

Department of Corporate Services
BSE Limited
P.J.Towers
Dalal Street
Mumbai .400001

30th August 2016

Dear Sir

Sub : Submission of 22nd Annual Report

Ref : Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations 2015

With reference to the above, we are herewith submitting our 22nd Annual Report along with

Form A.

Kindly take the same on record and oblige.

Thanking You

Yours Faithfully

FOR CYBERMATE INFOTEK LIMITED

P.Chandra Sekhar





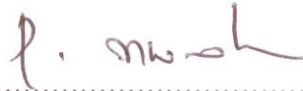

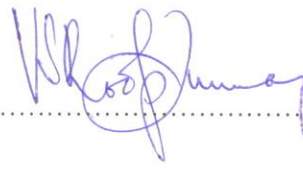

P.CHANDRA SEKHAR
DIRECTOR & CHIEF FINANCIAL OFFICER
DIN : 01647212



Encl :a/a

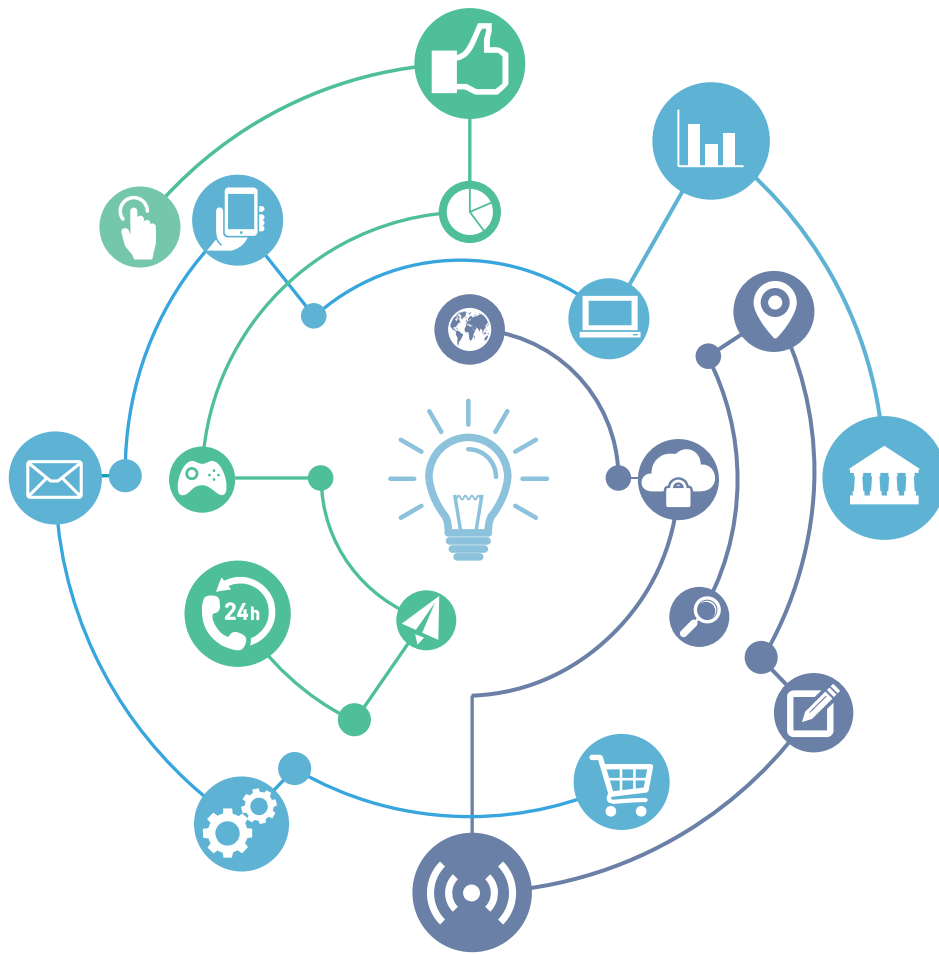
FORM A

(For audit report with unmodified opinion)

1	Name of the Company	Cybermate Infotek Limited
2	Annual Financial Statements for the year ended	31 st March, 2016 (Consolidated Financial Results)
3	Type of Audit observation	Un Modified
4	Frequency of observation	Not Applicable
5	To be signed by-	
	i. Mr.P.C.Pantulu Managing Director & CEO	 
	ii. Mr.P.Chandra Sekhar Director & CFO	 
	iii. Mr.P.Murali Mohan Rao Partner P.Murali & Co. Auditor of the Company	 
	iv. Mr.V.S.Roop Kumar Audit Committee Chairman	 

22nd

ANNUAL REPORT 2015 - 16



Board and Key Managerial Personnel

Mr. P. C. Pantulu	Managing Director
Mr. K. S. Shiva Kumar	Director - Operations
Mr. P. Chandra Sekhar	Director - Finance & CFO
Mr. K. Koteswara Rao	Non-Executive Director
Dr. D. Jayarami Reddy	Independent Director
Ms. C. Kamakshi Bharathi	Independent Director
Mr. B. Srinivasa Reddy	Additional Director - (Appointed on 07/03/2016)
Mr. V. S. Roop Kumar	Additional Director - (Appointed on 07/03/2016)
Mr. K. Shankar	Independent Director - (Resigned on 25/02/2016)
Mr. K. Pawan Kumar	Independent Director - (Resigned on 03/03/2016)
Ms. K. Venkata Lakshmi	Company Secretary & Compliance Officer

Annual General Meeting 07th September 2016 at 10.30 am

Venue	Moksh Banquets 221, Tivoli Road Secunderabad. 500003 Telangana
Auditors Statutory Auditor	P.Murali & Co Chartered Accountants 6-3-655/2/3, Somajiguda Hyderabad. 500 082 Telangana
Secretarial Auditor	Y. Koteswara Rao 48-345, Ganesh Nagar Colony H.M.T. Road, Chintal Hyderabad
Bankers	ICICI Bank Ltd
CIN	L72200TG1994PLC017485
Registered Office	Plot No 19 & 20, Moti Valley Trimulgherry Secunderabad. 500015 Telangana.
e-mail Investors General	secretarial@cybermateinfotek.com info@cybermateinfotek.com
website	www.cybermateinfotek.com
Listing	BSE Ltd Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001
ISIN No	INE215B01014
Stock Code	532271
Registrar & Share Transfer Agent	Aarathi Consultants (P) Ltd Gagan Mahal, Street No 7 Aravindra Nagar, Domalguda Hyderabad - 500 029. Telangana

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Share Holders Information Updation Form

Board of Directors



Mr. P.C. Pantulu
(DIN 01583136)
Promoter,
Managing Director
Committee Membership: None



Mr. K.S. Shiva Kumar
(DIN 02103299)
Promoter,
Director Operations
Committee Membership: None



Mr. K. Koteswara Rao
(DIN : 06401491)
Promoter,
Non-Executive Director
Committee Membership :
Member - Stakeholders
Relationship Committee



Mr. P. Chandra Sekhar
(DIN 01647212)
Promoter, Director - Finance
and Chief Financial Officer
of the Company.
Committee Membership: None

Board of Directors



Mr. V. S. Roop Kumar

(DIN: 05317482)

Independent Director

Committee Membership :

Chairperson for Audit

Committee, Member -

Nomination and Remuneration Committee

Mr. B. Srinivasa Reddy

(DIN: 01384074)

Independent Director

Committee Membership:

Chairperson Stakeholders

Relationship Committee,

Member - Nomination and

Remuneration Committee



Dr. D. Jayarami Reddy

(DIN 02079731)

Independent Director

Committee Membership:

Member - Audit Committee,

Member - Stakeholders

Relationship Committee



Ms C. Kamakshi Bharathi

(DIN 07144611)

Independent Director

Committee Membership: Chairperson,

Nomination & Remuneration Committee,

Member - Audit Committee



Market Place

for Logistics 



Welcome to the Future of Logistics

Bharat Cargo is redefining the future of transportation by providing the first and only integrated, automated transportation exchange connecting Carriers, Brokers, and Shippers to move and track freight in real-time.



Business



Customers



Booking



GPS Tracking

www.bharatcargo.in


CYBERMATE
INFOTEK LIMITED
We win, when you win!

Our platform facilitates the SFOs and MFOs interaction with SME, MSME and domestic customers to achieve their goals.

Unable to trace health records
in medical emergencies ??
.... subscribe and save a life!

Electronic Health Records



www.e-healthrecords.com

CYBERMATE
INFOTEK LIMITED
We win, when you win!



HealSoft

A complete Hospital Information Solution



Stability



Reliability



Efficiency



HealSoft - Hospital Information Solution





Toll Plaza System Interface

- Prepaid Automated Toll Collection



No Manual Collection Point Required.





Heal soft (HMS)

A complete Enterprise Hospital Management Software Suite (18 modules) for Clinics, Small, Medium and Large Hospitals at multi locations in multiple technologies which can be integrated to an ERP.

Purchase and Contract Management



A specialized application for vendor management which facilitates procurement specification through tender processes and contract execution.

EHR



An Electronic Health Record is a digital version of a patient's medical records.

E-Billing



A highly technical product to facilitate enterprise billing for power generation units.

RCMS



A comprehensive retail & wholesale distribution management software package, uniquely designed to suite a single outlet or a multiple / chain of retail stores viz., Super markets and the likes

Corporate Information System (CIS)



An intranet application of project management for handling project documentation, teams and resources, interact with employees.

eTearsheet™



Digital distribution of proof of publication of advertisements & tearsheet management.

EZDMS™



Simplified low cost Document Management System



Content Management System (CMS)

The Application, comprehensive content management software solution for publishing an online Business News Portal, Breaking News, Budget, Business Interviews or other information resource.

PMS



A complete web based application for the automation of Payroll Process.

HRMS



An application to cater to the Human Resource record maintenance of multi Geographical operations of Public Sector Units

Document Management System (DMS)



Work flow application for paperless operations for Note generation, Correspondence, Approval and Archival for Government Departments.

Asset Management Application (AMS)



An application for tracking the location, operation and movement of active and passive components of remote assets.

Cinfotek CARDS



A complete print order management solution for the print industry.

Top Access™



Comprehensive suite of solutions for Counter Top manufacturing & retail.

Fleetplus™



Realtime vehicle monitoring & fleet management in companies with large fleets.

Medrep



A product for Pharmaceutical companies to manage & communicate the effectiveness of the medical representatives in the field.



It is our constant endeavor to offer our clients in the tourism sector, a high quality portals. The scope of work encompasses the varied range of services including e-commerce, several downloadable applications, payment gateway and GIS services for effective Town mapping.

INSURANCE Virtual Premium



Investor Communication: Configurable Solution to manage large volumes personalized investor account performance reporting **Credit Card Management:** This web based system provides integrated solution for registration of bank customers namely, Cardholder, Merchants, Marketing Agents, Recovery Agents.

FINANCE Investor Communication



Sales Commission Automation System (SCAS): Is a Web-based solution, to simplify the commission calculation procedure of sales representatives. **Sugar ERP:** Provides a customizable ERP for the Sugar industries in India.

MANUFACTURING Sales Commission Automation System



CIL provides a solution for a Client engaged in Travel and Tourism Domain. The solution comprises a Tourism Web Portal facilitating global tourists to plan and book their tours on-line which include, air tickets, hotel accommodation, local transport, travel guide, visa regulations and other allied services through payment gateways.

TOURISM



Pupilsoft: Geared towards the US public schools the "scholastic incident reporting system" provides early signals of violence & other anti-social events that may occur in the schools. **Online University Computer Shop:** A configurable B2C solution for Universities, sale of computers and accessories to students via a preferred reseller.

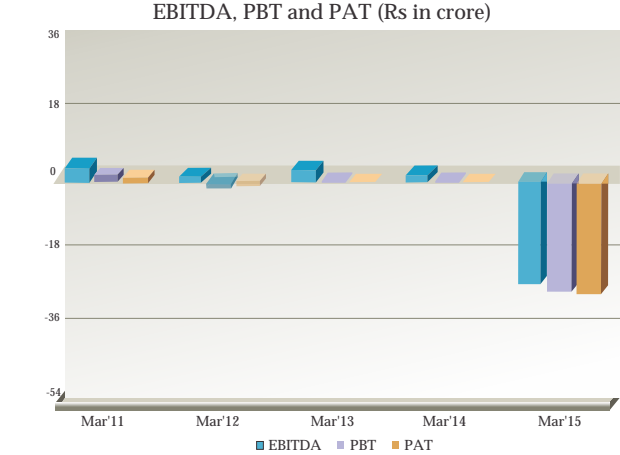
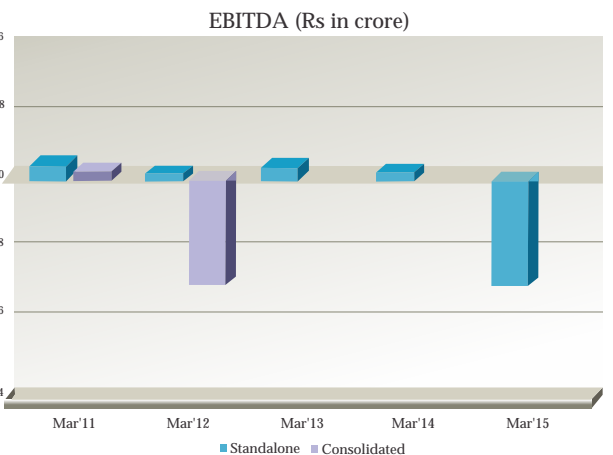
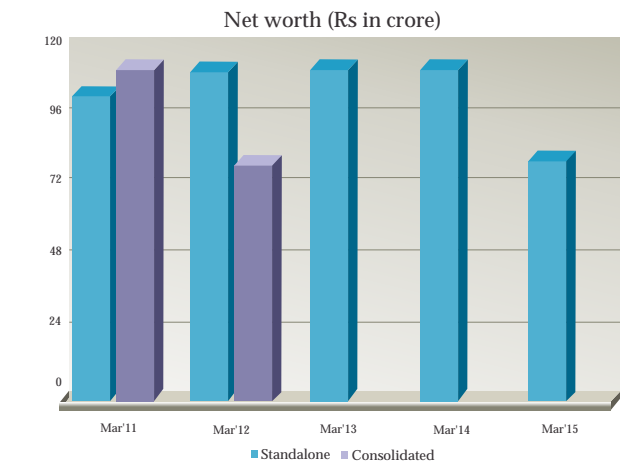
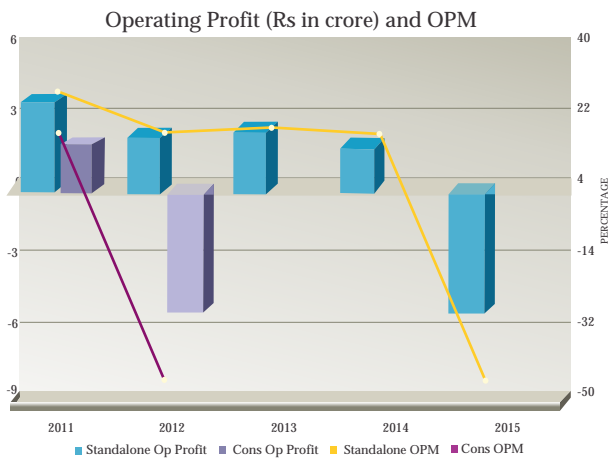
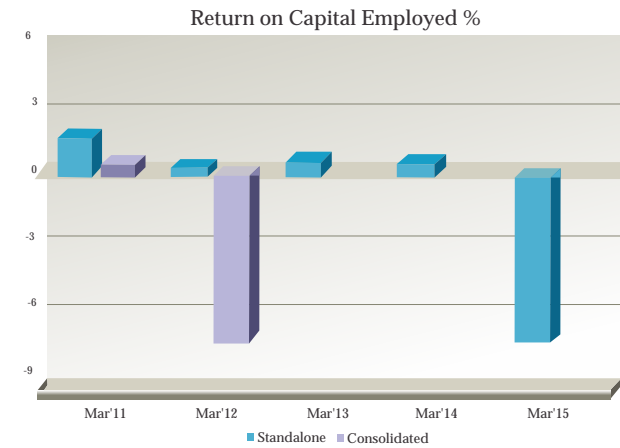
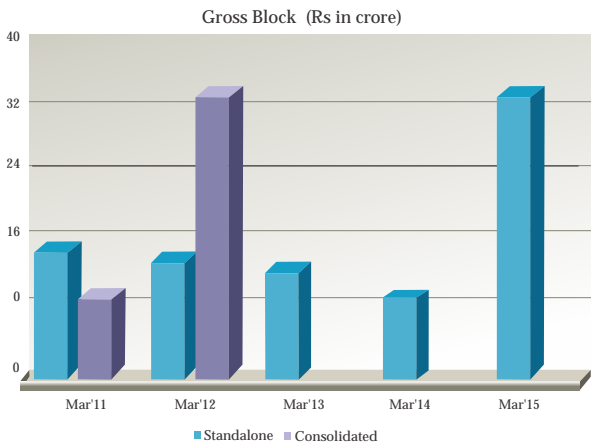
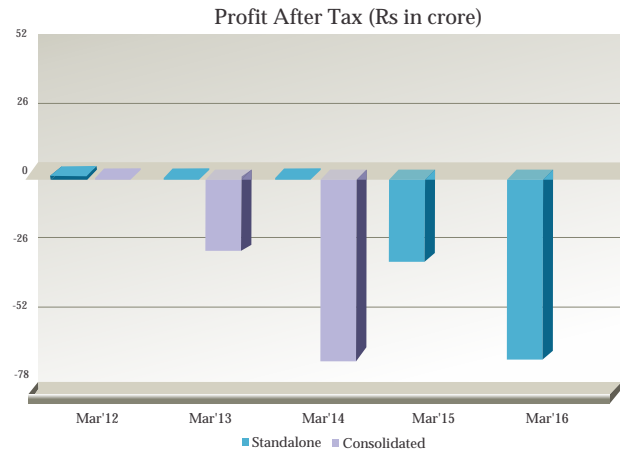
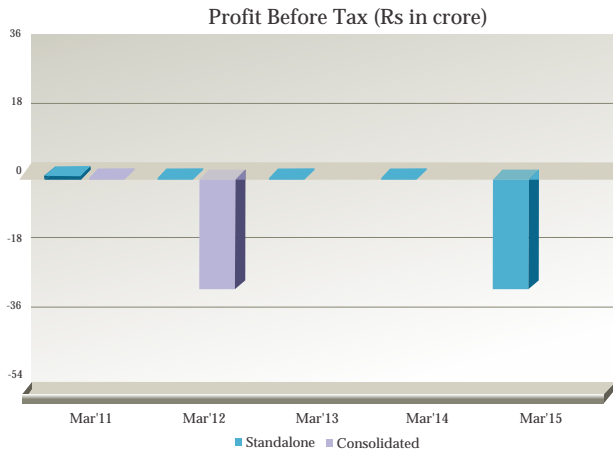
EDUCATION Pupilsoft



CIL has set up operational processes for sales, support, procurement, accounting and compliances for telecom and vendor management for cargo/logistics businesses.

BUSINESS PROCESS OUTSOURCING (BPO)





Message
from the
Managing Director



Dear Members,

At the outset, I wish to thank all the stakeholders of the company for the continuous support extended and also for placing your faith and trust in the company. Due to the confidence reposed in the management of the company, the directors have always been striving to put in their best abilities and steer the company through better decisions. The Board, subsequent to constructive deliberation on the proposal of restructuring the capital of the company, has approved for a scheme of reduction of capital, which shall be placed before the members in the forthcoming Annual General Meeting for their review and assent. I wish to assure all the stakeholders that your company has always laid emphasis on honouring its statutory obligations and has followed all procedures, both statutory and mandatory in nature.

The Board of your company looks forward for your support in the coming years too.

With warm regards & best wishes


P.C. Pantulu
Managing Director



NOTICE

Notice is hereby given that the 22nd Annual General Meeting of the shareholders of the company will be held on Wednesday, the 07th day of September 2016 at 10.30 a.m at Moksh Banquets, 221, Tivoli Road, Secunderabad – 500 003, Telangana. India to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016, the Profit and Loss Account for the year ended 31st March, 2016 together with Schedules and Notes attached thereto, along with the Reports of the Directors and Auditors thereon.
- To appoint M/s. P. Murali & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company and to fix their remuneration.
 “RESOLVED THAT pursuant to the provisions of Section 139, 141 and 142 of Companies Act 2013 read with Rule 3(7) of Companies (Audit and Auditor) Rules, 2014, as amended from time to time, M/s. P. Murali & Co., Chartered Accountants, (bearing Firm Reg no: 023412) having their office at 6-3-655/2/3, Somajiguda, Hyderabad. 500082, Telangana., be and is hereby re-appointed as Statutory Auditors of the Company so as to hold the said office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 23rd Annual General Meeting of the company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditor.”

SPECIAL BUSINESS

- To re-appoint Mr. Chandra Sekhar Pattapurathi, (DIN : 01647212) as Whole-Time Director for a period of five years and fix his remuneration.
 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 provisions of Sections 196, 203 read with Part I of Schedule V and all other applicable provisions, if any of the Companies Act, 2013 read with rules made thereunder, including any statutory modification or re-enactment thereof and subject to such consents and approvals as may be necessary, the company hereby approves the re-appointment of Mr. Chandra Sekhar Pattapurathi, (DIN : 01647212) as “Whole-time Director” and “Chief Financial Officer (CFO) for a period of five years with effect from 07th September, 2016 and with an existing remuneration of Rs. 90,000/- per month with liberty to split the remuneration payable in such manner as may be agreed to between the Board of Directors and Mr. Chandra Sekhar Pattapurathi.”

 “RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writing as may be required to give effect to this resolution.”
- Rescinding Resolution No- 4 passed at Extraordinary General Meeting held on 04th April, 2016 with respect to Increase in Authorized Capital.

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

“RESOLVED THAT the Resolution No 4 with respect to increase in authorized capital passed at Extraordinary General Meeting held on 04th April, 2016 be and is hereby stands rescinded.”

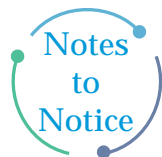
- Adoption of New Set Of Articles Of Association:
 To consider and, if thought fit to pass with or without modification(s), the following resolution as a Special Resolution:
 “RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company with immediate effect;
 “RESOLVED FURTHER THAT the Board be and is hereby severally authorized to do all such acts, deeds and actions as may be necessary, proper and expedient to give effect to this resolution.”
- Reduction of Capital
 To consider and if thought fit, to pass, with or without modification, the following resolution as a Special resolution:
 “RESOLVED THAT pursuant to Section 100 to 104 of the Companies Act, 1956/ Section 66(1) and other applicable provisions, if any, of the Companies Act, 2013, Article 57 of Articles of Association of the company and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to the confirmation by the High Court/ National Company Law Tribunal as the case may be at Hyderabad and subject to such other approvals, consents, permissions or sanctions of any other concerned authority, body or institution (hereinafter collectively referred to as “the concerned authorities”) as may be required, and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any of such concerned authorities, from time to time, while granting such approvals, consents, permissions or sanctions; the subscribed, issued and paid up equity share capital of the company be reduced from Rs. 724,419,620/- (Rupees Seventy Two Crores Forty Four lakhs Nineteen Thousand Six Hundred and Twenty) divided into 72,441,962/- (Seven Crores Twenty Four Lakhs Forty One Thousand Nine Hundred and Sixty Two) equity shares of Rs 10 each to Rs. 1,44,883,924/- (Rupees Fourteen Crore Forty Eight Lakhs Eight Three Thousand Nine hundred and Sixty Two) divided into 72,441,962 (Seven Crores Twenty Four Lakhs Forty One Thousand Nine Hundred and Sixty Two) equity shares of Rs 2 each.”

