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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS,
MAHAVEER TELECOM PRIVATE LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of M/s. MAHAVEER TELECOM PRIVATE LIMITED, Hyderabad which comprise the Balance Sheet as at 31st March 2015, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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.

Page 1 of 3

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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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, 2015, 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 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, 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.
 - (e) On the basis of the written representations received from the directors as on 31 March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as

on 31 March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of M/s Kalyana & Co Chartered Accountants

CA A Srilakshmi

M.No:10794

Place: Hyderabad Date: 29.05.2015

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT (Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- ii. Physical verification of inventory has been conducted at reasonable intervals by the management, and the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. The company is maintaining proper records of inventory and material discrepancies noticed on physical verification have been properly dealt with in the books of account.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets and sale of services. The activities of the Company do not involve purchase of inventory and the sale of goods. We have not observed any major weakness in the internal control system during the course of the audit.

- 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. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Income-tax and other material statutory dues in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.
 - (c) There were no dues with respect to Income-tax, Service Tax, Customs Duty, Excise Duty and Cess which has not been deposited as at 31 March 2015, on account of any dispute.
 - (d) There are no dues payable to Investors' Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made there under.
- viii. The accumulated losses of the Company at the end of the financial year are not more than fifty percent of its net worth and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.

ix. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions & banks.

- x. In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company.
- xi. In our opinion and according to the information and explanations given to us, the company has no existing term loans at the end of the year.
- xii. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For and on behalf of M/s KALYANA & Co. Chartered Accountants

Firm Registration No. 00

CA A Srilakshmi

Partner

Membership No.107945 ACC

Place: Hyderabad Date: 29.05.2015.

1 Name of the Assessee

: MAHAVEER TELECOM PRIVATE LIMITED

2 Address for communication

: 7-1-24/2/C, Flat no.301/A, Dhansi Surbhi Complex, Greenlands, Ameerpet, Hyderabad - 500016

3 Status

: Domestic Company

4 P.A.No:

: AAHCM4478N

5 Assessment Year

: 2015-2016

6 Previous year

: 2014-2015

7 Statement of Total Income

	Particulars	Rs.	Amount
Α	Income Under Head Business:		
	Profit before tax as per Profit and Loss Account		565,615
	Add: Depreciation as per Companies Act		2,145
	Add: Interest on Income Tax Paid		34,389
			602,149
	Less: Depreciation u/s 32 of the IT act		572
	Net Income from Business		601,576
В	Gross Total Income	/	601,576
	Less : Deduction U/C VIA		-
C	Net Taxable Income		601,576
	Income Chargeable at normal rates		601,576
	Tax thereon at normal rates	180,473	
	Tax U/s 115JB	104,639	
D	Tax Payable		180,473
	Add: Education cess @ 3%		5,414
Е	Total tax payable		185,887
	Add: Interest Payable		
	234B as per ITR Form		
	234C as per ITR Form		-
	Total Tax and interest payable		185,887
	Less: Self Assessment tax paid		
F	Balance tax payable		185,887

MAHAVEER TELECOM PRIVATE LIMITED

Depreciation Schedule as per Income Tax act,1961

	N. S. C. S.	Gross Block	Block			Depreciation		Net Block
	As on			As on	For	Dep	W.	As on
S.No. Particulars	1.04.2014	Additions	Deletions	31.03.14	04.2014 Additions Deletions 31.03.14 Current year Adjustment	Adjustment		31.03.15 31.03.15
1 Computers	954			954	572	,	572	382
	954		1	954	572	,	572	382

MAHAVEER TELECOM PRIVATE LIMITED Balance Sheet as at March 31, 2015

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Particulars	Note	As at	As at
Particulars	No.	31st March 2015	31st March 2014
I.EQUITY AND LIABILITIES			
1.Shareholder's funds			
(a) Share Capital	2	500,000	500,000
(b) Reserves and Surplus	3	1,921,866	1,356,251
(c) Money Received against Share Warrants		-	
2.Share Application Money Pending allotment			
3.Non Current liabilities			
(a) Long Term Borrowings	4	-	9,878,142
(b)Deferred Tax Liability(Net)	5	368	368
© Other Long Term Liabilities			19 120 130 -
(d) Long Term Provisions			E000000
Current liabilities			
(a) Short Term Borrowings			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
(b) Trade Payables	6	22,428,570	59,369,428
© Other Current Liabilities	7	115,580	6,358
(d) Short Term Provisions	8	14,800	403,131
		24,981,183	71,513,678
II.ASSETS			
1.Non-current assets			
(a) Fixed Assets	9		2,145
(b) Non Current Investments			
(c)Long Term Loans and Advances			
(d) Other Non Current assets	10	33,430	18,430
2.Current assets			
(a) Inventories	11	4,054,549	18,837,367
(b) Trade Receivables	12	19,829,696	51,118,387
(c) Cash and Cash Equivalents	13	604,346	164,905
(d) Short Term Loans and Advances	14	15,497	146,220
(e) other Current assets	15	443,664.73	1,226,224
		24,981,183	71,513,678

Significant Accounting Policies

1

The Notes referred to above form an integral part of the Balance Sheet. This is the Balance Sheet referred to in our Report of even date.

