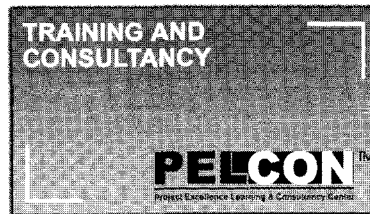
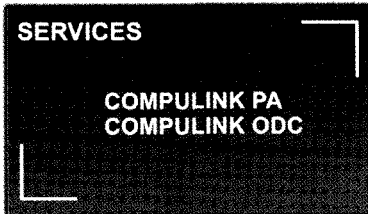


11th Annual Report
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COMPULINK SYSTEMS LTD.

Intellectual Property for

Infinite Possibilities

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Headquarters:

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"Kshitij", Plot No. 38,
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Tel: +91 20 6652 8000
Fax: +91 20 6652 8080
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36 Robinson Road
#13-01/02/04
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Singapore 068877
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Fax: +65 64013291
apac@compulink.co.in

Board of Directors:

Mr. Uday Madhukar Kothari ,
Executive Chairman and Chief Technology Officer

Mr. Vishwas Sharad Mahajan,
Managing Director and Chief Executive Officer

Mr. Ranjit Raghunath Thakur,
Director and Chief Financial Officer

Mr. Sajit Kumar,
Nominee Director, SIDBI Venture Capital Limited

Cmmde. Anand Khandekar,
Independent Director (Upto 28th April, 2006)

Mr. Mangesh Kirtane,
Independent Director (Upto 28th April, 2006)

Dr. Shridhar Shukla,
Independent Director (From 28th April, 2006)

Mr. Yadunath Deshpande,
Independent Director (From 25th August, 2006)

Auditor

M/s Sanjeev Katkar & Associates,
Chartered Accountants

Company Secretary

Mr. Sudhakar Vishwanath

Bankers

The Saraswat Co-operative Bank Limited, Pune
Citi Bank, Pune
ICICI Bank Limited, Pune

Registered Office

Compulink Systems Limited

'Kshitij' Plot No 38,
Rajiv Gandhi Infotech Park,
MIDC Hinjewadi,
Pune 411057.

Tel : +91-20-6652 8000

Fax : +91-20-6652 8080

Website : www.compulinkgroup.com

Registrar & Share Transfer Agents

Aarathi Consultants Private Limited

1-2-285, Domalguda

Hyderabad - 500029

Tel : +91-40-27634445/27638111

Fax : +91-40-27632184

E-Mail : info@aarathiconsultants.com

Website : www.aarathiconsultants.com

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NOTICE

Notice is hereby given that the 11th Annual General Meeting of the members of Compulink Systems Limited will be held on Friday, the 29th day of September, 2006, at 11.00 a.m. at the Convention Centre of the International Institute of Information Technology (I²IT), Plot No 14, Rajiv Gandhi Infotech Park, MIDC, Hinjewadi, Pune 411 057 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Profit and Loss Account for the financial year ended March 31, 2006 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors.
2. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting, and to fix their remuneration.