By Order of the Board of Directors

P.C. Pantulu
 Managing Director

Place: Hyderabad

Date: 12th August 2016



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE PROXY FORM IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LATER THAN 48 HOURS BEFORE THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 % of the total share capital of the company carrying voting rights. A member holding more than 10 % of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorizing their representative to attend and vote on behalf at the meeting.
3. The details of directors in respect of Item 3 pursuant to clause 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Bombay Stock Exchange limited are annexed hereto.
4. The register of beneficial owners, register of members and share transfer books of the Company will remain closed from Wednesday, the 31st day of August, 2016 to Wednesday, the 07th day of September, 2016 (both days inclusive).
5. Members/ Proxies and authorised representatives should bring the Attendance slip enclosed herewith duly filled in and handover the same at the entrance of the Meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
6. Members are requested to notify immediately, of any change in their address, to the Company in case their shares are held in dematerialized form, this information should be passed on so that the updated information as required can be made available at the meeting.
7. Members holding shares in physical form are requested to dematerialize the shares in electronic form to facilitate faster transfer and avoid rejections for bad deliveries. The Original Share Certificates be sent to Aarthi Consultants (P) Ltd, 1-2-285, Domalguda, Hyderabad-500029.
8. Members seeking any information or clarifications on the Annual Report are requested to send in their written queries to the company at least one week before the meeting to enable the company compile the information and provide replies at the meeting.
9. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the following:

1. secretarial@cybermateinfotek.com
2. info@arthiconsultants.com

Members may also note that the aforesaid documents are available for download from the company's website : - www.cybermateinfotek.com

10. Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014, the company is pleased to offer e-voting facilities to the members to cast their votes electronically on all resolutions set forth in this notice.

Members who do not have e-voting facility can take the benefit of ballot form enclosed herewith.

Complete instructions on e-voting and ballot are annexed herewith and forms part of this notice. Instructions for e-voting:

- (a) The shareholders should log on to the e-voting website www.evotingindia.com.
- (b) Click on "Shareholders" tab.
- (c) Now enter your User ID

For Members holding shares in Demat Form	For Members holding shares in Physical Form
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,	Folio Number registered with the Company
For CDSL: 16 digits beneficiary ID,	

- (d) Next enter the Image Verification as displayed and Click on Login.

(e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

- (f) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN Issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio number in the PAN Field. In case the folio number is less than 8 digits, enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field • Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL client id. For example: CDSL Account holder name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234'. NSDL Account holder name is Rahul Mishra and DP ID. is IN300000 and client ID 12345678, then default value of PAN is 'RA12345678'.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat your demat account or in the your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the folio/client id.

(g) After entering these details appropriately, click on "SUBMIT" tab.

(h) Members holding shares in Physical form will then reach directly to the voting screen.

(l) Members holding shares in Demat form will now reach 'Password Creation' menu. Here, they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and to take utmost care to keep your password confidential.

If Demat account holder has forgotten the changed password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system. (j) Click on the relevant EVSN for the "CYBERMATE INFOTEK LIMITED" on which you choose to vote.

(k) On the voting page, you can find "Resolution Description" against which the option 'YES/NO' for voting is provided. Enter the number of shares (which represents number of votes) under YES/NO.

(l) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Notice of the Annual General Meeting.

(m) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(n) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

(o) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(p) Note for Non-Individual Shareholders & Custodians:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

(q) E-voting Period begins on Sunday, the 04th September, 2016 at 10.00 am and ends on Tuesday, the 06th September, 2016 at 5.00 pm. During this period, shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date 30th August, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(r) Members have an option to vote either electronically (availing services provided by CDSL) or by using the poll slips to be distributed at the meeting. If the members have cast their vote electronically, they should not cast their vote at the meeting. However, if a member has voted electronically and has again voted at the meeting, then the voting done through e-voting shall prevail and voting done at the meeting shall be treated as invalid.

(s) Mr. Y. Koteswar Rao, Practising Company Secretary (Membership No: ACS No 3785, CP No 7427) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

(t) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

By Order of the Board



P.C. Pantulu

Managing Director

Place: Hyderabad

Date: 12th August 2016

Registered & Corporate Office
CYBERMATE INFOTEK LIMITED
(CIN: L72200TG1994PLC017485)
PLOT NO 19 & 20, MOTI VALLEY
TRIMULGHERRY
SECUNDERABAD - 500 015
TELANGANA, India
Tel: +91 40 4776 6123/4
Fax: +91 40 4776 6143
E-mail: secretarial@cybermateinfotek.com
Website: www.cybermateinfotek.com

STATEMENT ANNEXED TO THE NOTICE AND SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013.

Item No 3:

Mr. Chandra Sekhar Pattapurathi (DIN 01647212) was appointed as "Whole-Time Director" and "Chief Financial Officer(CFO)" of the Company by the shareholders to hold office upto 31st march, 2017. Since the term of appointment is going to expire the Board proposed at their meeting for continuation of his employment as "Whole-Time Director" and "Chief Financial Officer(CFO)" of the Company, for a further period of five (5) years, which requires the approval of members by way of a special resolution.

The Board on recommendation of Nomination and Remuneration Committee passed a resolution on 12th August, 2016 approving re-appointment of Mr. Chandra Sekhar Pattapurathi, as "Whole-Time Director" and "Chief Financial Officer (CFO)" of the Company for a further period of five (5) years with effect from 07th September, 2016, being the date of the ensuing Annual General Meeting, subject to the approval of the shareholders.

Broad particulars of the terms of appointment of and remuneration payable to Mr. Chandra Sekhar Pattapurathi are as under:

REMUNERATION:

1. Basic Salary: Rs: 90,000/- per month.

2. Incentive: Nil

3. PERQUISITES:

a) Gratuity as per the rules of the Company, but not exceeding half a month's salary for each completed year of service.

b) Encashment of leave at the end of tenure.

- c) Provision of car for use on Company's business.
 d) Free landline telephone facility at residence along with free mobile telephone facility. Long distance personal calls to be recovered by the Company.
 e) He shall also be entitled to reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company.

I. General Information:

- (1) Nature of industry: IT Software Products.
 (2) Date or expected date of commencement of commercial production: 05/05/1994
 (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Nil
 (4) Foreign investments or collaborations, if any:
 a. Non-Trade: In Equity instruments Of Subsidiaries- Unquoted
 i) Cybermate Infotek Limited Inc.USA: 5000 Equity Shares of USD 1 each and Share Application Money Pending Allotment is Rs. 2,17,500/-

II. Information about the appointee:

- (1) Background details: He is Forty One (41) years old. He is a commerce graduate and a member of the Institute of Cost and Works Accountants of India (qualified in the year 1998). He began his career with CIL as an Executive Finance & Accounts. He has worked with a large retail chain in international markets as a Senior Financial Analyst before joining the Board of CIL He has experience in Finance, Accounts, Corporate Strategy, Financial Management, Taxation, Secretarial and International Trade Practices.
 (2) Past remuneration: Consolidated Salary, Perquisites and Performance Bonus, etc- 90,000/- (Rupees Ninety Thousand) per month.
 (3) Recognition or awards: Nil
 (4) Job profile and his suitability:
 a) The "Whole-Time Director" and "Chief Financial Officer(CFO)" shall devote his whole time attention to the business of the Company and carry out such duties and exercise such powers as may be required, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/or subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.
 b) He shall undertake to employ the best of the skill and ability to make his utmost endeavours to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.
 c) He shall not at any time exceed the powers so delegated by the Board.
 (5) Remuneration proposed: 90,000/-per month.
 (6) Financial Performance: Performance of the Company for the last three years is as follows:

Registered & Corporate Office
 CYBERMATE INFOTEK LIMITED
 (CIN: L72200TG1994PLC017485)
 PLOT NO 19 & 20, MOTI VALLEY
 TRIMULGHERRY
 SECUNDERABAD - 500 015
 TELANGANA, India
 Tel: +91 40 4776 6123/4
 Fax: +91 40 4776 6143
 E-mail: secretarial@cybermateinfotek.com
 Website: www.cybermateinfotek.com

ITEM	2015-16 (Rs.)	2014-15 (Rs.)	2013-14 (Rs.)
Income from Operations (Gross) (including Other income)	1,34,961,304	11,77,89,454	10,16,25,532
Profit / (Loss) before Tax	(67,27,62,722)	(28,88,35,574)	3,76,082
Profit / (Loss) after Tax	(67,20,80,962)	(28,96,65,727)	2,59,873

Not with standing anything to the contrary herein contained, where in any financial year, the company has no profits or its profits are inadequate, the company will pay Mr. Chandra Sekhar Pattapurathi, the "Whole-Time Director" and "Chief Financial Officer(CFO)" of the company, the remuneration by way of salary, perquisites and allowances as specified above as minimum remuneration. The "Whole-Time Director" and "Chief Financial Officer(CFO)" shall also be entitled to reimbursement of expenses actually incurred by him for the business of the company. He shall not be paid any sitting fees for attending meetings of the Board or Committee thereof. Mr. Chandra Sekhar Pattapurathi, "Whole-Time Director" and "Chief Financial Officer(CFO)" shall not be liable to retire by rotation. The resolution is recommended for your approval.

The Board recommends the resolution set forth in Item no. 3 for the approval of the members.

Except Mr. P. C. Pantulu and Mr. P. Chandra Shekar, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned are interested, financially or otherwise in this resolution set out at item no. 3. The appointee is related to Mr. P.C. Pantulu, Managing Director, being his son.

Item No 4:

The Company has sought the approval from the members for increasing its Authorized Share Capital from Rs 85 Crores to 190 Crores at the Extraordinary General Meeting (EGM) held on 04th April, 2016 and accordingly the members approved the same as per Section 61 and other applicable provisions of the Companies Act, 2013 and Clause V of Memorandum of Association. Now the Board of Directors has resolved not to proceed with the said resolution for implementation in view of reduction of its share capital, as the members are aware. Accordingly with the permission of members, it is proposed to rescind the said resolution no-4 of the notice convening the Extraordinary General Meeting (EGM) held on 4th April, 2016.

By Order of the Board



P.C. Pantulu
 Managing Director

Place: Hyderabad

Date: 12th August 2016

For the ready reference of the members the Resolution passed at the Extraordinary General meeting on 04th April, 2016 read as under.

“RESOLVED THAT pursuant to the provisions of section 61 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made there under as amended from time to time, the Authorised share capital of the company be and is hereby increased from Rs. 85,00,00,000/- (Rupees Eighty Five Crores only) divided into 8,50,00,000 (Eight Crore and Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten) each to Rs. 190,00,00,000/- (One hundred and Ninety Crores only) divided into 19,00,00,000/- (Nineteen Crore) equity shares of Rs. 10/- (Rupees Ten) each by creation of additional 10,50,00,000 (Ten Crore and Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten) each ranking pari passu in all respects with the existing equity shares.

RESOLVED FURTHER THAT Clause V in the Memorandum of Association of the Company be and is hereby altered by substituting the same with the following:

“The Authorised Share Capital of the Company is Rs. 190,00,00,000/- (One hundred and Ninety Crores only) divided into 19,00,00,000/- (Nineteen Crore) equity shares of Rs. 10/- (Rupees Ten) each with power for the company to consolidate, convert, subdivide, reduce or increase the capital and issue any new shares with any preferential or special rights and conditions attached there to subject to the provision of Companies Act, 2013.”

RESOLVED FURTHER THAT the Board of Directors of the Company, (including any Committee of the Board constituted or hereinafter constituted), be and are hereby severally authorized to do all such acts and things and execute and deliver such forms and documents, as may be necessary, including for the listing of the equity shares so issued, to the Securities and Exchange Board of India, the Registrar of Companies, the Reserve Bank of India, the Bombay Stock Exchange Limited, National Securities Depository Limited, Central Depository Services Limited, authorized dealers or any other statutory and/or regulatory authority, and to do all other acts, deeds, things as may be required to give effect to the above resolution.”

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this resolution.

Your Directors recommend the Resolution for your approval as Ordinary Resolution.

Item No-5:

The Articles of Association (“AoA”) of the Company as presently in force are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the present Companies Act, 2013.

With the notification of the Companies Act, 2013, several regulations of the existing AoA of the Company requires alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles. The new AoA to be substituted in place of the existing AoA are based on Table ‘F’ of Schedule I of the Companies Act, 2013 which sets out the model articles of association for a Company limited by shares.

The proposed draft of AoA shall be made available at the meeting and shall also be uploaded on the Company’s website for the review and recommendation of the members”

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this resolution.

Your Directors recommend the Resolution for your approval as Special Resolution.

Item No-6:

The Company has incurred losses in earlier years due to Impairment of Intangible Assets and Written off Bad Debts of Rs 21,53,51,093/- and Rs 12,07,59,521/- respectively. The accumulated losses of the company as per its Audited Balance Sheet as at 31st March 2016 amount to Rs.70,70,87,144/- (Rupees Seventy Crore Seventy Lakhs Eighty Seven Thousand One Hundred and Forty Four Only) which has wiped off most of the Net-worth of the Company. The Company is therefore unable to raise any

finance either from the Capital Markets or from the Financial Institutions whether in the form of Equity or Debt, to undertake business activities on a larger scale and to meet its working capital needs. The Proposed Scheme would enable the company:

- ✓ to reflect the actual financial position in its balance sheet and
- ✓ to depict the representing asset value.

This would subsequently enable the company to raise required finance to enable the company to develop its business activities and thereby increase its net worth/ debt as well as enhance the stakeholder’s value.

This resolution is subject to the approval of shareholders/ High court/ NCLT/ Stock Exchange. Up on approval of the Scheme of Reduction of Share Capital, the Subscribed and Paid up Share Capital of the company shall stand reduced from Rs. 72,44,19,620/- (Rupees Seventy Two Crore Forty Four Thousand Nineteen Hundred Six Hundred and Twenty Only) divided into 7,24,41,962 (Seven Crore Twenty Four Lakh Forty One Thousand Nine Hundred and Sixty Two Only) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs.14,48,83,924/- (Rupees Fourteen Crore Forty Eight Lakh Eighty Three Thousand Nine Hundred and Twenty Four Only) divided into 7,24,41,962 (Seven Crore Twenty Four Lakh Forty One Thousand Nine Hundred and Sixty Two Only) Equity Shares of Rs.2/- (Rupees Two Only) each.

The Board at its meeting held on 20th of June, 2016, has considered the proposal for capital restructuring / Scheme of arrangement / capital reduction and further resolved to refer the matter to an Independent Chartered Accountant for Valuation Report and Merchant Banker for Fairness opinion in terms of Para I(A)(3d) of Annexure I of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015.

The Audit Committee at its meeting held on 29th June, 2016, have considered and recommended the draft scheme of capital reduction, Valuation report dated 23rd June, 2016 issued by M/s B Chakrapani & Co, Chartered Accountants, Fairness opinion dated 23rd June, 2016 by M/s Quintessence Enterprises Private Limited, Category-1 Merchant Bankers and Certificate from the statutory auditor dated 23rd June, 2016 issued by M/s P Murali & Co with regard to accounting treatment and non-applicability of Para I (A) (a) Annexure I of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015.

Further, the Board at its meeting held on 05th July, 2016, considered and approved the recommendations proposed by the audit committee on the Draft Scheme of Reduction of Equity Share capital, Valuation Report issued by Independent Auditor, Fairness Opinion by Merchant Banker for the proposed Reduction in Share capital and other Annexures as prescribed in Regulation 37 read with Regulation 17 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para I (A) (3d) of Annexure I of SEBI Circular No. No. CIR/CFD/CMD/16/2015 dated November 30, 2015.

As per the Draft Scheme approved by the Board, the Subscribed and Paid up Share Capital of the Company shall stand reduced:

From 7,24,41,962 (Seven Crore Twenty Four Lakh Forty One Thousand Nine Hundred and Sixty Two Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each to 7,24,41,962 (Seven Crore Twenty Four Lakh Forty One Thousand Nine Hundred and Sixty Two Only) Equity Shares of Rs. 2/- (Rupees Two Only) each.

The Company has filed an application to BSE Limited (designated Stock Exchange) for comments and BSE Limited has given No

Objection / Observation letter dated 11th August,2016 to the Proposed Scheme of Capital Reduction with the observation as stated below:

“The Company shall duly comply with various provisions of the Circulars.”

The proposed scheme of reduction and relevant documents are available at <http://www.cybermateinfotek.com/capital-reduction-scheme/>

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding in the Company.

Your Directors recommend the Resolution for your approval as Special Resolution.

By Order of the Board



P.C. Pantulu
Managing Director

Place: Hyderabad

Date: 12th August 2016

Registered & Corporate Office
CYBERMATEINFOTEK LIMITED
(CIN: L72200TG1994PLC017485)
19 & 20, MOTI VALLEY
TRIMULGHERRY
SECUNDERABAD - 500 015
TELANGANA, India
Tel: +91 40 4776 6123/4
Fax: +91 40 4776 6143
E-mail: secretarial@cybermateinfotek.com
Website: www.cybermateinfotek.com



Dear Members,

We present the report on our business and operations for the year ended 31st March 2016.

1. **Financial Results:** The Company's financial performance for the year under review along with previous year's figures is given hereunder:

Particulars for the year ended	For the year ended	
	INR-'000	INR-'000
	31/03/2016	31/03/2015
Net Sales/Income from Business Operations	1,34,957	1,17,211
Other Income	4	577
Total Income	1,34,961	1,17,789
Less Interest	-	13,261
Profit / (Loss) before Depreciation & Exceptional Item	(39,942)	(64,621)
Less Exceptional Item	5,97,042	2,14,752
Profit before Depreciation	(6,36,984)	(2,79,373)
Less Depreciation	35,777	9,461
Profit after Depreciation and Interest	(6,72,762)	(2,88,835)
Less Current Income Tax	-	-
Less Previous Year Adjustment of Income Tax	-	-
Less Deferred Tax	(681)	830
Net Profit after tax	(6,72,080)	(2,89,665)
Dividend	-	-
Net Profit after dividend and Tax	(6,72,080)	(2,89,665)
Amount transferred to General Reserve	-	-
Balance Carried to Balance Sheet	(6,72,080)	(2,89,665)
Earnings per Share (Basic)	(9.28)	(4.00)
Earnings per Share (Diluted)	(9.28)	(4.00)

Financial highlights

Revenues-Standalone

Revenue for the year ended 31st March, 2016 is Rs 1349.57 lacs as compared to 1172.11 lacs the same period last year. The Company's services improved by about 15 % over the previous year.

Revenues-Consolidated

The subsidiaries of the company both at USA and UAE are dormant hence on account of consolidation there is no addition of revenues.

Profits- Standalone

The Company had earned a net profit of Rs. 450.34 Lakhs prior to charge off of the following

- (a) Bad Debts amounting to Rs.1207.59 Lakhs.
- (b) Exceptional Items include
 - (i) Investment in UAE Subsidiary in full as against the amortisation over a period of five years amounting to Rs. 3816.91 Lakhs.
 - (ii) Impairment Loss on software products which are no longer marketable due to technology upgradation.Rs.2153.51 Lakhs.

However, on account of the above write offs, the company has reported a Net Loss of

Rs 6727.62 Lakhs as against a Net Loss of Rs.2888.35 Lakhs in the previous period.

Profits-Consolidated

There are no additions to the Profits of the company on consolidated results as there were no operations in the Subsidiaries.

Capital Expenditure on Tangible Assets-Standalone

During the year the company did not incur any capital expenditure.

Liquidity

The Company has started its efforts to raise funds for its growth plans.

The Company had convened an EGM to increase the authorised share capital, increased the borrowing limits and FII investment limit.

Further the company has started its exercise for capital restructuring to reflect a true position of its business in its balance sheet.

The company is making plans to implement its fund raising plans this year and hence resolutions are being proposed for approval of the shareholders

2. Dividend

No Dividend is being proposed for the current financial year.

3. Review of Business Operations and Future Prospects.

Your Directors wish to present the details of Business operations done during the year under review:

a. Services and emerging offerings

The company continued its services operations in IT and BPO segments.

The company is now moving its product applications into cloud platform and will be able to offer software applications as a service in the ensuing period.

The company has commenced development of a logistics platform for cargo movement i.e a market place for cargo in domestic markets viz www.indiacargo.com and www.bharatcargo.com .

The company is also developing an e-commerce portal for arts and crafts viz www.indycrafts.com which is targeted to be a market place for handicrafts.

The company is also working on an application for automating toll collection.

The company is also actively working on mobile app i.e payment wallet, and internet of things offerings.

The company has commenced its marketing efforts for the electronic health records www.e-healthrecords.com .

The company is working on multiple services automation in the

internet of things space which involves connecting devices to mobile apps that facilitate remote access, monitor and automated controls over devices.

b. Sales

Revenue for the year ended 31st March, 2016 is Rs 1349.57 Lakhs as compared to Rs 1172.11 lakhs the same period last year. The company's services improved by about 15 % over the previous year.

c. Marketing and Market environment.

Platforms: The company at present is in the process of building mobile applications on multiple technologies to support E commerce and Utilities.

We have commenced our efforts in emerging mobile and digital technologies and big data analytics.

The company is gradually moving into the digital IT space.

The new platforms being built and promoted by the company are for retail as well as b2b customers.

The company has chosen digital marketing methods to penetrate into the retail markets.

Services: - The company continues to improve upon its service offerings across domains in the following segments.

- IT Support
- Consulting
- Network and Surveillance

The company provides services in custom built application development, system integration , testing , maintenance , network , surveillance , IT support, consulting and BPO.

In order to differentiate our service and solution offerings, our strategy will be to bring in concepts of automation, analytics, improving productivity to gain higher accuracy and to reduce the total costs to clients. We continue to leverage the advantage of open source technologies in providing innovative and cost effective performance solutions.

Products : The company continues to enhance its products in health care domain and is targeting to get identified as a key player.

- **Heal Soft (HMS):** A complete Enterprise Hospital Management Software Suite (18 modules) for Clinics, Small, Medium and Large Hospitals at multi locations in multiple technologies which can be integrated to an ERP.

- Asset Management
- Purchases and Contract
- Document Management System
- Payroll Management
- HRMS
- Content Management System
- Corporate Information System

Infrastructure: - The company proposes to set up infrastructure such as data center to provide cost effective infrastructure solutions for storage , business continuity, disaster recovery for its own and third party applications and data.

Strategic Alliances: We propose to align with start-ups either as partners or as subsidiaries in creating, deploying, integrating and operating business solutions. We propose to raise additional capital to deploy in making selective business acquisitions that augment our expertise, compliment our presence in certain market segments and accelerate the execution of our strategies.

d. Future Prospects including constraints affecting due to Government policies

The future of IT Services business is providing a number of open source software components, and or proprietary software products, all of which can be deployed on public or private cloud or at the customer's premise. These platforms are intended to address the key

challenges that businesses have and effectively storing, managing and analyzing the increasing amounts of data available to them.

CIL's objective is to enable customers find an improved way to package, develop, administer and monitor their enterprise data.

4. Subsidiaries, Joint Ventures and Associate Companies.

Statement pursuant to Section 129 Subsection (3)(l) of the Companies Act 2013, read with Rule 5 of Companies Accounts Rules, 2014 relating to financial statements of subsidiary companies as formatted in AOC 1 form has been attached as Annexure- D to this report.

In the current year the company has evaluated the possibility of revival of the Subsidiary in the UAE i.e CIL FZE. The board felt that the emergence of digital IT and SMAC, product licenses would not be profitable and hence the entire value of investment is charged off.

5. Directors and Key Managerial Personnel.

Profile of the Directors:

(i) Mr. Chenchaiyah Pantulu Pattapurathi (DIN 01583136)

He is Seventy (70) years old. He is a commerce graduate and a member of Institute of Chartered Accountants of India (qualified in the year 1971). He has forty five (45) years of experience in industries such as Electrical Appliances, Food Processing, Ship Building, Cement, Cement Products, Textiles, Pharmaceuticals etc., to his credit. His experience has been in the area of Financial Management, Management Accounting and Taxation.

He promoted CIL in the year 1994 and has led the company since its inception and has been instrumental in shaping and executing strategy and financial structuring. At present he is Managing Director and Chief Executive Officer of CIL. He is a Trustee of Chennarayudu Public Charitable Trust. He is a promoter of the company and holds 93, 15,820 shares of the company in his name as on March 31, 2016.

(ii) Mr. Satya Shiva Kumar Kanakadandi (DIN 02103299)

He is Fifty (50) years old. He is a science graduate. He has more than twenty six (26) years of experience in Software Development, Training and Heading MIS Departments. He has been instrumental in launching various corporate training programs for Universities, banks, and other training establishments. He promoted CIL in the year 1994.

He has made significant contribution in setting up of the operations of the company since inception and has also been instrumental in providing a marketing base to the company and for delivering solutions in emerging technologies in yester years.

At present, he is Director (Operations) and Chief Operating Officer of CIL. He is a promoter of the company and holds 10, 61, 010 shares of the company in his name as on March 31, 2016.