For and on behalf of KALYANA & CO

Chartered Accountants

Firm Registration Number 007095S

CA A. Srilakshmi

Partner

Membership No. 107945 AN

Place: Hyderabad Date: 29.05.2015 For and on behalf of the Board of Directors

Director

MAHAVEER TELECOM PRIVATE LIMITED

Statement of Profit and Loss for the year ended March 31, 2015

(Amount in `Rs.)

Particulars	Note No.	For the Year ended 31st March , 2015	For the Year ended 31st March , 2014
I. Revenue From Operations Sales less Returns Uther Income	16	198,531,919 3,644,730	373,653,429 10,811,366
III Total Revenue (I + II)		202,176,649	384,464,795
IV Expenses: Purchases less Returns Changes in Inventory Employee Benefit Expenses Finance Cost Depreciation Other Expenses	17 18 19 9	185,307,677 14,782,818 893,369 - 2,145 625,025	389,644,708 (9,340,840) 1,004,120 964,805 1,430 1,195,041
V Total Expenses		201,611,034	383,469,264
V Profit before tax (III- IV)		565,615	995,531
VI Tax expense: (1) Current tax (2) Minimum Alternate Tax (2) Deferred tax		185,887	307,619
(2) beleffed tax		185,887	307,619
VII Profit (loss) for the period (V- VI)		379,728	687,912
VIII Earnings per equity share: (1) Basic (2) Diluted		7.59	13.76

Significant Accounting Policies

1

The Notes referred to above form an integral part of the Profit and Loss Account. This is the Profit and Loss referred to in our Report of even date.

For and on behalf of KALYANA & CO-Chartered Accountants

Firm Registration Number: 007095S

CA A. Srilakshm

Partner

Membership No. 107945

Place: Hyderabad Date: 29.05.2015 For and on behalf of the Board of Directors

irector

Director

MAHAVEER TELECOM PRIVATE LIMITED

Cash Flow Statement for the Year Ended 31.03.2015

Particulars	2014-2015	2013-2014
Cash Flow From Operating Activity:		
Net Profit for Year before tax and appropriations	565,615	995,531
Adjustments non-cash & non-operating expenses		
Depreciation Provided	2,145	1,430
Interest Paid		964,805
Discount Allowed (Non-Cash exp)		8,150
Discount received (Non-Cash income)	(671)	(8,000)
Entry Tax Provision	92,739	81,301
Cash Flow before Working Capital Changes	659,828	2,043,216
(Increase)/Decrease in Debtors	31,288,691	(27,069,993)
(Increase)/Decrease in stock	14,782,818	(9,340,840)
(Increase)/Decrease in Advances	130,723	5,239,241
(Increase)/Decrease in otherCurrent Assets	782,823	(646,754)
Increase/(Decrease) in Current Liabilities	(37,219,967)	27,451,281
Cash Flow after Working Capital Changes	10,424,916	(2,323,848)
less: tax paid previous year	122,332	299,058
Net Cash Flow from Operating Activities	10,302,584	(2,622,906)
Cash Flow From Investing Activity:		
Deposit with NSC	15,000	-
Net Cash Flow from Investing Activities	15,000	
Cash Flow From Financing Activity:		
Unsecured Loan raised	-	3,194,826
Unsecured loans Repaid	(9,878,142)	
Interest Paid		(964,805)
Net Cash Flow from Financing Activities	(9,878,142)	2,230,021
Net Cash Flow from Operating Activities	10,302,584	(2,622,906)
Net Cash Flow from Investing Activities	15,000	
Net Cash Flow from Financing Activities	(9,878,142)	2,230,021
	439,442	(392,885)
Add: Opening Cash and Cash Equivalents	164,905	557,790
Closing Cash and Cash Equivalents	604,347	164,905

For and on behalf of M/s Kalyana & Co

Chartered Accountants Firm Registration Number

Partner

Membership No. 19794

Place: Hyderabad Date: 29.05.2015

2. Share Capital

(Amount in 'Rs.)

