



HARYANA KNOWLEDGE CORPORATION LIMITED

CIN: U80904HR2013PLC050331

Website: www.hkcl.in, E-mail Id: info@hkcl.in



3RD ANNUAL REPORT 2015 - 2016

Regd. Office: 4th Floor, HSIIDC, IT Park, Plot No. 1, Sector 22, Panchkula,
Haryana-134109, India
Contact No: 0172-5210251

BOARD OF DIRECTORS

Sh. Devender Singh, IAS Principal Secretary to Govt. of Haryana E & IT Department.	Chairman
Sh. A Sreenivas, IAS Managing Director, HARTRON	Director
Sh. Vivek Sawant Managing Director & CEO, Maharashtra Knowledge Corporation Limited.	Director
Smt. Veena Kamath Sr. General Manager, Maharashtra Knowledge Corporation Limited.	Director
Sh. Abhijeet Kulkarni	Managing Director & CEO

COMPANY SECRETARY

Ms. Sunita Arora

AUDITORS

M/s P.K.Bhasin & Associates, Chartered Accountants

BANKERS

ICICI Bank, AXIS Bank, Yes Bank, State Bank of India.

Regd Office: HSIIDC IT Park, Plot No.1, 4th Floor, Sector 22, Panchkula, Haryana - 134109.
Contact No. 0172-5210251

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 3rd Annual General Meeting of HARYANA KNOWLEDGE CORPORATION LIMITED will be held at the registered office of the Company, HSIIDC IT Park, 4th Floor, Plot No.1, Sector -22, Panchkula - 134109 on Wednesday, 17th August, 2016 at 12.00 noon to transact the following business:-

ORDINARY BUSINESS

1. To consider and adopt the audited Financial Statement of the Company for the Financial year 31st March, 2016 along with the Report of the Board of Directors' and Auditors' thereon. , and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED that the Audited Financial Statement of the Company for the year ended 31st March, 2016 with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted.”

2. To consider re-appointment of Sh. A Sreenivas, IAS, who retires at the conclusion of this AGM and offers himself for re-appointment.
3. To consider re-appointment of Sh. Vivek Sawant, who retires at the conclusion of this AGM and offers himself for re-appointment.
4. To consider re-appointment of Smt. Veena Kamath, who retires at the conclusion of this AGM and offers himself for re-appointment.
5. To declare final dividend on Equity Shares for the financial year 2015-16, and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED that a final dividend @ Rs.1/- per equity share of Rs.10/- each, absorbing in aggregate Rs.20,00,000/- (Rupees Twenty Lakhs Only), be and is hereby declared out of the profits of the Company for the year ended 31st March, 2016 and that the same be paid to those shareholders whose names appear on the Register of Members of the Company as on the date of the 3rd Annual General Meeting of the Company.”

6. To appoint Auditors and, if thought fit, to pass with or without modification the following Resolution as an ORDINARY RESOLUTION:

“RESOLVED that pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s P.K. Bhasin & Associates, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2017.

RESOLVED FURTHER THAT as per the recommendation of the Board of Directors of the Company, the Auditors shall be paid a remuneration of Rs. 30,000/- (Rupees Thirty Thousands only) exclusive of taxes for the financial year 2016- 17.”

SPECIAL BUSINESS

7. To consider revision of remuneration of Sh. Sameer Pande, Managing Director & CEO of the Company, w.e.f 01.04.2016. and to pass with or without modification(s), the following resolution as Special Resolution: -

“RESOLVED THAT pursuant to approval of the Board of Directors of the Company and subject to the provisions of Sections 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and Article 40 of Articles of Association of the Company, approval of the members of the Company be and is hereby accorded for revision of remuneration payable (upon the terms and conditions as detailed in the explanatory statement attached hereto) to Mr. Sameer Pande, Managing Director & CEO of the Company with effect from April 1, 2016.

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

8. Appointment of Sh. Abhijeet Kulkarni as Managing Director & CEO of the Company and to pass with or without modification(s), the following resolution as Ordinary Resolution: -

“RESOLVED THAT pursuant to the provisions of article 35, 36 and 40 of Article of Association of the company and other applicable provisions of the Companies Act, 2013, Sh. Abhijeet kulkarni, be and is hereby appointed as non-rotational Managing Director of the company with a Monthly remuneration as decided by the Board of Directors of the Company, for a period starting from 15th June, 2016 to 1st December, 2018.

RESOLVED FURTHER THAT Company Secretary of the company be and is hereby authorized to do all such acts and deeds for giving effect to the above passed resolution and file the necessary returns with the Registrar of Companies.”

**By Order of the Board
For Haryana Knowledge Corporation Limited**

**Sd/-
(Company Secretary)**

**Date: 9.08.2016
Place: Panchkula**

Note:

- (1) A member entitled to attend and vote at this meeting is entitled to appoint a Proxy to attend and vote instead of himself and the proxy need not be a member. A proxy to be valid should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. Form of Proxy is enclosed.*
- (2) A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of total share capital of the company carrying voting rights. A member holding more than 10% of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.*
- (3) Members are requested to bring their attendance slip along with copy of the annual report to the meeting.*
- (4) A blank form of attendance slip is attached herewith. The Members/proxies should bring duly filled in and signed attendance slip for attending the meeting.*

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO.7

Mr. Sameer Pande, Managing Director & CEO of the Company was inducted at the Board meeting held on 14.10.2013 and was appointed as Managing Director & CEO of the Company for a tenure of 5 years starting w.e.f. 02.12.2013. The said appointment and remuneration package, as recommended by the Board was later approved by the Shareholders in their meeting held on 09.10.2014.