SPECIAL BUSINESS

3. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:
 "RESOLVED THAT in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Dr. Shridhar Shukla who was appointed as an Additional Director pursuant to the provisions of Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company subject to retirement by rotation under the provisions of the Articles of Association of the Company."
4. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:
 "RESOLVED THAT in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Mr. Yadunath Deshpande who was appointed as an Additional Director pursuant to the provisions of Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company subject to retirement by rotation under the provisions of the Articles of Association of the Company."
5. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution.
 "RESOLVED THAT in accordance with the applicable provisions of the Companies Act, 1956 (including any statutory modifications or re-enactment thereof, for the time being in force), the SEBI (Employee Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999, including any amendments thereof, for the time being in force (hereinafter referred to as "the ESOS Guidelines") and the provisions of any other applicable laws and regulations, the Articles of Association of the Company and Listing Agreements entered into by the Company with the Stock Exchanges where the securities of the Company are listed and subject to any applicable approval(s), permission(s) and sanction(s) of any authorities and subject to any applicable condition(s) and modification(s) as may be prescribed or imposed by such authorities while granting such approval(s), permission(s) and sanction(s) if any, and which may be agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include 'Compensation/Remuneration Committee' of the Board), consent of the Company be and is hereby accorded to the Board to grant, offer and issue, in one or more tranches, to such permanent employees of the Company whether working in India or out of India and Directors of the Company whether Wholtime Directors or otherwise excluding promoter directors (hereinafter referred to collectively as the "Employees"), as may be decided by the Board, Options exercisable by the Employees under a Scheme titled "Employees Stock Option Scheme - 2006" (hereinafter referred to as "the Scheme") to subscribe to such number of equity shares already allotted to the Compulink Systems Limited ESOP Trust (the Trust), at such price and on such terms and conditions of the Scheme as may be determined by the Board in accordance with the Guidelines or any other applicable provisions as may be prevailing at that time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to formulate, evolve, decide upon and bring into effect the Scheme on such terms and conditions as contained in the Explanatory Statement to this item in the Notice and to make any modification(s), change(s), variation(s), alteration(s) or revision(s) in the terms and conditions of the Scheme from time to time including but not limited to, amendment(s) with respect to vesting period and schedule, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the Scheme.

RESOLVED FURTHER THAT the Securities may be allotted in accordance with the Scheme either directly or through an existing trust or a trust which may be setup in any permissible manner.

6. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution.
 "RESOLVED THAT pursuant to limits specified under Section 309(4)(b)(i) of the Companies Act, 1956 and such other applicable provisions of the Act, if any, the consent of the Company is hereby obtained to pay remuneration by way of commission as a percentage of Net profits of the company to all/any of its non-executive directors as decided by the Board of Directors of the Company from time to time."
 "RESOLVED FURTHER THAT such remuneration paid to all the non-executive directors together shall not exceed one per cent of the net profits of the company for the financial year for which such remuneration is paid."

By Order of the Board
FOR COMPULINK SYSTEMS LIMITED

Vishwas Mahajan
 Managing Director & CEO

Place : Pune
 Date : 25th August, 2006

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 is annexed hereto.
3. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September 2006 to 29th September 2006 (both days inclusive).
5. Members holding shares in physical form are requested to lodge their Share holding for Dematerialisation with the Share Transfer Agents and communicate immediately any change in address to the Share Transfer Agents of the Company, Aarthi Consultants Pvt. Ltd. 1-2-285, Domalguda, Hyderabad – 500029. Phone Numbers : +91-40- 27638111/ 27634445/27642217 Fax: +91-40-27632184.
6. Members holding shares in dematerialised form are requested to notify any change in address to their respective Depository Participants (DPs)
7. Members are requested to:
 - a. Quote Registered Folio numbers in their correspondences to the Company.
 - b. Bring their copies of the Annual Report and the Attendance Slip duly filled in at the Annual General Meeting.

Explanatory Statement :**Item No : 3****Regularisation of appointment of Dr. Shridhar Shukla as director liable to retire by rotation.**

Your directors had in their meeting held on 28th April 2006 appointed Dr. Shridhar Shukla as an additional Director on the board of the company. Dr. Shridhar Shukla is a valuable addition to the board of your company. He has graduated in Electrical Engineering from IIT, Mumbai and has an MS in Electrical Engineering from Virginia Tech. In 1990, he completed a PhD in Computer Science from North Carolina State University for his work in multi-computer routing.

Until July 2003, Dr. Shukla has been a director on the board of directors of Persistent Systems Private Limited. During this period, he also served as the COO of the company and built a strong product and service business in the area of Identity Management.

Earlier, Dr. Shukla worked as an Assistant Professor at the US Naval Postgraduate School, California conducting research in multicast protocols. Dr. Shukla is now the Managing Director and Co- Founder of Great Software Laboratory Pvt. Ltd a Company which inter-alia is into developing technology for secure communication networks.

