



17th

Annual Report 2011-2012



BOARD OF DIRECTORS

LAXMI PRASHAD JAISWAL
DHIRAJ KUMAR JAISWAL
C K M PRASAD
DINESH KUMAR JAISWAL
DEEPAK SINGH
SYED MOHIUDDIN AHMED
OMAR MOHAMMAD

- CHAIRMAN
- MANAGING DIRECTOR
- WHOLE - TIME DIRECTOR
- DIRECTOR
- DIRECTOR
- DIRECTOR
- ADDITIONAL DIRECTOR

AUDITORS

RAMU & RAVI
Chartered Accountants
814, Raghavaratna Towers,
Chirag Ali Lane, Abids,
Hyderabad.

BANKERS

State Bank of India
HDFC Bank Limited
Bank of India
Development Credit Bank

REGISTERED OFFICE

1st Floor, Champa Mansion,
Nampally Station Road,
Hyderabad – 500 001
Telephone: 040-23202769 / 23203943
Fax: 040-23204092
E-mail: info@cattechnologies.com

SHARE TRANSFER AGENTS

Aarthi Consultants Pvt. Ltd
H. No. 1-2-285, Domalguda,
Hyderabad – 500 029



NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of the Members of the Company will be held on FRIDAY, 28TH SEPTEMBER, 2012 at 11.00 A.M at the Registered Office of the Company at 1st Floor, Champa Mansion, Nampally Station Road, Hyderabad – 500 001 to transact the following business:

ORDINARY BUSINESS:

1. To receive consider and adopt the Audited Balance Sheet as at 31st March, 2012 and Profit and Loss Account for the year ended as on that date along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. C K M Prasad, who retires by rotation and expressed his unwillingness for re-appointment.
3. To appoint Auditors to hold the office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

4. TO APPOINT MR. OMAR MOHAMMAD AS DIRECTOR OF THE COMPANY:

To consider and if, thought fit, to pass with or without modification(s) the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT Pursuant to the provisions of Section 257 and all other applicable provision, if any, of the Companies Act, 1956 Mr. Omar Mohammad, who was co-opted as an Additional Director by the Board at their meeting held on 14th May, 2012 and who holds office as such up to the date of this Annual General Meeting and in respect of whom a notice under section 257 of the Companies Act, 1956 has been received in writing proposing his candidature for the office of Director, be and is hereby appointed as Director of the company liable to retire by rotation.”

BY ORDER OF THE BOARD
FOR CAT TECHNOLOGIES LIMITED

Place: HYDERABAD
Date: 29-08-2012

Sd/-
DHIRAJ KUMAR JAISWAL
MANAGING DIRECTOR

**NOTES:**

- a. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- b. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- c. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 25th September, 2012 to Friday, 28th September, 2012 (inclusive of both days).
- d. An Explanatory Statement pursuant to provisions of Section 173 (2) of the Companies Act, 1956, is annexed hereto. The relevant details as required by Clause 49 of the Listing Agreements entered with the Stock Exchange, of persons seeking appointment/re-appointment as Director under Item Nos. 4 above are also annexed.
- e. Members/proxies are requested to bring their copies of Annual Report and the attendance slip duly filled in for attending the meeting. Copies of the Annual Reports will not be provided at the meeting.
- f. Members are requested to notify any change in their addresses to the Company's Share and Depository Transfer Agents.
- g. Members are requested to convert their holdings into De-mat. The Company's ID with CDSL and NSDL is INE170B01037. The Company's Share and Depository Transfer Agents are M/s. Aarthi Consultants Private Limited.
- h. **The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively), has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its members in the electronic mode. A recent amendment to the Listing Agreement with the Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their e-mail address for the said purpose. Members are requested to support this green initiative by registering/ updating their e-mail addresses for receiving electronic communications.**



EXPLANATORY STATEMENT

(Pursuant to section 173(2) of the Companies Act, 1956)

ITEM NO. 4:

In view of strengthening the Board, Mr. Omar Mohammad was co-opted as Additional Director by the Board at their meeting held on 14th May, 2012 and he holds office till the conclusion of this Annual General Meeting.

A Notice in writing has been received by the Company from a member along with deposit of Rs. 500/- proposing his candidature for appointment as a Director of the Company in compliance with Section 257 of the Companies Act, 1956. Your Directors recommend the resolution to the members for approval.

Pursuant to provisions of Section 257 of the Companies Act, 1956 any appointment of Director requires the approval of the members, hence this resolution is commended for your approval

None of the Directors is interested in the aforesaid resolution except Mr. Omar Mohammad

BY ORDER OF THE BOARD
FOR CAT TECHNOLOGIES LIMITED

Place: HYDERABAD

Date: 29-08-2012

Sd/-
DHIRAJ KUMAR JAISWAL
MANAGING DIRECTOR



DIRECTORS' REPORT

To
The Members

Your Directors have pleasure in presenting the Seventeenth Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2012.

REVIEW OF PERFORMANCE:

Global Operations:

Your Company has recorded a consolidated income (as per Indian GAAP) of Rs. 1009.91 Millions for the Financial Year under review and Loss of Rs. 69.01 Millions.

Indian Operations:

During the financial year 2011-12 your Company recorded turnover of Rs. 85.56 Millions and incurred a Net Loss after tax of 4.82 Millions compared to Turnover of Rs. 74.56 Millions and Net Loss after tax of Rs. 1.29 Million during the previous financial year.

Your Board of Directors are hopeful that the performance of the Company will improve in the coming financial years.

DIVIDEND:

Due to losses, no dividend has been recommended by directors for the financial year 2011-12.

PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling under Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules 1975 during the year.

DIRECTORS:

During the period under review Mr. Vinod Kumar Sriram and Mr. Dhaduvai Venkatram, Directors of the Company have resigned from the office of Directorship and Mr. Omar Mohammad was appointed on the Board of the Company w. e. f 14.05.2012. The Board recommends his re-appointment.

Further, Mr. C K M Prasad, Director of the Company retires by rotation at the ensuing Annual General Meeting and expressed his unwillingness for re-appointment.

PARTICULARS OF EMPLOYEES:

There are no employees whose particulars are to be furnished U/s 217 (2A) of the Companies Act, 1956 read with Companies Act (Particulars of employees) Rules 1988, as the remuneration of none of the employees has crossed the limits specified therein.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956 the Directors of your Company hereby confirm that:



- i. In the preparation of Annual Accounts for the year ended 31st March, 2012, the applicable accounting standards have been followed except for retirement benefits which is being accounted for on cash basis along with the proper explanation relating to material departures, if any, there from;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2012 and of the profit and loss of the Company for that period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. The Directors have prepared the annual accounts on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information in accordance with clause (e) of Sub-section (1) of Section 217 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 and form part of the Directors Report for the period ended 31st March, 2012 is follows:

- A. Conservation of Energy – Your Company is engaged in Software Development and IT Enabled Services and hence the details in respect of the above are not applicable. However, measures are taken to reduce energy consumption wherever possible.
- B. Research & Development – Research and development of new services, designs, frameworks, processes and methodologies continue to be of importance at your Company. This allows Company to enhance quality and productivity and customer satisfaction through continuous innovation.
- C. Technology Absorption - Not Applicable
- D. Foreign Exchange Earnings & Outgo: (Rs. in Lakhs)

	2011-12	2010-11
Foreign Exchange earnings	608.65	804.60
Foreign Exchange outgo	--	--

SUBSIDIARY COMPANIES:

The Audit Committee of the Company reviews the financial statements of the subsidiary companies. The Audit Committee also reviews investment made by subsidiary companies, minutes of their Board meetings, and the statement of all significant transactions and arrangements entered into by the subsidiary companies.

The Company has 2 subsidiaries as on 31st March 2012 (i. e) Cat Technology Inc and Cat Technology FZE.



The Consolidated Financial Statements represented by the Company includes the Audited Financial Information of its subsidiaries.

As per Section 212 of the Companies Act, 1956, the Company is required to attach the Directors' Report, Balance Sheet and Profit and Loss Account of the subsidiaries to the annual report. The Ministry of Corporate Affairs, Government of India vide its circular No. 2/2011 dated 8 February 2011 has provided an exemption to companies from complying with Section 212, provided such companies publish the audited consolidated financial statements in their annual report. Accordingly, the annual report 2011-12 does not contain the financial statements of the subsidiaries. The audited annual accounts and related information of the subsidiaries, where applicable, will be made available for inspection during business hours at our registered office in Hyderabad, India.

AUDITORS:

M/s. Ramu & Ravi, Chartered Accountants, Hyderabad, Statutory Auditors of the Company retire at the ensuing Annual General Meeting and expressed their unwillingness to be re-appointed.

Further Company is in receipt of letter from M/s Suresh Gupta. Y & Co. Chartered Accountants, expressing their willingness to be appointed as Statutory Auditors of the Company and further intimating that in the event of their appointment as statutory auditors at the ensuing Annual General Meeting, such appointment will be in accordance with the limits specified in Section 224 (1B) of the Companies Act, 1956.

Board recommends their appointment.

CORPORATE GOVERNANCE:

- a) Management Discussion & Analysis Report: Aspects of Management Discussion and Analysis is enclosed as Annexure – I to this report.
- b) Report on Corporate Governance: A separate report on Corporate Governance along with Auditor's Certificate on its compliance is enclosed as Annexure – II to this report.

ACKNOWLEDGEMENTS:

Your Directors have pleasure in recording their appreciation for the assistance extended to the Company by various officials of the Central and State Governments and Commercial Banks.

Your Directors would also like to place on record their sincere appreciation and gratitude to the Shareholders for their support and co-operation. Your Directors express their heartfelt gratitude to the employees for their exceptional commitment and loyalty to the Company.

BY ORDER OF THE BOARD
For CAT TECHNOLOGIES LIMITED

Place: Hyderabad

Date: 29.08.2012

Sd/-

LAXMI PERSHAD JAISWAL
CHAIRMAN



**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956
RELATING TO SUBSIDIARY COMPANIES**

Name of the subsidiary : M/s. CAT TECHNOLOGY INC

- 1. Financial year of the subsidiary ended on : 31st March, 2012**
- 2. Shares of the subsidiary held by the Company on the above date**
 - (a) Number and face value : 100 Common Shares US\$ 10/-
Each fully paid-up
 - (b) Extent of holding : 100%
- 3. Net aggregate amount of profit or losses of the subsidiary for the above financial year of the subsidiary not dealt with in the Company's account so far as it concerns the members of the Holding Company**
 - (a) For the financial year of the subsidiary : Rs. 3.03 Millions
 - (b) For the previous financial : Rs. 40.90 Millions
- 4. Net aggregate amount of profit or losses of the subsidiary for the above financial year of the subsidiary dealt with in the Company's account**
 - (a) For the financial year of the subsidiary : NIL
 - (b) For the previous financial year : NIL

Name of the subsidiary : M/s. CAT TECHNOLOGY FZE

- 1. Financial year of the subsidiary ended on : 31st March, 2012**
- 2. Shares of the subsidiary held by the Company on the above date**
 - (a) Number and face value : 1 Share of 150000 UAE Dhiram
Each fully paid-up
 - (b) Extent of holding : 100%
- 3. Net aggregate amount of profit or losses of the subsidiary for the above financial year of the subsidiary not dealt with in the Company's account so far as it concerns the members of the Holding Company**
 - (a) For the financial year of the subsidiary : Rs. (26.71 Millions)
 - (b) For the previous financial : Rs. 583.86 Millions
- 4. Net aggregate amount of profit or losses of the subsidiary for the above financial year of the subsidiary dealt with in the Company's account**
 - (a) For the financial year of the subsidiary : NIL
 - (b) For the previous financial year : NIL



INFORMATION ON FINANCIALS OF THE SUBSIDIARIES
(Pursuant to circular no. 2/2011 dated 08th February, 2012 issued by Ministry of Corporate Affairs)

(Amount in Lakhs)

S. No.	Name	Capital	Reserves	Other Liabilities	Total Liabilities	Fixed Assets	Total Assets	investments (except investment in the subsidiaries)	Turnover	Profit before Taxation	Provision for Taxation	Profit After Taxation	Proposed Dividend
1	CAT TECHNOLOGY INC	52.37	243.78	811.51	701.91	0.00	701.91	---	4065.82	37.12	6.80	30.31	NIL
2	CAT TECHNOLOGY FZE	21.71	13167.04	6545.02	19733.23	384.99	19733.23	---	5534.62	(267.13)	0.00	(267.13)	NIL



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW

The financial statements have been prepared in line with the requirements as specified under the Companies Act 1956, Securities Exchange Board of India (SEBI) and generally Accepted Accounting Principles in India (GAPP). The estimates and judgments relating to the financial statements have been made on a reasonable basis so that the financial statements reveal a true and fair picture of the essence of the transactions and reasonably present the state of affairs, profits and cash flow of the company for the year. Our Management accepts responsibility for the objectivity of these financial statements as well as for the estimates and judgments used therein.

