dear Sir,

Sub: Outcome of Board Meeting held on 27.05.2016 (Scrip Code : 530595 )

We hereby inform you the outcome of the meeting held Friday, May 27<sup>th</sup> 2016 at # 6-3-626, G1, Parameshwara Apts., AnandNagar Colony, Khairatabad, Hyderabad – 500 004 as below

- a) The board has approved the audited Financial results of the Company for the year ended/quarter ended 31<sup>st</sup> March, 2016
- b) The board has resolved to change the Registered Office of the company to 504, Lingapur House, Himayath Nagar, Hyderabad 500029
- c) The board has resolved to hold the AGM on 30-06-2016 for the following :
  1. Consider appointment of Statutory Auditors for the FY 2016-2017
  2. Seek Share Holders Approval for ratification of Ms. P Swetha as Managing Directors
  3. Consider to seek regularization of Mr. R Kameswara Rao appointment as Director
  4. Consider and approve allotment of equity shares, 11 lakhs to Mrs. P Vijay Lakshmi Praturi (Promoter) and 9 Lakhs to Mr. Hemant Gupta at a price not less than Rs.10/- per share as per applicable norms and guidelines.
  5. Seek Shareholder approval for change of registered office as above.

This is for your information and records

Thanking you

Yours Truly  
For **TeleCanon Global Limited**

*SWETHA*

P Swetha





**Audited Quarterly Results for the Quarter ended 31-3-2016**

S.No	Particulars	Rs.Lakhs		3months	3months	3months	18 Months	Year ending
		audited	un-audited	un-audited	Audited	Audited	31-03-2016	30-9-2014
		2016	2015	31-3-2015				
1	a) Net Income Operation							
	Income	4.11	3.32	0.50			9.99	1.00
	Other Operating Income	0.00	0.00	0.00			0.00	0.00
	Miscellaneous Income	25.80	0.00				25.80	
	Total Income	29.91	3.32	0.50			35.79	1.00
2	Expenditure							
	A) Direct Expenses including Material Cost							
	i) (Increase)/decrease in stock	0.00	0.00	0.00			0.00	0.00
	ii) Consumption of raw	0.00	0.00	0.00			0.00	0.00
	iii) Communication & infastuctue usage charges	1.63	0.00	0.00			1.63	0.00
	B) Employees Cost	4.93	2.74	1.98			22.18	31.77
	C) Other Expenditure (incl discounts)	12.92	2.34	1.03			23.52	5.78
	Expenditure ( A+B+C)	19.48	5.08	3.01			47.33	37.55
	Profit from Operations before							
3	Other Income Interest & Depreciation	10.43	-1.76	-2.51			-11.54	-36.55
4	Depreciation	189.37	3.21	3.21			206.03	19.42
	before other Income &							
5	Interest	-178.94	-4.97	-5.72			-217.57	-55.97
6	Other Income	0.00	0.00	0.00			0.00	0.00
	Profit before Interest &							
7	Financial Charges	-178.94	-4.97	-5.72			-217.57	-55.97
8	Interest & financial charges	114.44	28.62	28.62			171.68	114.47
9	Profit / (Loss) from Ordinary activities before tax	-293.38	-33.59	-34.34			-389.25	-170.44
	Tax Expenses (including							
10	Deferred Tax)*	0.00	0.00	0.00			0.00	0.00
11	Net Profit/(Loss) for the period	-293.38	-33.59	-34.34			-389.25	-170.44
12	Paid -up Equity Share Capital (face value Rs.10/- per Share )	960.59	960.59	960.59			960.59	960.59
	Reserves (Excluding							
13	Revaluation reserves)	-1400.08	-581.82	-581.82			-1400.08	-581.82
14	(Rs.)	-3.05	-0.35	-0.36			-4.05	-1.77
	b) Diluted EPS for the period							
	(Rs.)	-3.05	-0.35	-0.36			-4.05	-1.77
15	Public Shareholding							
	- Number of Shares	7831036	7831036	7831036			7831036	7831036
	- Percentage of Shareholding	81.52%	81.52%	81.52%			81.52%	81.52%
	Promoters & Promoter group							
16	Shareholding							
	a) Pledged/Encumbered	700000	700000	700000			700000	700000
	% of total promoter and group	39.44%	39.44%	39.44%			39.44%	39.44%
	as a % of the total shareholding	7.29%	7.29%	7.29%			7.29%	7.29%
	b) Non-Encumbered							
	- Number of Shares	1084745	1084745	1084745			1084745	1074878
	As a percentage of total promoter and promoters group shareholding)	60.56%	60.56%	60.56%			60.56%	60.56%
	Percentage of shares (as a % of the total )	11.29%	11.29%	11.29%			11.29%	11.19%