The remuneration package of Sh. Sameer Pande is to be revised on April 1st of every year as per his employment agreement. Accordingly, the matter was placed before the Board of the Company in its meeting held on 31.05.2016 to take decision on the same and the Board has approved the following remuneration to be payable to him for the Financial Year 2016-2017.

Annexure A				
Maharashtra Knowledge Corporation Limited				
Annual Compensation Package for Current Financial Year 2016-17				
Date : June 01, 2016				
Name of the Staff Member: Sameer Pande			Employee Code: 1314	
Staff Type: Member Business Development Staff			Place Of Posting: Haryana	
Previous Financial Year (PFY): 2015-16			Current Financial Year (CFY): 2016-17	
Pay Band: Rs. 37400-67000			Grade Pay : Rs. 10000	
Performance Rating for PFY: Outstanding *				
Col 1	Column 2	Column 3	Column 4	Column 5
1. Annual Compensation Package			Basic Pay Dependent Components	DA, DA Dependent & Other Fixed Components
Sr. No.	Component	Details	Amount (Rs.)	Amount (Rs.)
1.1	Total Annual Compensation for PFY Including Annual Performance Pay, if any.	As per the Annexure C for PFY	1,722,635	1,308,185
1.2	Percentage Rise in the Basic Annual Compensation Package for 2015-16**	As per Outstanding Performance Rating for PFY : 12% of 1.1 (Col 4)	206,716	-
1.3	Total Annual Compensation for CFY Including Annual Performance Pay, if and as applicable.	1.1 (Col 4) + 1.2 (Col 4)	1,929,351	-
Percentage Rise of 12% as per your Performance Rating for PFY is given in the form of Monthly Performance Allowance (MPA).				
2. Basic Pay				
Sr. No.	Component	Details	Amount (Rs.)	Amount (Rs.)
2.1	Pay in the Pay Band for PFY	As per the Annexure C for PFY	58,850	-
2.2	Grade Pay	As per the Annexure C for PFY	10,000	-
2.3	Basic Pay for PFY	2.1+2.2	68,850	-
2.4	Basic Pay for CFY with retrospective effect from April 1 of CFY***	As per MKCL Norms	68,850	-
2.5	Pay in the Pay Band in CFY	2.4 - 2.6	58,850	-
2.6	Grade Pay in CFY		10,000	-
3. Monthly Compensation for CFY Excluding Monthly Performance Allowance (MPA) ****				
Sr. No.	Component	Details	Amount (Rs.)	Amount (Rs.)
3.1	Basic Pay	2.4	68,850	-
3.2	House Rent Allowance	20% of Basic Pay: 20% of 3.1	13,770	-
3.3	Dearness Allowance (DA) ***** @ as on date	125% of Basic Pay: 125% of 3.1	-	86,063
3.4	Transport Allowance 1	Rs 3200 (Fixed)	-	3,200
3.5	Transport Allowance 2	DA% of 3200: 125% of 3200	-	4,000
3.6	Provident Fund (Employer's Contribution)	12% of (Basic Pay + DA): 12% (3.1+3.3)	8,262	10,328
3.7	Gratuity	4.17% of (Basic Pay + DA): 4.17% (3.1+3.3)	2,871	3,589
3.8	Total Monthly Compensation		93,753	107,179
4. Annual Benefits for CFY				
Sr. No.	Component	Details	Amount (Rs.)	Amount (Rs.)
4.1	Medical Allowance/ Reimbursement	One Month's Pay in the Pay Band: 2.5	58,850	-
4.2	Leave Travel Allowance/ Reimbursement	One Month's Pay in the Pay Band: 2.5	58,850	-
4.3	Earned Leave Encashment (subject to balance)	One Month's Basic Pay + DA: 3.1 + 3.3	68,850	86,063
4.4	Total Annual Benefits for CFY		186,550	86,063
5. Annual Compensation for CFY Excluding Annual Performance Pay				
Sr. No.	Component	Details	Amount (Rs.)	Amount (Rs.)
5.1	Annual Compensation for CFY	(3.8*12 Months) + 4.4	1,311,587	1,372,208

6. Monthly Performance Allowance for CFY Based on Annual Compensation for PFY and Performance Rating for PFY				
Sr. No.	Component	Details	Amount (Rs.)	Amount (Rs.)
6.1	Annual Performance Pay to be disbursed in the form of 12 MPAs	1.3 (Col 4) - 5.1 (Col 4)	617,765	-
6.2	Monthly Performance Allowance	Annual Performance Pay/(12 Months): 6.1/12	51,480	-
7. Total Annual Compensation for CFY				
Sr. No.	Component	Details	Amount (Rs.)	
7.1	Total Annual Compensation for CFY	1.3 (Col 4) + 5.1 (Col 5)	3,301,559	
CHAIRMAN				
Annexure A (Continued)				
Date : June 01, 2016				
Name of the Staff Member: Sameer Pande			Employee Code: 1314	
8. Deductions: As per the applicable norms on account of PF, Gratuity, Profession Tax, Income Tax, etc.				
9. Annual Appraisal: Annual Appraisal leading to revision of Basic Pay and revision of MPA shall fall due wef. April 1st every year.				
10. Annual Organizational Performance Linked Award (OPLA): HKCL may decide to pay OPLA based on careful scrutiny of its profitability of PFY. This award, therefore, may not be mandatorily given every year. If payable it will be disbursed by October/November of CFY as per HKCL Norms.				
11. Additional Benefits and Facilities: Please see Annexure B enclosed herewith.				
CHAIRMAN				
* Percentage Rise as per Performance Rating:				
Sr. No.	Performance Rating	Percentage Rise in Total Basic Pay Dependent Annual Compensation for PFY		
a	Outstanding	12% rise inclusive of 3% rise in basic pay		
b	Excellent +	9% rise inclusive of 3% rise in basic pay		
c	Excellent	7% rise inclusive of 3% rise in basic pay		
d	Very Good	5% rise inclusive of 3% rise in basic pay		
e	Good	3% rise inclusive of 3% rise in basic pay		
f	Poor	0% (No Increment or Annual Performance Pay shall be given)		
** Percentage Rise in Basic Annual Compensation Package means percentage rise in DA-independent and other fixed components-independent portion of the Annual Compensation package.				
***As this increment is made effective from April 1 as shown in 2.4 above, hereafter your annual increment shall fall due wef. April 1, every year.				
****MPA as calculated in Table 6 above shall be added in the Total Monthly Compensation shown in 3 above at the time of monthly salary payment.				
***** The DA rate may be revised wef. July 1 and January 1 during the current financial year. DA rate for the period 1/01/2016 to 30/06/2016 is 125%				