The Indian economy grew 6.9% in 2011- 12 against 8.4% in 2010-11, largely due to weakening industrial growth. The agricultural sector witnessed a major slowdown growing at 2.5% compared with 7% in 2010-11. Growth in the industrial sector declined to 3.6% compared with 6.8% in 2010-11 primarily due to slower growth in the manufacturing sector (accounting for 80% of industry). The services sector continued to dominate with its share in GDP increasing from 58% in 2010-11 to 59% in 2011-12. The country's growth was effected by inflation, rising interest rates, US and EU crisis, depreciating rupee and rising fuel prices (Source: PMEAC, Review of Economy, February 2012)

INDUSTRY STRUCTURE AND DEVELOPMENTS

Changing economic and business conditions and rapid technological innovation are creating an increasingly competitive market environment that is driving corporations to transform their operations. The role of technology has evolved from supporting corporations to transforming their business. There is an increasing need for highly skilled technology professionals in the markets in which we operate. While the global macroeconomic scenario remained uncertain, the industry exhibited resilience and adaptability in continually reinventing itself to retain its appeal to clients. Embracing emerging technologies, increased customer-centricity, deepening focus on new markets, adopting new business models are some successful growth strategies followed by the industry.

Indian IT-BPO Performance:

Financial Year 2012 is a landmark year – while the Indian IT-BPO industry weathered uncertainties in the global business environment, this is also the year when the industry is set to reach a significant milestone – aggregate revenue for FY 2012 is expected to cross USD 100 billion. Aggregate IT software and services revenue (excluding hardware) is estimated at USD 88 billion.

During this year, direct employment was expected to reach nearly 2.8 million, an addition of 230,000 employees, while indirect job creation is estimated at 8.9 million. As a proportion of national GDP, the sector revenues have grown from 1.2 per cent in FY 1998 to an estimated 7.5 per cent in FY 2012. Its share of total Indian exports (merchandise plus services) increased from less than 4 per cent in FY1998 to about 25 per cent in FY 2012.



CURRENT TRENDS:

India Continues to be the centre stage for strategic offshore outsourcing. The Indian IT outsourcing sector, accounts for 5% of GDP and employs around 2.3 million professionals directly and many others indirectly.

As per NASSCOM, the Indian IT market was expected to show 16% -18% export revenue growth by the Financial Year 2012. It was expected to bring in revenue to the tune of 68-70 billion. This is significant at present, a turbulent period with ongoing debt crisis in European countries Portugal, Spain and Greece and with the signs of slowing down of US economy.

The current trend in Indian IT outsourcing is to adapt new age computing technologies like Cloud Computing, SOA etc. A growing number of Indian IT Companies are adopting services in the Cloud as a part of their wider product range. NASSCOM, research deconstructing the CLOUD says that the cloud computing market of India could reach \$ 16 billion by 2020. India's Main frame market is also showing subsequent growth.

OPPORTUNITIES AND THREATS:



Owing to the current economic crisis prevailing globally, the Indian IT firms have slowed down their recruitment though the general mood is highly optimistic. The industry is highly positive that the hiring trend would be back to its momentum in the current Financial Year.

However, the economy downturn in US and European markets are expected to affect India's IT export services, BPO and other related services in the coming year. This will reflect with a drop in revenue to the tune of 11-14% in 2013, from an estimated

16.3% in 2012. Being a key driver in Indian's growing market economy, offshore outsourcing sector in India has to remain vigilant about the global trends in the outsourcing sector.

The apex body of Indian technology companies has forecast a slowdown in software exports in 2012-13 compared to 2011-2012. In FY13, the IT and BPO export revenues is expected to grow at 11-14 per cent, while the domestic revenues are slated to grow by 13-16 per cent, according to Nasscom projection. The silver lining is, despite the challenges in the global market conditions, Indian IT-ITeS (IT enabled services) sector sustained its growth trajectory and met the revenue guidance given by Nasscom last year. India's IT services and BPO exports were predicted to grow 16-18 per cent in 2011-12 to \$70 billion.

For the year ahead, global technology spending is estimated to grow 4.5 per cent, which is a good sign.



OUTLOOK OF THE COMPANY:

Your Company's strength to invest in domains and technology capabilities ahead of the demand curve; to de-risk client engagements; and to differentiate through flexible business models and value added services. The Company focuses on bringing about business impact to its clients by maximizing returns on their investments in IT and Business Process Outsourcing.

Outsourcing the development, management and ongoing maintenance of technology platforms and solutions has become increasingly important. Your Company's strength lies in its innate ability to understand the requirements of its clients and to continuously build the competencies and capabilities to provide integrated IT and BPO solutions unique to client specific needs and industry demands.

The nature of technology outsourcing is changing. The Company is expanding its footprint and establishing operations in many countries. In order to enhance its ability to serve its customers better, the Company has been continuously expanding on its service and capabilities. The Company is building deep customer relationships and has a well diversified geographic spread. The Company's process capabilities and range of services provide a compelling value proposition for both existing and new customers.

Recognizing the need for scale and capacity in competing for large contracts against larger players, your Company is making substantial investments in expanding its base of people and world class infrastructure facilities.

We are continuously exploring opportunities to extend our competencies to tap adjacent markets and expand our customer base and offerings. In line with this strategy, we have identified market adjacencies like consumer/automotive electronics, where we see good fit and opportunity for Cat Technologies Limited. We plan to acquire new customers in these adjacencies so that revenue from these accounts should increase for the future.

DISCUSSION ON FINANCIAL/OPERATIONAL PERFORMANCE:

Global Operations

Your Company has recorded a consolidated income (as per Indian GAAP) of Rs. 1009.91 Millions for the Financial Year under review and Loss of Rs. 690.09 Millions

Indian Operations

During the financial year 2011-12 your Company recorded turnover of Rs. 85.56 Millions and incurred a Net Loss after tax of 4.81 Millions compared to Turnover of Rs. 74.56 Millions and Net Loss after tax of Rs. 1.29 Million during the previous financial year.

**INTERNAL CONTROL SYSTEMS AND ADEQUACY:**

The Company has adequate internal control systems, procedures; checks designed to provide reasonable assurance on achievement of the objectives relating to efficiency and effectiveness of operations, reliability of financial reporting and compliance with applicable laws, regulations and generally accepted accounting principles.

The company has an internal audit function, which is empowered to examine the adequacy and compliance with policies, plans and statutory requirements. The management duly considers and takes appropriate action on the recommendations made by the statutory auditors, internal auditors and independent Audit Committee of the Board of Directors. The observations of the Auditors are reviewed at periodical intervals by the top management and the Audit Committee.

HUMAN RESOURCES:

The Company has its own system to control all its branches and divisions to ensure proper and adequate control, facility, transparency and accuracy. The employer – employee relationship has been cordial. The Company considers the quality of its human resources as its important asset and it endeavors to attract and recruit best possible talent and to retain and groom it to meet its needs. We believe that the quality and level of service that our professionals deliver are amongst the good in the industry.

One measure of the effectiveness of an organization's employee practices is the level of attrition. In addition, internal employee satisfaction surveys and industry wide surveys provide comparative information about the strength of organization's human resource practices and employee level of engagement with the organization.

The Company has a large pool of resources of domain experts, technology experts and a work force comprising of competent teams in various functional areas, with qualified managers having overseas projects experience.

The Cat Technologies Limited Human Resources and Leadership teams engaged themselves in addressing this issue with utmost care and compassion, which included but was not limited to offering Outplacement support to affected customer to help cope with the transition.



ANNEXURE – II

REPORT ON CORPORATE GOVERNANCE**COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE:**

The Company's philosophy of Corporate Governance is aimed at assisting the top management of the Company in the efficient conduct of the business and in meeting its obligation to stakeholders, and is guided by a strong emphasis on transparency, accountability and integrity. This improves public understanding of the structure, activities and policies of the organization. Consequently, the organization is able to enhance the trust and confidence of the stakeholders. It is a culture based on a foundation of sound business ethics for accomplishing the long term strategic goal of the Company while taking into account the expectations of all the key stakeholders and within the applicable legal framework

Given below is a brief report on the practice followed at CAT Technologies Limited towards achievement of good Corporate Governance.

BOARD OF DIRECTORS:

The present strength of the Board consists of 7 Directors, three of them are independent non-executive, and two are promoter Non-executive Directors, one is promoter Executive Director and one Executive Director. Your Company has taken all necessary steps to strengthen the Board with Optimum combination of independent and promoter Directors. Board of Directors guides, direct and oversees overall management of the Company and protect interest of shareholders, employees and the society at large. No Director of the Company is a member in more than 10 committees or acts as Chairman of more than 5 committees across all companies, in which he/she is a director.

During the financial year 2011-12, Six (6) Board Meetings were held on the following dates:

14.05.2011	01.06.2011	13.08.2011
26.08.2011	15.11.2011	15.02.2012

Attendance of each Director at the Board meeting and last Annual General Meeting (AGM) and the number of Companies and committees where he is Director / Member (as on the date of Directors Report):


Composition of Board as on 31st March, 2012:

S. No	Director	Category	Attendance at AGM	Attendance in		Other Boards	
				Board Meeting Held	Board Meeting Attended	Directorship	Committees
1.	Laxmi Pershad Jaiswal	Promoter and Non-Executive	YES	6	6	-	-
2	Dhiraj Kumar Jaiswal	Promoter and Executive	YES	6	5	-	-
3	Dinesh Kumar Jaiswal	Promoter and Non-Executive	NO	6	3	1	-
4	C K M Prasad	Executive	YES	6	6	-	-
5	Deepak Singh	Non-Executive Independent	YES	6	5	2	-
6	Syed Mohinuddin Ahmed	Non-Executive Independent	YES	6	6	1	-
7	D Venkatram**	Non-Executive Independent	NO	6	5	7	-
8	Vinod Kumar Sriram**	Non-Executive Independent	NO	6	5	-	-
9	Omar Mohammad**	Non-Executive Independent	NO	-	-	-	-

**During the year Mr. Vinod Kumar Sriram and Mr. Dhaduvai Venkatram, Directors of the Company have resigned from the office of Directorship and Mr. Omar Mohammad was appointed on the Board of the Company w. e. f 14.05.2012.

DETAILS OF DIRECTORS PROPOSED FOR APPOINTMENT

Appointment of Mr. Omar Mohammad as Director on the Board

Name of Director	Mr. Omar Mohammad
Date of Birth	20.12.1946
Age	66
Date of First Appointment	14.05.2012
Experience in Specific Functional Area	Has vast experience as Insurance Acturian and claim adjudicatory in general insurance sector
No. of Shares held in the Company	0
Qualification	Bachelor of Arts



AUDIT COMMITTEE:

The primary objective of Audit Committee is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures and transparency in financial reporting.