(iii) Mr. Chandra Sekhar Pattapurathi (DIN 01647212)

He is Forty One (41) years old. He is a commerce graduate and a member of the Institute of Cost and Works Accountants of India (qualified in the year 1998). He began his career with CIL as an Executive in Finance & Account. He has worked with a large retail chain in international markets as a Senior Financial Analyst before joining the Board of CIL He has experience in, Finance, Accounts, Corporate Strategy, Financial Management, Taxation, Secretarial and International Trade Practices.

He has been appointed as director of CIL since 30th June 2006 .At present he is Director - (Finance) and Chief Financial Officer of the Company.

He is a promoter of the company and holds 3, 03,100 shares of the company in his name as on March 31, 2016.

(iv) Mr. Koteswara Rao Kanamarlapudi (DIN : 06401491)

He is sixty nine (69) years old. He is a commerce graduate and a member of the Institute of Chartered Accountants of India (qualified

in the year 1972). He has worked with large logistics, Food Processing industries in India before setting up of a Construction and Contracting company in Doha, Qatar

He joined the Board of CIL on 30th September 1996 as a non executive promoter director

He is a promoter of the company and holds 31,000 shares of the company in his name as on March 31, 2016. He is a member of the Stakeholders relationship committee.

(v) Mr. Shankar Madhukar Khasnis (DIN : 02359561)

He is Fifty (50) years old. He is an Engineering Graduate.

He is the Chief Executive Officer of a Feedback Consulting, Mumbai. Shankar has worked across industry sectors and brings a strong strategic perspective to the board..

In his spare time, he teaches in management schools and enjoys mentoring students.

He is an independent director on the board of Cybermate Infotek Limited and is not a shareholder of the company.

Mr. Shankar resigned from the office of an independent director on the 25th February 2016 due to personal pre-occupations.

(vi) Mr. Pawan Kumar Kasera (DIN 00125178)

He is Sixty Two (62) years old. He is a commerce graduate. He has more than 30 years, experience as a business leader with "hands-on" mentality having commercial and technical background. He has extensive background and knowledge of business atmosphere, political and social structure in Asia South Pacific and some parts of South East Asia, Europe, Africa & the Middle-east. He brings his success in management of regional multicultural corporations with emphasis on marketing and corporate investment and also analytical skills and cultural approach.

He is an independent director on the board of Cybermate Infotek Limited and is not a shareholder of the company.

Mr. Pawan Kasera resigned from the office of an independent director on the 3rd March 2016 due to personal pre-occupations.

(vii) Dr. Devarapalli Jayarami Reddy (DIN 02079731)

He is 70 years old. He is a medical practitioner by profession. He is well experienced in business of health care and is presently an investor in mid sized hospitals.

He is an independent director on the board of Cybermate Infotek Limited and is not a shareholder of the company. He is a member of Audit Committee and Stakeholders relationship committee.

(viii) Callepalli Kamakshi Bharathi (DIN 07144611)

She is 39 years old. She is a post graduate in Electronics. She has rich experience in telecommunications and signalling. She is presently mentoring research trainees on telecom engineering. She is an independent director on the board of Cybermate Infotek Limited and is not a shareholder of the company. She is the chairperson of Nomination and Remuneration committee and a member of Audit Committee.

(ix) Vegunta Sai Roop Kumar (DIN: 05317482)

He is 41 years old , a commerce graduate and a fellow member of the Institute of Chartered Accountants of India (qualified in the year 2002) and graduate member of the institute of Cost Accountants of India.(qualified in the year 1998)

He started his career working with an audit firm and later moved into a multi business group viz Hospitality, Real Estate and Technology before setting up his professional practice as a Chartered Accountant.

Mr. Vegunta Sai Roop Kumar was appointed as a Non Executive Independent Director by the Board of Directors of the Company in

their Meeting held on 07th March, 2016 with immediate effect in terms of Section 149, 152 and 161 of the Companies Act, 2013. He is an independent director on the board of Cybermate Infotek Limited and is not a shareholder of the company. He is the Chairperson of Audit Committee and a member of Nomination and remuneration committee.

(x) Mr. Bade Srinivasa Reddy (DIN: 01384074)

He is 47 years old, He is a M.B.A (Finance), Certified Investment Adviser, National Stock Exchange of India Certified Market Professional (NCMP Level 5 - Highest Level), He is pursuing Ph.D., in Investment Management (part time).

He has more than 22 years of Hands on Experience in Financial Markets and Services Sector as Financial Analyst, Head of the firm with Stock Exchange Membership, Investment Advisory, Private Equity and other Businesses.

He is an Empanelled Corporate Trainer for SEBI Promoted NISM, American Academy of Financial Management (AAFMM), National Stock Exchange of India (NSE) and others.

Mr. Bade Srinivasa Reddy was appointed as a Non Executive Independent Director by the Board of Directors of the Company in their Meeting held on 07th March, 2016 with immediate effect in terms of Section 149, 152 and 161 of the Companies Act, 2013. He is an independent director on the board of Cybermate Infotek Limited and is not a shareholder of the company. He is the chairperson of Stakeholders relationship committee and a member of nomination and remuneration committee.

Independence of directors

The Board has received statement of disclosures from all the Independent Directors highlighting the fulfilment of all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules. Every such statement submitted by the independents directors has been taken note of by the board.

Resignations

Mr. Shankar Khasnis and Mr. Pawan Kasera, Independent directors, resigned from the office on the 25th February and 3rd March 2016 respectively citing personal preoccupations.

The board places on record the valuable contribution made by the directors during their term of office.

Re-appointments

- Managing Director

Mr. P.C. Pantulu, Managing Director was re-appointed for a period of One year at the Extraordinary General Meeting held on the 4th April 2016 i.e upto May 09, 2017

- Directors

Ms. V.S. Roop Kumar and Mr. B. Srinivasa Reddy, were appointed as Additional Directors on 7th March 2016 to hold the said office till the date of the ensuing Annual General Meeting. They were appointed as Independent Directors for a period of five years at the Extraordinary General Meeting held on the 4th April 2016

Disclosures about receipt of any commission by MD /WTD from company or any commission/remuneration from the subsidiaries

The Managing Director, or Whole time directors are not in receipt of any commission from the company or any remuneration or commission from the subsidiaries.

6. Particulars of employees

The remuneration paid to your Directors is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) for the time being in force). The salient aspects covered in the Nomination and Remuneration Policy have been outlined in the Corporate Governance Report which forms part of this report.

The information required under Section 197 (12) of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure – I.

7. Declaration by Independent Directors

Pursuant to sub section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, all the Independent Directors of your Company have given declaration that they have met the criteria of independence as required under the Act and the regulations.

8. Remuneration Policy

Your Directors has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management Personnel and their remuneration. The Remuneration Policy forms part of the Corporate Governance Report.

9. Formal Annual Evaluation of Performance of the Board and its Committees

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates that the Board shall monitor and review the board evaluation framework.

The framework includes evaluation of directors on parameters such as

- Peer Evaluation
- Decision Making
- Analysis of Information
- Board Dynamics & Relationships
- Corporate Strategy
- Participation at Board Committees

The Companies Act 2013 states that a formal evaluation needs to be made by the board of its own performance and that of its committees and individual directors. Schedule IV to the Companies Act States that the performance evaluation of independent directors shall be done by the entire board of directors excluding the director being evaluated.

The evaluation process has been explained in Corporate Governance Report.

10. Board Committees

Detailed composition of the mandatory Board committees namely Audit Committee, Nomination and Remuneration Committee, Stakeholders Grievances' Committee, number of meetings held during the year under review and other related details are set out in the Corporate Governance Report which forms a part of this Report.

11. Deposits

The Company has neither accepted nor renewed any deposits during the year under review.

12. Particulars of Loans, Guarantees or Investments made under section 186 of the Companies Act, 2013.

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review.

13. Disclosures under Sexual Harassment of Women at Workplace

In accordance with the provisions of the Sexual Harassment of Women at the workplace (Prevention, Prohibition and Redressal) Act, 2013, the company is required to have an Anti- sexual harassment policy through which an Internal Complaints Committee is constituted. The said committee meets at regular intervals to redress any complaints received by the committee in these lines and after due deliberation aims at disposing off the complaints. However, there has been no such complaint filed within the company till date.

14. Significant and material orders passed by the regulators or court

There are no significant and material orders passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.

15. Material changes and commitments, if any affecting the financial position of the company occurred between the end of the financial year to which this financial statements relate and the date of the report

(a) During the quarter ending 31st March 2016, the company has reviewed the operations of the wholly owned Subsidiary at UAE i.e Cybermate Infotek Limited FZE.

The subsidiary was formed in the year 2009, looking at the potential in the middle east markets. Subsequently, due to local and international factors resulted in adverse business conditions on account of which the company could not proceed with its plans.

The company waited all along looking for an improvement and it is felt that additional investment at this stage would not make it viable and hence the company has decided to close the operations and write off the carrying amount of the investments in overseas subsidiary of Rs.38,16,91,600/-.

(b) As at the balance sheet date, the company has reviewed the Software Products for their impairment.

On account of improvements in technology some of the products were not yielding revenues for the last three years and it is felt that additional investments in the said products would not enable to make the products viable and that there is no recoverable amount for these software products and hence the products valued at Rs21,53,51,093/- identified as non cash generating units are written off as Impairment loss.

Further Unamortised Product Development expenses of Rs. 1,13,11,572/- has been fully written off considering the obsolescence in the technology of the products involved.

16. Particulars of Contracts or Arrangements made with Related Parties.

All Contracts/arrangements/transactions entered by the company during the financial year 2015-16 with related parties were in the ordinary course of business and on an arm's length basis. During the year, the company has not entered into any contracts/arrangements/transactions with related parties which would be considered material.

In this regard, we draw your attention to Note 30 containing a Statement Pursuant to Clause (h) of sub section 134 of the companies Act 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014, to the financial statements which sets out related party disclosures.

17. Number of Board meetings conducted during the year under review.

S.No.	Date of the Meeting	For the Quarter
1	28 th May 2015	April - June
2	30 th July 2015	July - Sept
3	26 th August 2015	July - Sept
4	12 th November 2015	Oct - Dec
5	13 th January 2016	Jan - March
6	09 th February 2016	Jan - March
7	23 rd February 2016	Jan - March
8	07 th March 2016	Jan - March

18. Vigil Mechanism

The Company has established a vigil mechanism and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co employees and the Company. The company has also set out a whistle blower policy in terms of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, so as to ensure that the business is conducted with integrity and the company's financial information is accurate.

The Policy on Vigil Mechanism and whistle blower policy may be accessed on the company's website.

19. Training of independent directors

Whenever new Non-executive and Independent Directors are inducted in the Board they are introduced to our Company's culture through appropriate orientation session and they are also introduced to our organization structure, our business, constitution, Board procedures, our major risks and management strategy.

20. Directors Responsibility Statement

Pursuant to the requirement under Section 134 (3) (c) of the Companies Act 2013 with respect to Directors Responsibility Statement, it is hereby confirmed.

i. That in the preparation of the Annual Accounts for the financial year ended March 31, 2016 the applicable accounting standards had been followed along with proper explanation relating to material departures.

ii. The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit and loss of the Company for that period.

iii. That the Directors had taken proper and sufficient care towards the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

iv. That the Directors had prepared the accounts for the financial year ended March 31, 2016 on a 'going concern' basis.

v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively

vi. That systems to ensure compliance with the provision of all applicable laws were in place and were adequate and operating effectively.

21. Extract of Annual Return

Form MGT 9 containing details, forming part of the extract of the Annual return is annexed to this report as Annexure "II" [pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014].

22. Statement concerning development and implementation of Risk Management Policy of the company.

The Company has constituted a Risk Management Committee at a board meeting held on the 28th May 2015 and details pertaining to the role and functions of this committee is mentioned under the Management Discussion and Analysis Report which forms a part of this report.

23. Details of Policy developed and implemented by the company on its Corporate Social Responsibility initiatives.

The Companies Act, 2013 lays down a mandatory provision wherein every company having

- Net worth of rupees five hundred crore or more, or
- Turnover of rupees one thousand crore or more or
- Net profit of rupees five crore or more

during any financial year, shall constitute a Corporate Social Responsibility Committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director.

As the said provisions are not applicable to the company, it has not developed and implemented any Corporate Social Responsibility initiatives.

24. Transfer of Unclaimed Dividend to Investor Education Protection Fund. The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

25. Adequacy of Internal Financial Controls

The Company has established and is maintaining internal controls and procedures. The Board of Directors have evaluated the effectiveness of the Company's internal controls and procedures and confirm that they are adequate based on the size and the nature of its business.

26. Internal Audit

The Company has a well established system of Internal Audit which carries out audit on Risk Management framework covering all the functions.

27. Auditors and Auditors report

Statutory Auditors

M/s P.Murali & Co , Chartered Accountants, were appointed as Statutory Auditors from the conclusion of previous Annual General meeting until the upcoming annual general meeting. It is now proposed to re-appoint them as Statutory Auditors from the commencement of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting.. The Company has received a certificate from M/s P Murali & Co. to the effect that if reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

As required above, the Board has, after considering the recommendations of the Audit Committee, incorporated a suitable resolution for your consideration and approval in the notice calling the ensuing Annual General Meeting of the Company.

Secretarial Auditor

The Board has appointed Mr.Y. Koteswara Rao, Practising Company Secretary, to conduct Secretarial Audit for the financial year 2015-16. The Secretarial Audit report for the financial year ended March 31, 2016 is annexed herewith in Annexure-III

28. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo.

The detailed information as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished under Annexure "IV" as attached to this report.

29. Management Discussion and Analysis

Management Discussion and Analysis Report forms a part of the Annual Report

30. Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the auditors and the practicing company secretary in their reports

The Auditors Report does not contain any qualification. The Notes/Remarks on financial statements referred to in the Auditor's Report are self explanatory.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

31. Shares

Buy back of Securities

The Company has not bought back any of its securities during the financial year under review.

Sweat Equity

The Company has not issued any Sweat Equity Shares during the financial year under review.

Bonus Shares

No Bonus Shares were issued during the financial year under review.

Employees Stock Option Plan

The Company has not provided for any Stock Options to its employees during the financial year under review.

32. Disclosures

Company's Property and Litigation

The Company has its own commercial space which was leased out to another IT Services company for 10 years in 2004. The Lease rentals were discounted with a housing finance company to augment working capital for the company. The tenant had terminated the lease and vacated the property of the company in 2009. Owing to Political conditions in the state the property could not be leased out and thereby the account became irregular. The company approached the lender to restructure the loan but they initiated proceedings under SARFAESI Act to recover their dues. The Lender took possession of the property. The company approached the Debts recovery tribunal. However, as on the balance sheet date the property continues to be registered in the name of the company and the lender is yet to make his submissions before the debts recovery tribunal.

Changes in Board & Board Committees

During the year, there were changes in the board on account of resignation of two independent directors and appointment of two new directors. The new appointments have resulted in reconstitution of the committees of the board.

Disclosures pertaining to the mandatory committees constituted by the Board for specific purposes has been included in the Corporate Governance Report which forms a part of the Annual report. Thus, the

information pertaining to the composition of and number of meetings held by the committees such as Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee are covered in there.

Managerial Remuneration

The nomination and remuneration committee has reviewed the provisions of Schedule V, Part II, Section II to the Companies Act 2013 on the Remuneration payable by companies having no profits or inadequate profit.

The Committee has clarified that the remuneration payable to the managerial personnel is within the limits prescribed there under.

33. Corporate Governance

Pursuant to Regulation 27 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, a separate report on corporate governance has been included in this Annual Report in Annexure -IV together with a certificate from the Practicing Company Secretary regarding compliance of conditions of Corporate Governance.

All Board members and senior management personnel have affirmed compliance with the Code of Conduct for the year 2015-16. A declaration to this effect signed by the Managing Director of the Company is contained in this Annual Report.

34. Acknowledgement

Your Directors place on record their sincere thanks to their employees, bankers, business associates, consultants, and various government authorities for their continued support extended to your Company's activities during the financial year under review. Your Directors also acknowledge gratefully for your support and for the confidence reposed on this Company.

For and on behalf of the Board of Directors



Date : 12th August 2016

P.C. Pantulu

Place : Secunderabad

Managing Director

Annexure I

Particulars of Employees information as per Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Introduction:

The Remuneration Policy of the Company is designed to attract, motivate, improve productivity and retain manpower, by creating a congenial work environment, encouraging initiatives, personal growth and team work, and inculcating a sense of belonging and involvement, besides offering appropriate remuneration packages and superannuation benefits. The policy reflects the Company's objectives for good corporate governance as well as sustained long term value creation for shareholders.

The Nomination & Remuneration Committee determines individual remuneration packages for Directors, KMPs and Senior Officials of the Company taking into account factors it deems relevant, including but not limited to market, business performance and practices in comparable companies, having due

regard to financial and commercial health of the Company as well as prevailing laws and government/other guidelines. The Committee consults with the Chairman of the Board as it deems appropriate. Remuneration of the Chairman is recommended by the Committee to the Board of the Company.

Applicable:

This Remuneration Policy applies to directors, senior management including its Key Managerial Personnel (KMP) and other employees of the Company.

Guiding principle:

The guiding principle is that the remuneration and the other terms of employment should effectively help in attracting and retaining committed and competent personnel. While designing remuneration packages, industry practices and cost of living are also taken into consideration.

Statutory Requirements:

- Section 197(5) provides for remuneration by way of a fee to a director for attending meetings of the Board of Directors and Committee meetings or for any other purpose as may be decided by the Board.

- Section 197(1) of the Companies Act, 2013 provides for the total managerial remuneration payable by the Company to its directors, including managing director and whole time director, and its manager in respect of any financial year shall not exceed eleven percent of the net profits of the Company computed in the manner laid down in Section 198 in the manner as prescribed under the Act.

- The Company with the approval of the Shareholders and Central Government may authorise the payment of remuneration exceeding eleven percent of the net profits of the Company, subject to the provisions of Schedule V.

- The Company may with the approval of the shareholders authorise the payment of remuneration upto five percent of the net profits of the Company to its anyone Managing Director/Whole Time Director/Manager and ten percent in case of more than one such official.

- The Company may pay remuneration to its directors, other than Managing Director and Whole Time Director upto one percent of the net profits of the Company, if there is a managing director or whole time director or manager and three percent of the net profits in any other case.

- The net profits for the purpose of the above remuneration shall be computed in the manner referred to in Section 198 of the Companies Act, 2013.

Directors:

As per the Policy followed by the Company since inception the non-executive directors are paid remuneration in the form of sitting fees for attending Board and Committee meetings as fixed by the Board of Directors from time to time subject to statutory provisions. Presently sitting fee is Rs.2,500/- per Board meeting and per Committee meeting.

Remuneration of Whole Time Directors including Managing Director reflects the overall remuneration philosophy and guiding principle of the Company. When considering the appointment and remuneration of Whole Time Directors, the Nomination & Remuneration Committee (NRC) considers pay and employment conditions in the industry, merit and seniority of the person and the paying capacity of the Company.

The NRC while designing the remuneration package considers the level and composition of remuneration to be reasonable and sufficient to attract, retain and motivate the person to ensure the quality required to run the company successfully.

The NRC while considering a remuneration package must ensure a balance between fixed and performance linked variable pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

The NRC considers that a successful Remuneration Policy must

ensure that some part of the remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders.

The term of office and remuneration of Whole Time Directors are subject to the approval of the Board of Directors, shareholders and the limits laid down under the Companies Act, 2013 from time to time.

The Independent Directors shall not be entitled to any stock option and may receive remuneration by way of fee for attending meetings of the Board or Committee thereof or for any other purpose as may be decided by the Board and profit related commission as may be approved by the members. The sitting fee to the Independent Directors shall not be less than the sitting fee payable to other directors.

Reward principles and objectives:

The Company's Remuneration Policy is guided by a reward framework and set of principles and objectives as more fully and particularly envisaged under section 178 of the Companies Act 2013, inter alia principles pertaining to determining qualifications, positive attributes, integrity and independence etc.

Reward policies:

Remuneration packages for Whole Time Directors are designed subject to the limits laid down under the Companies Act, 2013 to remunerate them fairly and responsibly.

The Whole Time Directors' remuneration comprises of salary, perquisites and performance based commission/ reward apart from retirement benefits like P.F., Superannuation, Gratuity, etc. as per Rules of the Company.

Remuneration also aims to motivate personnel to deliver Company's key business strategies, create a strong performance-oriented environment and reward achievement of meaningful targets over the short and longterm.

The Whole Time Directors are entitled to customary nonmonetary benefits such as company cars, furnished accommodation, health care benefits, leave travel, communication facilities, etc. Their terms of appointment provide for severance payments as per the Companies Act.

Key Managerial Personnel [KMP] Senior Management:

Appointment of KMP & senior management and cessation of their service are subject to the approval of the NRC and the Board of Directors. Remuneration of KMP and other senior management personnel is decided by the Managing Director (MD) on the recommendation of the Whole Time Director concerned, where applicable, broadly based on the Remuneration Policy in respect of Whole Time Directors. Total remuneration comprises of:

1. **A fixed base salary** - set at a level aimed at attracting and retaining executives with professional and personal competence, showing good performance towards achieving Company goals.
2. **Perquisites** - in the form of house rent allowance/ accommodation, furnishing allowance, reimbursement of medical expenses, conveyance, telephone, leave travel, etc.
3. **Retirement benefits** - contribution to PF, superannuation, gratuity, etc. as governed by respective acts and rules prevailing in the Company from time to time.
4. **Motivation /Reward** - A performance appraisal is carried out annually and promotions/ increments/ rewards are decided by MD based on the appraisal and recommendation of the concerned Whole Time Director, where applicable.
5. **Severance payments** - in accordance with terms of employment, and applicable statutory requirements, if any.

Other employees:

The remuneration of other employees is fixed from time to time as per the guiding principles outlined above and considering industry standards and cost of living. In addition to basic salary they are also provided perquisites and retirement benefits as per schemes of the Company and statutory requirements, where applicable. Policies

of motivation / reward / severance payments are applicable to this category of personnel as in the case of those in the management cadre.

Removal:

The Committee may recommend, to the Board removal of a Director, KMP or Senior Management Personnel due to following reasons:

- Any disqualification
- Misconduct
- Breach of Contract or trust
- Conflict in interest
- Such recommendation to the Board shall be with reasons recorded in writing.

Disclosure of information:

Information on the total remuneration of members of the Company's Board of Directors, Whole Time Directors and KMP/ senior management personnel may be disclosed in the Company's annual financial statements as per statutory requirements.

Application of the Remuneration Policy:

This Remuneration Policy shall continue to guide all future employment of Directors, Senior Management including Key Managerial Personnel and other employees. Any departure from the policy can be undertaken only with the approval of the Board of Directors.