Results are audited as per auditors report of even date

Depreciation figures for this quarter are as per Companies Act 2013 at the time of audit.

Revenue is recognized in proportion to the work executed / completed on contracts.

BSE during this quarter =0 , Resolved=0 , Pending=0

Place: Hyderabad

Date 27/5/2016



For Telecomnor Global Limited

Subscribed



Telecanor Global Limited  
504 Lingapur House Himayathnagar, Hyderabad.

**Statement of Assets and Liabilities**

Particulars	Rs.Lakhs	Rs.Lakhs
	2016	2014
<b>Equity and Liabilities</b>		
Shareholders Funds		
Share Capital	929.94	929.94
Reserves and Surplus	1569.63	2387.89
Share warrants	0	15.67
Expired Share warrants	0	71.11
<b>Sub-Total-Shareholders funds</b>	<b>2499.56</b>	<b>3404.61</b>
Non Current Liabilities		
Deferred Tax	154.92	154.92
<b>Sub-Total-Non-Current Liabilities</b>	<b>154.92</b>	<b>154.92</b>
Current Liabilities		
Trade Payables	3.21	5.7
Other Current Liabilities	1509.85	1199.64
<b>Sub-Total-Current Liabilities</b>	<b>1513.06</b>	<b>1205.34</b>
<b>Total Equity and Liabilities</b>	<b>4167.54</b>	<b>4764.86</b>
<b>Assets</b>		
Non Current Assets		
Fixed Assets	3317.43	3957.9
Long Term Loans and Advances	56.43	44.43
Other Non Current Assets	134.25	134.25
<b>Sub-Total-Non-Current Assets</b>	<b>3508.11</b>	<b>4136.58</b>
Current Assets		
Trade Receivables	633.29	628.11
Short term loans and advances	25.11	0
Cash and Cash Equivalents	1.04	0.17
<b>Sub-Total-Current Assets</b>	<b>659.44</b>	<b>628.28</b>
<b>Total Assets</b>	<b>4167.54</b>	<b>4764.86</b>

For Telecanor Global Limited  
*SuETHA*  
Managing Director




Hyderabad  
27-5-2016



**Form A**

*Pursuant to Clause 31(a) of Listing Agreement*

No	Particulars	Details
1	Name of the Company	TeleCanor Global Limited
2	Annual StandAlone Financial Statements for the 18 months period ended	31-3-2016
3	Type of Audit Observation	NA
4	Frequency of Observation	NA
5	To be signed by	
	Managing Director	<i>SUBHA</i>
	CFO	The company does not have a CFO
	Chairman of Audit Committee	<i>R. Kamshetti</i>
	Auditors of the Company	Refer our audit report dated 27-5-2016 on the standalone financial statements of the company For Gopal & Rajan Chartered Accountants (FRM No.0009585) Hyderabad <i>J. Subbarao</i> 
		(K GOUTHAM SUBBARAO) Partner M No.203237 Hyderabad Date:27-5-2016





**INDEPENDENT AUDITORS REPORT**

To,  
The Members of  
Telecanor Global Limited

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of Telecanor Global Limited ('the Company'), which comprise the balance sheet as at 31 March 2016, the statement of profit and loss (for a period of 18 months) 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 Standalone 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 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 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 standalone 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 standalone financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31 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;
  - (c) the balance sheet, the statement of profit and loss (**for a period of 18 months**) and the 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 the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) 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



(g) 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:

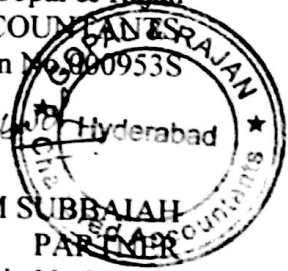
i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements;

ii. the Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any

iii. The company has not transferred any amount to the Investor Education and Protection Fund as the company has incurring cash losses continuously .