Role of Audit Committee:

1. To oversee the Company's financial reporting process and disclosure of its financial information.
2. To recommend the appointment, re-appointment & removal of Statutory & Internal Auditors and fixation of the Audit Fee.
3. To review the Internal Control Systems, the scope of audit including observations of the Auditors, adequacy of the Internal Audit Function, Major accounting policies and practices, compliance with accounting standards and with the stock exchange and legal requirements concerning financial statements and related party transactions, if any.
4. To review the Company's financial and risk management policies and discuss with the internal auditors any significant findings for follow-up thereon.
5. To review the financial statements before submission to the Board of Directors.
6. To ensure that adequate mechanism for prevention & detection of frauds is in place.

• Composition:

Audit Committee comprises of 3 Non-Executive Independent Directors. The head of Finance & Accounts, representatives of the Statutory Auditors are the permanent invitees to the Audit Committee.

Mr. Deepak Singh	-	Chairman
Mr. Laxmi Pershad Jaiswal	-	Member
Mr. Vinod Kumar Sriram	-	Member (upto 14.05.2012)
Mr. Syed Mohiuddin Ahmed	-	Member (w. e. f 14.05.2012)

Mr. Deepak Singh is Chairman of the Audit Committee is Independent Director with a strong financial accounting knowledge and experience.

• Meetings and Attendance during the year:

The Audit Committee met five times during the financial year 2011-2012 on

14.05.2011	13.08.2011	26.08.2011	15.11.2011	15.02.2012
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The attendance record of the Audit Committee members is given below:

Members	No. of Meetings held	Attended
Mr. Deepak Singh	5	5
Mr. Laxmi Pershad Jaiswal	5	5
Mr. Vinod Kumar Sriram	5	5
Mr. Syed Mohiuddin Ahmed	-	-



REMUNERATION COMMITTEE:

Terms of Reference:

The terms of reference as per Clause 49 of the Listing Agreement is to determine and review the remuneration, performance, and related bonuses of Directors.

Composition:

Remuneration Committee of the Company consists of following non-executive independent Directors, which is as follows:

Mr. Vinod Kumar Sriram	-	Chairman (upto 14.05.2012)
Mr. Syed Mohiuddin Ahmed	-	Chairman (w. e. f 14.05.2012)
Mr. Deepak Singh	-	Member
Mr. Omar Mohammad	-	Member (w. e. f 14.05.2012)

Details of remuneration paid to the Directors:

Presently, the non-executive Directors do not receive any remuneration from the Company.

The aggregate value of salary and perquisites for the year ended 31.03.2012 to Executive Directors are as under:

Name of Director	Salary & Perks
Dhiraj Kumar Jaiswal	30,00,000
C K M Prasad	7,20,000

SHARE HOLDERS AND INVESTOR GRIEVANCE COMMITTEE:

• Brief description of terms of reference:

To specifically look into and redress the investors grievances received by the company. The committee looks after the services of the Registrars and share transfer agents and recommends measures for providing efficient services to investors.

• Composition:

The following Directors consists the above committee:

Mr. Laxmi Pershad Jaiswal	-	Chairman
Mr. D Venkatram	-	Member (upto 14.05.2012)
Mr. Deepak Singh	-	Member
Mr. Syed Mohiuddin Ahmed	-	Member (w. e. f 14.05.2012)

The committee specifically looks after the services of the Registrars and share transfer agents and recommends measures for providing efficient services to investors. It resolves within reasonable time, various complaints received from the investors.

**OTHERS:**

(a) Name and designation of Compliance officer: Mr. Dhiraj Kumar Jaiswal
Managing Director

(b) Details of Investor complaints received and redressed during the year:

(b) Details of Investor complaints received and redressed during the year:

	Financial Year 2011-12		
	Received	Resolved	Pending
Complaints Received	10	10	Nil

General Body Meetings:

• Location and time where the last three AGMs held:

Year	Location	Date (A.M)	Time	No of Special Resolutions
2010-11	1st Floor, Champa Mansion, Nampally Station Road Hyderabad – 500 001	30.09.2011	11.00	Nil
2009-10	1st Floor, Champa Mansion, Nampally Station Road Hyderabad – 500 001	30.09.2010	11.00	Nil
2008-09	1st Floor, Champa Mansion, Nampally Station Road Hyderabad – 500 001	30.09.2009	11.00	Nil

No Special Resolutions were passed through postal ballot at the Last Annual General Meeting (AGM) and no Special Resolutions are proposed through postal ballot at the ensuing Annual General Meeting.

DISCLOSURES:**CEO and CFO Certification:**

The Managing Director and Chief Financial Officer have given a certificate to the Board as contemplated in Clause 49 of the Listing Agreement.

Related Party Transactions:

There are no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of Company at large:

Transactions with related parties were disclosed in the Notes to Accounts in the Annual Report.

Details of Non Compliance and Penalties:

There was no non-compliance by the Company during the last 3 years on any matter relating to capital markets and there were no penalties, strictures imposed on the Company by stock Exchange or SEBI or any statutory authority.



Means of Communication:

Quarterly results and Annual Results of the Company are normally published in Telugu & English Newspaper. Further all material information which will have some bearing on the operation of the Company is sent to stock exchanges concerned.

Management Discussion and Analysis Report:

As required by Clause 49 of the Listing Agreement, Management Discussion and Analysis report is a part of the Annual Report.

GENERAL SHAREHOLDER INFORMATION:

AGM: The 17th Annual General Meeting of the Company will be held on Friday, 28th September, 2012 at 11.00 A.M at Registered Office of the Company at 1st Floor, Champa Mansion, Nampally Station Road, Hyderabad - 500 001.

Financial Calendar:

First Quarter Results	Last week of July, 2012
Second Quarter Results	Last week of October, 2012
Third Quarter Results	Last week of January, 2013
Fourth Quarter Results	Last week of April, 2013

Book Closure Date : Tuesday 25th September, 2012 to Friday, 28th September, 2012 (inclusive of both days)

Dividend Payment Date : N.A.

Listing on Stock Exchanges: The shares of the Company are listed on the following Stock Exchanges:

- i) Bombay Stock Exchange Limited
- ii) Madras Stock Exchange Limited
- iii) Ahmedabad Stock Exchange Limited
- iv) Bangalore Stock Exchange Limited

Company's application for de-listing with Ahmedabad Stock Exchange Limited and Bangalore Stock Exchange Limited are pending with the respective stock exchanges.

Your Company has paid the Annual Listing Fee to Bombay Stock Exchange Limited and Madras Stock Exchange Limited.

Global Depository Receipts of the Company are listed on Luxembourg Stock Exchange.

Stock Code: Bombay Stock Exchange Limited : 531682



Market Price Data: High/Low during each month in last financial year on the Stock Exchange is as follows:

Month	Bombay Stock Exchange Limited	
	High	Low
April 2011	21.00	15.70
May 2011	21.95	9.95
June 2011	11.55	10.00
July 2011	11.35	9.95
Aug 2011	10.65	9.05
Sep 2011	10.68	5.66
Oct 2011	5.38	2.82
Nov 2011	3.67	2.62
Dec 2011	3.07	2.48
Jan 2012	2.65	2.08
Feb 2012	2.57	2.10
Mar 2012	2.40	1.71

Registrar and Transfer Agents: M/s. Aarathi Consultants Private Limited
 1-2-285, Domalguda, Hyderabad-500029
 Phone: 040-27638111
 Fax: 040-27632184
 E-mail: info@aarathiconsultants.com

Share Transfer System:

All the physical share transfers received are processed by the Share Transfer agents, M/s. Aarathi Consultants Private Limited. The Company's shares are being traded in compulsory De-mat form. The Company has already entered into agreement with both the depositories i.e. NSDL and CDSL, for dematerialization of shares, which enables the shareholders to hold and transfer shares in electronic form.


SHAREHOLDING PATTERN AS ON 31ST MARCH, 2012:

SI No	Category	No. of Shares	% of Shareholding
1	Indian Promoters	4566209	5.75
3	Mutual Funds & UTI	--	--
4	Banks, Financial Institutions, Insurance Companies(Central/State Govt. Institutions/Non-Govt. Institution)	15200	0.02
5	Foreign Institutional Investors	1635350	2.06
6	Private Corporate Bodies	7585187	9.55
7	Indian Public	7755591	9.76
8	NRI's/OCB's (Including Depository Receipts)	57878941	72.86
	TOTAL	79436478	100.00

PERFORMANCE IN COMPARISON TO BSE SENSEX

Index Comparison




DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2012

Sl. No	Category From - To Rs Rs	No. of Holders	% of Holders	No. of Shares	% of Shares
1	Upto-5,000	5057	70.58	1061452	1.34
2	5,001-10,000	982	13.71	870479	1.10
3	10,001-20,000	504	7.03	824948	1.04
4	20,001-30,000	180	2.51	468712	0.59
5	30,001-40,000	78	1.09	282504	0.36
6	40,001-50,000	102	1.42	492597	0.62
7	50,001-1,00,000	124	1.73	940322	1.18
8	Above-1,00,000	138	1.93	74495464	93.78
	TOTAL	7165	100.00	79436478	100.00

Dematerialization of shares and liquidity:

The Company's shares are traded compulsorily in de-materialized form. In this connection, the Company has already entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the Company's ID is INE170B01037. The members are requested to dematerialize their physical holding in view of various advantages of holding the shares in dematerialized form.

Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity: Nil

Address for correspondence:

Aarathi Consultants Private Limited
1-2-285, Domalguda,
Hyderabad-500029
Phone: 040-27638111
Fax: 040-27632184
E-mail: info@aarathiconsultants.com

DECLARATION OF THE MANAGING DIRECTOR ON COMPLIANCE WITH CODE OF CONDUCT AND ETHICS:

Cat Technologies Limited has adopted a Code of Business Conduct and Ethics ("the Code") which applied to all employees and Director of the Company. Under code, it is responsibility of all employees and Directors to familiarize themselves with the Code and Comply with its standards.

I, hereby certify that the Board Members and senior management personnel of Cat Technologies Limited have affirmed compliance with the Code for the Financial Year 2011-12.

Sd/-
DHIRAJ KUMAR JAISWAL
MANAGING DIRECTOR



AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

To
The Members,
CAT Technologies Limited

We have examined the compliance of conditions of Corporate Governance by CAT Technologies Limited for the period ended on 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the Company with Stock Exchanges.

Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company, for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievance complaint is pending for a period of exceeding one month against the Company as per the records maintained by the Shareholders'/investors' Grievance Committee.

We further-state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For and on behalf of
For Ramu & Ravi
FRN No: 006610S
Chartered Accountants

Sd/-
K.V.R.MURTHY
Partner
Membership No.200021

Place: Hyderabad
Date: 29th August, 2012



AUDITOR'S REPORT

To,
The Members,
CAT Technologies Limited.

1. We have audited the attached Balance Sheet of M/S CAT TECHNOLOGIES LIMITED, as at 31st March 2012 and Statement of Profit and Loss of and also the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by Central Government of India in terms of Sub Section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on matters specified in paragraph 4 and 5 of the said Order.
4. Further to our comments referred to in Para 3 above, we report that:
 - i. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - ii. in our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
 - iii. the Balance Sheet and Statement of Profit and Loss Account dealt with by this report is in agreement with the books of account;
 - iv. in our opinion, the Balance Sheet and Statement of Profit and Loss dealt with by this report comply with the accounting standards referred to in Section 211(3C) of the Companies Act, 1956;



- v. on the basis of review of written representations received from the directors, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- vi. in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956; in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a. in the case of the Balance Sheet, of the state of affairs of the Company as at March 31st, 2012;
 - b. in the case of Statement of Profit and Loss, of the Loss of the company for the year ended on that date and
 - c. In the case of Cash Flow Statement, of the cash flows for the period ended on that date.