The remuneration approved by Board is within the limits prescribed under Schedule V of the Companies Act, 2013. In terms of the provisions of the Companies Act, 2013, approval of the shareholders is required for remuneration proposed to be paid to Sh. Sameer Pande for the Financial

year 2015-16. The Board propose to pass resolution set out at item no. 7 as Special resolution with approval of the Shareholders of the Company.

None of the Directors of the Company is interested in the proposed resolution.

ITEM NO.8

Mr. Abhijeet Kulkarni was inducted as Managing Director & CEO of the Company for the period starting w.e.f. 15th June, 2016 to 1st December, 2018 and consent of the shareholders is required for confirmation of his appointment as Managing Director & CEO of the Company. Mr. Sameer Pande resigned from the position of Managing Director & CEO of the Company w.e.f. 14th June, 2016 and Accordingly, Mr. Abhijeet was inducted as MD & CEO w.e.f. 15th June, 2016. The remuneration package approved for him is reproduced as under and is within the overall limit prescribed by the Schedule V of the Companies Act, 2013.

Annexure A			
Haryana Knowledge Corporation Limited			
Annual Compensation Package			
Name : Abhijeet Kulkarni			
Designation: Managing Director & CEO, Haryana Knowledge Corporation Limited			
Staff Type : Member Business Development Staff			
Place of posting : Chandigarh			
Pay in the Pay Band : Rs. 35030			
Grade Pay : Rs 7600			
1. Basic Pay			
Sr. No.	Component	Details	Amount (₹)
1.1	Pay in the Pay Band		35,030
1.2	Grade Pay		7,600
1.3	Basic Pay	Pay in the Pay Band + Grade Pay (1.1 + 1.2)	42,630
2. Monthly Compensation			
Sr. No.	Component	Details	Amount (₹)
2.1	Basic Pay	1.3	42,630
2.2	Dearness Allowance (DA)	125% of Basic Pay: 125% of 2.1	53,288
2.3	House Rent Allowance	20% of Basic Pay: 20% of 2.1	8,526
2.4	Transport Allowance 1	Rs 3200 (Fixed)	3,200
2.5	Transport Allowance 2	DA% of 3200: 125% of 3200	4,000
2.6	Provident Fund (Employer's Contribution)	12% of (Basic Pay + DA): 12% (2.1+2.2)	11,510
2.7	Gratuity	4.17% of (Basic Pay + DA): 4.17% (2.1+2.2)	4,000
2.8	Total Monthly Compensation		127,153
3. Annual Benefits			
Sr. No.	Item	Details	Amount (₹)
3.1	Medical Allowance/ Reimbursement	One Month's Pay in the Pay Band: 1.1	35,030
3.2	Leave Travel Allowance/ Reimbursement	One Month's Pay in the Pay Band: 1.1	35,030
3.3	Earned Leave Encashment (subject to balance)	One Month's Basic Pay + DA: 2.1 + 2.2	95,918
3.4	Senior Management Allowance	Fixed Annual Allowance for 12 months of service and payable on March 31, every year on pro-rata basis of completed number of months of service in each Financial year	125,000
3.5	Total Annual Benefits		290,978
4. Total Annual Compensation			
Sr. No.	Item	Details	Amount (₹)
4.1	Annual Compensation	Total Monthly Compensation (2.8)*12	1,525,840
4.2	Total Annual Benefits	3.5	290,978
4.3	Total Annual Compensation	4.1+ 4.2	1,816,818
5. Deductions: As per the applicable norms on account of PF, Gratuity, Profession Tax, Income Tax, etc.			
6. Annual Appraisal: Annual Appraisal shall fall due on April 1st every year.			
7. Annual Organizational Performance Linked Award (OPLA): HKCL may decide to pay OPLA based on careful scrutiny of its profitability of Previous Financial Year. This award, therefore, may not be mandatorily given every year. If payable it will be disbursed by October/November of Current Financial Year as per HKCL Norms.			
8. Additional Benefits and Facilities: Please see Annexure B enclosed herewith.			

The Board recommends the resolution set out at Item no. 8 for approval of the Shareholders as Ordinary Resolution.

None of the Directors of the Company is interested in the proposed resolution.