The board strongly feels that Dr. Shukla's presence and inputs while on the Board of your company would be of immense value to the company. Dr. Shukla is on the board in the capacity of an independent, non-executive director and shall hold office until the ensuing Annual General Meeting. You are requested to consider appointment of Dr. Shukla as Director of Compulink Systems Limited. None of the Directors are interested or concerned in the Resolution.

Item No : 4**Regularisation of appointment of Mr. Yadunath Deshpande as director liable to retire by rotation.**

Your directors had in their meeting held on 25th August, 2006 appointed Mr. Yadunath Deshpande as an additional director on the board of the company. Mr. Deshpande is a BE (Electronics & Telecommunication) from Indian Institute of Science, Bangalore and has vast experience in the field of Data Communications & Telecommunication Networks.

The board strongly feels that Mr. Deshpande's presence and inputs while on the Board of your company would be of immense value to the company. Mr. Deshpande is on the board in the capacity of an independent, non-executive director and shall hold office until the ensuing Annual General Meeting. You are requested to consider appointment of Mr. Deshpande as Director of Compulink Systems Limited. None of the Directors are interested or concerned in the Resolution.

Item No : 5**Amendment to ESOP Scheme:**

No fresh allotment of Equity Shares is envisaged under the scheme. The Board of Directors, at their meeting held on February 14, 2004, had approved an Employee Stock Option Plan (ESOP 2004). The Scheme was introduced to provide equity-based incentives to present and future employees and directors of the Company (excluding the Promoter Directors) and its subsidiaries. The scheme is administered through a Trust. The Trust has purchased 4,50,000 equity shares of Rs. 10/- each by utilizing a loan of Rs. 45.02 Lacs granted by the Company. In accordance with the ESOP Scheme, the Company had set aside 4,50,000 stock options to the employees of the Company of which the Company had initially granted 1,24,950 stock options. The same has been appropriately reflected in the disclosures to SEBI and Stock Exchanges during the IPO.

The Company seeks to introduce a new ESOP Scheme 2006 and grant further options from time to time, from the initially set aside Equity Shares under the New Scheme which is required as per the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 ("the Guidelines").

The Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include 'Employee Stock Compensation /Remuneration Committee' of the Board) is now considering to reward such employees of the Company whether working in India or out of India and Directors of the Company, whether Wholetime Directors or otherwise excluding promoter directors (hereinafter referred collectively as the "Employees"), as it may decide from time to time, through this mechanism as provided for in the proposed ESOP Scheme 2006.

The table below lists out the major features of the existing scheme and of the proposed new scheme :

Sr No	Particulars	ESOP Scheme 2004	Proposed ESOP Scheme 2006
1.	Exercise Price	Rs.10/- per share	As per the SEBI Guidelines and as decided by the Board (or its committee thereon from time to time)
2.	Vesting Schedule	50% of the options granted at the end of 3 rd year and balance 50% at the end of the 4 th Year.	25% each at the end of the 1 st , 2 nd 3 rd and 4 th year respectively.
3.	Grant Categories	Inaugural Stock 125000 Joining Stock 100000 Ongoing Stock 225000	Board (or its Committee thereon) free to determine the grant of the number of options under such categories as deemed fit
		Total 450000	

The salient features of the Employees Stock Option Scheme – 2006 (hereinafter referred to as the "the Scheme") are as under –

(A) Total number of Options to be granted

The options to be granted under the Scheme shall not result in issue of any new equity shares.

(B) Identification of classes of employees entitled to participate in the Scheme

Such permanent employees, including Directors, of the Company and its subsidiary companies as may be decided by the Board, from time to time, will be entitled to participate in the Scheme. Under the prevailing Guidelines, an employee who is a promoter or belongs to the promoter group will not be eligible to participate in the Scheme. A Director, who either by himself or through his relative or through any body corporate, directly or indirectly holds more than 10% of the outstanding equity shares of the Company, will also not be eligible to participate in the Scheme.