For and on behalf of
Ramu & Ravi,
FRN No. 006610S
Chartered Accountant

Sd/-
KVR Murthy
Partner
Membership No. 200021

Place: Hyderabad.
Date: 29th August, 2012



ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 3 of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As per the programme designed by the company all tangible fixed assets have been physically verified by the management at reasonable intervals, and no material discrepancies have been noticed in respect of those assets, which have been physically verified.
- (c) The Company has not disposed off substantial part of its fixed asset during the year.
- (ii) (a) Due to the nature of Company's business of development of Computer Software and exports, the Company does not maintain inventories. Consequently, provisions of clause 4(ii) of Companies (Auditor's Report) Order, 2003 are not applicable in relation to its activities.
- (iii) (a) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 301 of the Act. Accordingly, clauses 3(b) to 3(d) of para 4 of the order are not applicable to the Company for the year.
- (b) The Company has not taken any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under Section 301 of the Act. Accordingly, clauses 3(f) and 3 (g) of para 4 of the order are not applicable to the Company for the year.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of fixed assets and in respect of sale of Computer Software and related services. During the course of our audit, no major weakness has been noticed in the internal controls.
- (v) Based on the examination of the books of account and related records and according to the information and explanations provided to us, we are of the opinion that the company has maintained the contracts or arrangements that need to be entered into the register maintained under Section 301 of the Companies Act, 1956.
- (vi) The Company has not accepted any deposits from the public, within the meaning of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- (vii) The Company has no Internal Audit System



- (viii) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956 for the Company.
- (ix) (a) According to the information and explanations given to us and the records of the Company examined by us the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.

(b) According to the information and explanations given to us, there are no arrears of undisputed statutory dues payable in respect of provident fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, cess and other undisputed statutory dues were outstanding, as at 31st March, 2012 for a period of more than six months from the date they became payable.
- (x) The company does not have any accumulated losses nor has incurred any cash losses during the current year and the immediately preceding financial year.
- (xi) Based on the examination of the books of account and related records and according to the information and explanations provided to us, the Company has not defaulted in repayment of its dues to the banks. During the year company has not taken any loans from financial institutions nor has it issued any debentures.
- (xii) According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by the way of pledge of shares, debenture and other securities.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/mutual benefit fund/society to which the provisions of special statute relating to Chit Funds are applicable
- (xiv) In our opinion and according to the information and explanations given to us the Company is not dealing in shares, securities and debentures and other investments.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) According to the information and explanations given to us and the records of the Company examined by us, the Company has not obtained any term loans during the year.
- (xvii) According to the information and explanations given to us, and on an overall examination of the Balance Sheet of the Company, funds raised on short term basis have prima facie, not been utilized for long term investment.



- (xviii) According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- (xix) According to the information and explanations given to us, the Company has not issued any debentures during the period covered by our report. .
- (xx) The Company has not raised any money by way of public issue during the year.
- (xxi) According to the information and explanations given to us and on the basis of the audit procedures applied by us and to the best of our knowledge and belief, no fraud on or by the Company has been noticed or reported during the year.

For and on behalf of
Ramu & Ravi,
FRN No. 006610S
Chartered Accountant

KVR Murthy
Partner
Membership No. 200021

Place: Hyderabad.
Date: 29th August, 2012



BALANCE SHEET AS AT 31-03-2012

PARTICULARS	Note Ref.	as at 31-03-2012 (Rs.)	as at 31-03-2011 (Rs.)
I. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
(a) Share Capital	3	794,364,780	794,364,780
(b) Reserves and Surplus	4	21,710,337	26,529,880
		816,075,117	820,894,660
2. Non-current Liabilities			
(a) Long - Term Borrowings	5	31,597,161	29,078,578
(b) Deferred Tax Liabilities (Net)	6	3,560,354	4,353,750
		35,157,515	33,432,328
3. Current Liabilities			
(a) Short Term Borrowings	7	5,271,039	6,491,139
(b) Trade Payables	8	13,575,451	14,628,232
(c) Short-Term Provisions	9	14,146,114	7,397,607
		32,992,604	28,516,978
TOTAL		884,225,236	882,843,966
II. ASSETS			
1. Non-current Assets			
(a) Fixed Assets			
Tangible Assets	10	42,919,303	40,858,609
Intangible Assets	11	27,880,559	16,386,925
(b) Non-current Investments	12	44,800,000	52,300,000
(c) Long-term Loans and Advances	13	9,420,742	9,762,205
(d) Other Non-Current Assets	14	2,207,076	25,434,883
		127,227,679	144,742,622
2. Current Assets			
(a) Trade Receivables	15	98,970,368	79,436,155
(b) Cash and Cash Equivalents	16	2,191,386	2,006,053
(c) Short-term Loans and Advances	17	650,091,814	650,880,472
(d) Other Current Assets	18	5,743,989	5,778,664
		756,997,557	738,101,344
TOTAL		884,225,236	882,843,966
Notes 1 & 2 relate to General Information and Summary of Significant Accounting Policies respectively The Notes 3 to 18 are an integral part of these financial statements.			

As per our report of even date attached

For Ramu & Ravi
Firm Regn No:006610S
Chartered Accountants
Sd/-
K.V.R MURTHY
Partner
Membership No :200021

Place : HYDERABAD
Date : 29-08-2012

For and on behalf of the Board
Sd/-
DHIRAJ KUMAR JAISWAL
(MANAGING DIRECTOR)

Sd/-
SYED MOHIUDDIN AHMED
(DIRECTOR)



PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31-03-2012

PARTICULARS	Note Ref.	as at 31-03-2012 (Rs.)	as at 31-03-2011 (Rs.)
I. REVENUE			
Gross Revenue	19	75,179,624	73,494,064
Other Income	20	10,383,287	1,068,151
Total Revenue		85,562,911	74,562,215
II. EXPENSES			
Employee Costs	21	53,755,184	44,667,983
Selling ,General & Adminstrative Expenses	22	21,317,463	14,835,850
Finance Charges	23	1,194,390	1,173,152
Depreciation	24	8,715,354	8,114,036
Miscellaneous Expenditure written off	25	5,737,896	5,737,897
Total Expenses		90,720,288	74,528,918
III. PROFIT BEFORE TAX		(5,157,377)	33,297
IV. TAX EXPENSES			
Current Tax (including previous year's taxes)		455,562	10,101
Deffered Tax (Refer Note 6)		(793,396)	1,317,157
V. PROFIT FOR THE PERIOD		(4,819,543)	(1,293,961)
VI. EARNINGS PER EQUITY SHARES			
Basic and Diluted		(0.06)	(0.02)

Notes 1 & 2 relate to General Information and Summary of Significant Accounting Policies respectively.
The Notes 19 to 25 are an integral part of these financial statements.

As per our report of even date attached

For Ramu & Ravi
Firm Regn No:006610S
Chartered Accountants
Sd/-
K.V.R MURTHY
Partner
Membership No :200021

Place : HYDERABAD
Date : 29-08-2012

For and on behalf of the Board
Sd/-

DHIRAJ KUMAR JAISWAL
(MANAGING DIRECTOR)

Sd/-
SYED MOHIUDDIN AHMED
(DIRECTOR)



CASH FLOW STATEMENT

PARTICULARS	For the year ended	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
Net Profit / (Loss)	(5,157,377)	33,296
Adjustments for:		
Depreciation	8,715,354	8,114,036
Interest Charges	1,194,390	877,477
Interest Income	(61,380)	(52,334)
Loss on Chit Fund	-	955,500
Loss on sale of Investment	6,000,000	-
Miscellaneous Exp w/off	5,737,896	5,737,897
Other Income	(283,946)	(229,866)
Total	21,302,315	15,402,710
Operating Profit / (Loss) before Working Capital Changes	16,144,938	15,436,006
Adjustments for:		
Increase in Current Assets	(16,990,694)	13,052,626
Increase in Current Liabilities	4,475,626	(4,709,396)
Cash Generation from / (used in) Operations	3,629,870	23,779,236
(Direct Taxes Paid)	(465,664)	(709,600)
Add: Interest Received (received in cash)	424	26,901
Other Income	3,880	-
Net Cash Flow from / (used in) Operating Activities (A)	3,168,510	23,096,537
Cash Flow from Investing Activities		
Purchase of Fixed Assets	(4,840,119)	(11,140,720)
Brand Building (Advt Expenses)	-	(4,155,813)
Purchase of Investments	-	(10,800,000)
Sale of Investments	1,500,000	-
Net Cash (used in) / from Investing Activities (B)	(3,340,119)	(26,096,533)
Cash Flow from Financing Activities		
Interest Paid	(941,541)	(877,477)
Increase / (Decrease) in Loans/Borrowings	2,518,583	(177,288)
Increase in Unsecured Loans		2,600,000
Repayment of Short term borrowings	(1,220,100)	
Net Cash (used in) / from Financing Activities (C)	356,942	1,545,235
Net (Decrease) / Increase in Cash & Cash	185,333	(1,454,761)
Equivalents (A + B+ C)		
Cash & Cash Equivalents at the beginning of the Period / Year	2,006,053	3,460,814
Cash & Cash Equivalents at the end of the Period / Year	2,191,386	2,006,053
Note: 1. Cash Flow Statement is prepared as per indirect method as specified in AS-3 "Cash Flow Statement" 2. Figures in brackets indicate Cash Outflow		



Notes to the Financial Statements

1. General Information

CAT Technologies Limited (the “Company” or “CAT”) is engaged in the business of Medical Transcription, Training, Software Development and consulting services.

2. Summary of Significant Accounting Policies

Basis for preparation of Financial Statements

These Financial Statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These Financial Statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended from time to time] and the other relevant provisions of the Companies Act, 1956.

All Assets and Liabilities have been classified as current or non-current as the case may be, as per the Company’s normal operative cycle and other criteria set out in the Schedule VI of the Companies Act, 1956. Since the Company is in the business of Medical Transcription, Training, Software Development and consulting services, the Company has determined its operative cycle as 12 months for the purpose of current – noncurrent classification of Assets and Liabilities.

The preparation of the financial statements, in conformity with generally accepted principles, requires the use of estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amounts of revenues and expenses during the year and disclosure of contingent liabilities as at that date. The estimates and the assumptions used in these financial statements are purely based upon the management’s evaluation of relevant facts and circumstances as of the date of the financial statements.

2.1. Tangible Assets

Tangible Assets are stated at acquisition cost, net of accumulated depreciation along with accumulated impairment losses. Cost comprises of the purchase price and other attributable indirect expenses including cost of borrowings till the date of capitalization. In the case of assets involving material investment and substantial lead time for their set up, those assets are valued at cost including inward freight, expenses, taxes and duties etc, as applicable.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond items previously assessed standard of performance.

Gains or Losses arising from the retirement or disposal of fixed assets which are carried at cost are recognized in the statement of Profit and Loss Account.



Depreciation for the year has been provided on Straight-Line Method as per the rates prescribed under Schedule XIV of the Companies Act, 1956 and the same is consistent with the method followed by the Company in the previous years.

2.2. Intangible Assets

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated period based on the decision of the management. The amortization period and the amortization method are reviewed by the management at each financial year end. If the expected period of usage is significantly different from the previous estimates, the amortization period is changed accordingly based on the management decision.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized as income or expense as the case may be, in the Statement of Profit and Loss.

2.3. Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, that necessarily take a substantial period of time to get ready for their intended use of operation or sale, are added to the cost of the respective assets. All other borrowing costs are recognized as financial costs in Statement of Profit and Loss for the period in which they are incurred.