**By Order of the Board
For Haryana Knowledge Corporation Limited**

**Sd/-
(Company Secretary)**

**Date: 09.08.2016
Place: Panchkula**

**MGT-11
Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN : _____
Name of the company: Registered
office : _____

Name of the member (s):	_____
Registered address	: _____
E-mail Id	: _____
Folio No/ Client Id	: _____

I/We, being the member (s) of _____ shares of the above named company, hereby appoint

1. Name : _____
Address: _____
E-mail Id: _____
Signature: _____

Or failing him

2. Name : _____
Address: _____
E-mail Id: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the _____ Annual
general meeting/ Extraordinary general meeting of the company, to be held on the _____ day of _____
At _____ a.m. / p.m. at _____ (place) and at any adjournment thereof in
respect of such resolutions as are indicated below:

Resolution No.

1 _____

Affix Revenue Stamp

Signed this _____ day of _____ 20____

Signature of shareholder _____
Signature of Proxy holder(s) _____

**Note: This form of proxy in order to be effective should be duly completed and deposited at the
Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

Haryana Knowledge Corporation Limited

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL

I _____ certify that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 3rd Annual General Meeting of the Company at the _____

Ledger Folio No. _____

No. of Shares _____

Signature _____

----- TEAR HERE -----

Board's Report

To
The Members of
HARYANA KNOWLEDGE CORPORATION LIMITED

Your Directors have pleasure in presenting the 3rd Board's Report of your Company for the financial year ended, 31st March, 2016.

FINANCIAL HIGHLIGHTS

Sr.No.	Particulars	Amount (in Rupees)	
		2015-16	2014-15
1	Income		
(a)	Revenue from Operations	75,812,136.00	1,23,91,606.00
	Other Income	1,211,229.02	20,80,858.62
	Gross Income (1) Sub-Total (a)	77,023,365.02	1,44,72,464.62
2	Expenditure	59,514,514.99	2,11,29,562.91
3	Profit/Loss from Operations	17,508,850.03	(66,57,098.29)

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

Introduction:

Haryana Knowledge Corporation Limited (HKCL) is a public limited company promoted and established by the Electronics and Information Technology Department and was incorporated on 10.09.2013 under the Companies Act, 1956.

Equity Profile and Board:

The Government of Haryana, MKCL, HARTRON, four public Universities and Board of school Education in the State of Haryana are among the initial equity holders of HKCL.

The Board of Directors normally consists of three nominees of the Government of Haryana, two from MKCL and the Managing Director.

Financial Self-sustenance

In spite of having Government as a major stakeholder, HKCL does not receive any funding, grant-in-aid or financial assistance, loans or monopoly business contracts from the government. All along HKCL has emerged as a self-sustaining, wealth-creating and ever-growing enterprise.

Transformative Agenda:

Keeping in view the rapid emergence of knowledge-based society and knowledge-led economy on the global scale and recognizing that knowledge is increasingly becoming synonymous to wealth, HKCL is dedicated to the cause of bridging the **Knowledge Divide** and resultant **Development Opportunity Divide** faced by the common people in general and youth and school students in particular.

The main mission of HKCL, therefore, is to create new value-based paradigms in education, governance and empowerment of common people in the context of rapidly emerging knowledge-based society and knowledge-led economy and consistent with development opportunities therein.

Activities during the year.

The Company has launched HS-CIT course (Haryana State Certificate in Information Technology) in the year 2014 and registered more than 14000 learners till year end 31st March, 2016. We have 210 Authorized Learning Centers across Haryana which are well equipped to conduct HS-CIT Course. Apart from this, we are providing recruitment solutions to Haryana Staff Selection Commission from which we generated approximately 80% profit for the Company during the concerned Financial Year. Besides these courses, Company is doing other projects with different departments of Govt. of Haryana. Some of the projects like Digital University, and online admission for ITI and medical department are going on in very good pace.

A new project called National Digital Literacy Mission (NDLM), an initiative of Govt. of India is also taken up by HKCL and it is expected that this project will earn good profits for the Company. The Management of Company is in talks with many other departments of Govt. of Haryana for more assignments.

DIVIDEND

Your Directors are pleased to recommend final dividend @ Rs.1/- per equity share of Rs.10/- each, which if approved in the ensuing 3rd Annual General Meeting, will be paid to those members whose name will appear in the Register of Members as on the date of the 3rd Annual General Meeting.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY

Company does not have any Subsidiary, Joint venture or Associate Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

MATERIAL CHANGES AND COMMITMENTS

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

THE EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information. **(Annexure: 1)**

MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2015-16, the Company held 5 (Five) board meetings of the Board of Directors as per Section 173 of Companies Act, 2013. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company confirms that-

- (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 directors 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 and loss of the company for that period;
- (c) The directors 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) Company being unlisted sub clause (e) of section 134(3) is not applicable.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS

At the Annual General Meeting held on September 29, 2015, the Auditors, M/s P K Bhasin & Associates, Chartered Accountants, Chandigarh, were appointed as Statutory Auditors of the Company to hold office till the conclusion of the 6th Annual General Meeting to be held in the calendar year 2019. Pursuant to the provisions of Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, the appointment of the Auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s P K Bhasin & Associates, Chartered Accountants, Chandigarh, as Statutory Auditors of the Company, is placed for ratification by the Shareholders. In this regard, the Company has received a Certificate from the Auditors to the effect that if they are re-appointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

LOANS, GUARANTEES AND INVESTMENTS

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable

RELATED PARTY TRANSACTIONS

There were no related party transactions during the year.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy and Technology absorption

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

(B) Foreign exchange earnings and Outgo

There were no foreign exchange earnings and outgo during the year under review.