The Options granted under the Scheme shall not be renounced, transferred, pledged, hypothecated, mortgaged or otherwise alienated in any other manner.

(C) Requirements of vesting, period of vesting and maximum period of vesting

There shall be a minimum period of one year between the grant of Options and vesting of Options. The maximum vesting period may extend up to four years from the date of grant of Options, unless otherwise decided by the Board. The vesting shall happen in one or more tranches as may be decided by the Board.

Notes and Explanatory Statement**(D) Exercise price or pricing formula**

The exercise price for the purposes of the grant of Options shall be the 'market price' within the meaning set out in the Guidelines, i.e., the latest available closing price, prior to the date when Options are granted/shares are issued, on that Stock Exchange where there is highest trading volume on the said date.

(E) Exercise period and the process of exercise

Exercise period will commence from the vesting date and will expire not later than ten years from the date of grant of Options or such other period as may be decided by the Board.

The Options will be exercisable by the Employees by a written application to the designated officer of the Company, in such manner, and on execution of such documents, as may be prescribed by the Board.

The Options shall lapse if not exercised any time within the exercise period.

(F) Appraisal process for determining the eligibility of employees to participate in the Scheme

The Company has a formal performance appraisal system established whereby performance of the employees is assessed each year on the basis of various functional and managerial parameters. The appraisal process is revised at regular intervals in line with the best practices.

The Employees would be granted Options based on performance linked parameters such as criticality, work performance, technical knowledge, period of service, designation and such other parameters as may be decided by the Board from time to time. The Board may, at its discretion, extend the benefits of the Scheme to a new entrant.

(G) Maximum number of Options to be issued per employee and in aggregate

The number of Options that would be granted to an employee under the Scheme shall be decided by the Board. However, Options to be granted to a single employee shall not result into equity shares exceeding 0.10% of the issued, subscribed and paid-up equity shares of the Company as on March 31, 2006. The aggregate of all such grants shall not result into equity shares exceeding 5% of the issued, subscribed and paid-up equity shares of the Company as on March 31, 2006.

(H) Accounting methods/policies

The Company and its subsidiary companies shall conform to the accounting policies specified in Clause 13.1 of the Guidelines, and/or such other guidelines as may be applicable from time to time.

(I) Method of valuation of Options

The Company shall use the intrinsic value method for valuation of the Options. The difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised, had the fair value of the Options been recognised, shall be disclosed in the Directors' Report and the impact of such difference on profits and on EPS of the Company, if any, shall also be disclosed in the Directors' Report.

Clause 6(1) of the Guidelines requires that any employee stock option scheme must be approved by way of a special resolution. None of the Directors of the Company is, in any way, concerned or interested in the resolution.

Item No : 6**Remuneration to Non-Executive Directors**

Your company has non-executive independent directors on its Board. These directors are eminent personalities in their own fields. They provide crucial and valuable guidance to the company's management in its business and operational fields. Your company is currently paying only sitting fees to these non-executive directors. However, the Board finds it desirable to provide for payment of remuneration to such directors. Sub clause (i) of clause (b) of subsection (4) of Section 309 of the Companies Act, 1956, provides for payment of such commission to non-executive directors. The said resolution has to be approved by a special majority and shall be valid for a period of 5 years. Your directors request you to pass the said resolution as a special resolution and authorise the Board to make payment of remuneration to non-executive directors of the company, in the events of Net Profits as determined under the Companies Act, 1956. To the extent of their respective share holding of the non executive directors in the company, none of the directors are concerned or interested in the resolution.

