VISHNU DAYA & CO.,

CHARTERED ACCOUNTANTS

3rd Floor, Karuna Complex, No. 337, Sampige Road, Malleswaram, Bangalore - 560 003.

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Website: www.vishnudaya.com

FORM NO. 10B [See Rule 17B]

Audit Report under section 12A (b) of the Income-tax Act, 1961 in the case of Charitable or religious trusts or institutions

We have examined the balance sheet of Vyoma Linguistic Labs Foundation, AAECV2657F, No.155, GKW Layout, Vijaynagar, Bangalore- 560 040, as at 31st March, 2016 and the Income and Expenditure account for the year ended on that date which are in agreement with the books of account maintained by the said Trust.

We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of the audit. In our opinion, proper books of account have been kept by the head office so far as appears from our examination of the books and proper returns adequate for the purposes of audit have been received from by us subject to the comments given below: - NIL

In our opinion and to the best of our information, and according to information given to us the said accounts give a true and fair view: -

- (i) In the case of the balance sheet, of the state of affairs of the above named trust as at 31st March, 2016 and
- (ii) In case of the Income and Expenditure account, of the excess of expenditure over income of its accounting year ending on 31st March, 2016

The prescribed particulars are annexed hereto.

Dated this 26th September, 2016 at Bangalore

F.R. No. 008456S BANGALORE

For Vishnu Daya & Co.,

Chartered Accountants

Firm Registration No.008456S

Shankar D

Partner

M. No. 216547

ANNEXURE STATEMENT OF PARTICULARS

- I. Application of income for charitable or religious purposes.
- Amount of income of the previous year applied to Revenue Expenditure NIL
 charitable or religious purposes in India during Capital Expenditure NIL.
 that year.
- 2. Whether the trust/institution has exercised the option under clause (2) of the Explanation to section 11 (1)? If so, the details of the amount of income deemed to have been applied to charitable or religious purposes in India during the previous year

NIL

3. Amount of income accumulated or set apart /finally set apart for application to charitable or religious purposes, to the extent it does not exceed 15 per cent of the income derived from property held under trust wholly /in part only for such purposes.

NIL

 Amount of income eligible for exemption under section 11(1)(c) [Give details]

NIL

5. Amount of income, in addition to the amount referred to in item 3 above, accumulated or set apart for specified purposes under section 11(2)

NIL

6. Whether the amount of income mentioned in item 5 above has been invested or deposited in the manner laid down in section 11(2)(b)? If so, the details thereof.

NIL

7. Whether any part of the income in respect of which an option was exercised under clause (2) of the Explanation to section 11(1) in any earlier year is deemed to be income of the previous year under section 11(1B)? If so, the details thereof

Whether, during the previous year, any part of income accumulated or set apart for specified

purposes under section 11(2) in any earlier year: -

 a) Has been applied for purposes other than charitable or religious purposes or has ceased to be accumulated or set apart for application thereto, or

NIL



b) Has ceased to remain invested in any security referred to in section 11(2)(b)(1) or deposited in any account referred to in section 11(2)(b)(1) or section 11(2) (b) (iii) or

NIL

c) Has not been utilized for purposes for which it was accumulated or set apart during the period for which it was to be accumulated or set apart, or in the year immediately following the expiry thereof? If so, the details thereof

NIL

II. Application or use of income or property for the benefit of persons referred to in section 13 [3].

 Whether any part of the income or property of the trust/institution was lent, or continues to in section 13(3) [hereinafter referred to in this Annexure as such person]? If so, give details of the amount, rate of interest charged and the nature of security, if any

NIL

Whether any land, building or other property of the trust/institution was made, or continued to be made, available for the use of any such person during the previous year? If so, give details of the property and the amount of rent or compensation charged, if any.

NIL

3. Whether any payment was made to any such person during the previous year by way of salary allowance or otherwise? If so, give details.

NIL

4. Whether the services of the trust/institution were made available to any such person during the previous year? If so, give details thereof together with remuneration or compensation received, if any.