Annexure II

Form No. MGT9

Extract of Annual Return as on financial year ended on 31.03.2016
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Company (Management & Administration) Rules, 2014

I Registration & Other Details

i	CIN	L7220TG1994PLC017485
ii	Registration Date	05-05-1994
iii	Name of the Company	Cybermate Infotek Limited
iv	Category/Sub-category of th Company	Public Company/Limited by Shares
v	Additional of the Registered office & contact details	19 & 20, Moti Valley, Trimulgherry, Secunderabad - 500015. Telangana Tel : +91 40 4776 6123/4, Fax : +91 40 4776 6143
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any	Aarathi Consultants Pvt. Ltd 1-2-285, Domalguda, Hyderabad - 500029 Ph : +91 40 - 27634445/811 / 27642217 Fax : +91 40 27632184

II Principal Business Activities of the Company

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

S.No.	Name & Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Computer Programming Consultancy, related activities	620	100%
2			
3			
4			

III Particulars of Holding, Subsidiary & Associate Companies

S.No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Cybermate Infotek Limited Inc	-	Subsidiary	100	Section 2(87)
2	Cybermate Infotek Limited FZE	-	Subsidiary	100	Section 2(87)
3					

IV Shareholding Pattern (Equity Share Capital Break up as % to Total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year March, 31 2015				No. of Shares held at the end of the year March, 31 2016				% change during
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	1,07,23,713	-	1,07,23,713	14.80	1,07,22,913	-	1,07,22,913	14.80	0.00
b) Central Govt or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-
d) Bank / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	1,07,23,713	-	1,07,23,713	14.80	1,07,22,913	-	1,07,22,913	14.80	0.00
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRI - Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	1,07,23,713	-	1,07,23,713	14.80	1,07,22,913	-	1,07,22,913	14.80	0.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	200	-	200	0.00	200.0	-	200.0	0.00	0.00
c) Central govt	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub Total : (B) (1)	200	-	200	0.00	200.0	-	200.0	0.00	-0.00
(2) Non Institutions									
a) Bodies corporates	41,84,412	26,000	42,10,412	5.81	40,65,679	24,600	40,90,279	5.65	0.17
i) Indian		15,200	15,200	0.02	-	15,200	15,200	0.02	-
ii) Overseas		2,000	28,14,297	3.88	-	-	-	-	3.88
b) Individuals	28,12,297								
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	2,46,19,272	5,57,064	2,51,76,336	34.75	4,62,39,413	5,51,864	4,67,91,277	64.59	-29.84
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakhs	2,83,17,954	-	2,83,17,954	39.09	1,03,04,570	-	1,03,04,570	14.22	24.87
c) Others (specify)	11,83,850	-	11,83,850	1.63	5,12,123	3,400	5,15,523	0.71	0.92
Sub Total : (B) (2)	6,11,17,785	6,00,264	6,17,18,049	85.20	6,11,21,785	5,95,064	6,17,16,849	85.19	0.00
Total Public Shareholding (B) = (B)(1) + (B)(2)	6,11,17,985	6,00,264	6,17,18,249	85.20	6,11,21,985	5,97,064	6,17,19,049	85.20	0.00
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	7,18,41,698	6,00,264	7,24,41,962	100.00	7,18,44,898	5,97,064	7,24,41,962	100.00	-

(ii) Shareholding of the Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change to share holding during the year
		No. of share	% of total shares of the year	% of shares pledged encumbered to total shares	No. of share	% of total shares of the year	% of shares pledged encumbered to total shares	
1	Mr. P.C. Pantulu	93,15,820	12.86	-	93,15,820	12.86	-	-
2	Mr. K.S. Shiva Kumar	10,61,010	1.46	-	10,61,010	1.46	-	-
3	Mr. P. Chandra Sekhar	3,03,100	0.42	-	3,03,100	0.42	-	-
4	Mr. K. Koteswara Rao	31,000	0.04	-	31,000	0.04	-	-
5	Mrs. Rajeswari	12,783	0.02	-	11,983	0.02	-	-
	Total	1,07,23,713	14.80	-	1,07,22,913	14.80	-	-

(iii) Change in Promoter Shareholding

S.No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of share	% of Total shares of the company	No. of share	% of Total shares of the company
1	Mr. P.C. Pantulu				
	Opening Balance as on 1st April 2015	93,15,820	12.86	93,15,820	12.86
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	93,15,820	12.86	93,15,820	12.86
2	Mr. K.S. Shiva Kumar	-	-	-	-
	Opening Balance as on 1st April 2015	10,61,010	1.46	10,61,010	1.46
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	10,61,010	1.46	10,61,010	1.46
3	Mr. P. Chandra Sekhar				
	Opening Balance as on 1st April 2015	3,03,100	0.42	3,03,100	0.42
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	3,03,100	0.42	3,03,100	0.42
4	Mr. K. Koteswara Rao				
	Opening Balance as on 1st April 2015	31,000	0.04	31,000	0.04
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	31,000	0.04	31,000	0.04
5	Mrs. Rajeswari				
	Opening Balance as on 1st April 2015	12,783	0.02	12,783	0.02
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	800	-	800	-
	Closing Balance as on 31st March 2016	11,983	0.02	11,983	0.02

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

S.No.	Name of the Shareholder	Shareholding at the end of the year		Cumulative shareholding during the year	
		No. of share	% of Total shares of the company	No. of share	% of Total shares of the company
1	AJITH MATHEW				
	Opening Balance as on 1st April 2015	8,75,000	1.21	8,75,000	1.21
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	8,75,000	1.21	8,75,000	1.21
2	RAJIV KUMAR MITTAL				
	Opening Balance as on 1st April 2015	5,45,000	0.75	5,45,000	0.75
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	5,45,000	0.75	5,45,000	0.75
3	TALLAV AHUJA PADMANABHA PAVAN KUMAR				
	Opening Balance as on 1st April 2015	5,44,209	0.75	5,44,209	0.75
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	5,41,209	0.75	5,41,209	-
	Closing Balance as on 31st March 2016	3,000	0.00	3,000	0.75
4	ASHA JAIN				
	Opening Balance as on 1st April 2015	5,43,000	0.75	5,43,000	0.75
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	5,43,000	0.75	5,43,000	0.75
5	HOSHANG KEKI VAKIL				
	Opening Balance as on 1st April 2015	5,00,000	0.69	5,00,000	0.69
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	5,00,000	0.69	5,00,000	0.69
6	BONANZA PORTFOLIO				
	Opening Balance as on 1st April 2015	4,47,226	0.62	4,47,226	0.62
	Add Purchase of Shares	-	-	-	-
	Less Sale of Shares	31,190	0.04	31,190	0.04
	Closing Balance as on 31st March 2016	4,16,036	0.57	4,16,036	0.57
7	LSE SECURITIES LTD				
	Opening Balance as on 1st April 2015	4,15,138	0.57	4,15,138	0.57
	Add Purchase of Shares	48,600	0.07	48,600	0.07
	Less Sale of Shares	1,741	0.00	1,741	0.00
	Closing Balance as on 31st March 2016	4,61,997	0.64	4,61,997	0.64
8	MUKESH RAGHUNATHPRASAD LOHIA				
	Opening Balance as on 1st April 2015	3,79,173	0.52	3,79,173	0.52
	Add Purchase of Shares	36,600	0.05	36,600	0.05
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	4,15,773	0.57	4,15,773	0.57
9	JITENDRA KUMAR GUPTA				
	Opening Balance as on 1st April 2015	3,62,985	0.50	3,62,985	0.50
	Add Purchase of Shares	1,45,841	0.20	1,45,841	0.20
	Less Sale of Shares	-	-	-	-
	Closing Balance as on 31st March 2016	5,08,826	0.70	5,08,826	0.70
10	RAMESH N MALOO				
	Opening Balance as on 1st April 2015	3,46,167	0.48	3,46,167	0.48
	Add Purchase of Shares	28,004	0.04	28,004	0.04
	Less Sale of Shares	63,878	0.09	63,878	0.09
	Closing Balance as on 31st March 2016	3,10,293	0.43	3,10,293	0.43

V. Indebtedness

INR - Lakhs

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
I) Principal Amount	303.00	347.02	-	650.02
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	303.00	347.02	-	650.02
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reductions	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	303.00	347.02	-	650.02
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	303.00	347.02	-	650.02

Note : Interest is not provided as the lender has initiated SARFAESI proceedings

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration of Managing Director (MD), Whole Time Directors (WTD) and / or Manager

S.No.	Particulars of Remuneration	INR - Lakhs			Total Amount
		Mr. P.C. Pantulu	Mr. K.S. Shiva Kumar	Mr. P. Chandra Shekar	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961	30.00	9.60	10.80	50.40
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profit in lieu of salary under section 17(3) of the Income Tax Act 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit	-	-	-	-
	Others, please (specify)	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	30.00	9.60	10.80	50.40
	Ceiling as per the Act				144.00

B. Remuneration to Other Directors

S. No.	Particulars of Remuneration	Name of the Directors							INR - Lakhs
		Independent Directors	Mr. K. Koteswara Rao	Mr. Pawan Kumar Kasera	Mr. K. Shankar	Dr. D. Jayarami Reddy	Ms. C. Kamakshi Bharathi	*Mr. V.S. Roop Kumar	
1	(a) Fee for attending board committee meetings	0.03	0.10	0.13	0.18	0.18	0.03	0.03	0.65
	(b) Commission	-	-	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-	-	-
	Other Non Executive Directors	0.03	0.10	0.13	0.18	0.18	0.03	0.03	0.65
2	(a) Fee for attending	-	-	-	-	-	-	-	-
	(b) Commission	-	-	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	-	-
	Total (B) = (1+2)	0.03	0.10	0.13	0.18	0.18	0.03	0.03	0.65
	Total Managerial Remuneration	0.03	0.10	0.13	0.18	0.18	0.03	0.03	0.65
	Overall Ceiling as per the Act.								144.00

* Appointed on 07th March 2016

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

S.No.	Particulars of Remuneration	INR - Lakhs	
		Company Secretary	Total
1	Gross Salary		
	(a) Salary as per provisions contained in section 17 of the Income Tax 1961	1.80	1.80
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profit in lieu of salary under section 17(3) of the Income Tax Act 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
		-	-
4	Commission	-	-
	as % of profit	-	-
	other (specify)	-	-
5	Others, please specify	-	-
		-	-
	Total	1.80	1.80

VII Penalties / Punishment / Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of Penalties / Punishment / Compounding fees imposed	Authority (RD)/NCLT/ Court	Appeals made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Financial Statements of Subsidiary Companies

[Statement pursuant to Section 129 Subsection (3)(l) of the Companies Act 2013, read with Rule 5 of Companies Accounts Rules, 2014 relating to financial statements of subsidiary companies]

AOC-1

INR'000

Name of the Subsidiary	Cybermate Infotek Limited Inc, USA	Cybermate Infotek Limited FZE, UAE
Financial Year ended	31st December 2015	31st December 2015
Exchange Rate	1 USD = 66.20	1 AED = 18.02
Share Capital	2,17,500	38,16,91,600
Reserves & Surplus	-	(38,16,91,600)
Total Assets	2,17,500	-
Total Liabilities	2,17,500	-
Turnover	-	-
Profit/Loss	-	-
% of Shareholding	100%	100%

Annexure III**FORM NO- MR-3****Secretarial Audit Report****For The Financial Year Ended 31st March, 2016**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
M/s. Cybermate Infotek Limited
19&20, Moti Valley, Trimulgherry
Secunderabad-500015
Telangana

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Cybermate Infotek Limited(CIN: L72200TG1994PLC017485) (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on 31st March, 2016 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Cybermate Infotek Limited for the period ended on 31st March, 2016 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Applicable w.e.f. 15th May, 2015);
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not Applicable during the audit period);
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2013 (Not Applicable during the audit period);

- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable during the audit period);
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009 (Not Applicable during the audit period and;
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations 1998 (Not Applicable during the audit period);

I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India as notified from time to time.
- ii) The Listing Agreement entered into by the Company with BSE Limited.
- iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Applicable w.e.f. 1st December, 2015)

During the financial year under report, the Company has complied with the provisions of The Companies Act, 2013, The Companies Act, 1956 to the extent applicable and the Rules, Regulations, Guidelines, Standards etc., mentioned.

I further report that , having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check basis, the company has complied with the following law applicable specifically to the company:

- a) Information Technology Act, 2000 and the rules made there under.
- b) Software Technology Parks of India rules and regulations.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out and are recorded in the minutes of the meeting of the Board of Directors or Committee of the Board as the case may be.

I further report that as far as possible, there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



Y. Koteswara Rao
ACS No 3785
CP No 7427

Place : Hyderabad
Date : 08th August 2016

Annexure A

To,
The Members
M/s. Cybermate Infotek Limited
Plot No-19&20, Moti Valley, Trimulgherry
Secunderabad-500015
Telangana

My report of even date is to be read along with this letter.

- Maintenance of Secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
- I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices that, I have followed has provided a reasonable basis for my opinion.
- I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company



Y. Koteswara Rao
ACS No 3785
CP No 7427

Place : Hyderabad
Date : 08th August 2016

Annexure IV

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

A. Conservation of Energy

The rising energy cost has laid great emphasis on conservation of energy. The Company has taken various measures, including regular monitoring of consumption, reduction of losses and improved maintenance to increase the efficiency and reduce power costs. The company uses only LED fixtures so as to reduce the power consumption.

	2015-16	2014-15
a) Purchased		
Units KwH	46,109.00	36,938.00
Total Amount (INR)	4,63,557.00	3,59,669.00
Rate per Unit (INR)	10.05	9.74
b) Own Generation		
Through Diesel Generator		
Units (Litres)	55.42	805.49
Units per litre of diesel oil	3.00	3.00
Total Costs (INR)	3,500.00	50861.28
Costs per Unit (INR)	21.05	21.05

B. Research and Development (R & D)

Research and Development of new products features for existing products are explored continuously during the course of software design and development that enhances productivity to users.

Your company is continuously strengthening its research exposure in application and system development areas. Your company has set up practice units for web-related technologies and object and component technologies.

However, none of the activities are in the nature as defined under the Accounting Standard 8 on Research and Development.

C. Technology absorption, adaptation and Innovation

Technology absorption, adaptation and Innovation		
	2015-16	2014-15
	INR-LAKHS	INR-LAKHS
Network & Hardware Purchased	0.96	3.62
Software Purchased	2.96	0.49
Computers - Upgradation	0.14	0.35
Software - Upgradation	0.32	0.27
TOTAL	4.38	4.73

D. Foreign Exchange inflow and outflow for the year ended

	2015-16	2014-15
	INR-LAKHS	INR-LAKHS
Foreign Exchange Inflow	192.11	83.05
Foreign Exchange Outflow	-	-



The Company's Corporate Governance Philosophy

Corporate Governance is more a way of Business life than a mere legal compulsion. Your Company believes that, though the prime focus of any business entity is on the core objective of earning profits, the same should be aligned with the expectations of stakeholders. In this direction, the Board of Directors of your Company is committed to adopt good corporate governance practice as a part of the corporate culture, a way of its corporate life and a kind of self-disciplinary code. And it is so designed to serve the ultimate goal of making the Company a value driven Organization. Effective corporate governance practices coupled with strong leadership have been the company's plus point.

Your company strictly adheres to the requirements of Listing Agreement executed with the Stock Exchange. The Securities and Exchange Board of India (SEBI) has notified SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (LODR) on September 2, 2015, replacing the earlier listing agreement (w.e.f. December 1, 2015) and is aimed to consolidate and streamline the provisions of earlier listing agreements for different segments of Capital market viz equity, debentures, debt instruments, etc.

The corporate governance guidelines help fulfil the responsibility of the board towards the shareholders and also ensure that the board is empowered sufficiently to set up procedures to function and also evaluate the performance of the management.

1. Board of Directors:

A. Size and Composition of Board:

At Cybermate, the Board of Directors represents Professionalism with directors coming from different background carrying Knowledge to meet the market demands in our industry segment as gathered with a lot of Experience.

Internal factors contribute a major portion to a good governance practice, this is what your company believes in, and hence the Board being the apex of the company's corporate governance structure is a key factor to ensure highest standards of legal compliances. Their contribution is important to ensure appropriate direction on leadership, vision, strategy, policy making, monitoring and achieving maximum performance. The Board is characterized with Independence, professionalism, transparency in decision making and accountability. As per statutory requirements, Company has duly constituted Board consisting an optimum mix of Executive, Non-Executive and Independent Directors each of whom adds value and brings independent view in the decision making process.

As on 31st March 2016, the Board comprises of 8 Directors among whom Three are promoters and hold Executive directorship, One is a promoter and non-executive director and Four others are Independent directors, one of whom is a Woman Director as required under the Companies Act, 2013. The necessary disclosures regarding Committee positions have been made by all the Directors.

B. Board Meetings:

The Board of Directors of the company met eight times during the financial year 2015-16 at the company's corporate office on 28th May 2015, 30th July 2015, 26th August 2015, 12th November 2015, 13th January 2016, 9th February 2016, 23rd February 2016, 7th March 2016.

The gap between any two meetings did not exceed one hundred and twenty days.

Composition of the Board and other Directorship/Membership of the committees held as on 31st March 2016 along with Attendance of Board Meeting/AGM during the year are given below:

Attendance Record 2015-16

S.No	Name of the Director	Category	Meetings Attended	Attendance at Last AGM on 26-08-2015
1	Mr. P. C. Pantulu	Promoter & Executive	7	Yes
2	Mr. K. S. Shiva Kumar	Promoter & Executive	7	Yes
3	Mr. P. Chandra Sekhar	Promoter & Executive	8	Yes
4	Mr. K. Koteswara Rao	Promoter & Non-Executive	6	Yes
5	Dr. D. Jayarami Reddy	Independent	7	Yes
6	Mr. Pawan Kumar Kaseram	Independent	4	Yes
7	Mr. Shankar Khasnis	Independent	5	Yes
8	Ms. C. Kamakshi Bharathi	Independent	7	Yes
9	Mr. V. S. Roop Kumar	Independent	1	No #
10	Mr. B. Srinivasa Reddy	Independent	1	No #

Number of other Directorships, Committee Membership(s) & Chairmanship(s):

Sl. No	Name	DIN	Other Directorships	Committee Memberships	Chairmanship
1	Mr. P. C. Pantulu	1583136	2	1	1
2	Mr. K. S. Shiva Kumar	2103299	1	1	-
3	Mr. P. Chandra Sekhar	1647212	5	-	-
4	Mr. K. Koteswara Rao	6401491	1	1	-
5	Dr. D. Jayarami Reddy	2079731	2	2	-
6	Mr. Pawan Kumar Kaseram*	125178	9	2	1
7	Mr. Shankar Khasnis S	2359561	-	2	1
8	Ms. C. Kamakshi Bharathi	7144611	-	2	1
9	Mr. V. S. Roop Kumar#	5317482	3	2	1
10	Mr. B. Srinivasa Reddy#	1384074	3	2	1

* Resigned with effect from 3rd March 2016

S Resigned with effect from 25th February 2016

Appointed with effect from 7th March 2016

Term of Office of Directors

The term of office of the executive directors and independent directors is five years. However the following is the term of office of the directors as at 31st March 2016

TERM OF OFFICE OF DIRECTORS				
EXECUTIVE DIRECTORS & PROMOTERS				
S.No	Name of the Director	Designation	DOA	Upto
1	Mr. P. C. Pantulu	MD	04/04/2016	09/05/2017
2	Mr. K. S. Shiva Kumar	Director	04/01//2012	31/03/2017
3	Mr. P. Chandra Sekhar	Director & CFO	04/01//2012	31/03/2017
NON-EXECUTIVE DIRECTORS & PROMOTERS				
4	Mr. K. Koteswara Rao	Non-Executive Director	26/08/2015	25/08/2018
INDEPENDENT DIRECTORS				
5	Dr. D. Jayarami Reddy	Independent Director	26/08/2015	25/08/2018
6	Ms. C. Kamakshi Bharathi	Independent Director	26/08/2015	25/08/2018
7	Mr. V. S. Roop Kumar	Independent Director	07/03/2016	07/03/2021
8	Mr. B. Srinivasa Reddy	Independent Director	07/03/2016	07/03/2021

During the year Mr.Shankar Khasnis(DIN: 235961) and Mr.Pawan Kumar Kasera(DIN :125178) resigned from the office of Independent Directors due to personal pre-occupations.

The Nomination and Remuneration Committee has evaluated the profiles and finalised Mr.V.S.Roop Kumar (DIN : 5317482) and Mr.B.Srinivasa Reddy (DIN : 1384074) to be appointed independant directors of the board in the vacancy caused by the resignations, on the 7th March 2016 as additional directors and further appointed as Independent Directors for a period of five years from 07th March 2016.

- **Information placed before the Board**
- Agenda papers along with detailed notes are being circulated in advance of each meeting of the board.
- Corporate Governance Reports
- Quarterly Compliance Reports & Investor Grievance Reports.
- Directors with material pecuniary or business relationship with the company.
- Quarterly Financial Results Standalone & Consolidated with Notes thereon
- Minutes of the Previous Board Meetings.
- Materially important Litigations, demand, show cause, penalty, prosecution notices.
- Operations Review Information i.e contracts etc.

C. Policy for the Formal Evaluation of the Board:

Objective:

The Object of this policy is to formulate the procedures and also to prescribe and lay down the criteria to evaluate the performance of the entire Board of the Company.

Criteria for Evaluation:

The Nomination and Remuneration Committee has laid down the criteria for evaluation of performance of Independent Directors and also the other directors on the Board.

- Attendance and contribution at Board and Committee meetings.
- His/her stature, appropriate mix of expertise, skills, experience, and understanding of business, strategic direction to align company's value and standards.
- His/her knowledge of finance, accounts, legal, investment, marketing, foreign exchange/ hedging, internal controls, risk management, assessment and mitigation, business operations,

processes and Corporate Governance.(this criteria is adopted based on the basic qualification and other acquired skills of the individual)

- Effective decision making ability to respond positively and constructively to implement the same to encourage more transparency.
- Recognize the role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company so as to achieve organizational successes.
- Quality of decision making in the various business processes, understanding financial statements and business performance.
- His/her ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders.
- His/her contribution to enhance overall brand image of the Company.

Evaluation of the performance:

The Committee shall evaluate the performance of each Board of Directors of the Company with reference of the authority under the Nomination and Remuneration Policy of the Company and also based on the above mentioned criteria.

Based on the performance evaluation of each and every Director and the Chairman of the Company, the Committee shall provide the ratings based on each criteria and also based on Board member feedback.

Effectiveness of the board:

Based on the ratings given by the Nomination & Remuneration Committee to each Director, the overall effectiveness of the Board shall be measured and accordingly the Board shall decide the Appointments, Re-appointments and Removal of the non-

performing Directors of the Company.

2. Audit Committee

A. Scope

Audit committees are responsible for overseeing the work of the auditors. They also need to ensure that the auditor has an appropriately independent mindset from management and is truly objective. Ultimately, this will enable the audit committee to draw conclusions about the effectiveness of the audit.

The committee establishes procedures for accepting confidential, anonymous concerns relative to financial reporting and internal control matters. Often referred to as a "whistle-blower policy," the procedures allow individuals to bring questions and issues to light without fear of retribution. It is the audit committee's responsibility to create an environment that accommodates an open discussion in a culture of integrity, respect and transparency between management and auditors.

B. Composition:

Audit Committee comprises of 3 Non-Executive Independence Directors with relevant experience in Finance and audit, viz, Mr. Pawan Kumar Kasera, Dr. D.Jayarami Reddy and Mr. K.Koteswara Rao. Mr. Pawan Kumar Kasera is the Chairman of the committee.

Consequent to the resignation of Mr.Pawan Kasera on the 3rd March 2016, the audit committee was reconstituted as follows

Mr. V.S. Roop Kumar	Chairman
Dr. D. Jayarami Reddy	Member
Ms. C. Kamakshi Bharathi	Member

Name of the Director	No. of meetings held, attended during the tenure				% of Attendance
	1	2	3	4	
Mr. Pavan Kumar Kasera	P	P	A	A	50
Dr. D. Jayarami Reddy	P	P	P	P	100
Mr. K. Koteswara Rao	A	P	P	P	75

The audit committee is responsible for the appointment, compensation and oversight of the work of the auditor.

C. Meetings:

During the financial year 2015-16, four meetings of the committee were held and attendance to the audit committee meetings is as follows.

D. Recommendations of Audit Committee

The Audit committee has reviewed the Financial Statements submitted by the Management.

The Management is responsible for the company's internal control over financial reporting and the financial reporting process.

The independent auditors are responsible for performing an independent audit of the company's financial statements in accordance with Generally Accepted Auditing Principles and issuing a report thereon. The committee's responsibility is to monitor these processes.

Upon review of the financial reporting of the company, the committee made recommendations with regard to disclosure of the following aspects

- Recognition of Impairment on Intangible Assets
- Write off of Investment in overseas subsidiary
- Write off of product development expenses

(d) Litigation with M/s DHFL.

(e) Related Party Transactions

Further, the committee has recommended the following to the board

(a) The standalone audited financial statements for the year ended 31st March 2016.

(b) The consolidated audited financial statements for the year ended 31st March 2016.

(c) Appointment of M/s P.Murali & Co, Chartered Accountants as statutory auditors of the company to audit standalone and consolidated financial statements of the company from the conclusion of the ensuing AGM to the conclusion of the next AGM

(d) The Appointment of Mr.Y.Koteswara Rao, Company Secretary as secretarial auditor for the financial year ending 31st March 2017.

3. Nomination and Remuneration Committee:

A. Composition:

The nomination and remuneration committee comprised three members

viz Mr. P.C.Pantulu, Mr. Pawan Kumar Kasera and Mr. Shankar Khasnis.

Mr. P C Pantulu is the chairman for the committee.