2.4. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. Assets, which are impaired by disuse or obsolescence, are segregated from the concerned asset category and shown as deletions in the Fixed Assets (schedule) and appropriate provision, is made for the difference between the net carrying cost, and the net realizable value in respect of the dismissed or deleted assets.

2.5. Investments

Investments that are readily realisable and are intended to be held for not more than one year, from the date of such investments, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, suitable provision for diminution in value is made to recognize the decline, other than temporary, in the value of the relevant investments, individually.

**2.6. Work In Process**

Work In Process is valued as sum of Direct expenses and other expenses allocable to the project.

2.7. Sundry Debtors and Advances

Sundry Debtors and Advances are considered at the realizable value. Specific debts and advances identified as irrecoverable and doubtful are written off or provided for respectively and the same are suitably considered in the Statement of Profit and Loss Account for the year.

2.8. Cash and Cash Equivalents

In the Financial Statements, cash and cash equivalents include cash in hand, cash at banks and fixed deposits with banks.

2.9. Foreign Currency Translation

Transactions effected during the year in foreign currency are recorded at the exchange rate prevailing at the time of respective transactions. Assets and Liabilities related to foreign currency transactions remaining unsettled at the year-end are translated at contract rates, which are covered by foreign exchange contracts and at applicable year-end rate in other cases. Realized gains/losses, particularly in respect of Commercial Debts realized by way of foreign exchange transactions other than those relating to fixed assets, are considered appropriately in the Statement of Profit and Loss Account. Gain/Loss on transaction of long-term liabilities incurred to acquire fixed assets is treated as an adjustment to the carrying cost of the respective fixed assets.

2.10. Revenue Recognition

Revenue from software development on fixed-price and fixed –time frame contract, where there is no uncertainty as to measurement or collectability , revenue consideration is recognized as per the percentage of completion method.

2.11. Employee Benefits

Gratuity & Leave Encashment: Liability in respect of gratuity and leave encashment benefit on retirement is accounted for as and when paid. Hence no provision has been made.

2.12. Current and Deferred Tax

2.12.1 Current Tax: Tax expense for the period, comprising of current tax and deferred tax, are included in the determination of the net profit or loss for the year. Provision for Current tax is made for the amount expected to be paid in respect of the taxable income for the year in accordance with the taxation laws.

2.12.2 Deferred Tax: Deferred Tax is recognized on timing differences; being the difference between taxable income and accounting income that originate in one period and is capable of reversal in subsequent periods, subject to consideration of prudence.



- 2.12.3 Minimum Alternative Tax: MAT credit is recognized as an asset only to the extent that there is possible evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer possible evidence to the effect that the Company will pay normal income tax during the specified year.

2.13. Provisions and Contingent Liabilities

- 2.13.1. Provisions: Provisions are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value.
- 2.13.2. Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is termed as a contingent liability.

2.14. Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operative leases. The company's significant leasing arrangements are in respect of operating leases of office premises. The leasing arrangements are for a period ranging between one year to three years generally and are either renewable or cancelable by mutual consent and on agreed terms. Payments made under operating leases are charged in the Statement of Profit and Loss Account.

2.15. Segment Reporting

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.

2.16. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after applicable taxes for the period. The weighted average value of equity shares considered for EPS is Rs.10/- per equity share.

NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
3. Share Capital Authorised: 12,00,00,000 (March 31, 2011 : 12,00,00,000) Equity Shares of Rs.10/- each	1,200,000,000	1,200,000,000
Issued: 7,94,36,478 (March 31, 2011 : 7,94,36,478) Equity Shares of Rs.10/- each fully paid up	794,364,780	794,364,780
Subscribed and Paidup: 7,94,36,478 (March 31, 2011 : 7,94,36,478) Equity Shares of Rs.10/- each fully paid up	794,364,780	794,364,780
Total	794,364,780	794,364,780

(a) There are no shareholders holding more than 5% shares in the Company.

(b) Reconciliation of Number of Shares outstanding at the beginning and at the end of the year

Equity Shares:	As at March 31, 2012		As at March 31, 2011	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	79,436,478	794,364,780	79,436,478	794,364,780
Add: Shares issued during the year	-	-	-	-
Balance at the end of the year	79,436,478	794,364,780	79,436,478	794,364,780

(c) Rights attached to Shares

Equity Shares: The Company has one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share held.



NOTES RELATING TO BALANCE SHEET

- (d) **GDR issue details**
- (i) **In the Financial Year 2007-08 43,04,348 No's GDR equivalent to 2,58,26,088 Equity Shares of Rs. 10/- each have been issued as**
- 1 GDR is equivalent to 6 Equity Shares**
- (ii) **In the Financial Year 2009-10 15,95,333 No's GDR equivalent to 4,78,59,990 Equity Shares of Rs. 10/- each have been issued as**
- 1 GDR is equivalent to 30 Equity Shares**

PARTICULARS	AS AT	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
4. Reserves and Surplus		
a) Equity Share Premium		
Balance as at the beginning of the year	1,400,000	1,400,000
Add: Transfers	-	-
Less: Utilisations	-	-
Balance as at the End of the year - (a)	1,400,000	1,400,000
b) Surplus in Statement of Profit and Loss		
Balance as at the beginning of the year	25,129,880	26,423,843
Add: Profit for the Year	(4,819,543)	(1,293,963)
Less: Transfers	-	-
Balance as at the End of the year - (b)	20,310,337	25,129,880
Total (a+b)	21,710,337	26,529,880



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
5. Long-Term Borrowings		
Secured		
Hypothecated Loans [Refer Note (a) below]	-	166,497
Unsecured		
From Others [Refer Note (b) below]	7,416,500	4,731,420
Dinesh Kumar Jaiswal [Refer Note (c) below]	24,180,661	24,180,661
Total	31,597,161	29,078,578

Note:

(a) Nature of Security and terms of repayment for Secured Borrowings

Nature of Security

Vehicle loan from HDFC amounting to Rs. NIL /- (March 31,2011: Rs 1.67 Lakhs) is secured by way of Hypothecation of Vehicle.

Terms of Repayment

Repayable in 11 equal monthly instalments of Rs. 15,850/- each

- (b) Unsecured Loans are repayable as and when the Lender serves the intimation to the Company. As such there are no Terms for repayment of these unsecured loans.
- (c) The above loan from Mr.Dinesh Kumar Jaiswal (Director) is repayable on demand.



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
6. Deferred Tax Liabilities		
Opening Balance	4,353,750	3,036,593
Add: Deferred Tax liability/(Deferred Tax Asset) during the year	(793,396)	1,317,157
Total	3,560,354	4,353,750

Note: In accordance with Accounting Standard 22 on Accounting for Taxes on Income, the Company has computed Deferred Tax Asset amounting to Rs.8.75 Lacs on account of timing difference in relation to depreciation as per books vis.a.vis Tax Laws.

7. Short-term Borrowings		
Secured Overdraft loan		
From Banks -[Refer Note (a) below]	5,104,542	6,200,192
Hypothecated Loans - [Refer Note (b) below]	166,497	290,947
Total	5,271,039	6,491,139

Note:

- (a) Overdraft Loans from banks are secured by first charge on Land & Building at 404, 4th floor, Chandralok Complex, Paradise, Secunderabad belonging to the director of the company.
- (b) Vehicle loan from HDFC amounting to Rs. 166,497/- (March 31,2011: Rs 2.90 Lakhs) is secured by way of Hypothecation of vehicle.

8. Trade Payables		
Trade Payable (Refer Note 31(h))	13,575,451	14,628,232
Total	13,575,451	14,628,232



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
9. Short-term Provisions		
Provision for Expenses		
Audit Fees	500,985	248,175
Electricity charges	205,359	289,600
Remuneration	81,285	1,246,985
Salaries	5,429,235	3,696,178
Rent	2,450,774	875,278
Provision for TDS	3,143,360	92,384
Provision for EPF	906,196	324,246
Provision for ESI	1,205,755	345,911
Provision for Cab Charges	71,115	-
Provision for Professional Tax	152,050	278,850
Total	14,146,114	7,397,607



10. Tangible Assets

Sl. No.	NAME OF THE ASSET	GROSS BLOK				DEPRECIATION				NET BLOCK	
		COST AS AT 01/04/2011	Additions During the year	Deletions During the year	TOTAL AS AT 31/3/2012	DEP. As On 1/4/2011	Dep. the Period	Written Back	Total Dep. As On 31/3/2012	WDV As At 31/3/2012	WDV As At 31/3/2011
1	Office Equipment	4,573,980	150,049	-	4,724,029	1,187,429	221,319	0	1,408,748	3,315,281	3,386,553
2	Buildings	31,050,190	4,071,084	-	35,121,274	1,892,881	506,300	0	2,399,181	32,722,093	29,157,309
3	Computer	25,364,906	279,398	-	25,644,304	25,030,830	360,042	0	25,390,872	253,432	334,076
4	Vehicles	4,986,241	-	-	4,986,241	3,272,111	678,192	0	3,950,302	1,035,939	1,714,130
5	Furniture & Fixtures	10,635,840	11,000	-	10,646,840	4,501,594	673,518	0	5,175,111	5,471,729	6,134,246
6	Plant & machinery	241,392	-	-	241,392	109,096	11,466	0	120,562	120,830	132,296
	TOTAL	76,852,549	4,511,531	-	81,364,080	35,993,941	2,450,836	-	38,444,777	42,919,303	40,858,610
	Previous Year	72,912,316	3,940,233	-	76,852,549	33,118,398	2,875,542	-	35,993,940	40,858,609	-



11. Intangible Assets

		GROSS BLOK				DEPRECIATION				NET BLOCK	
		As at 01.04.2011	Additions during the year	Deletions during the year	As at 31.03.2012	As at 01.04.2011	For the year	On Deletions	As at 31.03.2012	As at 31.03.2012	As at 31.03.2011
1	Computers Software	38,562,393	328,588	60,347	38,830,634	22,175,468	6,264,518	-	28,439,986	10,390,648	16,386,925
2	Goodwill [Refer Note 31C]	17,489,911	-	-	17,489,911	-	-	-	-	17,489,911	1,748,911
	Total	56,052,304	328,588	60,347	56,320,545	22,175,468	6,264,518	-	28,439,986	27,880,559	18,135,836
	Previous Year	31,361,906	7,200,487	-	38,562,393	16,936,974	5,238,494		22,175,468	16,386,925	-



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
12. Non-current Investments		
Unquoted Equity Instruments		
(a) Investment in subsidiaries		
1 Equity Share of UAE Dirhams 1,50,000 (March 31: 2011 150,000) share held in CAT Technology FZE	1,500,000	1,500,000
100 Common Shares of US Dollar 10 each (March 31,2011: 100 common shares of US Dollar 10) held in CAT Technology INC	40,000,000	40,000,000
(b) Others		
NIL equity shares (March 31,2011: 37,500) of Rs. 10/- each and at a premium of Rs. 190.00 held in TDPL Health care (India) Pvt	-	7,500,000
33,000 equity shares (March 31,2011: 33,000 of Rs. 10/- each at a premium of Rs. 90/- held in Trimurthy Advisory Services Pvt Ltd	3,300,000	3,300,000
Total	44,800,000	52,300,000
13. Long-term Loans and Advances		
Deposits	9,420,742	9,762,205
Total	9,420,742	9,762,205
14. Other Non-Current Assets		
Miscellaneous Expenditure	2,207,076	25,434,883
Total	2,207,076	25,434,883
15. Trade Receivables		
Secured, Considered Good		
Outstanding for a period Exceeding Six Months	19,639,562	4,232,174
Others	79,330,806	75,203,981
Total	98,970,368	79,436,155
16. Cash And Cash Equivalent		
Bank Balances		
In Current Accounts	41,628	146,594
Cash on Hand	2,149,758	1,859,459
Total	2,191,386	2,006,053