NIL

5. Whether any share, security, or other property was purchased by or on behalf of the trust/institution during the previous year from any such person? If so, give details thereof together with the consideration paid

NIL



5. Whether any share, security, or other property was sold by or on behalf of the trust/institution during the previous year to any such person? If so, the details thereof together with the consideration received.

NIL

7. Whether any income or property of the trust/institution was diverted during the previous year in favour of any such person? If so, give details thereof together with the amount of income or value of property so diverted.

NIL

8. Whether the income or property of the trust/institution was used or applied during the previous year for the benefit of any such person in any other manner? If so, give details.

NIL



III. Investment held at any time during the previous year(s) in concerns in which persons referred to in section 13(3) have a substantial interest.

Sl.	Name	and	Where	the	Nominal	value	Income	from	Whether	the
No	address of	the	concern	is a	of	the	the invest	tment	amount i	
	concern		company	No and	investmen	ıt			of the cap	oital of
			class of held	shares					the during previous say. Yes/I	oncern the year-
1	2		3		4		5		6	
	-		Not A	pplicabl	le as no suc	h inves	tment is h	eld		
Total										

Dated this 26th day of September, 2016 at Bangalore

For Vishnu Daya & Co.,

Chartered Accountants

Firm Registration No.008456S

F.R. No. 008456S BANGALORE

Shankar D

Partner

M. No. 2165

Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956) Balance Sheet

(Amo	ount	t in	Rs.)	١

Particulars I. EQUITY AND LIABILITIES	Note	As at March 31, 2016	As at March 31, 2015
Shareholder's Funds			
Share Capital	2.01	10,000	10,000
Reserves and Surplus	2.02	(37,62,826)	(29,85,088)
Current Liabilities			
Short-term borrowings	2.03	40,78,138	32,24,586
Trade payables		, -,	32,21,300
i) Dues to Micro and Small Enterprises			
ii) Dues to Creditors other than Micro and			
Small Enterprises.	2.04	27,467	45,496
Other Current Liabilities	2.05	1,43,204	52,450
Total		4,95,983	3,47,443
II. ASSETS			
Fixed Assets			
Tangible Assets	2.06	34,007	12,130
Current assets		- 1,007	12,150
Inventory	2.07	2,20,015	3,09,891
Trade receivables	2.08	2,804	-,0,,0,1
Cash and cash equivalents	2.09	2,34,547	25,421
Short term Loans and Advances	2.10	4,611	, 1-,
Total		4,95,983	3,47,443

Significant accounting policies & Notes

1

This is the Balance Sheet referred to in our report of even date attached

for Vishnu Daya & Co., Chartered Accountants

Firm Registration No. 008456S

for Vyoma Linguistic Labs Foundation

hankar D

Tember Sing

Date: 26.09.2016

Venkatasubramanian

Director

DIN:01242837

Place: Bangalore Date: 26.09.2016 Sudhir Ranganna

Director

DIN:01242664

Place: Bangalore Date: 26.09.2016

Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956) Income and Expenditure Account for the year ended 31st March 2016

(Amount in Rs.)

Particulars	Note	Current year	Previous year
Revenue from operations	2.11	6,29,963	3,85,752
Other Income	2.12	4,75,005	5 2,44,071
Total Revenue		11,04,968	6,29,823
Expenses			
Cost of Sales	2.13	2,65,272	2 1,58,190
Employee benefit expenses	2.14	9,92,692	7,90,666
Depreciation	2.06	31,357	7 22,138
Other expenses	2.15	5,93,384	7,52,536
Total Expenses		18,82,705	5 17,23,530
Excess of Expenditure over income		(7,77,737	7) (10,93,707)
Tax expenses			
- Current tax		i -	
Excess of Expenditure over income		(7,77,737	7) (10,93,707)
Excess of Expenditure over income for the period		(7,77,737	7) (10,93,707)
Earnings per equity share			
Equity shares of par value of Rs 10/- each		1,00	0 1,000
Basic		(777.74	
Diluted		(777.74	, , , ,