Consequent to the resignations of Mr.Shankar Khasnis on the 25th February 2016, and Mr.Pawan Kasera on the 3rd March 2016, the

Nomination and Remuneration Committee:

Name of the Director	No. of meetings held, attended during the tenure				% of Attendance
	1	2	3	4	
Mr. P.C. Pantulu	P	A	P	-	100
Dr. D. Jayarami Reddy	P	P	P	-	100
Mr. Shankar Khasnis	P	P	P	-	100

nomination and remuneration committee was reconstituted as follows

Ms. C. Kamakshi Bharathi	Chair Person
B. Srinivasa Reddy	Member
Mr. V.S. Roop Kumar	Member

B. Meetings:

During the financial year under review, three meetings of the committee were held and attendance to the nomination and remuneration committee meetings is as follows.

The Nomination and Remuneration Committee screens the profiles of individuals to be nominated on the board as executive directors, non executive directors and independent directors..

The committee also recommends to the board the members to retire by rotation, also reviews and recommends the compensation of MD, COO, CFO, senior executives etc.

The Nomination and Remuneration Committee recommended the re-appointment of Mr. P.C. Pantulu as the Managing Director for a period of one year at the EGM to held on 4th April 2016 as he was attaining the age of 70 years on the 10th May 2016.

The Company does not have any Employee Stock Option Scheme.

Managerial Remuneration

Stakeholders Relationship Committee

Name of the Director	No. of meetings held, attended during the tenure				% of attendance
	1	2	3	4	
Mr. Shankar Khasnis	P	A	P	P	75
Dr. D. Jayarami Reddy	P	P	P	P	100
Mr. K.S. Shiva Kumar	P	P	P	A	75

Consequent to the resignations of Mr. Shankar Khasnis on the 25th February 2016, the shareholders relationship committee was reconstituted as follows:

B. Srinivasa Reddy	Chairman
Dr. D. Jayarami Reddy	Member
Mr. K. Koteswara Rao	Member

B. Meetings:

During the financial year 2015-16, the committee has met on four occasions and attendance of the shareholders grievances committee meetings is as follows:

The Stakeholders relationship committee noted that the number of shares held in physical form as at 31st March 2016 was 2,928 share holders holding 5,97,064 shares i.e 0.82 % of the total shares.

The committee has also noted that 14,403 shareholders have not registered their e-mail ids with the Depositories.

The committee has made a recommendation to include a form along with the notice of annual general meeting to facilitate shareholders to update their address, email ids, bank account details and mobile number to facilitate communication.

The committee has also reviewed the communication and publication of quarterly results etc periodically.

C. Summary of Grievances:

The company did not receive any valid complaints from shareholders/Investors during the period 1st April 2015 to 31st March 2016.

The nomination and remuneration committee has reviewed the provisions of Schedule V, Part II, Section II to the Companies Act 2013 on the Remuneration payable by companies having no profits or inadequate profit.

The Committee has clarified that the remuneration payable to the managerial personnel is within the limits prescribed there under.

4. Stakeholders Relationship Committee:

The stakeholders relationship committee reviews and redresses shareholders grievances. The Committee meets at regular intervals in order to facilitate prompt and effective redressal of shareholders complaints to effect transfers, transmissions and give approval for issue of duplicate share certificates/name deletions etc. The company in coordination with the registrar and transfer agents takes all necessary steps for prompt resolution of all shareholder complaints and committee periodically reviews the report of the same.

A. Composition:

The Stakeholders Relationship committee comprises Mr. Shankar Khasnis, Dr. D. Jayarami Reddy and Mr. K.S. Shiva Kumar. Mr. Shankar Khasnis is the chairman of the committee. Ms. K. Venkata Lakshmi, Company Secretary is designated as a Compliance Officer.

As on March 31, 2016, there were no pending share transfers.

6. Meeting of Independent Directors:

During the year under review, the independent directors met on 23rd February 2016, to discuss matters as prescribed under the Companies Act, 2013.

They have taken note of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The independent directors also discussed on the long term and short term objectives of the company, the fund raising plans and deployment of funds.

Code of Conduct:

The Board of Directors of the company has laid down a code of conduct for all its members and senior management personnel of the company. This code of conduct is uploaded on company's website. The directors and senior management have affirmed their compliance with the code of conduct for the financial year 2015-16.

7. Details of previous Annual General Meetings:

Year	Location	Date	Time
2012-13	"SAFFRON", 1-1-40, Seven Hills, Sarojini Devi Road Secunderabad-500 003	30.09.2013	10.00 A.M
2013-14	"SAFFRON", 1-1-40, Seven Hills, Sarojini Devi Road Secunderabad-500 003	30.09.2014	10.00 A.M
2014-15	Moksh Banquets 221, Tivoli Road Secunderabad-500 003	26.08.2015	10.00 A.M

8. Disclosures:**A. Related Party Transactions:**

a) There were no materially significant related party transactions i.e. transactions of a material nature, with its promoters, directors or the management, their subsidiaries or relatives etc. during the period under review, that may have potential conflict with the interests of the Company at large. Transactions with related parties are disclosed in Note 28 forming part of the Accounts in this Annual Report.

b) Pursuant to the disclosures received from the Senior Management Personnel of the company to the Board, there were no material, financial and commercial transaction, which could have potential conflict with the interest of the company at large.

B. Statutory Compliance, Penalties and Strictures:

There were no instances of material non-compliance and no strictures or penalties were imposed on the company either by SEBI, Stock Exchanges or any statutory authorities on any matter related to capital markets during the last three years.

C. Disclosure relating to Whistle Blower Policy and affirmation that no personnel have been denied access to the audit committee:

In terms of requirements of Clause 4 of the SEBI (LODR) Regulations, the Managing Director and Director Finance and CFO have made a certification to the board of Directors in the prescribed format, which has been reviewed by the Audit Committee and taken on record by the Board.

D. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement relating to Corporate Governance up to September, 2015 and Clause 27 of SEBI (LODR) Regulations 2015 w.e.from 02.09.2015

Compliance with Non Mandatory requirements;

(i) The code of Business conduct adopted by the Company provides a mechanism for employees to report to the Management about unethical behavior, actual or suspected fraud or violation of the Code. Copies of the Code are provided to each employee and also available on the Company's intranet site.

(ii) There is no audit qualification in the Company's financial statement for 12 period ended on March 31, 2016. The Company continues to adopt best practices to ensure the regime of unqualified financial statements. However, the comments in the CARO Report have been explained elsewhere in the directors report.

9. Means of Communication

- The Quarterly, half yearly and annual results have been approved by the Board and were intimated to the Stock Exchanges and were published in national newspaper Business Standard and vernacular newspaper Andhra Prabha / Nava Telangana.
- The company's website is periodically updated to include information on new developments and business opportunities of the company.
- The investors can contact on the email id secretarial@cybermateinfotek.com.
- Management Discussion and Analysis Report forms part of Annual Report.
- The company has as per initiatives taken by the ministry of corporate affairs, invited the members to register their email addresses with the company so that all communications/documents including the notice calling the annual general meeting and other general meeting of the members along with the explanatory statement thereto, balance sheets, directors report, auditors report etc can be sent to them in electronic mode.

10. General Shareholder Information:

Date	: 07th September 2016
Time	: 10.30 a.m.
Venue	: Moksh Banquets, 221, Tivoli road, Secunderabad - 500003 , Telangana. India
b. Financial Calender	: 01st April to 31st March
c. Date of Book Closure/Record Date	:31/08/2016 to 07/09/2016 & 30/08/2016
d. Listing on Stock Exchanges	: BSE Limited 25th Floor, P.J.Towers, Dalal Street Fort, Mumbai. 400 001
e. Stock Code	: 532271
f. Corporate Identity Number(CIN)	: L72200TG1994PLC017485
g. Registrar and Share transfer Agent	:Aarthi Consultants (P) Ltd 1-2-285, Domalguda, Hyderabad-500029. Ph: 040-27634445 / 8111 27642217 Fax No.040-27632184 Email: info@aarthicconsultants.com Url: www.aarthicconsultants.com

d. Market price Data: High, Low and number of equity shares traded during each month in the year 2015-16 on BSE.

Share Price Data 2015-16			
Month	High -Price `	Low-Price `	No. of Shares Traded
Apr-15	0.92	0.74	1,34,263
May-15	0.96	0.65	6,04,619
Jun-15	0.89	0.65	3,10,241
Jul-15	0.79	0.57	5,40,260
Aug-15	0.96	0.68	2,58,898
Sep-15	0.86	0.56	2,14,417
Oct-15	0.79	0.62	2,38,804
Nov-15	0.78	0.55	2,01,297
Dec-15	0.8	0.6	5,05,680
Jan-16	0.83	0.68	6,41,211
Feb-16	0.84	0.64	6,93,477
Mar-16	0.94	0.73	5,15,326

I. Performance of the share price of the company on the BSE.



j. Share transfer system:

Shares are received at the Registered office of the Company as well as directly at Registrar's Office. All are registered within 15 days from the date of receipt, if the documents submitted are found in order in all respects. A Committee of Directors authorized for approval of share transfers meets at regular intervals as required and the certificates duly endorsed for transfer are returned to shareholders within stipulated time of 30 days.

k. Shareholding as on 31st March 2016

i. Distribution Schedule as at 31st March 2016

S.No.	Category	Holders	Holders %	Shares	Amount	Amount %
1	1 - 5000	13,779	57	29,17,490	2,91,74,900	4
2	5001 - 10000	3,985	17	36,58,943	3,65,89,430	5
3	10001 - 20000	2,332	10	39,60,085	3,96,00,850	5
4	20001 - 30000	988	4	26,64,565	2,66,45,650	4
5	30001 - 40000	445	2	16,51,610	1,65,16,100	2
6	40001 - 50000	696	3	33,87,446	3,38,74,460	5
7	50001 - 100000	902	4	70,60,795	7,06,07,950	10
8	100001 & Above	954	4	4,71,41,028	47,14,10,280	65
Total:		24,081	100	7,24,41,962	72,44,19,620	100

Total Nominal Value Rs.72,44,19,620, Nominal Value of Each Share / Unit 10.00 /-
Total Number of Shares / Units 72441962, Paid Up Value per Share / Unit 10.00 /-
Distinctive No(s) From 1 TO 72441962

ii. Dematerialization of shares and liquidity:

Particulars	No. of Shares	% of Total Capital Issued
Held in dematerialized form in CSDL	2,12,03,703	29.27
Held in dematerialized form in NSDL	5,06,41,195	69.91
Physical	5,97,064	0.82
Total	7,24,41,962	100.00

e. Registrar and Share transfer Agent:

Aarhi Consultants (P) Ltd
 1-2-285, Domalguda, Hyderabad-500029.
 Ph:040-27634445/8111/27642217
 Fax No.040-27632184
 Email:Info@aarhiconsultants.com
 url:www.aarhiconsultants.com.

f. Share transfer system:

Shares are received at the Registered office of the Company as well as directly at Registrar's Office. All are registered within 15 days from the date of receipt, if the documents submitted are found in order in all respects. A Committee of Directors authorized for approval of share transfers meets at regular intervals as required and the certificates duly endorsed for transfer are returned to shareholders within stipulated time of 30 days.

I. Shareholding Pattern

Category	No of Shares	Percentage
Promoters	1,07,23,713	14.80
Financial Institutions & Banks	200	-
FII's/FCBs	--	--
Bodies Corporate	33,66,217	4.65
NRIs	28,25,593	3.90
Overseas Corporate Bodies	15,300	0.02
Trusts	100	-
Clearing Members	8,33,273	1.15
Resident Individuals	5,46,77,566	75.48
Total	7,24,41,962	100.00

j. Address for Communication

Shareholders can correspond at the Registered Office of the Company at Secunderabad, addressed to the Company Secretary/Compliance Officer or to the Registrars & Share Transfer Agents, whose address has been mentioned elsewhere in this Report.

Other Shareholders related information:

Regulation 39 read with Schedule VI of the SEBI (LODR) Regulations 2015 with respect to Unclaimed Shares

Cybermate Infotek Limited has all its shares claimed by the respective shareholders. Hence, this clause of the listing agreement does not bind the company.

Code of Conduct

To uphold corporate philosophy, the Board of Directors of the company has laid down a code of conduct for all the board members and the senior management of the company as per the clause provided in the listing agreement.

I hereby confirm that the directors on board of the company, the senior management officials have provided an affirmation that they have complied with the code of conduct during the financial year 2015-16.

For and on behalf of the Board of Directors.

By Order of the Board



P.C. Pantulu
 Managing Director



P. Chandra Sekhar
 Director & CFO

Date: 12th August 2016

Place: Hyderabad



We, P. C. Pantulu, Managing Director, and P. Chandra Sekhar, Director & CFO, responsible for the finance function certify that :

1. We have reviewed the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement, all the notes on accounts and the Boards Report.
2. These statements do not contain any materially untrue statement or omit to state any material fact or contain statements that might be misleading;
3. The financial statements and other financial information present a true and fair view of the Company's affairs, the Company's financial condition, results of operations, cash flows of the company for the period ended 31st March 2016 are in compliance with existing Accounting Standards, applicable laws and regulations.
4. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2016 are fraudulent, illegal or violative of the Company's code of conduct except as disclosed to the Company's auditors and the Company's audit committee of the Board of Directors.
5. We are responsible for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
6. We have indicated to the auditors and the audit committee of the board of directors
 - (a) Significant changes in internal control over financial reporting during the year under review
 - (b) Significant changes in accounting policies during the year that the same have been disclosed in notes to the financial statements and
 - (c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the company's internal control system over financial reporting..

P.C. PANTULU
MANAGING DIRECTOR

P. CHANDRA SEKHAR
DIRECTOR FINANCE & CFO

Place: Hyderabad
Date: 12th August 2016



To,
The Members
M/s. Cybermate Infotek Limited.
Secunderabad.


I have examined the compliance of conditions of Corporate Governance by Cybermate Infotek Limited (“the company”) for the year ended March 31, 2016, as stipulated in clause 49 of the Listing Agreement (“Listing Agreement”) of the Company with the Stock Exchanges for the period April 01, 2015 to November 30, 2015 and as stipulated in Regulations 17, 18, 19, 20, 22, 23, 24, 25, 26, 27 and Clause (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) for the period December 01, 2015 to March 31, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated above. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, and based on the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement/Listing Regulations, as applicable.

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

Place: Hyderabad
Date: 08th August 2016


Y.KOTESWARA RAO
ACS No. 3785
C.P. No.: 7427


Declaration

I, P.C.Pantulu, Managing Director of Cybermate Infotek Limited, hereby declare that all the members of the Board of Directors and the Senior Management Personnel have affirmed compliance with the code of conduct for the year ended 31st March, 2016.

I confirm that the Company has in respect of the said financial year, received from the senior management team and the members of the board of the Company, a declaration of compliance with the code of conduct and the obligation with respect thereon as applicable to them

For and on behalf of the Board of Directors

Date : 08th August , 2016
Place : Secunderabad


P.C.Pantulu
Managing Director



General

In the year 2015-16, global business environment continued to be slow. Economic environment was weak leading to steep fall in oil prices, continued weakness in commodity prices, recession in some large market economies. However, the domestic market remained resilient. The Indian economy has emerged as a bright spot in the midst of slower economies of the world.

However, liquidity remained challenging.

The company has registered a marginal improvement in the sales over the previous year as provided in the report by the directors and the discussion that follows.

I. Industry Structure & Development

Software Industry has transformed businesses around the world. Advancement in hardware, network capabilities and continuous reduction in its cost have increased the scope of digitization of business processes. Data Storage, transmissions, advancements in communication methodologies, shift from desktop based information systems to hand held devices and mobile applications have disrupted traditional business models and have evolved digital models.

The fast pace of technology change and the need for technology professionals in both the existing and emerging technology areas are driving businesses to rely on third parties to realize their technology transformation.

- Technology Consulting Companies – who take on niche and time bound projects for their client
- Global IT outsourcing companies who leverage global talent pools to systematically optimise the IT Operations of clients
- Business Process Outsourcing firms who leverage global talent pools to manage the outsourced core business processes of their client
- Software Firms who provide licensed software that enable the automation of business processes
- Speciality platform and Software as a Service(SaaS) companies who provide utility based models for clients to consume software features
- Data Analytics companies who specialise in designing , analysing and reporting insights from the vast amount of data that corporations are collecting about their customers operations and markets.
- Internal IT Departments of Companies which are usually cost centres for these corporations.

Technology Outsourcing Models

The existing model of technology outsourcing where in the technology is outsourced on a project by project basis or on a standalone basis has some operational disadvantages. To address these, companies are looking at outsourcing approaches/platforms that require their service providers to develop specialised systems, processes and solutions in a cost effective manner.

Offshore Technology Services Models

In order to leverage the cost effectiveness of offshore service providers most of the companies are increasingly depending on this model. As a result off shore services providers have become critical and they continue to grow in recognition and sophistication.

Business Process Outsourcing Models

The domestic environment is maturing in a way which has created opportunity for businesses to outsource core and noncore processes to service providers for cost optimisation as well as to achieve a process oriented delivery model.

Safe Harbour Statement

Certain information pertaining to industry outlook and growth have been extracted from publicly available information and the same has been provided therein.

Certain statements in this Annual Report concerning our company's growth prospects are forward-looking statements, which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements.

The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earnings, intense competition in IT services and general economic conditions affecting industry.

II. Financial /operational performance:

Sources of Funds

1. Share capital

The Company has only one class of shares- equity shares of par value Rs. 10/- each.

Our Authorised share capital is Rs. 85 crores (8.50Cr shares of Rs. 10/- each) and issued capital is Rs.72.40 Crores(7.20 cr shares of Rs. 10/- each)

The board at its meeting held on the 28th May 2015 has adopted a resolution to raise funds either as an FCCB/ADR/GDR/QIP or any other convertible instrument subject to the approval of the members at the general meeting.

The company had adopted a resolution for increase in authorised share capital for Rs. 25 cr (2.50 cr shares of Rs.10/- each at its Annual General Meeting held on the 26th August 2015. However, the board has decided to defer the resolution.

Further, the company adopted a resolution for increase in authorised share capital for Rs. 105 cr (10.50 cr shares of Rs.10/- each), subject to the approval of members at the general meeting. The resolution was adopted at an EGM of the company held on the 4th April 2016.

The board has reviewed its decision of increase in authorised capital on 21st May 2016 and has cancelled the resolution passed at the EGM, subject to approval of the members at the ensuing AGM.

2. Reserves and Surplus

At the beginning of the year, the company has Reserves as follows

Share Premium Rs. 857.10 Lacs, General Reserve of Rs. 350.06 Lacs and debit balance of Profit and Loss Account of Rs. 350.06 Lacs.

During the year the company earned a net profit of Rs.450.34 lacs before the following write offs

- (a) Bad Debts amounting to 1207.59 Lacs.
- (b) Investment in UAE Subsidiary amounting to 3816.91 Lacs
- (c) Recognised impairment of Software Products amounting to Rs 2153.51 lacs.

Hence, on account of the above write offs the net loss of the company stands at Rs.6727.62 lacs

Application of Funds

3. Fixed Assets

During the year, the company did not incur any capital expenditure.

However, the company has recognised impairment of Intangible Assets amounting to Rs2153.51 Lacs.

4. Investments in Subsidiaries

- CIL Inc : The operations of the US Subsidiary remained dormant during the current period.Hence there is no addition either to the turnover, expenditure, assets and liabilities to the consolidated financial statements.

- CILFZE

During the quarter ending 31st March 2016, the company has reviewed the operations of the wholly owned Subsidiary at UAE i.e Cybermate Infotek Limited FZE .

The subsidiary was formed in the year 2009, looking at the potential in the middle east markets. Subsequently due to local and international factors resulted in adverse business conditions on account of which the company could not proceed with its plans.

The company waited all along looking for an improvement and it is felt that additional investment at this stage would not make it viable and hence the company has decided to close the operations and write off the carrying amount of the investments in overseas subsidiary of Rs.38,16,91,600/-,

5. Deferred taxes – Assets and Liabilities

The Company has Deferred Tax Asset (Net) amounting to Rs. 6.81 Lacs as against a liability of 8.30 Lacs in previous year, attributable to difference between depreciation as per companies act 2013 and Income Tax Act

6. Trade Receivables

During the year, the company has written off an amount of Rs. 1207.59 Lacs as against a write off of Rs. 2147.52 Lacs as bad debts.

7. Inventories

The Company does not have any inventories as at 31st March 2016.

8. Cash and Cash Equivalents

The opening balance of cash and cash equivalents as at the beginning of the year is Rs. 2.61 lacs.

The closing balance of Cash and Cash Equivalents is Rs. 15.73 Lacs held as cash, balances in current account and in deposit accounts.

9. Liabilities

The company does not have any long term liabilities.

10. Trade Payables

Trade payables at the beginning of the year were at Rs.265.34 Lacs and at the end of the year were Rs. 273.38 Lacs.

Other Current Liabilities include an amount of Rs.548.77Lacs as Advances from Directors and Related Parties , Accrued Salaries amounting to Rs.254.60 Lacs and Statutory and other Dues amounting to Rs.28.75Lacs.

11. Provisions

There being no taxable income for the year, no additional provision for tax was made during the year and hence the is no change in the provision for income tax i.e Rs.72.17 Lacs.

III . Results of Operations

1. Income

The Company was able to provide IT Consulting services to clients amounting to Rs. 1330.58 Lacs and BPO Operations resulting in billing of Rs.18.98Lacs.

The company's IT Consulting operations have improved over the previous year The BPO operations of the company have stabilised

There were no product sales in the current year as well.

2. Expenditure

During the year, the employee benefit expenses have increased due to the IT consulting activity which has been the revenue component for the year.

There is a marginal increase in business promotion expense and travelling expense which is attributable to improved business.

The company has written off the Unamortized product development expenses in full and hence, there is an increase of expense amounting to Rs.56.55 lacs.

Interest on Loans is not provided for as the lender has invoked SARFAESI

proceedings.

3. Operational Profits

The Company had earned a net profit of Rs. 450.34 Lakhs prior to charge off of the following

- (a) Bad Debts amounting to Rs.1207.59 Lakhs
- (b) Investment in UAE Subsidiary in full as against the amortisation over a period of five years amounting to Rs.3816.91 Lakhs
- (c) Impairment Loss on software products which are no longer marketable due to technology upgradation Rs.2153.51 Lakhs

However, on account of the write offs, the company had reported a Net Loss of Rs 6727.62 Lakhs as against a Net Loss of Rs2888.35 Lakhs in the previous period.

4. Depreciation and Amortisation

Depreciation on Tangible and Intangible assets was provided for the full year.

As at the balance sheet date, the company has reviewed the Software Products for their impairment.

On account of improvements in technology some of the products were not yielding revenues for the last three years and it is felt that additional investments in the said products would not enable to make the products viable and that there is no recoverable amount for these software products and

hence the products valued at Rs21,53,51,093/- identified as non cash generating units are written off as Impairment loss.

Unamortised Product Development expenses of

Rs.1,13,11,572/- has been fully written off considering the obsolescence in the technology of the products involved.

5. Other Income- Net

Other income of the company includes Dividend income from investment in Shares of Listed Companies and Profit on sale of Scrap.

6. Exceptional Item

Exceptional Item includes

(a) Write off of Investment in UAE subsidiary amounting to Rs.3816.91 Lacs

(b) Recognition of Impairment of Intangible Assets amounting to Rs.2153.51 Lacs

7. Net Loss

The Company had earned a net profit of Rs. 450.34 Lacs prior to charge off of the following

(a) Bad Debts amounting to Rs.1207.59 Lacs

(b) Investment in UAE Subsidiary in full as against the amortisation over a period of five years amounting to Rs3816.91 Lacs

(c) Impairment Loss on software products which are no longer marketable due to technology upgradation. Rs.2153.51 Lacs

However on account of the write offs, the company had reported a Net Loss of Rs 6727.62 Lacs as against a Net Loss of Rs2888.35 Lacs in the previous period.

8. EPS after Exceptions

Negative Earnings per share for the year was (9.28) as against Rs.(4.00)

9. Liquidity

The Company has been facing working capital shortage and is depended on external resources for filling up of the gap. The company proposes to ease the current position by raising further equity to improve the working capital position and also for future business requirements.

10. Related Party Transactions

Transactions with related parties have been made at an arms length basis and hence are not prejudicial to the interest of the company.

These have been discussed in detail in Note no 30 to the standalone financial statements in this Annual report.

IV. Opportunities and Threats

- Our Strengths

We have positioned ourselves as a custom built application development company suiting the requirements of mid and emerging companies.

Our strengths include:

Product development – We have invested time and effort in enhancing our domain expertise in health care, telecom, engineering, energy, logistics and retail segments. We have been able to quickly adopt to the emerging developments in trade practices and enabling new features

to our products to keep our customers ahead of their expectations.