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For M/s. Gopal & Rajan  
CHARTERED ACCOUNTANTS  
Firm Registration No. 900953S  
Hyderabad  
K.GOUTHAM SUBBALAH  
PARTNER  
Membership No.203237



PLACE: HYDERABAD,  
DATE: 27-05-2016.

**Annexure - A to the Auditors' Report**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 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 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 bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

(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 any of the services 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, various statutory dues are outstanding which are within 6 months and beyond 6 months. , the list is as mentioned below:

Details of undisputed dues to various statutory authorities are as follows:

CST payable	Rs. 2,01,844/-
FBT payable	Rs. 75,000/-
IT Payable	Rs. 1,23,14,271/-
TDS Payable	Rs. 30,16,462/-
Service Tax Payable	Rs. 55,33,053/-
VAT Payable	Rs. 16,74,815/-





(viii) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has **defaulted in repayment of dues** to financial institutions, banks and debenture holders. The Company has taken loans or borrowings from Dhanalakshmi Bank and is in default in payment of installments and interest on Term Loan and OD. The default is since beginning of 2012 financial year. The amount of Term loan sanctioned was Rs.3,29,00,000/- and OD/working capital sanctioned was Rs.1,00,00,000. The as per the communication received, the bank has initiated legal proceedings for recovery of loan at Debt Recovery Tribunal (DRT). Dhanalakshmi bank has granted loans / advances on the basis of security by way of pledge of company shares (7,00,000 shares) and other securities such as book debts. Dhanlaxmi Bank Limited has assigned all debts due and payable by the company and accrued interest thereon, other charges along with underlying security in favour of Phoenix ARC Private Limited as per Assignment Agreement dated 28/03/2014.

The company has taken vehicle loan from Kotak Mahindra bank and defaulted the same, the vehicle was confiscated and sold by the bank. As per our books an amount of Rs.3,37,000/- is outstanding financial institution, banks, government or debenture holders during the year.

(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 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 given 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.

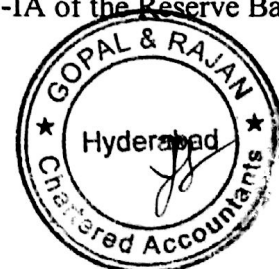
(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, no transactions with the related parties.

(xiv) According to the information and explanations given 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.





- (xiv) The receivables (debtors) amounting Rs. 6,33,28,944/-(net) out of which Majority of receivables are outstanding since 2 years . The management has informed us they are making follow up efforts in this regard. However we observe that no effective legal action has been initiated.
- (xv) According to the information and explanations given to us, the company has not issued any debentures during the year under audit or any period prior to it.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of my audit.

For M/s. Gopal & Rajan  
CHARTERED ACCOUNTANTS  
Firm Registration No 000953S

  
Hyderabad  
K.GOUTHAM SUBBIAH  
CHARTERED ACCOUNTANTS  
Membership No.203237

PLACE: HYDERABAD,  
DATE: 27-05-2016.



**Annexure - B to the Auditors' 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 Telecanor Global Limited ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

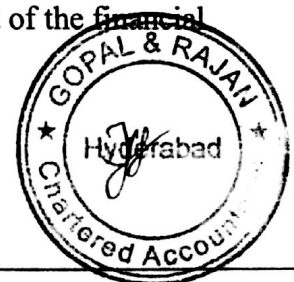
**Management's Responsibility for Internal Financial Controls**

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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 31 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 M/s. Gopal & Rajan  
CHARTERED ACCOUNTANTS  
Firm Registration No. 00069535

  
K.GOUTHAM SUBBIAH  
PARTNER

Membership No.203237

PLACE: HYDERABAD,  
DATE: 27-05-2016.