By Order of the Board
FOR **COMPULINK SYSTEMS LIMITED**

Vishwas Mahajan
Managing Director & CEO

BRIEF RESUME OF DIRECTOR SEEKING REAPPOINTMENT :

SR. NO.	PARTICULARS	DETAILS	DETAILS
1.	NAME OF DIRECTOR	Dr. Shridhar Bhalchandra Shukla	Mr.Yadunath Ramchandra Deshpande
2.	DATE OF BIRTH & AGE	05.01.1962, 44 Years	19.04.1953, 53 Years
3.	DETAILS OF APPOINTMENT	In the Board Meeting held on 28.04.2006 appointed as an Independent, Non-executive Director. Also appointed as a member of :- - Audit Committee - Remuneration Committee - Investor Grievance Committee	In the Board Meeting held on 25.08.2006 appointed as an Independent, Non-executive Director. Also appointed as a member of :- - Remuneration Committee - Investor Grievance Committee
4.	QUALIFICATIONS	- BE (Electrical) from IIT, Mumbai, - MS (Electrical Engineering) from Virginia Tech. - Phd in Computer Science from North Carolina State University (for work in multi-computer routing)	- BE (Electronics & Telecommunication) from Indian Institute of Science, Bangalore,
5.	EXPERIENCE/EXPERTISE AND OTHER DIRECTORSHIPS AND COMMITTEE MEMBERSHIPS	- Past Director and COO in Persistent Systems Pvt. Ltd. - Worked as an Assistant Professor at the US Naval Post Graduate School, California and conducted research in multicast protocols. - Currently the Managing Director and Co-Founder of Great Software Laboratory Pvt. Ltd which is engaged in the development of technology for secure communication networks.	Mr.Yadunath Deshpande has vast experience in the field of Data Communications & Telecommunication Networks and has worked for over 15 Years in Societe Internationale de Telecommunications Aeronautiques (SITA) in the Gulf Region. From the Year 1997 Mr.Yadunath Deshpande is into business and is also a Director in Aerosoft Systems Private Limited.

Directors' Report

Dear Members,

Your Directors are pleased to place before you the 11th Annual Report for the financial year ended March 31, 2006.

Financial Results

(Rs. in Lacs, except per share)

PARTICULARS	Year Ended 31 st March 2006	Year Ended 31 st March 2005
Total Income	978.97	1286.16
Total Expenditure	1175.29	822.33
Operating Profit (PBIDTA)	(196.32)	463.83
Depreciation	191.59	66.25
Finance Cost	60.04	11.75
Profit before tax	(447.95)	385.83
Provision for tax	(24.81)	25.24
Profit after tax	(423.15)	360.59
Dividends	Nil	74.01
Tax on dividends	Nil	9.67
Basic earnings per share	(5.47)	5.67
Paid up Equity Share Capital	1036.92	611.43
Reserves	2016.60	500.36

Business Performance:

Total income in financial year 2005-06 was Rs.978.97 Lacs compared to Rs. 1286.16 Lacs in the preceding year.

Operating revenues decreased by 26.66% year on year to Rs.943.47 Lacs, of which export revenues were Rs.408 Lacs (43.24%) and domestic revenues were Rs. 535.47 Lacs (56.76%). Other income was Rs. 35.49 Lacs.

Operating Loss was at Rs.196.32 Lacs compared to Operating Profit of Rs.463.83 Lacs in the preceding year. The decrease in operating profits was primarily due to the following reasons :

- Decrease in operating revenues by 26.66% on yoy basis
- Increase in salaries. The personnel cost for the FY 2005-06 was Rs 695.87 Lacs compared to Rs 482.27 Lacs in the previous year. The said increase was keeping in line with the industry standards and additional workforce.
- Increased operating infrastructure costs, travelling costs and sales & marketing costs too have contributed to the decline in the operating profits.

Loss after tax stood at Rs. 423.15 Lacs compared to Profit after tax of Rs.360.59 Lacs in the preceding year. The decrease besides decrease in revenues and increase in operating costs was further impacted due to increase in the depreciation on assets capitalized during the year and fringe benefit tax paid during the year.

Dividend:

In view of the financial results of the company, the directors regret the company's inability to declare dividend for Financial Year 2005-2006.