End to End Offerings – Our end to end business solutions include transaction processing, data management, integration with third party tools and applications, independent testing and validation, network and surveillance, IT Support and Analytics.

Relationships: We have long standing relationships with mid sized companies and Government Business Units and are quite seasoned in their processes which enable us seek repeat business. Our track record delivering quality solutions help us strengthen these relationships over time.

Quality and Process Execution: Our clients have always been appreciative of our process implementation procedures and documentation which helps us maintain a healthy relationship and achieve business value.

- Our Strategy

We are exploring opportunities to build strategic partnership with start ups to create innovative solutions in emerging technology space. We also intend to create platforms on analytics, big data, IT infrastructure and Business process outsourcing capabilities apart from strengthening our core product offerings across domains. We wish to make significant investments in these partnerships, our acquisitions to build capabilities to deliver emerging mobile and digital technology solutions.

- Our Competition

We compete with small and mid sized companies in Government and large corporations in application development, maintenance and business process outsourcing segments.

V. Outlook, Risks & Concerns

- Our revenue and expenses are difficult to predict and can vary significantly from period to period.

- Our success largely depend upon retaining skilled technology professionals and our ability to hire, motivate and retain them.

- We are a company in mid segment space and may not be providing adequate confidence to companies / customers for long term contracts.

- We may not be able to sustain the working capital cycles.

- Our liquidity may not keep us comfortable to stay in the race in case of long sale cycles.

- We may be unable to recoup investments made in developing our software products.

- Our success depends on our management team and key personnel and our ability to attract and retain them.

- Our failures to complete fixed price and fixed time frame contracts or transaction based pricing contracts within budget and on time may adversely affect our profitability.

- We may not be able to provide end to end business solutions for our clients which could lead to clients discontinuing their work with us which in turn could impact our business.

VI. Internal Control Systems and their adequacies

The MD and CFO certification provided in the Annual Report discusses the adequacy of our internal control systems and procedures.

VII. Material Developments in Human Resources / industrial relations , number of people employed.

Human Capital

As at March 31st 2016, the company employed about 120 employees which include software engineers , trainees , process executives and administration.

Recruitment

We have built our software programming skill set by recruiting new graduates from different Engineering colleges and IT training institutes.

We have recruited process executives from Government aided foundations and aided consultancies.

We have in place a robust process which includes aptitude tests and interviews followed by a technology task approach in screening our programmers.

Training and development

CIL has always been conducting on the job training programmes on technology , business process , quality and presentation skills to mould its resources into techno commercial resources.

Compensation and Benefits

CIL has always been a mid sized company attracting trainees to build their capabilities. CIL has always been facing challenges to retain its talent from large corporations which offer packages linked to performance and E- SOPs. In order to address this challenge , CIL has in this year proposed a resolution to implement E-SOPs to retain its talent.

Risk Management Framework:

In today's economic environment, Risk Management is a very important part of business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. Your Company's Board believes that to ensure sustainable business growth with stability of affairs and operations of the Company, periodical review of various risks having a bearing on the business and operations is vital to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalize on opportunities. Further, it is also belief of your management that Risk Management Framework enables a systematic approach to risk identification, leverage of any opportunities and provides treatment strategies to manage, transfer and avoid or minimize the impact of the risks.

Keeping in view of the above, your Company's risk management is embedded in the continuous business processes and as a part of review of business and operations, your Board with the help of the management periodically reviews various risks associated with the business and products of the Company and considers appropriate risk mitigation process. However, there are certain risks which cannot be avoided but the impact can only be minimized.

The risks and concerns associated with each segment of your company's business are discussed while reviewing segment-wise Management and Discussion Analysis. The other risks that the management reviews also include:

a. Industry & Services Risk: this includes Economic risks like demand and supply chain, Profitability, Gestation period etc.; Services risk like infrastructure facilities;

Market risk like consumer preferences and distribution channel etc.; Business dynamics like inflation/deflation etc.; Competition risks like cost effectiveness

b. Management and Operational Risk: this includes Risks to Property; Clear and well defined work process changes in technology / upgradation; R&D Risks; Agency network Risks; Personnel & labour turnover Risk; Environmental and Pollution Control Regulations etc.; Locational benefits near metros

c. Market Risk: this includes Raw Material rates; Quantities, quality, suppliers, lead time, interest rates risk and forex risk.

d. Political Risk: this includes Elections; War risk; Country/Area Risk; Insurance risk like Fire, strikes, riots and civil commotion, marine risk, cargo risk etc.; Fiscal/Monetary Policy Risk including Taxation risk.

e. Credit Risk: this includes Creditworthiness; Risk in settlement of dues by clients and Provisions for doubtful and bad debts

f. Liquidity Risk: this includes risks like Financial solvency and liquidity; Borrowing limits, delays; Cash/Reserve management risks and Tax risks

g. Disaster Risk this includes Natural calamities like fires, floods, earthquakes etc.; Man made risk factors arising under the Factories Act, Mines Act etc.; Risk of failure of effective disaster Management plans formulated by the Company.

h. System Risk this includes System capacities; System reliability; Obsolescence risk; Data Integrity risk & Co-ordination and Interface risk.

i. Legal Risk: this includes Contract risk; Contractual liability; Frauds; Judicial Risk and Insurance risk

j. Government Policy: This includes Exemptions, import licenses, income tax and sales tax holidays, subsidies, tax benefits etc.

Further, your Board has constituted a Risk Management Committee, inter-alia, to monitor and review the risk management framework.



Standalone Financial Statements



To the Members of CYBERMATE INFOTEK LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of CYBERMATE INFOTEK LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, Statement of Profit & Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the companies (Auditor's Report) Order, 2016 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the order.

2. As required by Section 143 (3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, statement of Profit & Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

the Company has disclosed the impact, if any, of pending litigations as at March 31, 2016, on its financial position in its standalone financial statements (Refer Note No.31)

ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For P. Murali & CO.,

Chartered Accountants

Firm Registration No.: 007257S

P. Murali Mohana Rao

Partner

Membership No.: 023412

Place: Hyderabad

Date: 21st May 2016

Annexure A to the Auditor's Report

Annexure referred to in paragraph 1 of Our Report of even date to the members of CYBERMATE INFOTEK LIMITED on the accounts of the company for the year ended 31st March, 2016 Under "Report on other Legal & Regulatory Requirements"

i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

(b) The fixed assets are verified by the Management according to a phased programme designed to cover all the items over a period of two years which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme a portion of the fixed assets have been verified by the management during the year and no material discrepancies between the book records and the physical inventory has been noticed.

(c) According to the information and explanation given to us and to the best of our knowledge and belief the title deeds of immovable properties are held in the name of the Company, Immovable property – Buildings was offered as collateral security to M/s DHFL towards Lease Rental Discounting Facility, due to default in payment, possession of the property is taken over by M/s DHFL by initiation proceedings under Securitisation and Reconstruction of Financial Asset and Enforcement of Security Interest Act, 2002. Refer Note No. 22

ii. The company has no inventory. Hence this clause is not applicable.

iii. (a) During the year the Company has not granted any loans secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, however in earlier years the company has granted interest free advances to two companies covered in register maintained under section 189 of the companies act 2013. The year end balance outstanding is Rs. 51,29,370/- and the maximum amount outstanding was Rs.1,57,54,890/-.

(b) The above advances are interest free and unsecured and are repayable on demand.

(c) There is no overdue amount of advances to above companies since the same is repayable on demand.

iv. In our opinion and according to the information and explanations given to us, the company in respect of loans, investments, guarantees and security, provisions of section 185 and 186 of companies act, 2013 has been complied with.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.

vi. In respect of the Company, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013

vii. (a) The Company is not regular in depositing undisputed statutory dues with the appropriate authorities, following are the undisputed amounts payable which were outstanding at the year end, for a period of more than six months from the date they became payable.

Name of the Statute	Nature of the dues	Amount	Period to which the amount relates	Date of Payment
Telangana Value Added Tax Act	VAT	1,34,948	2013-14	Amount not paid till date
Telangana Profession Act	Professional Tax	1,19,582	Sep 2014 to March 2016	Amount not paid till date
Employees Provident Fund & Misc Provisions Act. 1952	Provident Fund	1,83,194	Sep 2014 to March 2016	Amount not paid till date
Income Tax Act. 1961	TDS	3,40,557	March 2015 to March 2016	Amount not paid till date
Telangana Municipalities Act & GHMC Act.	Property Tax	4,07,602	2011 to 2014	Amount not paid till date

(b) According to the information and explanations given to us, and based on the records examined by us, amount outstanding towards income tax on account of dispute are:

Name of the Statute	Nature of dues	Amount Rs.	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	12,42,619/-	A.Y. 2004-05	CIT(Appeals)
Income Tax Act, 1961	Income Tax	48,16,000/-	A.Y. 2006-07	CIT(Appeals)
Income Tax Act, 1961	Income Tax	18,50,169/-	A.Y. 2007-08	CIT(Appeals)
Income Tax Act, 1961	Income Tax	6,40,88,000/-	A.Y. 2009-10	CIT(Appeals)
Income Tax Act, 1961	Income Tax	1,70,34,842/-	A.Y. 2011-12	CIT(Appeals)
Income Tax Act, 1961	Income Tax	2,76,63,700/-	A.Y. 2012-13	CIT(Appeals)
Income Tax Act, 1961	Income Tax	3,83,56,680/-	A.Y. 2013-14	CIT(Appeals)

- viii. In our opinion and according to information and explanations given to us, the Company has not taken any loans from Banks or Financial Institutions or Government and has not issued any debentures.
- ix. According to information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3(ix) of the order are not applicable to the company and hence not commented upon.
- x. During the course of examination of books of accounts and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to information and explanations given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have been informed of such cases by the management.
- xi. According to information and explanations given to us and to the best of our knowledge and belief, managerial remuneration has been paid/ provided with requisite approvals mandated in the provision of section 197 read with Schedule V of the Companies Act, 2013.
- xii. In our opinion and according to information and explanations given to us, the company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the company and hence not commented upon.
- xiii. According to information and explanations given to us and to the best of our knowledge and belief, all the transactions with the related parties are in compliance with section 177 and 188 of companies act 2013 wherever applicable and the details of transactions with related parties have been disclosed in financial statements as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment of private placement of shares or fully or partly convertible debentures. Therefore, the provisions of clause 3(xiv) of the order are not applicable to the company.
- xv. According to information and explanations given to us and to the best of our knowledge and belief the company has not entered into any non-cash transactions with directors or persons connected with the directors. Therefore, the provisions of clause 3(xv) of the order are not applicable to the company.
- xvi. According to information and explanations given to us and to the best of our knowledge and belief the company is not required to be register under section 45-IA of Reserve Bank of India Act, 1934

For P. Murali & CO.,
Chartered Accountants
Firm Registration No.: 007257S



P. Murali Mohana Rao
Partner
Membership No.: 023412

Place: Hyderabad
Date: 21st May 2016

Annexure B to the Auditor's Report

"Annexure B" referred to in paragraph 2(f) under "Report on other legal and Regulatory Requirements" section of report on financial statements of even date to the members of CYBERMATE INFOTEK LIMITED on the financial statement for the year ended 31st march 2016.

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of CYBERMATE INFOTEK LIMITED ('the Company') as of 31st March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such

controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Hyderabad
Date: 21st May 2016

For P. Murali & CO.,
Chartered Accountants
Firm Registration No.: 007257S



P. Murali Mohana Rao
Partner
Membership No.: 023412

Balance Sheet as at 31st March 2016

	Note	2016	2015
		Amount in `	Amount in `
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	724,419,620	724,419,620
Reserves and Surplus	3	(586,370,957)	85,710,004
		138,048,663	810,129,624
		-	-
Non Current Liabilities			
Defferred Tax Liabilities (Net)	4	10,384,488	11,066,248
		10,384,488	11,066,248
Current Liabilities			
Short-term borrowings	5	3,247,456	3,206,414
Trade Payables	6	27,338,253	26,534,867
Other current liabilities	7	107,743,777	97,114,272
Short-term provisions	8	7,217,197	7,217,197
		145,546,683	134,072,750
	Total	293,979,834	955,268,622
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	9	23,288,154	29,183,799
Intangible Assets	10	23,674,980	268,892,372
Capital work-in-progress	-	-	-
		46,963,134	298,076,172
Non-Current Investments	11	317,500	382,009,100
Other Non-Current Assets	12	-	11,311,572
		47,280,634	691,396,844
Current Assets			
Current Investments	13	31,127	31,127
Trade Receivables	14	231,998,090	239,820,124
Cash and Bank Balances	15	1,573,879	261,321
Short-term loans and advances	16	13,096,104	23,759,206
		246,699,200	263,871,778
	Total	293,979,834	955,268,622

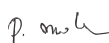
Summary of Significant Accounting Policies

1

The Accompanying Notes are an Integral part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For. P.Murali & Co.,
Firm Regn. No. 007257S
Chartered Accountants



P.Murali Mohana Rao
Partner
Membership No. 023412

Place: Hyderabad
Date : 21st May 2016

For and on behalf of the Board



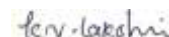
P.C Pantulu
Managing Director



P.Chandra Sekhar
Director & CFO
Place: Hyderabad
Date : 21st May 2016



K.S.Shiva Kumar
Director



K.Venkata Lakshmi
Company Secretary &
Compliance Officer
M.No:A21091

Statement of Profit and Loss for the Year Ended 31st March 2016

	Note	2016	2015
		Amount in `	Amount in `
Revenue from operations			
Software development and allied services		133,058,411	115,005,135
Revenue from BPO Operations		1,898,893	2,206,835
		134,957,304	117,211,970
Other income		4,569	577,484
Total Revenue		134,961,873	117,789,454
Expenses			
Purchases of network and Security products	17	391,810	411,438
Increase/Decrease in inventories	18	-	-
Employee Benefit Expenses	19	30,945,219	13,630,852
Other Expenses	20	143,566,931	230,495,193
Depreciation and Amortization Expenses	9&10	35,777,943	9,461,737
Finance costs	21	-	13,261,087
Total Expenses		210,681,902	267,260,306
Profit Before Exceptional Item		(75,720,029)	(149,470,852)
Exceptional Item		597,042,693	139,364,722
Profit after Exceptional Item and before Tax		(672,762,722)	(288,835,574)
Tax Expense:			
Current tax		-	-
Deferred tax()		(681,760)	830,153
PROFIT AFTER TAXATION		(672,080,962)	(289,665,727)
Earning Per Equity Share			
Equity Shares of Par Value Rs. 10/- each			
Before Exceptional Item			
Basic		(1.04)	(2.07)
Diluted		(1.04)	(2.07)
After Exceptional Item			
Basic		(9.28)	(4.00)
Diluted		(9.28)	(4.00)


Summary of Significant Accounting Policies

1

The Accompanying Notes are an integral part of the financial statements

AS PER OUR REPORT OF EVEN DATE

For. P. Murali & Co.,
Firm Regn. No. 007257S
Chartered Accountants



P. Murali Mohana Rao
Partner
Membership No. 023412

Place: Hyderabad
Date : 21st May 2016

For and on behalf of the Board



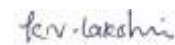
P.C Pantulu
Managing Director



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Director & CFO
Place: Hyderabad
Date : 21st May 2016



K.S.Shiva Kumar
Director



K.Venkata Lakshmi
Company Secretary &
Compliance Officer
M.No:A21091

Cash Flow Statement for the Year Ended 31st March 2016

Particulars	Current Year	Previous Year
	Amount in `	Amount in `
A. Cash Flow from Operating Activities:		
Profit before taxation	(668,070,026)	(288,835,574)
Adjustments for : -		
Depreciation	31,085,247	9,461,737
Interest Expense	14,180,959	13,261,087
Amortisation of Product Development Cost	11,311,572	5,655,787
Diminution in value of investment	381,691,600	139,364,722
Impairment of Intangible Asset	215,351,093	-
Interest Income	0	(500,000)
Dividend Income	(1,269)	(1,021)
Bad Debts Written Off	106,578,562	214,752,657
Operating Profit before working capital changes	92,127,738	93,159,394
(Increase) / Decrease in Inventory	-	263,036,500
(Increase) / Decrease in Trade Receivables	(112,937,486)	(98,124,902)
(Increase) / Decrease in Short Term Loans and Advances	10,663,102	3,723,122
Increase / (Decrease) in Trade Payables	803,386	1,316,733
Increase / (Decrease) in Other Current Liabilities	24,810,463	21,085,116
Increase / (Decrease) in Short Term Provisions	-	-
Cash generated from Operations	15,467,203	284,195,964
Taxes Paid	-	-
Net Cash Generated from Operating activities (A)	15,467,203	284,195,964
B. Cash Flow from Investing Activities :		
Purchase of tangible assets/intangible assets (net) including transfer from CWIP	(16,000)	(264,275,483)
Sale of Fixed Assets	-	-
Decrease in Capital Work In Progress	0	356,892,745
Interest Income	-	500,000
Dividend Income	1,269	1,021
(Increase) in Current Investments	-	245
(Decrease) in Non Current Investments	-	(364,657,907)
(Decrease) in Other Non Current Asset	-	-
Net Cash Flow from Investing Activities (B)	(14,731)	(271,539,379)
C. Cash Flow from Financing Activities :		
Repayment of Long Term Loans	-	5,935,218
Increase in Short Term Borrowings	41,044	(5,286,905)
Interest Paid	(14,180,959)	(13,261,087)
Net Cash from Financing Activities (C)	(14,139,915)	(12,612,774)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	1,312,558	43,811
Cash & Cash Equivalents at the beginning of the year	261,321	217,509
Cash & Cash Equivalents at the end of the year	1,573,879	261,321

Notes

- The Accompanying Notes are an Integral part of the Financial Statements
- The above Cash Flow Statement has been prepared under indirect method as set out in AS 3 issued by ICAI
- Previous Year figures have been regrouped and rearranged where ever necessary to conform to this year's classification
- Cash and Cash Equivalents Comprise


Cash on hand	25,344	967
Balances with Banks	<u>1,548,535</u>	<u>260,354</u>
	1,573,879	261,321


For P. Murali & Co.,
Chartered Accountants
Firm Regn. No.: 007257S

P. Murali Mohana Rao
Partner
Membership No. 023412

Place: Hyderabad
Date : 21st May 2016

For and on behalf of the Board


P. C Pantulu
Managing Director


P. Chandra Sekhar
Director & CFO
Place: Hyderabad
Date : 21st May 2016


K.S. Shiva Kumar
Director


K. Venkata Lakshmi
Company Secretary &
Compliance Officer
M.No:A21091



Company Overview

Cybermate is a Mid Sized IT Services company engaged in custom built software development, System Integration Services, Network & Surveillance, building and selling own Products, reselling third party products, business platforms such as analytics, social media, mobile applications, cloud based solutions and outsourced business processes etc. Cybermate has over the years built and sold products for general IT use and domain specific solutions for Health Care, Telecom, Engineering, Energy and Retail.

Cybermate is a public limited company incorporated in India and has its registered and corporate office at Hyderabad, Telangana. The company is listed on BSE Limited.

Significant Accounting Policies

1. Basis of preparation of financial statements:

These financial statements are prepared in accordance with the Indian Generally Accepted Accounting Principles (IGAAP) under the historical cost convention on accrual basis with the exception to insurance claims, export incentives, interest on calls in arrears and interest on overdue receivables which are accounted for on cash basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act 2013 (the Act) read with rules 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act to the extent notified and applicable and guidelines issued by the Securities and Exchange Board of India (SEBI).

2. Use of estimates

The preparation of the financial statements in conformity with Generally Accepted Accounting Practices requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosures relating to contingent liabilities as at the date of the Financial Statements and reported amounts of Income and Expenses during the period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

3. Revenue recognition

Revenue from the software development on time and material contracts is recognized based on the software developed and billed in accordance with the terms and specific contracts. Revenue from a fixed price contract is recognized on the basis of milestones achieved in the performance of the contracts on a Cybermate Infotek Limited

Notes to Financial Statements for the Period ended 31st March, 2016

percentage completion basis.

Revenue from sale of user licenses for software applications/products is recognized on transfer of title in the user license.

Revenue from resale of network and security products and related third party maintenance contracts are recognized upon dispatch.

Revenues from other services are recognized as per the terms of the contract.

Other Income

(i) Profit on sale of investments is recorded on transfer of title from the company and is determined as the difference between the sale price and the then carrying amount of the investment.

(ii) Dividend income is recognized when the Company's right to receive dividend is established.

(iii) Interest income on time deposits is recognized using the time proportion basis taking into account the amount outstanding and applicable interest rates.

4. Tangible Fixed Assets

Tangible Assets are stated at acquisition cost less depreciation. Cost of tangible assets comprises purchase price, duties, levies and other directly attributable costs of bringing the asset to its working condition less CENVAT credit.

Capital Work in progress includes the cost of fixed assets that are not ready for their intended use at the balance sheet date.

Depreciation on Tangible Assets has been provided on the Straight Line Method over their useful lives at the rates prescribed in Schedule II to Companies Act 2013.

5. Intangible Assets

An intangible asset is recognized, when it is probable that the future economic benefits attributable to the assets will flow to the enterprise and where its cost can be reliably measured. The company frequently expends resources, and incurs liabilities, on the acquisition, development, maintenance and enhancement of intangible resources such as scientific or technical knowledge, design and implementation of new process or systems, license, intellectual property, market knowledge and trademarks in order to make software's and brands. Intangible assets are recorded as per AS26 of IGAAP.

The useful life of all the intangible assets was taken as 10 years as per the managements estimates

6. Investments

Current Investments are carried in the financial Statements at lower of cost or fair value determined on an individual investment basis. Long Term Investments are stated at cost. However provision for diminution in value is made to recongise a decline other than temporary in the value of investments.

7. Inventories

Software Products/ Projects in process are stated at cost.

8. Employee benefits

Contribution to Provident and other funds accruing during the accounting period are charged to the statement of Profit and Loss. Provision for Liabilities in respect of gratuity are accrued and provided at the end of each accounting period.

Gratuity liability towards existing eligible employees will be met by the contribution made to the fund administered by LIC.

9. Foreign currency transactions Initial Recognition

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the time of the transaction.

Monetary items denominated in foreign currencies at the year-end are restated at year end exchange rates, the resultant gain or loss will be recognized in the statement of profit and loss.

In case of items which are covered by forward exchange contracts the difference and the premium paid on forward contracts is recognized over the life of the contract.

Non Monetary foreign currency items are carried at cost.

Any income or expense on account of exchange difference either on settlement or on transaction is recognized in the Profit and Loss Account.

10. Taxes on Income

Provision for Income Tax, comprising current tax and deferred tax, is made on the basis of the results of the year.

The provision for current tax is based on the assessable profits determined under the income tax act 1961.

Deferred tax is accounted for by computing tax effect of timing differences which arose during the year and is reversed in subsequent period.

11. Earnings per share

Basic earnings per share are computed 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 year.

12. Impairment of Assets

The company assesses at each balance sheet date whether there is any indication that any asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account.

13. Provisions, Contingent Liabilities and Contingent Assets.

The company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of the resources is remote, no provision or disclosure is made.