Significant accounting policies & Notes

This is the Income and Expenditure referred to in our report of even date

for Vishnu Daya & Co.,

Chartered Accountants

Firm Registration No. 008456S

Shankar D

Partner

Membership

Place: Bangalor HARTER

Date: 26.09.2016

for Vyoma Linguistic Labs Foundation

Venkatasubramania

Director

DIN:01242837

580040

Sudhir Ranganna

Director

DIN:01242664

Place : Bangalore

Date: 26.09.2016

Place : Bangalore

Date: 26.09.2016

Vyoma Linguistic Labs Foundation

	(Company registered under	section 25(1)(a) of the Co	mpanies Act, 19	56)	
Note				(A	mount in Rs.)
		As At		As At	
		March 31, 2	016	March 31, 20	15
2.01	Share capital	No. of Shares	Amount	No. of Shares	Amount
(a)	Authorised share capital				
	Equity Shares Rs 10 each with voting rights	10,000	1,00,000	10,000	1,00,000

Equity Shares Rs 10 each with voting rights 1,000 10,000 1,000 10,000 The Company has only one class of shares referred to as equity shares with a par value of Rs 10. The voting rights on equity shares is restricted to only one vote per share.

(c) The reconciliation of number of shares outstanding and the amount of share capital is set out below:

Particulars	As at 31 Marc	h 2016	As at 31 March	2015
Equity Shares	No. of Shares	Amount	No. of Shares	Amount
Number of shares at the beginning of the period	1,000	10,000	1,000	10,000
Add: Equity Shares issued during the period			<u> </u>	
Number of Equity shares at the end of the period	1,000	10,000	1,000	10,000

As per Memorandum of Association of the Company, in the event of liquidation of the Company, the holders of equity share will not be entitled to receive any of remaining assets of the Company after distribution of all preferential amounts. The balance shall be given or transferred to such other Company having similar objects, to be determined by the members of the Company at or before the time of dissolution or in default thereof by the High Court of judicature that has or may acquire jurisdiction in the matter.

(d) Share holding pattern as at reporting date: March 31, 2016

(b) Issued, subscribed and paid-up

Particulars	No. of Shares	Par value of share	Amount
Venkatasubramanian P	500	10	5,000
Krishnamurthy B	500	10	5,000
	1,000		10,000

(e) Details of shareholders holding more than 5% shares in the Company:

	As at Marc	h 31, 2016	As at March	h 31, 2015
Particulars Equity shares held by	% held	No. of Shares	% held	No. of Shares
Venkatasubramanian P	50%	500	50%	500
Krishnamurthy B	50%	500	50%	500
		1,000		1,000

	Equity shares held by	70 IICIU	No. of Shares	70 Helu	No. 01 Shares
	Venkatasubramanian P	50%	500		
	Krishnamurthy B	50%	500 500	50% 50%	500
	Telisinana tily D	30%	1,000	50%	500 1,000
			***************************************		2,000
				As At March 31, 2016	As At March 31, 2015
2.02	Reserves and surplus				
	Surplus - balance in Income and Expenditure Account				
	Opening balance			(29,85,088)	(18,91,381)
	Add: Net profit after tax transferred from Income and Ex	penditure Account		(7,77,737)	(10,93,707)
	Closing balance			(37,62,826)	(29,85,088)
2.03	Short-term borrowings				
	Loan from directors			40,78,138	32,24,586
				40,78,138	32,24,586
2.04	Trade Payables				
	Dues to micro and small enterprises			_	-
	Dues to other creditors				
	- Creditors for supplies			3,911	21,941
	- Creditors for expenses			23,556	23,555
				27,467	45,496
2.05	Other Current Liabilities				
	TDS payable			14,708	
	Audit fee payable			25,875	
	Salary Payable			1,02,621	52,450
				1,43,204	52,450
2.08	Trade receivables				
	Unsecured, considered good				
	Debts due for a period exceeding six months			2,804	_
			-	2,804	-
2.09	Cash and cash equivalents				
	Cash on hand			10,552	8,704
	Balances with banks - in current account			2,23,995	16,717
				2,34,547	25,421
2.10	Short Term Loans and Advances	Bangaluru S			
	Other Advance AYA	9		4,611	
	(3)	/	5	4,611	_
	(S)	Bangaluruf	5		





Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956) Cash flow statement for the year ended 31st March 2016

Particulars	Current year	Duariana viaan
A. Cash flow from operating activities	Current year	Previous year
Net Profit before tax	(7,77,737)	(10.02.707)
Adjustments for:	(1,11,131)	(10,93,707)
Finance costs		
Depreciation and amortisation	31,357	22 120
		22,138
Operating profit/(loss) before working capital changes	(7,46,380)	(10,71,569)
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables		2.007
Stock	89,876	3,897
Others	69,870	1,12,600
Adjustments for increase / (decrease) in operating liabilities:		8,507
Trade payables	19.020	
Other current liabilities	18,029	(2,18,141)
Short term borrowings	(90,754)	37,282
Cash generated from operations	(8,53,552)	9,87,591
Cash generated from operations	(15,82,781)	(1,39,832)
Net income tax (paid)/refunds		
Net cash flow from / (used in) operating activities (A)	(15,82,781)	(1,39,832)
	())	(1,07,002)
B. Cash flow from investing activities		
Capital expenditure on fixed assets net off sales		
Net cash flow from / (used in) investing activities (B)	-	
C. Cash flow from financing activities		
Finance costs		
Net cash flow from / (used in) financing activities (C)		
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(15,82,781)	(1,39,832)
Cash and cash equivalents at the beginning of the year	25,421	1,65,255
Cash and cash equivalents at the end of the year	2,34,547	10.*0310.*0310.000
1 and the state of the year	2,34,347	25,421
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents at the end of the year *	2,34,546	25,420
* Comprises:	99/2007	23,120
(a) Cash on hand	10,552	8,704
(b) Balances with banks - on currrent account	2,23,995	16,717
	2,34,547	25,421
Note:	2,57,57	20,421

Note:

- 1. Cash and cash equivalents include cash on hand and bank balances.
- 2. Figures in brackets indicate cash outgo
- 3. The above cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard -3.

The notes referred to above form an integral part of the financial statements

This is the Cash Flow Statement referred to in our report of even date

for Vishnu Daya & Co., Chartered Accountants

Firm Registration No. 008456S

Partner Membership N

Place : Bangalore Date: 26.09.2016

for Vyoma Linguistic Labs Foundation

Venkatasubramanian Director

DIN:01242837

Director

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Bengelui

560040

DIN:01242664

Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956)

(Amount in Rs.)

Note No.	For the period ended 31 March 2016	For the period ended 31 March 2015
2.11 Revenue from operations		
Sale of products	3,95,536	2,46,229
Sale of Services	2,34,427	1,39,523
Total	6,29,963	3,85,752
2.12 Other Income		
Donation received	4,72,201	2,44,071
	4,72,201	2,44,071
2.12 Cost of Sales		
Opening Stock	3,09,891	4,22,491
Product Creation and CD Recordings	1,75,396	45,590
Less: Closing stock	2,20,015	3,09,891
	2,65,272	1,58,190
2.13 Employee benefit expense		
Salaries and wages	9,84,692	6,92,111
Staff welfare expenses	8,000	98,555
Total	9,92,692	7,90,666
2.14 Other expenses		
Computer Maintenance	2,500	25,282
Freelancer Expense	-	2,61,069
Rates and Taxes	14,708	2,01,009
Professional Fee	55,406	
Miscellaneous expenses*	5,20,770	4,66,185
Total	5,93,384	7,52,536

^{*}Miscellaneous expenses include aggregate of various expenses.