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence is very minimal.

DIRECTORS and KMP

During the Financial year for the report the following changes have occurred in the constitution of directors of the company:

S.No	Name	Designation	Date of appointment	Date of cessation	Mode of Cessation
1	Sh. Sandeep Garg, IAS	Nominee Director	29.12.2014	06.04.2015	Nomination withdrawn by appointing authority
2	Sh. Subhash Chandra, IAS	Nominee Director	09.04.2015	--	--
3	Sh. Devender Singh, IAS	Nominee Director & Chairman	29.12.2014	12.10.2015	Nomination withdrawn by appointing authority

S.No	Name	Designation	Date of appointment	Date of cessation	Mode of Cessation
4.	Smt. Keshni Anand Arora, IAS	Nominee Director & Chairman	24.11.2015	--	---

DEPOSITS

The company has not accepted any deposits during the year.

CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

ANNUAL EVALUATION

The provision of section 134(3) (p) relating to board evaluation is not applicable on the company.

INDEPENDENT DIRECTORS and DECLARATION

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

NOMINATION AND REMUNERATION COMMITTEE

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company. However, after incorporation remuneration committee was duly constituted but as the Company is not required to have such committee, it is lying defunct after withdrawal of nomination of its members from the Board of the Company. It shall be again made active as and when required by the provisions of the Companies Act, 2013.

REMUNERATION POLICY

Remuneration to Directors:

The remuneration is paid to Managing Director & CEO of the Company and is approved by Board of Directors in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company.

No remuneration or sitting fee is paid to any other Director.

AUDIT COMMITTEE

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 are not applicable to the Company.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Authorized Learning Centers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

BY ORDER OF THE BOARD

Place: 28.07.2016

Dated: Chandigarh

(Chairman)

(Managing Director)

(Company Secretary)

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]

I.REGISTRATION AND OTHER DETAILS:

i.	CIN	U80904HR2013PLC050331
ii.	Registration Date	10.09.2013
iii.	Name of the Company	Haryana Knowledge Corporation Limited
iv.	Category / Sub-Category of the Company	Public Limited with Share Capital
v.	Address of the Registered office and contact details	Plot No.1, HSIIDC IT Park, 4th Floor, Sector - 22, Panchkula - 134109. Contact No.- 0172-5210251, e-mail: cs@hkcl.in
vi.	Whether listed company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	HS-CIT (Haryana State Certificate in information Technology and projects with different departments of Govt. of Haryana	99929192	11.9
2	Recruitment services to Haryana Staff Selection Commission	99831417	81.6

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Not applicable				

III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian	NA				NA				
a) Individual/ HUF		0	0	0		0	0	0	0
b) Central Govt.		0	0	0		0	0	0	0
c) State Govt(s)		6,00,000	6,00,000	30		6,00,000	6,00,000	30	0
d) Bodies Corp		6,00,000	6,00,000	30		6,00,000	6,00,000	30	0
e) Banks / FI		0	0	0		0	0	0	0
f) Any Other		8,00,000	8,00,000	40		8,00,000	8,00,000	40	0
Sub-total(A)(1):-		20,00,000	20,00,000	100		20,00,000	20,00,000	100	0
2) Foreign	NA								
Sub-total (A)(2):-	NA	20,00,000	20,00,000	100		20,00,000	20,00,000	100	0
B. Public Shareholding	NA								
C. Shares held by Custodian for GDRs & ADRs	NA								
Grand Total (A+B+C)		20,00,000	20,00,000	100		20,00,000	20,00,000	100	0

ii) Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Governor of Haryana, Government of Haryana, Department of Electronics and Information Technology	6,00,000	30	0	6,00,000	30	0	0
2.	Haryana State Electronics Development Corporation (HARTRON), Panchkula, Haryana	3,00,000	15	0	3,00,000	15	0	0
3.	Maharashtra Knowledge Corporation Ltd, Pune, Maharashtra	6,00,000	30	0	6,00,000	30	0	0
4.	Guru Jambheshwar University, Hisar, Haryana	1,00,000	5	0	1,00,000	5	0	0
5.	Kurukshetra University, Kurukshetra, Haryana	1,00,000	5	0	1,00,000	5	0	0

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
6.	DeenBandhu Chhotu Ram University of Science & Technology, Murthal, Sonipat, Haryana.	1,00,000	5	0	1,00,000	5	0	0
7.	BPS Mahila Vishvavidyalaya, Khanpur Kalan, Sonipat, Haryana.	1,00,000	5	0	1,00,000	5	0	0
8.	Board of School Education, Bhiwani, Haryana.	1,00,000	5	0	1,00,000	5	0	0
	Total	20,00,000	100	0	20,00,000	100	0	0

ii. Change in Promoters' Shareholding (please specify, if there is no change)

Not applicable as there is no change in promoters shareholding.

iii) INDEBTEDNESS : NIL

iv) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Sh. Sameer Pande, Managing Director & CEO/ Total Amount (in rupees)
1.	Gross salary (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	29,66,793/-
2.	Stock Option	--

Sl. No.	Particulars of Remuneration	Sh. Sameer Pande, Managing Director & CEO/ Total Amount (in rupees)
3.	Sweat Equity	--
4.	Commission - as % of profit - Others, specify...	--
5.	Others, please specify	--
6.	Total (A)	--
	Ceiling as per the Act	--

B. Remuneration to other directors: NIL

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Amount in rupees)			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (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	NA	6,00,000/-	NA	6,00,000/-
2.	Stock Option		--		--
3.	Sweat Equity		--		--
4.	Commission - as % of profit - Others, specify...		--		--
5.	Others, please specify		--		--
6.	Total		6,00,000/-		6,00,000/-

v) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NOT APPLICABLE

INDEPENDENT AUDITOR’S REPORT

To

The Members of
Haryana Knowledge Corporation Limited,
Panchkula

Report on the Financial Statements

We have audited the accompanying financial statements of **Haryana Knowledge Corporation Limited**, which comprise the balance sheet as at 31st March 2016 and the statement of profit and loss for the year ended 31st March 2016, 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 and financial performance 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 31 March 2016 and its profit 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 and the statement of profit and loss 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;

(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 does not have any pending litigations which would impact its financial position
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company if any.