Notes to Financial Statements for the Year ended 31st March, 2016

2. Share Capital

				2016	2015
	Authorised 8,50,00,000(previous year: 8,50,00,000) Equity shares of Rs.10 each			850,000,000	850,000,000
	Issued,Subscribed and fully paid up 7,24,41,962(previous year: 6,25,41,962) Equity shares of Rs.10 each fully paid up			724,419,620	724,419,620
				724,419,620	724,419,620
		2016	2015		
a	Reconciliation of the shares at the beginning and at the end of the year	Nos	Rs	Nos	Rs
	At the Beginning of the year	72441962		724419620	
	Add: shares issued for cash	--	--	--	--
	Outstanding at the end of the year	72441962		724419620	
b	Terms/Rights attached to Equity shares The Company has only one class of equity shares having a par value of Rs.10 per share.Each holder of equity shares is entitled to one vote per share. In the event of Liquidation of the company, the holder of equity shares will be entitled to receive any of the remaining assets of the company after distribution of all preferential amounts.However, no such preferential amounts exist currently.The distribution will be in proportion to number of equity shares held by the shareholders.				
c	Details of Shares held by shareholders holding more than 5% shares of the aggregate shares in the company: Mr.P.C.Pantulu	2016		2015	
		Nos	%	Nos	%
		9315820	12.86	9315820	12.86
		9315820	12.86	9315820	12.86

3. Reserves and Surplus

	2016	2015
	\	\
Securities Premium Account		
As at the commencement of the year	85,710,000	85,710,000
Add : Additions during the year	-	-
Less : Utilised during the year	-	-
Balance at the end of the year	85,710,000	85,710,000
General Reserve		
As at the commencement of the year	35,006,187	35,006,187
Add : Additions during the year	-	-
Less : Utilised during the year	-	-
Balance at the end of the year	35,006,187	35,006,187
Surplus in Statement of Profit and Loss		
Balance as at the beginning of the year	(35,006,183)	284,582,190
Add: Profit/(Loss) for the year	(672,080,962)	(289,665,727)
Less : Accumulated Depreciation pursuant to enactment of Schedule II of the Companies Act, 2013.	-	29,922,646
Balance at the end of the year	(707,087,144)	(35,006,183)
Total Reserves and Surplus	(586,370,957)	85,710,004

4. Deferred Tax Liability

	2016	2015
	\	\
Deferred tax Liability		
Difference between book depreciation and Tax depreciation	11,066,248	10,236,095
Add: During the year Deferred Tax Liability		
Difference between book depreciation and Tax depreciation	(681,760)	830,153
	10,384,488	11,066,248

5. Short Term Borrowings

	2016	2015
	\	\
Short term borrowings		
From Related parties	-	-
From Others	3,047,456	3,206,414
	3,047,456	3,206,414

6. Trade Payables

	2016	2015
	\	\
Dues to Micro and Small enterprises	-	-
Dues to other than Micro and small enterprises	27,338,253	26,534,867
6.1 The Company has compiled the information of dues to Micro and small enterprises based on the possession of this information with the company as on date.	27,338,253	26,534,867
6.2 The amount of Rs.2,73,38,253 represents dues to Consultants, Service Providers and Others.		

7. Other Current Liabilities

	2016	2015
	\	\
a) Other Payables	77,443,602	66,814,098
Accrued Salaries and Benefits Rs.254.60 Lacs (189.86 Lacs)		
Withholding and Other Taxes Rs.28.75 Lacs (21.87 Lacs)		
Advances Rs. 548.77 Lacs (446.50 Lacs)		
Other Payables Rs.10.29 Lacs (9.89 Lacs)		
b) Current maturities of Long term liabilities	30,300,175	30,300,175
Includes Lease Rent Finance		
	107,743,777	97,114,272

8. Short Term Provisions

	2016	2015
	-	-
Taxation Net of Payments	7,217,197	7,217,197
	7,217,197	7,217,197

9. Tangible Assets

Particulars	As on 01.04.2015	Gross Block				As on 31.03.2016	Dep. As on 01.04.2015	Depreciation/Amortization				Net Block as on 31.03.2016	Net Block as on 31.03.2015
		Additions during the year	Additions through Business Acquisitions	Capitalised during the year	Sale/ Deletions during the year			Accumulated Dep changed to Retained	Dep for the Period 2015-16	Impairment Loss/ Reversal of Impairment Loss for the Year	Total Depreciation		
Tangible Assets													
Building	24,131,497	-	-	-	-	24,131,497	7,255,073	-	377,426	-	7,632,499	16,498,998	16,876,424
Electrical Equipment	5,645,629	-	-	-	-	5,645,629	4,327,808	-	447,321	-	4,775,129	870,500	1,317,821
Office Equipment	1,870,453	16,000	-	-	-	1,886,453	1,618,038	-	158,976	-	1,777,014	109,439	252,415
Computers	14,000,458	-	-	-	-	14,000,458	5,644,863	-	4,730,557	-	10,375,420	3,625,038	8,355,595
Furniture	11,442,007	-	-	-	-	11,442,007	9,060,464	-	197,364	-	9,257,828	2,184,179	2,381,543
TOTAL	57,090,044	16,000	-	-	-	57,106,044	27,906,246	-	5,911,644	-	33,817,890	23,288,154	29,183,798
Previous Year	56,081,061	1,008,963	-	-	-	57,090,044	19,335,124	-	2,496,941	-	27,906,245	29,183,798	36,745,937

10. Intangible Assets

Intangible Assets	As on 01.04.2014	Gross Block				As on 31.03.2016	Dep. As on 01.04.2015	Depreciation/Amortization				Net Block as on 31.03.2016	Net Block as on 31.03.2015
		Additions during the year	Additions through Business Acquisitions	Capitalised during the year	Sale/ Deletions			Accumulated Dep changed to Retained	Dep for the Period 2015-16	Impairment Loss/ Reversal of	Total Depreciation		
Software	384,658,457	-	-	-	-	384,658,457	115,766,085	-	29,866,299	215,351,093	360,983,477	23,674,980	268,892,372
TOTAL	384,658,457	-	-	-	-	384,658,457	115,766,085	-	29,866,299	215,351,093	360,983,477	23,674,980	268,892,372
Previous Year	121,391,957	263,266,500	-	-	-	384,658,457	84,952,823	27,225,705	3,587,557	-	115,766,085	268,892,372	36,439,134

11. Investments

	2016	2015
	-	-
Non- Current Investments Non-Trade: In Equity instruments Of Subsidiaries-Unquoted i) Cybermate Infotek Limited Inc.USA 5000 Equity Shares of USD 1 each	217,500	217,500
ii) Cybermate Infotek Ltd FZE. 5000 equity shares of AED 1 each and Share Application Money Pending Allotment Of other companies-unquoted - Twin Cities Investments and Finances Ltd 10,000 equity shares of Rs.10/- each	- 217,500	381,691,600 381,909,100
	100,000	100,000
	317,500	382,009,100

12. Other Non-Current Assets

	2016	2015
	-	-
Unamortised Product Development Expenses	-	11,311,572
	-	11,311,572

13. Current Investments

	2016	2015
Trade-Equity instruments of other Companies-Quoted		
Tech Mahindra Ltd(5 equity shares of Rs.10/-each)	5,900.00	5,900
HCL Infosystems Ltd (100 Equity Shares of Rs. 2/- each)	3,665.00	3,665
Syndicate Bank Ltd (100 Equity Shares of Rs.10/- each)	9,867.00	9,867
HCL Technologies Ltd 10 Equity Shares of Rs.2/- each)	6,726.00	6,726
APTECH LTD (25 Equity Shares of Rs.2/- each)	1,941.25	1,941
ITC Ltd (10 Equity Shares of Rs.1/- each)	3,028.00	3,028
	31,127	31,127
Total investments		
a. Aggregate amount of quoted investments	31,127	31,127
b. Aggregate amount of unquoted investments	317,500	382,009,100
	348,627	382,040,227

14. Trade Receivables

	2016	2015
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured		
Considered good	33,280,334	-
Considered doubtful	107,046,036	135,858,211
	140,108,870	135,858,211
Other Receivables:		
Considered good	91,889,220	103,961,913
Considered doubtful	-	-
	91,889,220	103,961,913
	231,998,090	239,820,124

15. Cash and Bank Balances

	2016	2015
Balances with banks :		
On Current Accounts	1,450,535	162,354
On Fixed Deposit Accounts	98,000	98,000
Cash on hand	25,344	967
	1,573,879	261,321

16. Short Term Loans and Advances

	2016	2015
Advances Recoverable in cash or kind	8,758,254	19,439,834
Deposits with others	1,105,359	1,188,965
Advance Taxes & Duties	3,232,491	3,130,407
	13,096,104	23,759,206

17. Purchases

	2016	2015
	-	-
Purchase of Components	391,810	411,438
	391,810	411,438

18. Change in Inventories

	2016	2015
	-	-
Software Products under development		
Product Development Cost at the beginning of the year	-	263,036,500
Less : Product Development Cost at the end of the year	-	-
Less : Capitalisation of Work in Progress	-	263,036,500
(Increase) / Decrease in Inventories	-	-

19. Employee Benefit Expenses

	2016	2016
	-	-
Salaries & Wages	30,712,423	13,407,469
Contribution to Provident Fund	110,380	43,920
Staff Welfare Expenses	122,416	179,463
Total Employee Benefit Expenses	30,945,219	13,630,852

20. Administrative & Other Operating Expenses

	2016	2015
	-	-
Telephone, Postage and Others	84,209	82,005
Business Promotion Expenses	199,679	84,956
Travelling & Conveyance	457,132	344,739
Office Maintenance	655,094	1,546,167
Printing & Stationery Expenses	420,576	118,650
Security Charges	171,860	59,415
Rent	1,369,500	1,350,000
Managerial Remuneration	5,040,000	3,540,000
Electricity & Water	530,339	532,346
RTA & Secretarial Expenses	779,093	550,501
Professional Consultancy fee	1,222,811	541,247
Board Meeting Expenses	83,710	28,140
Amortisation of Product Development	11,311,572	5,655,787
AGM Expenses	95,530	30,000
Insurance	-	910
Exchange Loss/(Gain)	(5,036,670)	-
Auditors Remuneration	250,000	200,000
Bank Charges	18,305	58,873
Legal Expenses	118,000	1,018,800
Bad Debts written off	125,796,191	214,752,657
Total Administrative & Other Expenses	143,566,931	230,495,193

21. Finance Costs

	2016	2015
	-	-
Interest Expenses :		
- Interest on secured Loans	-	5,935,218
- Interest - Others	-	7,325,868
Total Finance Cost	-	13,261,087

Notes to Accounts

22. Secured Loan from Housing Finance Company

The Company's immovable property was leased out to another IT Services company for 10 years in 2004. The Lease rentals were discounted with a housing finance company to augment working capital for the company. The tenant had terminated the lease and vacated the property of the company in 2009. Owing to Political conditions in the state the property could not be leased out and thereby the account became irregular. The company approached the lender to restructure the loan but they initiated proceedings under SARFAESI Act to recover their dues. The Lender took possession of the property. The company approached the Debts recovery tribunal. However as on the balance sheet date the property continues to be registered in the name of the company and the lender is yet to make his submissions before the debts recovery tribunal.

23. Subsidiary Companies

The Company has two Wholly Owned Subsidiaries viz Cybermate Infotek Limited Inc at U.S.A and Cybermate Infotek Ltd F.Z.E at U.A.E.

Operations of the Subsidiary in U.S.A. remained dormant since the year 2002.

The company has reviewed the operations of the wholly owned Subsidiary at UAE i.e Cybermate Infotek Limited FZE.

The subsidiary was formed in the year 2009, looking at the potential in the middle east markets. Subsequently due to local and international factors resulted in adverse business conditions on account of which the company could not proceed with its plans.

The company waited all along looking for an improvement and it is felt that additional investment at this stage would not make it viable and hence the company has decided to close the operations and write off the carrying amount of the investments in overseas subsidiary of Rs.38,16,91,600/-.

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in Form AOC - 1 is annexed to the Directors' Report as Annexure D pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014.

24. Software Products

As at the balance sheet date the company has reviewed the Software Products for their impairment.

On account of improvements in technology some of the products were not yielding revenues for the last three years and it is felt that additional investments in the said products would not enable to make the products viable and that there is no recoverable amount for these software products and hence the products valued at Rs21,53,51,093/- identified as non cash generating units are written off as Impairment loss.

25. Unamortised Product Development Expenses

Unamortised Product Development expenses of Rs. 1,13,11,572/- has been fully written off considering the obsolescence in the technology of the products involved.

26. Segment Reporting

In accordance with the requirement of AS-17 on Segment reporting, the company has determined its business segment as Computer Programming Consultancy and related services. There are no other primary reportable segments. Thus the segment revenue, segment

result, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, the total amount of charge for depreciation during the year are all reflected in the financial statement of and for the year ended 31st March 2016.

There are no secondary reportable segments (Geographical Segments).

27 : Earning Per Share(EPS)

	2016	2015
Profits attributable to equity shareholders	(67,20,80,962)	(28,96,65,727)
Weighted Average No. of Equity Shares outstanding during the year for calculating Basic and Diluted EPS (Nos)	7,24,41,962	7,24,41,962
Basic & Diluted EPS (Rs.)	(9.28)	(4.00)

28 : Related Party Disclosures

(a) Particulars of Related Parties & Nature of Relationship		
Parties where control exists	Key Managerial Personnel	Relatives of Key Managerial Personnel
(a) Wholly Owned Subsidiary	Mr.P.C.Pantulu	Mrs .P.Rajeswari (Wife of Mr.P.C.Pantulu)
Cybermate Infotek Limited Inc	Mr.K.S.Shiva Kumar	Mrs.K.Sirisha (Wife of Mr.P.Chandra Sekhar)
Cybermate Infotek Limited LLC	Mr.P.Chandra Sekhar	Mrs.P.Sirisha (Daughter of Mr.P.C.Pantulu)
(b) Parties where control exists (directly or indirectly)		Mr.P.Srikrishna (Brother of Mr.P.C.Pantulu)
Orchasp Energy (P) Ltd		Mr.P.Manjush (Brother of Mr.P.Chandra Sekhar)
Orchasp Securities (P) Ltd		Mr.K.Bhujanga Rao (Father in Law of Mr.P.Chandra Sekhar)
CIL Infoserve Ltd		
Kantirekha Power Ltd		

(b) Volume of transactions during the year					
Aggregated Related party Disclosures					In Lacs
Nature of Transaction	Associate / Subsidiary	Key Management Personnel	Relatives of Key Management Personnel	Enterprises controlled by relatives of Key Management Personnel	Total
Remuneration	-	50.18(35.40)	-	-	50.18(35.40)
Advances/Loans/ICDs Received	-	46.29(50.18)	-	-	46.29(50.18)
Advances/Loans/ICDs Repaid	Nil (3568.92)	11.75 (16.31)	-	106.25(90.47)	118.00 (3675.70)
Balances Outstanding as on 31-03-2016					
Receivable	-	-	-	51.29 (157.53)	51.29 (157.53)
Payable	-	623.91(540.28)	38.56(38.56)	3.68 (3.68)	666.14 (582.52)

Figures in brackets represents previous years figures

29 : Payments to Auditor

	Particulars	2016	2015
		in `	in `
	As Auditor		
	For Statutory Audit	1,50,000	1,50,000
	For Tax Audit	75,000	25,000
	For Limited Review	25,000	25,000
	Total	2,50,000	2,00,000

30 : Earnings in Foreign Currency

	Particulars	2016	2015
		In Lacs	In Lacs
	Export Earnings	192.11	83.05
	Total	192.11	83.05

31. Contingent Liabilities


(a) Income Tax Matters on which the company is in appeal Rs 1550.52 Lacs (Rs. 814.28Lacs)

(b) Bank guarantee in favour of Assistant Commissioner of Customs for a CPWB warehouse License amounting to Rs. 98,000/-

32. Previous year figures have been regrouped and rearranged wherever necessary to conform to this years' classification.


AS PER OUR REPORT OF EVEN DATE


For. P. Murali & Co.,
Chartered Accountants
Firm Regn. No.: 007257S


P. Murali Mohana Rao
Partner
Membership No.: 023412

Place: Hyderabad
Date : 21st May 2016

For and on behalf of the Board


P. C. Pantulu
Managing Director


P. Chandra Sekhar
Director & CFO
Place: Hyderabad
Date : 21st May 2016


K. S. Shiva Kumar
Director


K. Venkat Lakshmi
Company Secretary &
Compliance Officer
M. No. A21091



Consolidated Financial Statements



To the Members of CYBERMATE INFOTEK LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of M/s. Cybermate Infotek Limited ("the Holding Company"), and its subsidiaries; together referred to as "the Group" comprising the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements')

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014. The Board of Directors of the Company is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the rules made there under including the accounting standards and matters which are required to be included in audit report.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Company's preparation of the consolidated financial statements that give a true and fair view. In order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements:

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs the Company, as at 31st March 2016, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Other Matter

We have relied on the unaudited financial statements/consolidated financial statements of the subsidiary companies whose financial statement/consolidated financial statements reflect total assets of Rs. 2,17,500 as at March 31, 2016 and total revenues of Rs. Nil for the year then ended. These unaudited financial statements of these companies have been furnished to us by the management and our report insofar as it relates to the amounts included in respect of these associate is based solely on such approved unaudited financial statements.

Our report is not qualified in respect of other matters.

For P. Murali & CO.,
Chartered Accountants
Firm Registration No.: 007257S

P. Murali Mohana Rao
Partner
Membership No.: 023412

Place: Hyderabad
Date: 21st May 2016

**Consolidated Balance Sheet of Cybermate Infotek Limited and its subsidiaries
Cybermate Infotek Limited Inc. and Cybermate Infotek Limited FZE as at 31st March 2016**

	Note	2016	2015
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	724,419,620	724,419,620
Reserves and Surplus	3	(586,370,957)	85,710,004
		138,048,663	810,129,624
		-	-
Non Current Liabilities			
Deffered Tax Liabilities (Net)	4	10,384,488	11,066,248
		10,384,488	11,066,248
Current Liabilities			
Short-term borrowings	5	3,247,456	3,206,414
Trade Payables	6	27,338,253	26,534,867
Other current liabilities	7	107,743,777	97,114,272
Short-term provisions	8	7,217,197	7,217,197
		145,546,683	134,072,750
	Total	293,979,834	955,268,622
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	9	23,288,154	29,183,799
Intangible Assets	10	23,674,980	268,892,372
		46,963,134	298,076,172
Non-Current Investments	11	100,000	100,000
Other Non-Current Assets	12	-	393,003,172
		47,063,134	393,003,172
Current Assets			
Current Investments	13	31,127	31,127
Trade Receivables	14	232,215,590	240,037,624
Cash and Bank Balances	15	1,573,879	261,321
Short-term loans and advances	16	13,096,104	23,759,206
		246,916,700	264,089,278
	Total	293,979,834	955,268,622

Summary of Significant Accounting Policies

1

The Accompanying Notes are an Integral part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For. P. Murali & Co.,

Chartered Accountants

Firm Regn. No.: 007257S



P. Murali Mohana Rao

Partner

Membership No.: 023412

Place: Hyderabad

Date : 21st May 2016

For and on behalf of the Board



P. C. Pantulu

Managing Director



P. Chandra Sekhar

Director & CFO

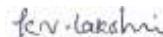
Place: Hyderabad

Date : 21st May 2016



K. S. Shiva Kumar

Director



K. Venkata Lakshmi

Company Secretary &

Compliance Officer

M.No:A21091

**Consolidated Profit and Loss Statement of Cybermate Infotek Limited and its subsidiaries
Statement of Profit and Loss for the year ended 31st March 2016**

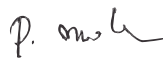
	Note	2016	2015
Revenue from operations		-	-
Software development and allied services		133,058,411	115,005,135
Revenue from BPO Operations		1,898,893	2,206,835
		134,957,304	117,211,970
Other income		4,569	577,484
Total Revenue		134,961,873	117,789,454
Expenses			
Purchases of network and Security products	17	391,810	411,438
Increase/Decrease in inventories	18	-	-
Employee Benefit Expenses	19	30,945,219	13,630,852
Other Expenses	20	143,566,931	230,495,193
Depreciation and Amortization Expenses	9&10	35,777,943	9,461,737
Finance costs	21	-	13,261,087
Total Expenses		210,681,902	267,260,306
Profit Before Exceptional Item		(75,720,029)	(149,470,852)
Exceptional Item		597,042,693	139,364,722
Profit after Exceptional Item and before Tax		(672,762,722)	(288,835,574)
Tax Expense:			
Current tax		-	-
Deferred tax()		(681,760)	830,153
Profit after Taxation		(672,080,961)	(289,665,727)
Earning Per Equity Share			
Equity Shares of Par Value Rs. 10/- each			
Before Exceptional Item			
Basic		(1.04)	(2.07)
Diluted		(1.04)	(2.07)
After Exceptional Item			
Basic		(9.28)	(4.00)
Diluted		(9.28)	(4.00)

Summary of Significant Accounting Policies

1



The Accompanying Notes are an integral part of the financial statements

AS PER OUR REPORT OF EVEN DATE

For. P. Murali & Co.,
Chartered Accountants
Firm Regn. No.: 007257S

P. Murali Mohana Rao
Partner
Membership No.: 023412

Place: Hyderabad
Date : 21st May 2016

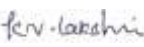
For and on behalf of the Board


P. C. Pantulu
Managing Director


P. Chandra Sekhar
Director & CFO
Place: Hyderabad
Date : 21st May 2016



K. S. Shiva Kumar
Director



K. Venkata Lakshmi
Company Secretary &
Compliance Officer
M.No:A21091

Consolidated Cash Flow Statement of Cybermate Infotek Limited and its subsidiaries
Cash Flow Statement for the year ended 31st March 2016

Particulars	Current Year	Previous Year
	Amount in `	Amount in `
A. Cash Flow from Operating Activities:		
Profit before taxation	(668,070,026)	(288,835,574)
Adjustments for : -		
Depreciation	31,085,247	9,461,737
Interest Expense	14,180,959	13,261,087
Amortisation of Product Development Cost	11,311,572	5,655,787
Diminution in value of investment	381,691,600	139,364,722
Impairment of Intangible Asset	215,351,093	-
Interest Income	0	(500,000)
Dividend Income	(1,269)	(1,021)
Bad Debts Written Off	106,578,562	214,752,657
Operating Profit before working capital changes	92,127,738	93,159,394
(Increase) / Decrease in Inventory	-	263,036,500
(Increase) / Decrease in Trade Receivables	(112,937,486)	(98,124,902)
(Increase) / Decrease in Short Term Loans and Advances	10,663,102	3,723,122
Increase / (Decrease) in Trade Payables	803,386	1,316,733
Increase / (Decrease) in Other Current Liabilities	24,810,463	21,085,116
Increase / (Decrease) in Short Term Provisions	-	-
Cash generated from Operations	107,594,941	284,195,964
Taxes Paid	-	-
Net Cash Generated from Operating activities (A)	15,467,203	284,195,964
B. Cash Flow from Investing Activities :		
Purchase of tangible assets/intangible assets (net) including transfer from CWIP	(16,000)	(264,275,483)
Sale of Fixed Assets	-	-
Decrease in Capital Work In Progress	0	356,892,745
Interest Income	-	500,000
Dividend Income	1,269	1,021
(Increase) in Current Investments	-	245
(Decrease) in Non Current Investments	-	(364,657,907)
(Decrease) in Other Non Current Asset	-	-
Net Cash Flow from Investing Activities (B)	(14,731)	(271,539,379)
C. Cash Flow from Financing Activities :		
Repayment of Long Term Loans	-	5,935,218
Increase in Short Term Borrowings	41,044	(5,286,905)
Interest Paid	(14,180,959)	(13,261,087)
Net Cash from Financing Activities (C)	(14,139,915)	(12,612,774)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	1,312,558	43,811
Cash & Cash Equivalents at the beginning of the year	261,321	217,509
Cash & Cash Equivalents at the end of the year	1,573,879	261,321

Notes

- The Accompanying Notes are an Integral part of the Financial Statements
- The above Cash Flow Statement has been prepared under indirect method as set out in AS 3 issued by ICAI
- Previous Year figures have been regrouped and rearranged where ever necessary to conform to this year's classification
- Cash and Cash Equivalents Comprise

Cash on hand	25,344	967
Balances with Banks	1,548,535	260,354
	<u>1,573,879</u>	<u>261,321</u>

For. P. Murali & Co.,
Chartered Accountants
Firm Regn. No.: 007257S



P. Murali Mohana Rao
Partner
Membership No.: 023412

Place: Hyderabad
Date : 21st May 2016

For and on behalf of the Board



P. C. Pantulu
Managing Director

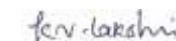


P. Chandra Sekhar
Director & CFO

Place: Hyderabad
Date : 21st May 2016



K. S. Shiva Kumar
Director



K. Venkata Lakshmi
Company Secretary &
Compliance Officer

M.No:A21091



1. Significant Accounting Policies

Company Overview

Cybermate is a Mid Sized IT Services company engaged in custom built software development, System Integration Services, Network & Surveillance, building and selling own Products, reselling third party products, business platforms such as analytics, social media, mobile applications, cloud based solutions and outsourced business processes etc. Cybermate has over the years built and sold products for general IT use and domain specific solutions for Health Care, Telecom, Engineering, Energy and Retail.

Cybermate is a public limited company incorporated in India and has its registered and corporate office at Hyderabad, Telangana. The company is listed on BSE Limited.