Vyoma Linguistic Labs Foundation

Notes forming part of the financial statements Note - 2.06 Fixed Assets:

Asset		Gro	Gross Block			Depreciation	iation		Net I	Net Block
	As at			As at	As at			As at	As at	As at
Tangible Asset	01.04.2015 Additions Deletions	Additions	Deletions	31.03.2016	01.04.2015	For the year Deletions	Deletions	31.03.2016 31.03.2016 31. 03.2015	31.03.2016	31.03.2015
Laptop	37,189	53,234	-	90,423	25,059	31,357	1	56,416	34,007	12,130
Total (A)	37,189	53,234	1	90,423	25,059	31,357		56,416	34,007	12,130
Total Previous Year	37189	,	-	37,189	2,921	22,138		25,059	12,130	





Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956)

Note No. - 1 Significant Accounting Policies

a Background

Vyoma Linguistic Labs Foundation ("the Company") was incorporated on December 07, 2012 as a Section 25 private limited company under the Companies Act, 1956 ('the Act'). The registered office of the Company is at No. 155, G.K.W. Layout, Vijayanagar - 560 040. The Company is engaged in promoting Sanskrit learning through the use of technology, spreading the usage of Sanskrit language and other related activities towards this objective.

Vyoma Linguistic Labs Foundation is a Section 25 private limited company incorporated under the Companies Act, 1956 having Section 25 Company license number 102545. The Company has carried out the activities during the period in accordance with the Memorandum and Articles of the Association. The Company has not declared any dividend or paid any salary or remuneration or by whatever name called (other than reimbursement of actual expenses incurred) to its directors and members. The Company has not made any changes in the Memorandum and Articles of Association during the year.

Vyoma Linguistic Labs Foundation teaches Sanskrit through online and classes are conducted through webinar. The notes and recordings of these classes are available to people online free for learning. In the financial year 2015-2016 approximately 2500 students have been benefitted by these classes and about 12 courses were conducted Vyoma Linguistic Labs Foundation also has donated 200 CD's (shandaroopasangraha) to 200 students who have secured the highest marks in Sanskrit in Karnataka State. This donation was made to the Karnataka State Sanskrit Teacher's association, Bangalore, who organised a public function and distributed the same in Company's presence.

b Basis of preparation of financial statement

These financial statements have been prepared in accordance with Generally Accepted Accounting Principles ('GAAP') in India under the historical cost convention on the accrual basis of accounting. GAAP comprises mandatory Accounting Standards ('AS') as specified in the Companies (Accounting Standards) Rules, 2006, ('the Rules') and the relevant provisions of the Companies Act, 1956, to the extent applicable.

The financial statements are presented in Indian rupees.

Use of Estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities, as of the balance sheet date and the reported amount of revenue and expenses for the period and disclosure of contingent liabilities as of the date of the Financial Statements. Actual amount could differ from these estimates. The differences, if any, will be dealt accordingly in subsequent years.

d Revenue Recognition

Company derives its revenues primarily from sale of books, CDs & DVDs and linguistic services and the same is recognised on accrual basis

e Taxation:

-a Income tax

Income tax expense comprises current tax for the period determined in accordance with the Income Tax Act, 1961.

-b Deferred tax

Deferred tax is recognised on timing differences between the accounting income and the taxable income for the period and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. Deferred tax assets are recognised and carried forward to the extent that there is a reasonable or virtual certainty, as may be applicable, that sufficient future taxable income will be available against which such deferred tax asset can be realised.

f Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

g Earnings per share ('EPS')

Basic and diluted earnings per share are computed in accordance with Accounting Standard - 20.

Basic earnings per share is calculated by dividing the net profit or loss after tax for the year attributable to equity share

holders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year, except where the results are anti-dilutive.



Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956)

As at As at March 31, 2016 March 31, 2015

Rs.