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
17. Short-Term Loans and Advances		
Other Loans and Advances	649,407,260	649,502,640
Office Deposits	620,856	1,377,832
Advances to Suppliers	63,698	-
Total	650,091,814	650,880,472
18. Other Current Assets		
TDS receivable	6,093	40,768
Miscellaneous Expenditure not written off	5,737,896	5,737,896
Total	5,743,989	5,778,664

NOTES RELATING TO STATEMENT OF PROFIT AND LOSS AS ON 31-03-2012

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
19. Sales & Services		
Consultancy Fees Receipts	35,693,216	37,200,922
Course Fees	161,303	71,800
Local Software Development Receipts	73,374	27,000
Medical Transcription Receipts	5,320,400	5,749,063
Software Development Receipts	33,931,331	30,445,279
Total	75,179,624	73,494,064
20. Other Income		
Miscellaneous Income	283,946	229,866
Interest Income	61,380	52,334
Foreign Exchange Realisation Profit	10,037,962	785,951
Total	10,383,287	1,068,151
21. Employee Costs		
Salaries, allowances & other benefits	50,035,184	41,027,983
Remuneration	3,720,000	3,640,000
Total	53,755,184	44,667,983



NOTES RELATING TO STATEMENT OF PROFIT AND LOSS AS ON 31-03-2012

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
22. Selling, general & Administrative Expenses		
Amc Charges	214,930	327,935
Audit Fees	280,900	275,750
Business Promotion Expenses	158,328	170,060
Consultancy Charges	425,099	583,043
Conveyance Charges	875,289	12,267
Donations	-	7,500
General Expenses	15,309	1,800
Insurance	25,769	102,524
Loss on Chit Fund	-	955,500
Repairs & Maintenance	667,513	321,305
Security Charges	120,766	147,503
Interest on Esi	10,200	-
Interest on TDS	20,893	136,682
Loss on Investment	6,000,000	-
Miscellaneous Expenses	13,700	-
TDS on Salaries	22,730	-
Advertisement Expenses	35,699	38,501
Misc Expenses	53,340	46,750
Books & Periodicals	14,878	4,335
Electricity Charges	2,923,783	2,574,534
Rates & Taxes	900,044	887,722
Internet & Email Charges	652,919	918,233
Office Maintenance	281,078	182,721
Postage & Courier Expenses	4,209	16,787
Printing & Stationery	849,522	91,325
Professional Charges	125,766	86,946
Rent	4,836,000	4,836,000
Telephone Expenses	1,085,646	1,099,632
Tours & Travelling Expenses	563,378	904,095
Water Charges	139,775	106,400
Total	21,317,463	14,835,850
23. Finance Charges		
Bank Charges	226,441	295,675
Interest Charges	967,949	877,477
Total	1,194,390	1,173,152



NOTES RELATING TO STATEMENT OF PROFIT AND LOSS AS ON 31-03-2012

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
24. Depreciation Expenses		
Depreciation on		
- Tangible Assets	2,450,836	2,875,542
- Intangible Assets	6,264,518	5,238,494
Total	8,715,354	8,114,036
25. Miscellaneous Expenditure Written Off		
Preliminary Expenses	1,106,464	2,212,928
Less : Preliminary Expenses Written Off	1,106,464	1,106,464
Balance	-	1,106,464
GDR Issue Expenditure	1,301,908	2,404,652
GDR Issue Expenditure 2009-10	-	-
Total	1,301,908	2,404,652
Less : GDR Issue Expenditure Written Off	1,102,743	1,102,744
Balance	199,165	1,301,908
Advertisement Expenditure (Brand Building)	10,989,033	14,374,991
Less: Advertisement Expenses (Brand Building) Written Off	3,385,958	3,385,958
Balance	7,603,075	10,989,033
Nizam Club Corporate Membership	285,463	428,194
Less : Nizam Club Corporate Memb. Written Off	142,731	142,731
Balance	142,732	285,463
Total	5,737,896	5,737,897

Note : Preliminary expenditure and Public issue expenses are written off over a period of ten years.

**26. Contingent Liabilities**

There are no contingent liabilities.

27. Capital and other commitments

There are no capital and other commitments as on the date of Balance Sheet.

28. Exceptional and Extraordinary items

There are no Exceptional & Extraordinary Items

	31.03.2012	31.03.2011
29. Expenditure in Foreign Currency	Nil	Nil
30. Earnings in Foreign Currency	608.65 lacs	804.60 lacs

Particulars	Year Ended	
	31.03.2012	31.03.2011
Value of imports calculated on F.O.B basis	Nil	Nil
Value of exports calculated on F.O.B basis (Software Development, Consulting Services & Medical transcription)	749.44	730.09
Information required under para 4(c) of Part II of schedule VI of the Companies Act 1956 to the extent applicable		
a) The Licensed Capacity	NA	NA
b) The Installed Capacity	NA	NA
c) The Actual Capacity	NA	NA

31. Other Disclosures**a. Earnings per Share**

Amount in Rs.

Particulars	Year Ended	
	31.03.2012	31.03.2011
Net Profit after Taxation	(4,819,543)	(1,293,960)
Weighted average number of shares outstanding	79,436,478	79,436,478
Basic and Diluted EP	(0.06)	(0.02)


b. Payment to Auditors

Particulars	Year Ended	
	31.03.2012	31.03.2011
a) Audit Fees (Excluding Service Tax)	2,00,000	2,00,000
b) Tax Audit Fees	50,000	50,000
c) Service Tax	30,900	25,750
Total	2,80,900	2,75,750

c. Goodwill

During the previous year's goodwill was considered under Miscellaneous expenditure not written off, where as in the current year as per the revised schedule VI goodwill is grouped under intangible assets. As per the decision of the Management, Goodwill is not being written off.

d. Segment Reporting

The Company's exclusive business is Medical Transcription, Training Software Development and Consulting Services as such this is the only reportable segment as per Accounting Standard - 17 on Segment Reporting issued by the Institute of Chartered Accountants of India. As the Company consider whole of India as a-single geographical segment, the disclosures related to secondary segments are not relevant for the Company.

e. Related Party Disclosures

List of related parties with whom transactions have taken place during the year:

- | | | |
|----|--------------------------|--|
| a) | Associates: | CAT Degree College
CAT Technology Inc
CAT Technology FZE
Espirit Technologies Pvt Ltd
Veteran Typewriting Institute & Xerox Centre |
| b) | Relatives of Directors | Mrs.Nisha Jaiswal
Mrs.Namrita Jaiswal
Mrs.Muneerosmani |
| c) | Key Managerial Personnel | Mr.Dhiraj Kumar Jaiswal-Managing Director
Mr. C.K.M. Prasad - Wholetime Director |



- d) Related Party Relationships have been identified by the Management and relied upon by the Auditors.

Name of the Related Party	Relationship	Nature of Transaction	Total Amount during the year	Outstanding amount as on 31.03.2012
Dhiraj Kumar Jaiswal	Managing Director	Remuneration	30.00 lacs	21,485
C.K.M Prasad	Wholetime Director	Remuneration	7.20 lacs	59,800

f. Taxation

Current tax is reckoned based on the current year's income and tax payable in accordance with the prevailing tax laws. Further income tax paid for the Asst Year 2009-2010 amounting to Rs. 4.55 lakhs is included in the current years tax.

In accordance with Accounting Standard 22 on Accounting for Taxes on Income, the Company has computed Deferred Tax Asset amounting to Rs.7,93,396/- on account of timing difference in relation to depreciation as per books vis-à-vis Tax Laws.

g. Leases

Operating Lease: The Company has significant operating lease for premises at sites. These lease arrangements operate for a period between 1 year to 10 years. The said leases are renewable for further period on mutually agreeable terms and also include escalation clause.

Particulars	Year Ended	
	31.03.2012	31.03.2011
With respect to operating leases: Lease payments recognized in the Statement of Profit and Loss for the year	48.36 Lacs	48.36 Lacs

h. Dues to Micro and Small Enterprises

The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. There are no over dues to parties on account of principal amount and / or interest and accordingly no additional disclosures have been made.



i. Previous Year Figures

The financial statements for the year ended March 31, 2012 have been prepared as per the then applicable, Schedule VI to the Companies Act, 1956. Consequent to the notification for Revised Schedule VI under the Companies Act, 1956, the financial statements for the year ended March 31, 2012 are prepared as per Revised Schedule VI. Accordingly, the previous year figures have also been reclassified/re-grouped to confirm the current year's classification. The adoption of Revised Schedule VI for previous year figures does not impact recognition and measurement principles followed for preparation of financial statements except for accounting disclosure.

For and on behalf of
RAMU & RAVI.,
F R No: 006610S
Chartered Accountants

For and on behalf of the Board

Dhiraj Kumar Jaiswal
Managing Director

K.V.R.Murthy
Partner
Membership No.200021

Syed Mohiuddin Ahmed
Director

Place: Hyderabad
Date: 29th August, 2012



CONSOLIDATED FINANCIAL STATEMENT





REPORT OF THE AUDITORS ON THE CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors,
CAT Technologies Limited.

1. We have audited the attached consolidated Balance Sheet of M/S CAT TECHNOLOGIES LIMITED (the “Company”) and its subsidiaries, hereinafter referred to as the “Group” as at 31st March 2012 and Statement of Profit & Loss and also the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These consolidated financial statements are the responsibility of the Company’s Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit the financial statements of subsidiaries included in the consolidated financial statements, which constitute total assets of Rs 202,36,62,902/- as at 31st March 2012, total revenue of Rs 92,43,50,646/- and net loss of Rs. 6,41,89,371/- for the year ended 31st March, 2012. These financial statements and other financial information have been compiled by other auditors/accountants whose report has been furnished to us, and our opinion on the consolidated financial statements is based solely on the report of such auditors.
4. We report that the consolidated financial statements have been prepared by the Company’s Management in accordance with the requirements of Accounting Standard (AS) 21 – Consolidated Financial Statements notified under sub – section 3C of Section 211 of the Companies Act, 1956.



5. Based on our audit and on consideration of reports of other auditor on separate financial statements and on the other financial information of the component of the Group as referred to above, and to the best of our information and according to the explanations given to us, in our opinion, the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
- a. in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31st, 2012;
 - b. in the case of Consolidated Statement of Profit & Loss, of the Loss of the Group for the year ended on that date; and

For and on behalf of

For Ramu & Ravi

Firm Regn No: 006610S

Chartered Accountants

K.V.R.MURTHY

Partner

Membership No.200021

Place: Hyderabad

Date : 29th August, 2012



CONSOLIDATED BALANCE SHEET AS AT 31-03-2012

PARTICULARS	Note Ref.	as at 31-03-2012 (Rs.)	as at 31-03-2011 (Rs.)
I. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
(a) Share Capital	2	794,364,780	794,364,780
(b) Reserves and Surplus	3	<u>1,350,295,744</u>	<u>1,335,445,651</u>
		2,144,660,524	2,129,810,431
2. Non-current Liabilities			
(a) Long - Term Borrowings	4	679,307,542	594,801,807
(b) Deferred Tax Liabilities (Net)	5	<u>3,560,354</u>	<u>4,353,750</u>
		682,867,896	599,155,557
3. Current Liabilities			
(a) Short Term Borrowings	6	19,098,490	22,488,343
(b) Trade Payables	7	46,713,546	31,546,866
(c) Short-Term Provisions	8	<u>14,547,683</u>	<u>7,794,021</u>
		80,359,719	61,829,229
TOTAL		<u>2,907,888,139</u>	<u>2,790,795,217</u>
II. ASSETS			
1. Non-current Assets			
(a) Fixed Assets			
Tangible Assets	9	81,418,769	86,004,774
Intangible Assets	10	49,529,378	38,035,744
(b) Non-current Investments	11	3,300,000	10,800,000
(c) Long-term Loans and Advances	12	9,420,742	11,140,037
(d) Other Non-Current Assets	13	<u>2,207,076</u>	<u>25,434,883</u>
		145,875,964	171,415,438
2. Current Assets			
(a) Trade Receivables	14	582,862,308	523,454,221
(b) Cash and Cash Equivalents	15	17,261,289	25,604,186
(c) Inventories	16	953,133,703	861,634,384
(d) Short-term Loans and Advances	17	1,203,010,885	1,202,908,324
(e) Other Current Assets	18	<u>5,743,989</u>	<u>5,778,664</u>
		2,762,012,175	2,619,379,779
TOTAL		<u>2,907,888,139</u>	<u>2,790,795,217</u>
Note 1 details the Principles of Consolidation The Notes 2 to 18 are an integral part of these financial statements.			