Particulars	As at 31 March 2015	As at 31 March 2014
Authorised Capital		
50,000 Equity Shares of Rs. 10 each	500,000	500,000
Issued, Subscribed & fully Paid up 50,000 Equity Shares of Rs. 10 each	500,000	500,000
+ Jotal	500,000	500,000

a) Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

	Equity S	Equity Shares		
	As at 31 Ma	arch 2015		
Name of Shareholder	No. of Shares held	% of Holding		
Mahaveer Infoway Limited	30,000	60.00		
Mr. Jeetendra Bhansali	10,000	20.00		
Mr. Prasanna Dixit	10,000	20.00		

3. Reserves and Suplus

Particulars	As at 31 March 2015	As at 31 March 2014
a. Surplus Opening balance (+) Net Profit/(Net Loss) For the CY	1,356,251 565,615	668,339 687,912
Closing Balance	1,921,866	1,356,251
Total	1,921,866	1,356,251

4. Long term borrowings

Particulars	As at 31 March 2015	As at 31 March 2014
Unsecured Loan - MIL		9,878,142
Total		9,878,142



MAHAVEER TELECOM PRIVATE LIMITED

Deferred tax Liability

Note 5

		31-Mar-15	
Particulars	Book Value	Tax Value	Difference
Fixed Assets		382	(382)
Total of Fixed Assets (Deferred Liability)		382	382
Total Deferred Assets	-		
Total timing difference	-		
Deferred Tax Liability/ Asset as at 31.03.2015			368
Deferred Tax Liability/ Asset as at 31.03.2014			368
Balance to be credited to P & L A/C			

Rate for computing deferred taxes

Tax rate 30.000

Surcharge - 0.9000 30.9000

6. Trade Payables

(Amount in 'Rs.)

Particulars	As at 31 March 2015	As at 31 March 2014
Dues to Micro and Small Enterprises Dues to other than Micro and Small Enterprises		-
(a) Trade Payables (including LC Paments)	22,428,570	59,369,428
Total	22,428,570	59,369,428

7.Short term provisions

Particulars	As at 31 March 2015	As at 31 March 2014
Provision for taxation		307,619
Other provisions	14,800	95,512
Total	14,800	403,131

8. Other Current liabilities

Particulars	As at 31 March 2015	As at 31 March 2014
Vat 5.5% Account TDS Payable	115,580	6,358
Total	115,580	6,358



			Gross	Gross Block			Depreciation	ation		Net	Net Block
ON V	Particulars	As on 1.04.2014	Additions	Deletions	As on 31.03.15	As on 1.04.2014	As on 1.04.2014 Additions Deletions As on 31.03.15 As on 1.04.2014 For Adjustment Adjustment Dep As on 31.03.15 As on 31.03.14 As on 31.03.14 As on 31.03.14	Dep Adjustment	As on 31.03.15	As on 31.03.15	As on 31.03.14
Н	ompi	3,575			3,575	1,430	2,145	,	3,575	1	2,145
		3,575	ï		3,575	1,430	2,145		3,575		2,145



10. Other Non-Current Assets

(Amount in ₹Rs.)

Particulars	As at 31 March 2015	As at 31 March 2014
Pre-operative Expenses	18,430	18,430
Deposits (NSC)	15,000	
Total	33,430	18,430

11.Inventories

Particulars	As at 31 March 2015	As at 31 March 2014
(As cerified by the management, at cost or net realisable value which ever is less) Closing Stock	4,054,549	
Total	4,054,549	18,837,367

12. Trade Receivables

Particulars	As at 31 March 2015	As at 31 March 2014
Outstanding for a period less than six months from the date they are due for payment Unsecured, considered good	19,829,696	51,118,387
Total	19,829,696	51,118,387

13. Cash and bank balances

Particulars	As at 31 March 2015	As at 31 March 2014
Cash and cash equivalents		
Cash on hand	119,540	89,514
Bank balances	113,340	03,314
- In current accounts	484,806	75,391
Total	604,346	164,905

14. Short term loans and advances

Particulars	As at 31 March 2015	As at 31 March 2014
Unsecured Considered good Advances recoverable in cash or kind or for value to be received	15,497	146,220
Total	15,497	146,220

15. Other current assets

Particulars	As at 31 March 2015	As at 31 March 2014
Deposits		15,000
Other Current Assets Vat	443,665	1,211,224
Total	443,665	1,226,224

A 1,220,2

16. Other Income

(Amount in Rs.)