Nil

Note No. - 2.16 Other additional information - Balance Sheet

a. Contingent liabilities and commitments:

(i) Claims against Company not acknowledged as debt. - Nil
Commitments representing long term commitment and cancellation

(ii) of the same having higher penalties Nil Nil

b. In the opinion of the Board and to the best of its knowledge and belief, the value on realization of current assets, loans and

advances will, in the ordinary course of business, not be less than the amounts at which they are stated in the balance sheet.

For the period For the period ended ended
March 31, 2016 March 31, 2015

Note No. - 2.17 Other additional information - Income and Expenditure Account

a. Net (loss)/gain on foreign currency transaction

b. Payment to auditors:

i) Audit fee including tax audit
25,875
25,650
ii) other services

Note No. - 2.18 Other information- Income and Expenditure Account

a. Value of imports calculated on CIF basis

b. Expenditure in foreign currency - Travelling expenses
c. Details of consumption of imported items- Raw materials

Details of consumption of indigenous items - Raw materials

d. Amount remitted in foreign currency on account of dividend

e. Earnings in foreign exchange

Note No. - 2.19 Additional information

a Due to Micro, Small and Medium Enterprises

 i) Principal and interest amount remaining unpaid to any suppliers as at the end of the accounting year*

Nil Nil

* There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro, Small and Medium enterprises has been identified on the basis of information available with the Company.

b. Related party disclosure

List of related parties:

Nature of Relation	Related Parties		
Enterprises having control over reporting enterprise	Nil		
Subsidiaries	Nil		
Joint Venture, associate enterprise	Nil		
Enterprise under common control	Nil		
Enterprise over which the key management personnel exercise significant influence	a. Ideas Software and Consulting Private Limited b. NAMDUS Marketing and Technology Consulting LLP		
Key Management Personnel	a. Venkatasubramanian Panchukrishnan b. Krishnamurthy Balakrishnan c. Sudhir Ranganna Patavardhan		



c. Earnings per share

The Company has evaluated its earnings per share as per the requirements of Accounting Standard - 20, as under

Particulars	Current year	Previous Year
Net profit as per Income and Expenditure Account	-7,77,737	(10,93,707)
Weighted average no. of equity shares issued	1,000	1,000
Nominal value per share in Rs	10	10
Basic/Diluted EPS (in Rupees)	(777.74)	(1,093.71)

^{*}The Company does not have any outstanding dilutive potential equity shares as at March 31, 2016. Consequently, the basic and diluted earnings per share of the Company remain the same.

As per our report of even date

for Vishnu Daya & Co., Chartered Accountants Firm Registration No. 008456S

Shankar D

Partner Membership

Place: Bangalor Date: 26.09.201 for Vyoma Linguistic Labs Foundation

Venkatasubramanian

Director DIN:01242837

Place: Bangalore Date: 26.09.2016 Sudhir Ranganna

Director DIN:01242664

DIN.01242004

Place: Bangalore Date: 26.09.2016

Vyoma Linguistic Labs Foundation (Company registered under section 25(1)(a) of the Companies Act, 1956)

Computation of Total Income and Tax Liability for the year March 31, 2016

			(INR)	
PROFITS AND GAINS OF BUSINESS				
Excess of expense over income as per I & E account		(7,77,737)		
Less: Income to be shown separately		(7,77,737)		
	Donations	4,75,005		
	Interest	4,75,005		
Taxable Business Income		4,75,005	(12,52,742)	
NCOME FROM CHARITABLE ACTIVITIES				
Donations as per Income & Expenditure account		4,75,005		
Less: Expenses pertaining to charitable purpose		-		
Add: Interest Income		4,75,005		
Less: Deduction u/s 11(a)(1)		4,75,005 -		
Application of Income	(15% of income)	4,75,005		
Taxable Income from Other Sources			4,75,005	
Gross Total Income			(7,77,737)	
Less: Deduction under chapter VI-A			-	
Total Income			(7,77,737)	
Tax thereon			-	
Add: Education Cess @ 3%				
Fotal Tax payable				
				1

for Vyoma Linguistic Labs Foundation

Director