As per our report of even date attached

For Ramu & Ravi
Firm Regn No:006610S
Chartered Accountants
Sd/-
K.V.R MURTHY
Partner
Membership No :200021

Place : HYDERABAD
Date : 29-08-2012

For and on behalf of the Board
Sd/-

DHIRAJ KUMAR JAISWAL
(MANAGING DIRECTOR)

Sd/-
SYED MOHIUDDIN AHMED
(DIRECTOR)



CONSOLIDATED PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31-03-2012

PARTICULARS	Sch. No.	as at 31-03-2012 (Rs.)	as at 31-03-2011 (Rs.)
I. REVENUE			
Gross Revenue	19	999,530,270	3,485,916,483
Other Income	20	10,383,287	1,068,151
Total Revenue		1,009,913,557	3,486,984,634
II. EXPENSES			
Cost of Turnover	21	605,110,882	2,368,017,222
Employee Costs	22	130,027,423	157,644,908
Selling ,General & Adminstrative Expenses	23	316,169,612	368,577,098
Finance Charges	24	444,272	1,687,249
Depreciation	25	21,089,724	10,692,705
Miscellaneous Expenditure written off	26	5,737,896	5,737,897
Total Expenses		1,078,579,809	2,912,357,079
III. PROFIT BEFORE TAX		(68,666,251)	574,627,554
IV. TAX EXPENSES			
Current Tax (including previous year's taxes)		1,136,059	992,550
Deffered Tax		(793,396)	1,317,157
Prior Period Expenses		-	3,928
V. PROFIT FOR THE PERIOD		(69,008,914)	572,313,919
VI. EARNINGS PER EQUITY SHARES			
Basic and Diluted		(0.87)	7.20
Note 1 details the Principles of Consolidation The Notes 19 to 26 are an integral part of these financial statements.			

As per our report of even date attached

For Ramu & Ravi
Firm Regn No:006610S
Chartered Accountants
Sd/-
K.V.R MURTHY
Partner
Membership No :200021

Place : HYDERABAD
Date : 29-08-2012

For and on behalf of the Board
Sd/-

DHIRAJ KUMAR JAISWAL
(MANAGING DIRECTOR)

Sd/-
SYED MOHIUDDIN AHMED
(DIRECTOR)



Notes to the Consolidated Financial Statements

1. Principles of Consolidation:

The consolidated financial statements relate to CAT Technologies Limited ('the Company') and its subsidiary companies. The consolidated financial statements have been prepared on the following basis:

- (i) The financial statements of the Company and its subsidiary companies are combine on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21- "Consolidated Financial Statements"
- (ii) In case of foreign subsidiaries, being non-integral foreign operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognized in the exchange fluctuation reserve.
- (iii) The difference between the cost of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.
- (iv) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.
- (v) Investments other than in subsidiaries and associates have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investments"



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON			
	31-03-2012 (Rs.)	31-03-2011 (Rs.)		
2. Share Capital				
Authorised: 12,00,00,000 (March 31, 2011 : 12,00,00,000) Equity Shares of Rs.10/- each	1,200,000,000	1,200,000,000		
Issued: 7,94,36,478 (March 31, 2011 : 7,94,36,478) Equity Shares of Rs.10/- each fully paid up	794,364,780	794,364,780		
Subscribed and Paidup: 7,94,36,478 (March 31, 2011 : 7,94,36,478) Equity Shares of Rs.10/- each fully paid up	794,364,780	794,364,780		
Total	794,364,780	794,364,780		
(a) There are no shareholders hoding more than 5% shares in the Company.				
(b) Reconciliation of Number of Shares outstanding at the beginning and at the end of the year				
Equity Shares:	As at March 31, 2012		As at March 31, 2011	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	79,436,478	794,364,780	79,436,478	794,364,780
Add: Shares issued during the year	-	-	-	-
Balance at the end of the year	79,436,478	794,364,780	79,436,478	794,364,780
(c) Rights attached to Shares				
Equity Shares: The Company has one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share held.				

**(d) GDR issue details**

- (i) In the Financial Year 2007-08 43,04,348 No's GDR equivalent to 2,58,26,088 Equity Shares of Rs. 10/- each have been issued

(1 GDR is equivalent to 6 Equity Shares)

- (ii) In the Financial Year 2009-10 15,95,333 No's GDR equivalent to 4,78,59,990 Equity Shares of Rs. 10/- each have been issued

(1 GDR is equivalent to 30 Equity Shares)

PARTICULARS	CONSOLIDATED AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
3. Reserves and Surplus		
a) Equity Share Premium		
Balance as at the beginning of the year	1,400,000	1,400,000
Add: Transfers	-	-
Less: Utilisations	-	-
Balance as at the End of the year - (a)	1,400,000	1,400,000
b) Surplus in Statement of Profit and Loss		
Balance as at the beginning of the year	1,395,201,175	822,887,256
Add: Profit for the Year	(69,008,914)	572,313,919
Less: Transfers	-	-
Balance as at the End of the year - (b)	1,326,192,261	1,395,201,175
c) Foreign Translation Currency Reserve		
Balance as at the beginning of the year	(61,155,524)	(132,945,873)
Add: Gain (Loss) on FE Translation	83,859,007	71,790,349
Balance as at the End of the year - (c)	22,703,483	(61,155,524)
Total (a+b+c)	1,350,295,744	1,335,445,651



PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
4. Long-Term Borrowings		
Secured		
Hypothecated Loans [Refer Note (a) below]	-	166,497
Unsecured		
From Others [Refer Note (b) below]	7,416,500	4,731,420
Dinesh Kumar Jaiswal [Refer Note (c) below]	671,891,042	589,903,890
Total	679,307,542	594,801,807

Note:**(a) Nature of Security and terms of repayment for Secured Borrowings****Nature of Security**

Vehicle loan from HDFC amounting to Rs. NIL /- (March 31, 2011: Rs 1.67 Lakhs) is secured by way of Hypothecation of Vehicle.

Terms of Repayment

Repayable in 11 equal monthly instalments of Rs. 15,850/- each

- (b) Unsecured Loans are repayable as and when the Lender serves the intimation to the Company. As such there are no Terms for repayment of these unsecured loans.
- (c) Loan from Mr.Dinesh Kumar Jaiswal (Director) is repayable on demand.



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
5. Deferred Tax Liabilities		
Opening Balance	4,353,750	3,036,593
Add: Deferred Tax liability/(Deferred Tax Asset) during the year	(793,396)	1,317,157
Total	3,560,354	4,353,750

Note:

In accordance with Accounting Standard 22 on Accounting for Taxes on Income, the Company has computed Deferred Tax Asset amounting to Rs.8.75 Lacs on account of timing difference in relation to depreciation as per books vis.a.vis Tax Laws.

6. Short-term Borrowings		
Loan Payable - Stockholder	-	4,775,391
Secured Overdraft loan		
From Banks	18,931,993	17,422,005
Hypothecated Loans -	166,497	290,947
Total	19,098,490	22,488,343

Note:

- (a) Overdraft Loans from banks are secured by first charge on Land & Building at 404, 4th floor, Chandralok Complex, Paradise, Secunderabad belonging to the Director of the Company.
- (b) Vehicle loan from HDFC amounting to Rs. 166,497/- (March 31,2011: Rs 2.90 Lakhs) is secured by way of Hypothecation of Vehicle
- (c) Line of Credit against Receivables Rate of Interest 5.5%.

7. Trade Payables		
Trade Payable	46,713,546	31,546,866
Total	46,713,546	31,546,866



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
8. Short-term Provisions		
Provision for Expenses		
Audit Fees	500,985	248,175
Electricity charges	205,359	289,600
Remuneration	81,285	1,246,985
Salaries	5,429,235	3,696,178
Rent	2,450,774	875,278
Provision for TDS	3,143,360	92,384
Provision for EPF	906,196	324,246
Provision for ESI	1,205,755	345,911
Provision for Cab Charges	71,115	-
Provision for Professional Tax	152,050	278,850
Other Provisions	401,569	396,414
Total	14,547,683	7,794,021



9. Tangible Assets

Sl. No.	NAME OF THE ASSET	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		COST AS AT 01/04/2011	Additions During the year	Deletions During the year	TOTAL AS AT 31/3/2012	DEP. As On 1/4/2011	Dep. the Period	Written Back	Total Dep. As On 31/3/2012	WDV As At 31/3/2012	WDV As At 31/3/2011
1	Office Equipment	4,573,980	150,049	-	4,724,029	1,187,429	221,319	-	1,408,748	3,315,281	3,386,553
2	Buildings	31,050,190	4,071,084	-	35,121,274	1,892,881	506,300	-	2,399,181	32,722,093	29,157,309
3	Computer	25,364,906	279,398	-	25,644,304	25,030,830	360,042	-	25,390,872	253,432	334,076
4	Vehicles	4,986,241	-	-	4,986,241	3,272,111	678,192	-	3,950,302	1,035,939	1,714,130
5	Furniture & Fixtures	10,635,840	11,000	-	10,646,840	4,501,594	673,518	-	5,175,111	5,471,729	6,134,246
6	Plant & machinery	241,392	-	-	241,392	109,096	11,466	-	120,562	120,830	132,296
7	Property & Equipment	51,198,944	-	459,513	50,739,431	6,052,780	6,187,185	54,314	12,239,965	38,499,466	45,146,164
	TOTAL	128,051,493	4,511,531	459,513	132,103,511	42,046,721	8,638,021	54,314	50,684,742	81,418,769	86,004,774
	Previous Year	92,820,384	35,231,109	-	128,051,493	36,592,508	5,454,211	-	42,046,719	86,004,774	-



10. Intangible Assets

		GROSS BLOK				DEPRECIATION				NET BLOCK	
		As at 01.04.2011	Additions during the year	Deletions during the year	As at 31.03.2012	As at 01.04.2011	For the year	On Deletions	As at 31.03.2012	As at 31.03.2012	As at 31.03.2011
1	Computers Software	38,562,393	328,588	60,347	38,830,634	22,175,468	6,264,518	-	28,439,986	10,390,648	16,386,925
2	Goodwill [Refer Note 31C]	39,138,730	-	-	39,138,730	-	-	-	-	39,138,730	1,748,911
	Total	77,701,123	328,588	60,347	77,969,364	22,175,468	6,264,518	-	28,439,986	49,529,378	18,135,836
	Previous Year	53,010,725	7,200,487	-	60,211,212	16,936,974	5,238,494		22,175,468	38,035,744	-