Equity Share Capital :

During the year 4254801 Equity Shares of the Company were issued as per details below:

- 714285 Equity Shares of Rs.10/- each allotted on conversion of 300,000, 9% Optionally Convertible Cumulative Preference Shares (OCCPs) of face value Rs.100/- each:

SIDBI Venture Capital Limited (SVCL) had invested in 10,00,000 Equity Shares of the Company in September 2003. SVCL had also invested in 300,000, 9% Optionally Convertible Cumulative Preference shares with a face value of Rs. 100/- between September 2003 and March 2005. These OCCPs were converted into 714285 Equity Shares of face value Rs.10/- each in May

2005 at Rs.42/- per share. The OCCPs were converted so that there were no outstanding convertible instruments of the Company before the Initial Public Offering.

b. Initial Public Offer of Shares:

Pursuant to a Prospectus dated 11th November 2005, the Company made an Initial Public Offer of 4,538,462 Equity Shares of Rs. 10/- each for cash at a premium of Rs.50/- per Equity Share aggregating Rs.27,23,07,720/- consisting of a Fresh Issue of 3,538,462 Equity Shares of Rs. 10/- each at a premium of Rs.50/- per Equity Share for cash aggregating Rs.21,23,07,720/- and an Offer for Sale of 10,00,000 Equity Shares of Rs.10/- each at a premium of Rs.50/- per Equity Share for cash, aggregating Rs.6,00,00,000/-

While finalizing the Basis of Allotment, 2054 Equity Shares of Rs.10/- each were allotted extra for the purpose of rounding off to the nearest integer of minimum allotment amount.

The Equity Shares of the Company were listed on the BSE and NSE on 28th December 2005 and the Listing Fees for the Year 2006-2007 have been paid to the respective Stock Exchanges.

The IPO was oversubscribed by 2.01 times and on behalf of the Board of Directors and Team Compulink, we thank for the support and faith shown by you by investing in the IPO. We wish to repose the faith and seek your support to grow the business globally.

Subsidiary :

- Compulink USA Inc, a Wholly Owned Subsidiary of Compulink India incorporated in June 2000 under the laws of State of Delaware, USA closed the financial Year 2005-2006 with a Net Loss of US\$ 48577 (Net loss of financial year 2004-2005 US \$ 47931).
- Compulink Europe Limited, a Wholly Owned Subsidiary of Compulink India, incorporated in April 2004 under the Corporate laws of England and Wales, UK, closed the Year March 31, 2006 with a Net Loss of GBP 100265 (Net loss of GBP 105835 of financial Year 2004-2005).
- Compulink Software Pte Limited, a Wholly Owned Subsidiary was recently incorporated under the Corporate Laws of Singapore and is in the process of commencing its business operations.

Company Business Overview :

Over the years, Compulink has moved up in the value chain from plain "services" to "products and services" and now to "products and productized services".

Its initial focus on 'Product Development Services' facilitated creation of critical processes for product development and components that eventually became the building blocks of its products.

Its next phase of 'Own IP and Product Development and Marketing' allowed its customers to license its software for a fee while retaining the IP rights. The cost structure of the product licensing is based on the 'value' rather than 'cost' and this offers opportunities for non-linear growth.

The complementing Consulting Services and Development Services offer its customers a complete suite of services under one umbrella.

Products And Services Offerings :

During the year, your Company crossed the 100 customer mark for its product offerings.

Your Company's product suite Whizible- composed of SEM, ProjectByNet, Engineering and EPM are designed to fulfill the information needs of global services delivery organizations. With the growth of the global delivery model of executing a variety of projects across industries, the Whizible suite of products is of relevance in global markets.

Joint Marketing Activities with Microsoft :

Being a Microsoft Gold Certified Partner, Compulink is working closely with Microsoft for the promotion of its Whizible Suite of products. Compulink recently developed Whizible EPM – a 'Services Execution Management' solution that runs on top of Microsoft Project Server.