Place: Chandigarh
Date: 28.07.2016

for P. K. Bhasin & Associates
Chartered Accountants

Sd/-
(C. A. P. K. Bhasin)

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the 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 at end of the financial year. 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., if any.
- (ii) The Company is a service company, primarily rendering eLearning, eGovernance, and empowerment 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 neither taken nor granted any loans from to companies, firms or other parties 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, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

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

(c) According to the information and explanations given to us, there are no material dues including provident fund, income tax, wealth tax, service tax, cess and other material statutory dues 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.

(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.

Place: Chandigarh
Dated: 28.07.2016

for **P. K. Bhasin & Associates**
Chartered Accountants

Sd/-
(C. A. P. K. Bhasin)

P. K. Bhasin & Associates
Chartered Accountants
S.C.O. 356, Sector 32 – D,
Chandigarh – 160 031
Ph: 0172-2604579, 2614779 & 9417089140

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 **Haryana Knowledge Corporation Limited** (“the Company”) as of 31 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 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.

Place: Chandigarh
Dated: 28.07.2016

for **P. K. Bhasin & Associates**
Chartered Accountants

Sd/-

(C. A. P. K. Bhasin)

HARYANA KNOWLEDGE CORPORATION LIMITED			
			(Amount in Rs.)
BALANCE SHEET AS AT 31ST MARCH 2016			
PARTICULARS	Note No.	AS AT 31.03.2016	AS AT 31.03.2015
EQUITY AND LIABILITIES			
ShareHolder's Fund			
Share Capital	1	20,000,000.00	20,000,000.00
Reserves & Surplus	2	5,232,910.11	(6,462,844.09)
(A)		25,232,910.11	13,537,155.91
Non-Current Liabilities			
(B)		-	-
Current Liabilities			
Short Term Borrowings	3	-	-
Other Current Liabilities	4	41,517,715.15	6,526,355.00
Short Term Provisions	5	6,181,397.24	480,697.00
(C)		47,699,112.39	7,007,052.00
EQUITY AND LIABILITIES (A+B+C)		72,932,022.49	20,544,207.91
ASSETS			
Non-Current Assets			
Fixed Assets :	6	676,731.86	859,025.68
Non-Current Investments	7	-	-
Deferred Tax Asset (Net)	8	-	-
Other Non- Current Assets	9	-	-
(D)		676,731.86	859,025.68
Current Assets			
Trade receivables	10	3,437,328.00	284,808.00
Cash and Cash Equivalents	11	64,790,618.13	14,084,698.61
Short Term loans and Advances	12	1,951,468.00	3,246,806.00
Other Current Assets	13	2,075,876.50	2,068,869.62
(E)		72,255,290.63	19,685,182.23
ASSETS (D+E)		72,932,022.49	20,544,207.91
Audit report In terms of our report of even date for Haryana Knowledge Corporation Limited. ----- Sd/----- (Devender Singh) IAS (Abhijeet Kulkarni) (Sunita Arora) Chairman Managing Director & CEO Company Secretary Place : Chandigarh Dated : 18th July, 2016			
for P. K. Bhasin & Associates Chartered Accountants Sd-- (P. K. Bhasin) M. No. 086876			

HARYANA KNOWLEDGE CORPORATION LIMITED

(Amount in Rs.)

STATEMENT OF PROFIT AND LOSS FROM 01.04.2015 TO 31.03.2016

PARTICULARS	Note No.	AS AT 31.03.2016	AS AT 31.03.2015
Income			
Revenue from Operations	14	75,812,136.00	12,391,606.00
Other Income	15	1,211,229.02	2,080,858.62
Total Revenue		77,023,365.02	14,472,464.62
EXPENSES			
Employee Benefits Expense	16	9,545,499.00	4,504,125.00
Other Expenses	17	12,581,488.17	11,179,183.59
Royalty for Software & Technical Fee	18	37,036,354.00	5,175,124.00
Depreciation and Amortisation Expense	19	351,173.82	271,130.32
Total Expenses		59,514,514.99	21,129,562.91
Profit/Loss Before Tax		17,508,850.03	(6,657,098.29)
Tax Expense :			
Current Tax		3,413,215.84	-
Deferred Tax		-	-
Profit/Loss After Tax transferred to Reserves & Surplus		14,095,634.19	(6,657,098.29)

Audit report
In terms of our report of even date

for Haryana Knowledge Corporation Limited.