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
11. Non-current Investments		
Unquoted Equity Instruments		
(a) Investment in subsidiaries		
1 Equity Share of UAE Dirhams 1,50,000 (March 31: 2011 1 Equity Share of UAE Dirhams 1,50,000) held in CAT Technology FZE		
100 Common Shares of US Dollar 10 each (March 31,2011: 100 Common Shares of of US Dollar 10) held in CAT Technology INC		
(b) Others		
NIL equity shares (March 31,2011: 37,500) of Rs. 10/- each and at a premium of Rs. 190.00 held in TDPL Health care (India) Pvt	-	7,500,000
33,000 equity shares (March 31,2011: 33,000 of Rs. 10/- each at a premium of Rs. 90/- held in Trimurthy Advisory Services Pvt Ltd	3,300,000	3,300,000
	3,300,000	10,800,000
12. Long-term Loans and Advances		
Deposits	9,420,742	11,140,037
Total	9,420,742	11,140,037
13. Other Non-Current Assets		
Miscellaneous Expenditure	2,207,076	25,434,883
Total	2,207,076	25,434,883
14. Trade Receivables		
Secured, Considered Good		
Outstanding for a period Exceeding Six Months	19,639,562	523,454,221
Others	563,222,746	
Total	582,862,308	523,454,221
15. Cash and Cash Equivalent		
Bank Balances		
In Current Accounts	15,111,533	146,593
Cash on Hand	2,149,756	25,457,593
Total	17,261,289	25,604,186



NOTES RELATING TO BALANCE SHEET

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
16. Inventories		
Inventories	953,133,703	861,634,384
Total	953,133,703	861,634,384
17. Short-Term Loans and Advances		
Other Loans and Advances	1,202,326,330.96	1,202,908,324.00
Office Deposits	620,856.00	
Advances to Suppliers	63,698.00	-
Total	1,203,010,885	1,202,908,324
18. Other Current Assets		
TDS receivable	6,093.00	40,768.00
Miscellaneous Expenditure not written off	5,737,896.23	5,737,896.00
Total	5,743,989	5,778,664



NOTES RELATING TO STATEMENT OF PROFIT AND LOSS

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
19. Sales & Services		
Consultancy Fees Receipts	-	-
Course Fees	161,303	71,800
Local Software Development Receipts	73,374	-
Medical Transcription Receipts	5,320,400	5,749,063
Software Development and consulting services	993,975,193	3,480,095,620
Total	999,530,270	3,485,916,483
20. Other Income		
Miscellaneous Income	283,946	229,866
Interest Income	61,380	52,334
Foreign Exchange Realisation Profit	10,037,962	785,951
Total	10,383,287	1,068,151
21. Cost of Turover		
Opening Inventory	861,634,384	430,806,144
Add: purchase (incluse of Dired expenses)	660,916,985	2,798,845,462
	1,558,244,585	3,229,651,606
Less : Closing Inventory	(953,133,703)	(861,634,384)
Total	605,110,882,	2,368,017,222
22. Employee Costs		
Salaries, allowances & other benefits	126,307,423	154,004,908
Remuneration	3,720,000	3,640,000
Total	130,027,423	157,644,908



NOTES RELATING TO STATEMENT OF PROFIT AND LOSS

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
23. Selling, general & Administrative Expenses		
Amc Charges	214,930	327,935
Audit Fees	280,900	275,750
Business Promotion Expenses	41,820,090	187,135,118
Consultancy Charges	425,099	
Conveyance Charges	18,367,082	62,511,275
Donations	-	7,500
General Expenses	1,486,651	48,550
Insurance	3,977,954	3,502,095
Loss on Chit Fund	-	955,500
Repairs & Maintenance	2,183,587	2,524,093
Vehicle Maintenance	2,208,016	1,786,213
Security Charges	120,766	147,503
Interest on Esi	10,200	-
Interest on TDS	20,893	136,682
Loss on Investment	6,000,000	-
Miscellaneous Expenses	26,881,765	53,219,446
TDS on Salaries	22,730	-
Advertisement Expenses	1,537,590	1,957,063
Misc Expenses	56,621	
Books & Periodicals	14,878	1,227,831
Electricity Charges	2,923,783	2,574,534
Rent, Rates & Taxes	4,119,326	14,436,129
Internet & Email Charges	3,133,127	918,233
Office Maintenance	1,157,501	1,476,925
Offshore Development Expenses	8,792,498	11,750,430
Postage & Courier Expenses	4,209	16,787
Printing & Stationery	1,575,973	1,013,946
Professional Charges	3,724,571	5,640,828
Rent	11,591,189	-
Telephone Expenses	3,158,542	6,705,406
Tours & Travelling Expenses	4,277,109	
Water Charges	139,775	106,400
Immigration Fees	59,497	-
Sales Expenses	5,391	8,174,926
Trade Debtors Written off	165,877,368	-
Total	316,169,612	368,577,098



NOTES RELATING TO STATEMENT OF PROFIT AND LOSS

PARTICULARS	AS ON	
	31-03-2012 (Rs.)	31-03-2011 (Rs.)
24. Finance Charges		
Bank Charges	444,272	533,966
Interest Charges		1,153,283
Total	444,272	1,687,249
25. Depreciation Expenses		
Depreciation on		
- Tangible Assets	14,825,206	5,238,494
- Intangible Assets	6,264,518	5,454,211
Total	21,089,724	10,692,705
26. Miscellaneous Expenditure Written Off		
Preliminary Expenses	1,106,464	2,212,928
Less : Preliminary Expenses Written Off	1,106,464	1,106,464
Balance	-	1,106,464
GDR Issue Expenditure	1,301,908	2,404,652
GDR Issue Expenditure 2009-10	-	-
Total	1,301,908	2,404,652
Less : GDR Issue Expenditure Written Off	1,102,743	1,102,744
Balance	199,165	1,301,908
Advertisement Expenditure (Brand Building)	10,989,033	14,374,991
Less: Advertisement Expenses (Brand Building) Written Off	3,385,958	3,385,958
Balance	7,603,075	10,989,033
Nizam Club Corporate Membership	285,463	428,194
Less : Nizam Club Corporate Memb. Written Off	142,731	142,731
Balance	142,732	285,463
Total	5,737,896	5,737,897
Note : Preliminary expenditure and Public issue expenses are written off over a period of ten years.		

**27. Consolidated Contingent Liabilities**

There are no consolidated contingent liabilities.

28. Capital and other commitments

There are no capital and other commitments as on the date of Balance Sheet.

29. Exceptional and Extraordinary items

There are no exceptional and extraordinary items.

	31.03.2012	31.03.2011
30. Earnings in Foreign Currency	608.65 lacs	804.60 lacs

Particulars	Year Ended	
	31.03.2012	31.03.2011
Value of imports calculated on F.O.B basis	Nil	Nil
Value of exports calculated on F.O.B basis		
(Software Development, Consulting Services & Medical transcription)	749.44	730.09
Information required under para 4(c) of Part II of schedule VI of the Companies Act 1956 to the extent applicable		
a) The Licensed Capacity	NA	NA
b) The Installed Capacity	NA	NA
c) The Actual Capacity	NA	NA

31. Other Disclosures**a. Goodwill**

During the previous year's goodwill was considered under Miscellaneous expenditure not written off, where as in the current year as per the revised schedule VI goodwill is grouped under intangible assets. As per the decision of the Management, Goodwill is not being written off.

b. Segment Reporting

The Company's exclusive business is Medical Transcription, Training Software Development and Consulting Services as such this is the only reportable segment as per Accounting Standard - 17 on Segment Reporting issued by the Institute of Chartered Accountants of India. As the Company consider whole of India as a single geographical segment, the disclosures related to secondary segments are not relevant for the Company.



c. Related Party Disclosures

List of related parties with whom transactions have taken place during the year:

- a) Associates: CAT Degree College
CAT Technology Inc
CAT Technology FZE
Espirit Technologies Pvt Ltd
Veteran Typewriting Institute & Xerox Centre
- b) Relatives of Directors Mrs.Nisha Jaiswal
Mrs.Namrita Jaiswal
Mrs.Muneerosmani
- c) Key Managerial Personnel Mr.Dhiraj Kumar Jaiswal-Managing Director
Mr. C.K.M. Prasad - Wholetime Director
- d) Related Party Relationships have been identified by the Management and relied upon by the Auditors.

Name of the Related Party	Relationship	Nature of Trasnsaction	Total Amount during the year	Outstanding amount as on 31.03.2012
Dhiraj Kumar Jaiswal	Managing Director	Remuneration	30.00 lacs	21,485
C.K.M Prasad	Wholetime Director	Remuneration	7.20 lacs	59,800

d. Taxation

Current tax is reckoned based on the current year's income and tax payable in accordance with the prevailing tax laws. Further income tax paid for the Asst Year 2009-2010 amounting to Rs. 4.55 lakhs is included in the current years tax.

In accordance with Accounting Standard 22 on Accounting for Taxes on Income, the Company has computed Deferred Tax Asset amounting to Rs.7,93,396/- on account of timing difference in relation to depreciation as per books vis-à-vis Tax Laws.

e. Dues to Micro and Small Enterprises

The information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. There are no over dues to parties on account of principal amount and / or interest and accordingly no additional disclosures have been made.



f. Previous Year Figures

The financial statements for the year ended March 31, 2012 have been prepared as per the then applicable, Schedule VI to the Companies Act, 1956. Consequent to the notification for Revised Schedule VI under the Companies Act, 1956, the financial statements for the year ended March 31, 2012 are prepared as per Revised Schedule VI. Accordingly, the previous year figures have also been reclassified/re-grouped to confirm the current year's classification. The adoption of Revised Schedule VI for previous year figures does not impact recognition and measurement principles followed for preparation of financial statements except for accounting disclosure.

For and on behalf of
RAMU & RAVI.,
F R No: 006610S
Chartered Accountants

K.V.R.Murthy
Partner
Membership No.200021

Place: Hyderabad
Date: 29th August, 2012

For and on behalf of the Board

Dhiraj Kumar Jaiswal
Managing Director

Syed Mohiuddin Ahmed
Director



CAT TECHNOLOGIES LIMITED

Registered Office of the Company at 1st Floor, Champa Mansion,
Nampally Station Road, Hyderabad-500 001.

PROXY

I/We of
..... in the district of
..... CAT Technologies Limited hereby appoint
of or failing him of
as my / our proxy in my/our absence to attend and vote for me/us, and on my/our behalf at the
Seventeenth Annual General Meeting of the Members of the Company will be held on **FRIDAY,
28TH SEPTEMBER 2012 AT 11-00 A.M.** at the Registered Office of the Company at 1st Floor,
Champa Mansion, Nampally Station Road, Hyderabad-500 001.

As WITNESS my/our hand/hands this day of 2012.

Signed by the said 2012

Signature
(on Re.1
Revenue
Stamp)

- Note : 1. The proxy must be deposited at the Registered Office of the Company
not less than 48 hours before the time for holding the meeting.
2. Please bring your copy at this Annual Report for the Meeting.
3. No Gifts will be given at the A.G.

CAT TECHNOLOGIES LIMITED

Registered Office of the Company at 1st Floor, Champa Mansion,
Nampally Station Road, Hyderabad-500 001.

ATTENDANCE SLIP

(Please present this slip at the Meeting Venue)

ANNUAL GENERAL MEETING - 28TH SEPTEMBER 2012

Regd. Folio No.:

No. of Shares Held:

Client ID No.:

I hereby record my presence at the Seventeenth Annual General Meeting of the Members of the
Company will be held on **FRIDAY, 28TH SEPTEMBER 2012 AT 11-00 A.M.** at the Registered
Office of the Company at 1st Floor, Champa Mansion, Nampally Station Road,
Hyderabad-500 001.

.....
Name of the Shareholder/Proxy

.....
Signature of Member/Proxy

Note: Members are requested to bring their copies of Annual Report to the meeting.

**PRINTED MATTER
BOOK-POST**



5-8-56, 1st Floor, Champa Mansion,
Nampally Station Road, Hyderabad-500 001.