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Discount Received Account	671	8,000
Miscellanious Income	926,604	318,653
Special discount / Scheme	657,326	7,493,191
Target achievement incentive scheme	2,060,129	2,955,032
Sundry written off		36,490
Total	3,644,730	10,811,366

17. Changes in Inventory

Particulars 🗼	For the year ended 31 March 2015	For the year ended 31 March 2014
Opening Stock Closing Stock	18,837,367 4,054,549	9,496,527 18,837,367
Total	14,782,818	(9,340,840

18.Employee Benefit Expenses

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014
Salaries & Wages Staff Welfare Expenses	893,369	976,715 27,405
Total	893,369	1,004,120

19. Finance Cost

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014	
Interest Expenses		964,805	
Total	-	964,805	

20.Other Expenses

Particulars	For the year ended 31 March 2015	For the year ended 31 March 2014	
Audit Fees		28,090	
Bank Charges	8,924	11,855	
Local Conveyance	-	41,959	
Discount allowed		8,150	
Insurance(Stock)	26,946	67,345	
Miscellaneous Expenses	20,750	238,471	
Office Expenses			
Printing & Stationery		8,430	
Postage & Courier	204,644	413,071	
Professional Tax	2,500	2,500	
Professional Charges-Legal		44,000	
Rent-Premises	82,225	89,700	
Rent on Computers		15,850	
Travelling Expenses	151,908	225,620	
Interest on Income Tax	34,389		
Entry Tax	92,739		
Total	625,025	1,195,041	



Note 1

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES:

1. Basis of preparation of Financial Statements:

The Financial statements will be prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis. GAAP comprises mandatory accounting standards issued by the Institute of Chartered Accountants of India (ICAI), the provisions of the Companies Act, 2013. These accounting policies will be consistently applied. The Board will evaluate the effect of accounting standards issued on an on-going basis and ensure they are adopted as mandated by the ICAI.

2. Use of Estimates:

In the preparation of financial statements in conformity with generally accepted accounting principles (GAAP) requires Board to make estimates and assumptions that will affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results may differ from those estimates. Any revision to accounting estimates will be recognized prospectively in current and future periods.

3. Fixed Assets and depreciation:

Fixed Assets are carried at historical cost less accumulated depreciation. Depreciation is provided on written down value method, on pro-rata basis as per the rates and useful life prescribed in Schedule II to the Companies Act, 2013. All costs including financing costs, if any, attributable to fixed assets till assets are ready for intended use and expenditure which results in enhancing future earning capacity will be capitalized.

4. Revenue Recognition:

- a) Income is recognized on accrual basis unless otherwise stated in these accounts.
- b) Revenue from services/sales, if any, is recognized after completion of each stage of service/sales.
- c) Revenue is recognised when there is reasonable certainty of its ultimate realisation/collection.



5. Taxation:

a) Provision for current taxation has been made in accordance with the income tax laws prevailing for the relevant assessment years.

6. Provisions, Contingent Liabilities and Contingent Assets:

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

Notes to Accounts

21 Earnings per Share (EPS)

Particulars	2014-15	2013-14	
Profit/ (Loss) after taxes for the year (Rs.)	3,79,728	6,87,912	
Weighted average number of Equity Shares of Rs.10 each outstanding during the period (Used for calculation of Basic and Diluted Earnings Per Share)	50,000	50,000	
Earnings per Share Basic and Diluted (Rs.)	7.59	13.76	
Nominal value per share (Rs.)	10	10	

22. Related Party transactions

The company has identified all related parties and details of transactions are given below. No provision for doubtful debts or advances is required to be made. No amounts have been written off or written back during the year in respect of debts due from or related parties. There are no other related parties where control exists that need to be disclosed.

a) Names of related parties and description of relationship

Nature of Relationship	Name of the Related Party	
Holding Company	Mahaveer Infoway Limited	
Key Management Personnel (KMP)	Mr. Ashok Kumar Jain Mr. Bhansali Jeetendra Kumar Mr. Dixit Prasanna Ramesh	Director Director
Enterprises where KMP have significant influence	Mahaveer Skyscrapers Ltd	Couple (a)

b) Summary of Transactions with the above related parties are as follows:

		Amount in Rs.)
Particulars	2014-15	2013-14
Net Sale of goods to Holding Company (MIL)	7,39,70,920	19,82,59,798

Transactions and outstanding balances in the nature of reimbursement of expenditure incurred by one Company on behalf of the other have not been considered above.

23. Comparatives:

The financial statements for the year ended March 31, 2015 are prepared as per Schedule III of Companies Act, 2013. Previous year figures have been regrouped and reclassified wherever necessary to confirm those of the current year.

For and on behalf of KALYANA & CO Chartered Accountants

Firm Reg No: 007095S

CA A. SRIEAKSHMI

Membership No. 10794

Place: Hyderabad Date: 29.05.2015 For and on behalf of the Board

Director

ctor Directo