for P. K. Bhasin & Associates
Chartered Accountants

----- Sd/-----

Sd/--

(Devender Singh) IAS
Chairman

(Abhijeet Kulkarni)
Managing Director & CEO

(Sunita Arora)
Company Secretary

(P. K. Bhasin)
M. No. 086876

Place : Chandigarh
Dated : 18th July, 2016

NOTES ON FINANCIAL STATEMENTS AS AT 31ST MARCH 2016

HARYANA KNOWLEDGE CORPORATION LIMITED

(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
1	SHARE CAPITAL		
	<u>Authorised Equity Share Capital</u> 5000000 Equity Share of Rs.10/- each	50,000,000.00	50,000,000.00
		50,000,000.00	50,000,000.00
	<u>Issued, Subscribed & Paid up Share Capital</u> Equity 2000000 shares of Rs.10/- each fully paid up	20,000,000.00	20,000,000.00
		20,000,000.00	20,000,000.00
2	RESERVES & SURPLUS		
	Profit & Loss Account : Opening Balance as on 1.04.2015	(6,462,844.09)	194,254.20
	Add: - Net profit/loss during the year transferred from P&L A/C	14,095,634.19	(6,657,098.29)
	Less: - - Transferred to General Reserve - Proposed Dividend - Provision for Dividend Distribution Tax	- 2,000,000.00 399,880.00	- - -
	Closing Balance	5,232,910.11	(6,462,844.09)
	Balance transferred to Balance Sheet	5,232,910.11	(6,462,844.09)

HARYANA KNOWLEDGE CORPORATION LIMITED

(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
3	SHORT TERM BORROWINGS		
		-	-
		-	-
4	OTHER CURRENT LIABILITIES		
	Payable to MKCL	31,805,926.00	2,697,913.00
	Audit fee payable	28,500.00	28,500.00
	Credit Card Payment	35,028.52	-
	TDS payable	3,311,022.00	700,898.00
	Salaries, Professional & Honorarium Payable	1,084,089.00	-
	Employee Benefit Expenses Payable	137,722.00	64,080.00
	Rolling constructions Pvt Ltd (Rent, Maintenance & Electricity)	324,073.00	323,040.00
	Advance received from SCERT	307,800.00	307,800.00
	Books Security from ALC's - Refundable	1,325,000.00	845,000.00
	Service Tax Payable	745,712.00	-
	Expenses Payable	878,331.09	512,796.00
	Advance From Registered ALC's	799,511.54	405,828.00
	Advance From Non Registered AO's 2014 - Refundable	15,000.00	30,000.00
	Advance From Non Registered AO's 2015- Refundable	51,000.00	610,500.00
	Advance From Non Registered AO's 2016	669,000.00	-
		41,517,715.15	6,526,355.00

HARYANA KNOWLEDGE CORPORATION LIMITED

(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
5	SHORT TERM PROVISIONS		
	Provision for Employee Benefits	1,002,739.00	480,697.00
	Provision for Dividend	2,000,000.00	-
	Provision for Dividend Distribution Tax	399,880.00	
	Provision for OPLA	1,000,000.00	
	Provision for Income Tax (Net of Advance Tax & TDS)	1,778,778.24	-
		6,181,397.24	480,697.00

Note No.	HARYANA KNOWLEDGE CORPORATION LIMITED								
	(Amount in Rs.)								
6	FIXED ASSETS								
S. No.	Description	Gross Block						Depreciation	Net Block
		Rate	As At 01.04.2015	Additions upto 30.09.2015	Addition after 30.09.2015	Sold/ Disposed/ Returned during the Year	As At 31.03.2016	For the year	As At 31.03.2016
1	Air Conditioners-Office	25.89%	59,366.52	-	-	-	59,366.52	15,369.99	43,996.53
2	Air Conditioner-MD	25.89%	31,255.69	-	-	-	31,255.69	8,092.10	23,163.59
3	Computers	63.16%	52,314.98	-	115,381.00	-	167,695.98	47,430.54	120,265.44
4	Computer Softwares	63.16%	35,438.09	-	-	-	35,438.09	22,382.69	13,055.39
5	Dell Server	39.30%	90,054.93	-	-	-	90,054.93	35,391.59	54,663.34
6	DVD Writer	63.16%	2,214.62	-	-	-	2,214.62	1,398.75	815.86
8	Laptops	63.16%	220,510.08	-	-	-	220,510.08	139,274.17	81,235.91
9	LED "32"	25.89%	43,959.20	-	-	-	43,959.20	11,381.04	32,578.17
10	Microwave	25.89%	4,633.09	-	-	-	4,633.09	1,199.51	3,433.58
12	Printer	63.16%	6,066.96	-	-	-	6,066.96	3,831.89	2,235.07
13	Projector & Screen	25.89%	25,686.95	-	-	-	25,686.95	6,650.35	19,036.60
14	UPS Inverter-20KVA	18.10%	208,302.67	-	-	-	208,302.67	37,702.78	170,599.89
15	Water Dispenser	25.89%	7,182.48	-	-	-	7,182.48	1,859.54	5,322.94
16	Mobile Phone	18.10%	72,039.42	-	15,000.00	-	87,039.42	13,991.24	73,048.17
17	CCTV Camera's	18.10%	-	24,000.00	-	-	24,000.00	4,284.49	19,715.51
18	Biometric attendance machine	18.10%	-	-	7,000.00	-	7,000.00	180.50	6,819.50
19	2TB Hard Drive	63.16%	-	-	7,499.00	-	7,499.00	752.63	6,746.37
	Total		859,025.68	24,000.00	144,880.00	-	1,027,905.68	351,173.82	676,731.86
	Previous Year		-	753,127.00	377,029.00	-	1,130,156.00	271,130.32	859,025.68

HARYANA KNOWLEDGE CORPORATION LIMITED			
		(Amount in Rs.)	
Note No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
7	Non Current Investments		
		-	-
		-	-
8	Deferred Tax Assets		
	Deferred Tax Assets arising on account of:	-	-
	Deferred Tax Assets(Net)	-	-
	Tax Impact On Above	-	-
9	Other Non Current Assets		
	Tax Impact On above	-	-
		-	-
10	Trade Receivables		
	Outstanding for a period exceeding six months		
	Secured - considered Good	-	-
	Unsecured - considered Good	8,208.00	-
	Others		
	Secured - considered Good	-	-
	Receivable from ALCs	-	8,208.00
	Unsecured - considered Good	3,429,120.00	276,600.00
		3,437,328.00	284,808.00
11	Cash and Cash Equivalents		
	Balance with banks	47,793,241.03	558,881.24
	Cash in hand	25,324.00	21,718.00
	Short term deposits with Yes Bank	16,972,053.10	13,504,099.37
		64,790,618.13	14,084,698.61
12	Short Term Loans & Advances		
	Imprest to Staff	15,000.00	-
	Preliminary expenses - 2,29,853	-	-
	Less :- 1/5th written off (76,617)	153,236.00	229,853.00
	Rent Security	1,714,500.00	1,714,500.00
	Security with IDEA Cellular Limited	1,000.00	-
	TDS Recoverable	-	206,889.00
	Prepaid Insurance	-	24,331.00
	Advance to N.K. Enterprises	744.00	744.00
	Advance to M3 Media (P) limited	-	23,101.00
	Cenvat Credit	-	1,047,388.00
	Advance with Idea Cellular Limited	66,988.00	-
		1,951,468.00	3,246,806.00
13	Other Current Assets		
	Income accrued but not due	-	-
	Study Material In Hand & with ALCs	1,797,500.00	1,679,300.00
	Interest accrued but not received	278,376.50	389,569.62
		2,075,876.50	2,068,869.62

HARYANA KNOWLEDGE CORPORATION LIMITED

				(Amount in Rs.)	
Note No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015		
14	Revenue from Operations				
	Income from Centre Registration	1,200,000.00	1,780,000.00		
	Income from Centre Renewal	711,000.00	459,000.00		
	Income from faculty selection	234,000.00	534,000.00		
	Income from processing fee	78,500.00	168,500.00		
	Income from HSCIT Course-Learner Fee	9,171,154.00	3,290,382.00		
	Income from Re-exam fee	269,750.00	38,500.00		
	Income from Mastering JEE Course-Learner fee	-	6,000.00		
	Income from KLIC Course-Learner fee	223,300.00	-		
	Income from various jobs	62,829,971.00	6,115,224.00		
	Income from outsourcing	1,094,461.00	-		
		75,812,136.00	12,391,606.00		
15	Other Income				
	Interest on saving accounts	-	161,972.00		
	Interest on short term deposits	1,192,776.02	1,918,886.62		
	Other Interest	9,311.00	-		
	Staff Deductions	8,142.00	-		
	Prior Period Income	1,000.00	-		
		1,211,229.02	2,080,858.62		
16	Employee Benefits Expense				
	Salary and Allowances	9,471,601.00	4,414,289.00		
	Staff Welfare/employee benefit expenses	73,898.00	89,836.00		
		9,545,499.00	4,504,125.00		
17	Other Expenses				
	Advertisement & Publicity	3,360,525.00	4,509,212.00		
	Study Material	881,700.00	320,700.00		
	Books & Periodicals	2,204.00	1,590.00		
	Business Promotion	401,037.97	106,095.00		
	Professional & Consultancy Fee	1,048,247.00	937,035.00		
	Training & Interview	2,380.00	88,028.00		
	Computer & Laptop Maintenance	30,987.00	43,277.00		
	Travelling & Conveyance	1,177,193.00	1,438,329.00		
	Examination Expenses	139,569.00	84,550.00		
	Electricity Charges	138,220.00	54,651.00		
	Installation of ERA	-	87,052.00		
	Fee & Subscription	66,708.22	39,720.00		
	Function & Festival Expenses	160,059.00	115,062.00		
	Honorarium & Stipend	250,287.00	107,300.00		
	Call Centre	76,511.00	74,090.00		
	House Furnishing (MD)	-	8,825.00		
	Inspection Charges - ALC's	-	38,319.00		
	Office Furnishing	-	139,628.00		
	Office Maintenance	56,319.00	102,494.00		
	Audit Fee	28,500.00	28,500.00		
	Interest on service tax & TDS	2,078.00	31,067.00		
	Reward & Prizes	81,404.00	85,710.00		
	HS-CIT course expenses - staff members	-	6,156.00		
	Bank Charges	883.80	717.59		
	Postage & Courier	177,161.00	165,893.00		
	Preliminary expenses	76,617.00	76,617.00		
	Printing and Stationery	300,122.00	102,347.00		
	Rent & Maintenance	3,449,687.00	2,039,166.00		
	Seminars & Meeting expenses	127,445.91	7,354.00		
	Telephone & Internet Expenses	385,751.00	312,129.00		
	Laptop Rent	47,600.00	26,310.00		
	Misc Expenses	12,380.00	1,260.00		
	AMC Charges	31,292.00	-		
	Web Server & online Space charges	68,619.27	-		
		12,581,488.17	11,179,183.59		
18	Software & Technical Fee				
	Royalty for Software Services	36,833,298.00	5,148,399.00		
	Business support services	31,131.00	-		
	Certification Fee-HBSE	171,925.00	26,725.00		
		37,036,354.00	5,175,124.00		
19	Depreciation and Amortisation Expense				
	Depreciation (as per Note 6)	351,173.82	271,130.32		
		351,173.82	271,130.32		