Significant Accounting Policies

1. Basis of preparation of financial statements:

These financial statements are prepared in accordance with the Indian Generally Accepted Accounting Principles (IGAAP) under the historical cost convention on accrual basis with the exception to insurance claims, export incentives, interest on calls in arrears and interest on overdue receivables which are accounted for on cash basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act 2013 (the Act) read with rules 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act to the extent notified and applicable and guidelines issued by the Securities and Exchange Board of India (SEBI).

2. Use of estimates

The preparation of the financial statements in conformity with Generally Accepted Accounting Practices requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosures relating to contingent liabilities as at the date of the Financial Statements and reported amounts of Income and Expenses during the period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

3. Revenue recognition

Revenue from the software development on time and material contracts is recognized based on the software developed and billed in accordance with the terms and specific contracts. Revenue from a fixed price contract is recognized on the basis of milestones achieved in the performance of the contracts on a Cybermate Infotek Limited percentage completion basis.

Revenue from sale of user licenses for software applications/products is recognized on transfer of title in the user license.

Revenue from resale of network and security products and related third party maintenance contracts are recognized upon dispatch.

Revenues from other services are recognized as per the terms of the contract.

Other Income

(i) Profit on sale of investments is recorded on transfer of title from the company and is determined as the difference between the sale price and the then carrying amount of the investment.

(ii) Dividend income is recognized when the Company's right to receive dividend is established.

(iii) Interest income on time deposits is recognized using the time proportion basis taking into account the amount outstanding and applicable interest rates.

S.No	Name of the Subsidiary	Country of Incorporation	Extent of holding as on March 31, 2015	Extent of holding as on March 31, 2015
1	Cybermate Infotek Limited Inc	USA	100%	100%
2	Cybermate Infotek Limited FZE	UAE	100%	100%

4. Tangible Fixed Assets

Tangible Assets are stated at acquisition cost less depreciation. Cost of tangible assets comprises purchase price, duties, levies and other directly attributable costs of bringing the asset to its working condition less CENVAT credit.

Capital Work in progress includes the cost of fixed assets that are not ready for their intended use at the balance sheet date.

Depreciation on Tangible Assets has been provided on the Straight Line Method over their useful lives at the rates prescribed in Schedule II to Companies Act 2013.

5. Intangible Assets

An intangible asset is recognized, when it is probable that the future economic benefits attributable to the assets will flow to the enterprise and where its cost can be reliably measured. The company frequently expends resources, and incurs liabilities, on the acquisition, development, maintenance and enhancement of intangible resources such as scientific or technical knowledge, design and implementation of new process or systems, license, intellectual property, market knowledge and trademarks in order to make software's and brands. Intangible assets are recorded as per AS26 of IGAAP.

The useful life of all the intangible assets was taken as 10 years as per the managements estimates of cost or fair value determined on an individual investment basis. Long Term Investments are stated at cost. However provision for diminution in value is made to recognise a decline other than temporary in the value of investments.

6. Investments

Current Investments are carried in the financial Statements at lower of cost or fair value determined on an individual investment basis. Long Term Investments are stated at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of investments.

7. Inventories

Software Products/ Projects in process are stated at cost.

8. Employee Benefits

Contribution to Provident and other funds accruing during the accounting period are charged to the statement of Profit and Loss. Provision for Liabilities in respect of gratuity are accrued and provided at the end of each accounting period.

Gratuity liability towards existing eligible employees will be met by the contribution made to the fund administered by LIC.

9. Foreign currency transactions Initial Recognition

Transactions denominated in foreign currencies at the yearend are recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year-end are restated at year end rates.

In case of items which are covered by forward exchange contracts the difference and the premium paid on forward contracts is recognized over the life of the contract.

Non Monetary foreign currency items are carried at cost.

Any income or expense on account of exchange difference either on settlement or on transaction is recognized in the Profit and Loss Account.

10. Taxes on Income

Provision for Income Tax, comprising current tax and deferred tax, is made on the basis of the results of the year.

The provision for current tax is based on the assessable profits determined under the income tax act 1961.

Deferred tax is accounted for by computing tax effect of timing differences which arose during the year and is reversed in subsequent period.

11. Earnings per share

Basic earnings per share are computed 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 year.

12. Impairment of Assets

The company assesses at each balance sheet date whether there is any indication that any asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account.

13. Provisions, Contingent Liabilities and Contingent Assets.

The company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of the resources is remote, no provision or disclosure is made.

2. Share Capital

		2016		2015	
	Authorised 8,50,00,000(previous year: 8,50,00,000) Equity shares of Rs.10 each			85,00,00,000	85,00,00,000
	Issued,Subscribed and paid up 7,24,41,962(previous year: 7,24,41,962) Equity shares of Rs.10 each			724,419,620	724,419,620
				724,419,620	724,419,620
a	Reconciliation of the shares at the beginning and at the end of the year At the Beginning of the year Add: shares issued for cash Outstanding at the end of the year	2016		2015	
		Nos	Rs	Nos	Rs
		72441962	724419620	72441962	724419620
		—	—	—	—
		72441962	724419620	72441962	724419620
b	Terms/Rights attached to Equity shares The Company has only one class of equity shares having a par value of Rs.10 per share.Each holder of equity shares is entitled to one vote per share. In the event of Liquidation of the company, the holder of equity shares will be entitled to receive any of the remaining assets of the company after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to number of equity shares held by the shareholders.				
c	Details of Shares held by shareholders holding more than 5% shares of the aggregate shares in the company:				
		2016		2015	
	Mr.P.C.Pantulu	Nos	%	Nos	%
		9315820	12.86	9315820	12.86
	Total	9315820	12.86	9315820	12.86

3 Reserves and Surplus

		2016		2015	
	Securities Premium Account				
	As at the commencement of the year	8,57,10,000		8,57,10,000	
	Add : Additions during the year	-		-	
	Less : Utilised during the year	-		-	
	Balance at the end of the year	8,57,10,000		8,57,10,000	
	General Reserve				
	As at the commencement of the year	3,50,06,187		3,50,06,187	
	Add : Additions during the year	-		-	
	Less : Utilised during the year	-		-	
	Balance at the end of the year	3,50,06,187		3,50,06,187	
	Surplus in Statement of Profit and Loss				
	Opening Balance - Profit and Loss Account	3,50,06,183		284,582,190	
	Add: Profit/(Loss) for the year	(672,080,962)		(289,665,727)	
	Less : Accumulated Depreciation pursuant to enactment of Schedule II of the Companies Act, 2013.	-		29,922,646	
	Balance at the end of the year	(707,087,144)		(35,006,183)	
	Total Reserve and Surplus	(586,370,957)		85,710,004	

4. Deferred Tax Liability

	2016	2015
Deferred tax Liability	-	-
Difference between book depreciation and Tax depreciation	11,066,248	10,236,095
Add: During the year Deferred Tax Liability		
Difference between book depreciation and Tax depreciation	(681,760)	830,153
	10,384,488	11,066,248

5. Short Term Borrowings

	2016	2015
Short term borrowings	-	-
From Related parties	-	-
From Others	3,247,456	3,206,414
	3,247,456	3,206,414

6. Trade Payables

	2016	2015
Dues to Micro and Small enterprises	-	-
Dues to other than Micro and small enterprises	27,338,253	26,534,867
8.1. The Company has compiled the information of dues to Micro and small enterprises based on the possession of this information with the company as on date.	27,338,253	26,534,867
8.2. The amount of Rs.2,73,38,253 represents dues to Consultants, Service Providers and Others.		

7. Other Current Liabilities

	2016	2015
a) Other Payables	77,443,602	66,814,098
Accrued Salaries and Benefits Rs.254.60 Lacs (189.86 Lacs)		
Withholding and Other Taxes Rs.28.75 Lacs (21.87 Lacs)		
Advances Rs.548.77 Lacs (446.50 Lacs)		
Other Payables Rs.10.29 Lacs (9.89 Lacs)		
b) Current maturities of Long term liabilities	30,300,175	30,300,175
Includes Lease Rent Finance		
	107,743,777	97,114,272

8. Short Term Provisions

	2016	2015
Taxation Net of Payments	7,217,197	7,217,197
	7,217,197	7,217,197

9. Tangible Assets

Particulars	Gross Block						Depreciation/Amortization						Net Block as on 31.03.2016	Net Block as on 31.03.2015
	As on 01.04.2015	Additions during the year	Additions through Business Acquisitions	Capitalised during the year	Sale/ Deletions during the year	As on 31.03.2016	Dep. As on 01.04.2015	Accumulated Dep changed to Retained	Dep for the Period 2015-16	Impairment Loss/ Reversal of Impairment Loss for the Year	Total Depreciation			
Tangible Assets														
Building	24,131,497	-	-	-	-	24,131,497	7,255,073	-	377,426	-	7,632,499	16,498,998	16,876,424	
Electrical Equipment	5,645,629	-	-	-	-	5,645,629	4,327,808	-	447,321	-	4,775,129	870,500	1,317,821	
Office Equipment	1,870,453	16,000	-	-	-	1,886,453	1,618,038	-	158,976	-	1,777,014	109,439	252,415	
Computers	14,000,458	-	-	-	-	14,000,458	5,644,863	-	4,730,557	-	10,375,420	3,625,038	8,355,595	
Furniture	11,442,007	-	-	-	-	11,442,007	9,060,464	-	197,364	-	9,257,828	2,184,179	2,381,543	
TOTAL	57,090,044	16,000	-	-	-	57,106,044	27,906,246	-	5,911,644	-	33,817,890	23,288,154	29,183,798	
Previous Year	56,081,061	1,008,963	-	-	-	57,090,044	19,335,124	-	2,496,941	-	27,906,245	29,183,798	36,745,937	

10. Intangible Assets

Intangible Assets	Gross Block						Depreciation/Amortization						Net Block as on 31.03.2016	Net Block as on 31.03.2015
	As on 01.04.2014	Additions during the year	Additions through Business Acquisitions	Capitalised during the year	Sale/ Deletions	As on 31.03.2016	Dep. As on 01.04.2015	Accumulated Dep changed to Retained	Dep for the Period 2015-16	Impairment Loss/ Reversal of Impairment Loss for the Year	Total Depreciation			
Software	384,658,457	-	-	-	-	384,658,457	115,766,085	-	29,866,299	215,351,093	360,983,477	23,674,980	268,892,372	
TOTAL	384,658,457	-	-	-	-	384,658,457	115,766,085	-	29,866,299	215,351,093	360,983,477	23,674,980	268,892,372	
Previous Year	121,391,957	263,266,500	-	-	-	384,658,457	84,952,823	27,225,705	3,587,557	-	115,766,085	268,892,372	36,439,134	

11. Investments

	2016	2015
Non- Current Investments		
Non-Trade: In Equity instruments Of Subsidiaries-Unquoted		
i) Cybermate Infotek Limited Inc.USA 5000 Equity Shares of USD 1 each		
ii) Cybermate Infotek Ltd FZE. 5000 equity shares of AED 1 each and Share Application Money Pending Allotment Of other companies-unquoted		
- Twin Cities Investments and Finances Ltd 10,000 equity shares of Rs.10/- each		
Total Non - Current Investments	100,000	100,000
	100,000	100,000

12. Other Non-Current Assets

	2016	2015
Unamortised Product Development Expenses	-	393,003,172
	-	393,003,172

13. Current Investments

	2016	2015
Trade-Equity instruments of other Companies-Quoted		
Tech Mahindra Ltd(5 equity shares of Rs.10/-each)	5,900	5,900
HCL Infosystems Ltd (100 Equity Shares of Rs. 2/- each)	3,665	3,665
Syndicate Bank Ltd (100 Equity Shares of Rs.10/- each)	9,867	9,867
HCL Technologies Ltd 10 Equity Shares of Rs.2/- each)	6,726	6,726
APTECH LTD (25 Equity Shares of Rs.2/- each)	1,941	1,941
ITC Ltd (10 Equity Shares of Rs.1/- each)	3,028	3,028
Total Current Investments-Trade & Quoted	31,127	31,372
Total Investments		
a. Aggregate amount of quoted investments	31,127	31,372
b. Aggregate amount of unquoted Investments	1,00,000	1,00,000
	1,31,127	1,31,127

14. Trade Receivables

	2016	2015
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured		
Considered good	33,280,334	217,500
Considered doubtful	107,046,036	135,858,211
	140,108,370	136,075,711
Other Receivables:		
Considered good	91,889,220	103,961,913
Considered doubtful	-	-
	91,889,220	103,961,913
	232,215,590	240,037,624

15. Cash and Bank Balances

	2016	2015
Balances with banks :		
On Current Accounts	1,450,535	162,354
On Fixed Deposit Accounts	98,000	98,000
Cash on hand	25,344	967
	1,573,879	261,321

16. Short Term Loans and Advances

	2016	2015
Advances Recoverable in cash or kind	8,758,254	19,439,834
Deposits with others	1,105,359	1,188,965
Advance Taxes & Duties	3,232,491	3,130,407
	13,096,104	23,759,206

17 Purchases

	2016	2015
	-	-
Purchase of Components	391,810	411,438
	391,810	411,438

18 Change in Inventories

	2016	2015
	-	-
Software Products under development		
Product Development Cost at the beginning of the year	-	263,036,500
Less : Product Development Cost at the end of the year	-	-
Less : Capitalisation of Work in Progress	-	263,036,500
(Increase) / Decrease in Inventories	-	-

19 : Employee Benefit Expenses

	2016	2016
	-	-
Salaries & Wages	30,712,423	13,407,469
Contribution to Provident Fund	110,380	43,920
Staff Welfare Expenses	122,416	179,463
Total Employee Benefit Expenses	30,945,219	13,630,852

20 : Administrative & Other Operating Expenses

	2016	2015
	-	-
Telephone, Postage and Others	84,209	82,005
Business Promotion Expenses	199,679	84,956
Travelling & Conveyance	457,132	344,739
Office Maintenance	655,094	1,546,167
Printing & Stationery Expenses	420,576	118,650
Security Charges	171,860	59,415
Rent	1,369,500	1,350,000
Managerial Remuneration	5,040,000	3,540,000
Electricity & Water	530,339	532,346
RTA & Secretarial Expenses	779,093	550,501
Professional Consultancy fee	1,222,811	541,247
Board Meeting Expenses	83,710	28,140
Amortisation of Product Development	11,311,572	5,655,787
AGM Expenses	95,530	30,000
Insurance	-	910
Exchange Loss / (Gain)	(5,036,670)	-
Auditors Remuneration	250,000	200,000
Bank Charges	18,305	58,873
Legal Expenses	118,000	1,018,800
Bad Debts written off	125,796,191	214,752,657
Total Administrative & Other Expenses	143,566,931	230,495,193

21 : Finance Costs

	2016	2015
	-	-
Interest Expenses :		
- Interest on secured Loans	-	5,935,218
- Interest - Others	-	7,325,868
Total Finance Cost	-	13,261,087

Notes to Accounts

22. Secured Loan from Housing Finance Company

The Company's immovable property was leased out to another IT Services company for 10 years in 2004. The Lease rentals were discounted with a housing finance company to augment working capital for the company. The tenant had terminated the lease and vacated the property of the company in 2009. Owing to Political conditions in the state the property could not be leased out and thereby the account became irregular. The company approached the lender to restructure the loan but they initiated proceedings under SARFAESI Act to recover their dues. The Lender took possession of the property. The company approached the Debts recovery tribunal. However as on the balance sheet date the property continues to be registered in the name of the company and the lender is yet to make his submissions before the debts recovery tribunal.

23. Subsidiary Companies

The Company has two Wholly Owned Subsidiaries viz Cybermate Infotek Limited Inc at U.S.A and Cybermate Infotek Ltd F.Z.E at U.A.E.

Operations of the Subsidiary in U.S.A. remained dormant since the year 2002.

The company has reviewed the operations of the wholly owned Subsidiary at UAE i.e Cybermate Infotek Limited FZE.

The subsidiary was formed in the year 2009, looking at the potential in the middle east markets. Subsequently due to local and international factors resulted in adverse business conditions on account of which the company could not proceed with its plans.

The company waited all along looking for an improvement and it is felt that additional investment at this stage would not make it viable and hence the company has decided to close the operations and write off the carrying amount of the investments in overseas subsidiary of Rs.38,16,91,600/-.

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in Form AOC - 1 is annexed to the Directors' Report as Annexure D pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014.

24. Software Products

As at the balance sheet date the company has reviewed the Software Products for their impairment.

On account of improvements in technology some of the products were not yielding revenues for the last three years and it is felt that additional investments in the said products would not enable to make the products viable and that there is no recoverable amount for these software products and hence the products valued at Rs21,53,51,093/- identified as non cash generating units are written off as Impairment loss.

25. Unamortised Product Development Expenses

Unamortised Product Development expenses of Rs. 1,13,11,572/- has been fully written off considering the obsolescence in the technology of the products involved.

26. Segment Reporting

In accordance with the requirement of AS-17 on Segment reporting, the company has determined its business segment as Computer Programming Consultancy and related services. There are no other primary reportable segments. Thus the segment revenue, segment result, total carrying amount of segment liabilities, total

cost incurred to acquire segment assets, the total amount of charge for depreciation during the year are all reflected in the financial statement of and for the year ended 31st March 2016.

There are no secondary reportable segments (Geographical Segments).

27 : Earning Per Share(EPS)

	2016	2015
Profits attributable to equity shareholders	(67,20,80,962)	(28,96,65,727)
Weighted Average No. of Equity Shares outstanding during the year for calculating Basic and Diluted EPS (Nos)	7,24,41,962	7,24,41,962
Basic & Diluted EPS (Rs.)	(9.28)	(4.00)

28 : Related Party Disclosures

(a) Particulars of Related Parties & Nature of Relationship		
Parties where control exists	Key Managerial Personnel	Relatives of Key Managerial Personnel
(a) Wholly Owned Subsidiary	Mr.P.C.Pantulu	Mrs .P.Rajeswari (Wife of Mr.P.C.Pantulu)
Cybermate Infotek Limited Inc	Mr.K.S.Shiva Kumar	Mrs.K.Sirisha (Wife of Mr.P.Chandra Sekhar)
Cybermate Infotek Limited LLC	Mr.P.Chandra Sekhar	Mrs.P.Sirisha (Daughter of Mr.P.C.Pantulu)
(b) Parties where control exists (directly or indirectly)		Mr.P.Srikrishna (Brother of Mr.P.C.Pantulu)
Orchasp Energy (P) Ltd		Mr.P.Manjush (Brother of Mr.P.Chandra Sekhar)
Orchasp Securities (P) Ltd		Mr.K.Bhujanga Rao (Father in Law of Mr.P.Chandra Sekhar)
CIL Infoserve Ltd		
Kantirekha Power Ltd		

(b) Volume of transactions during the year					
Aggregated Related party Disclosures				In Lacs	
Nature of Transaction	Associate / Subsidiary	Key Management Personnel	Relatives of Key Management Personnel	Enterprises controlled by relatives of Key Management Personnel	Total
Remuneration	-	50.18(35.40)	-	-	50.18(35.40)
Advances/Loans/ICDs Received	-	46.29(50.18)	-	-	46.29(50.18)
Advances/Loans/ICDs Repaid	Nil (3568.92)	11.75 (16.31)	-	106.25(90.47)	118.00 (3675.70)
Balances Outstanding as on 31-03-2016					
Receivable	-	-	-	51.29 (157.53)	51.29 (157.53)
Payable	-	623.91(540.28)	38.56(38.56)	3.68 (3.68)	666.14 (582.52)

Figures in brackets represents previous years figures

29 : Payments to Auditor

Particulars	2016	2015
As Auditor		
For Statutory Audit	1,50,000	1,50,000
For Tax Audit	75,000	25,000
For Limited Review	25,000	25,000
Total	2,50,000	2,00,000

30 : Earnings in Foreign Currency

Particulars	2016	2015
	In Lacs	In Lacs
Export Earnings	192.11	83.05
Total	192.11	83.05

31. Contingent Liabilities

(a) Income Tax Matters on which the company is in appeal Rs 1550.52 Lacs (Rs. 814.28Lacs)

(b) Bank guarantee in favour of Assistant Commissioner of Customs for a CPWB warehouse License amounting to Rs. 98,000/-

32. Previous year figures have been regrouped and rearranged wherever necessary to conform to this years' classification.

AS PER OUR REPORT OF EVEN DATE

For. P. Murali & Co.,
Chartered Accountants
Firm Regn. No.: 007257S



P. Murali Mohana Rao
Partner
Membership No.: 023412

Place: Hyderabad
Date : 21st May 2016

For and on behalf of the Board



P. C. Pantulu
Managing Director

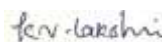


P. Chandra Sekhar
Director & CFO

Place: Hyderabad
Date : 21st May 2016



K. S. Shiva Kumar
Director



K. Venkat Lakshmi
Company Secretary &
Compliance Officer
M. No. A21091

22nd Annual General Meeting –Wednesday, 07th September 2016 at 10.30 am

Form No. MGT-11

PROXY FORM

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

Name of the Member(s) :

Registered address:

E-Mail Id:

Folio No/Client Id:

DP Id:

I/We, being a Member (s) Members of shares of the above named Company, hereby appoint

1. Name : Address:
Email Id: Signature: or failing him
2. Name : Address:
Email Id: Signature: or failing him
3. Name : Address:
Email Id Signature..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company to be held on Wednesday, 07th September 2016 at at 10.30 am at Moksh Banquets, 221, Tivoli Road, Secunderabad-500003 and at any adjournment thereof in respect of such resolutions indicated below

1. Adoption of Financial Statements and Report of Board of Directors and Auditors thereon, for financial year ended March 31, 2016 - Ordinary Resolution.
2. Appointment of M/s P.Murali & Co, Chartered Accountants(Firm Registration No 007257S) as Auditor of the Company and to Fix their remuneration - Ordinary Resolution
3. Re-appointment of Mr.P.Chandra Sekhar Director who retires by rotation and being eligible offer himself for reappointment - Special Resolution
4. To Rescind Resolution No 4 Passed at the EGM dated 04th April 2016 - Special Resolution
5. To Adopt new set of Articles of Association in accordance with Companies Act 2013. - Special Resolution
6. To Consider and adopt the resolution to Reduce the Capital of the Company from Rs.10/- (Rupees Ten) to Rs 2/- (Rupees Two) - Special Resolution

Signed _____ this ____ day of _____ 2016

Signature of the Shareholder

Signature of Proxyholder(s)



Note: The proxy form duly completed must be deposited at the Registered Office of the Company addressed to Secretarial Department, Cybermate Infotek Ltd. at 19 & 20. Moti Valley, Trimulgherry, Secunderabad. – 500 015, Telangana. Not less than 48 Hrs. before the time for holding the meeting. A proxy need not be Member

Form No. MGT-12
Polling Paper

S.No	Particulars	Details
1	Name of the First Named Shareholder (in block letters)	
2	Postal Address	
3	Registered Folio No/Client ID)	
4	Class of Share	Equity
5	No. of Shares	

I Herby exercise my vote in respect of Ordinary/Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S.No	Resolution No.	Matter of Resolution	No. of Shares	I assent to the Resolution	I dissent from the Resolution
1	1	Adoption of Financial Statements and Report of Board of Directors and Auditors thereon, for financial year ended March 31, 2016 – Ordinary Resolution.			
2	2	Appointment of M/s P.Murali & Co , Chartered Accountants(Firm Registration No 007257S) as Auditors of the Company and to Fix their remuneration - Ordinary Resolution			
3	3	Re-appointment of Mr. P. Chandra Sekhar Director who retires by rotation and being eligible offers himself for reappointment - Special Resolution			
4	4	To Rescind Resolution No. 4 Passed at the EGM dated 04th April 2016 - Special Resolution			
5	5	To Adopt new set of Articles of Association in accordance with Companies Act 2013. - Special Resolution			
6	6	To Consider and adopt the resolution to Reduce the Capital of the Company from Rs.10/- (Rupees Ten) to Rs 2/- (Rupees Two) - Special Resolution			

Signed thisday of2016

Signature_____

Attendance Slip

Please fill attendance slip and hand it over at the entrance of the meeting hall. Joint shareholders may obtain additional slips at the venue of the meeting

DP . Id / Folio No. / Client Id

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No of Shares

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NAME AND ADDRESS OF THE SHAREHOLDER _____

I certify that I am a member / proxy / authorized representative for the member of the Company.

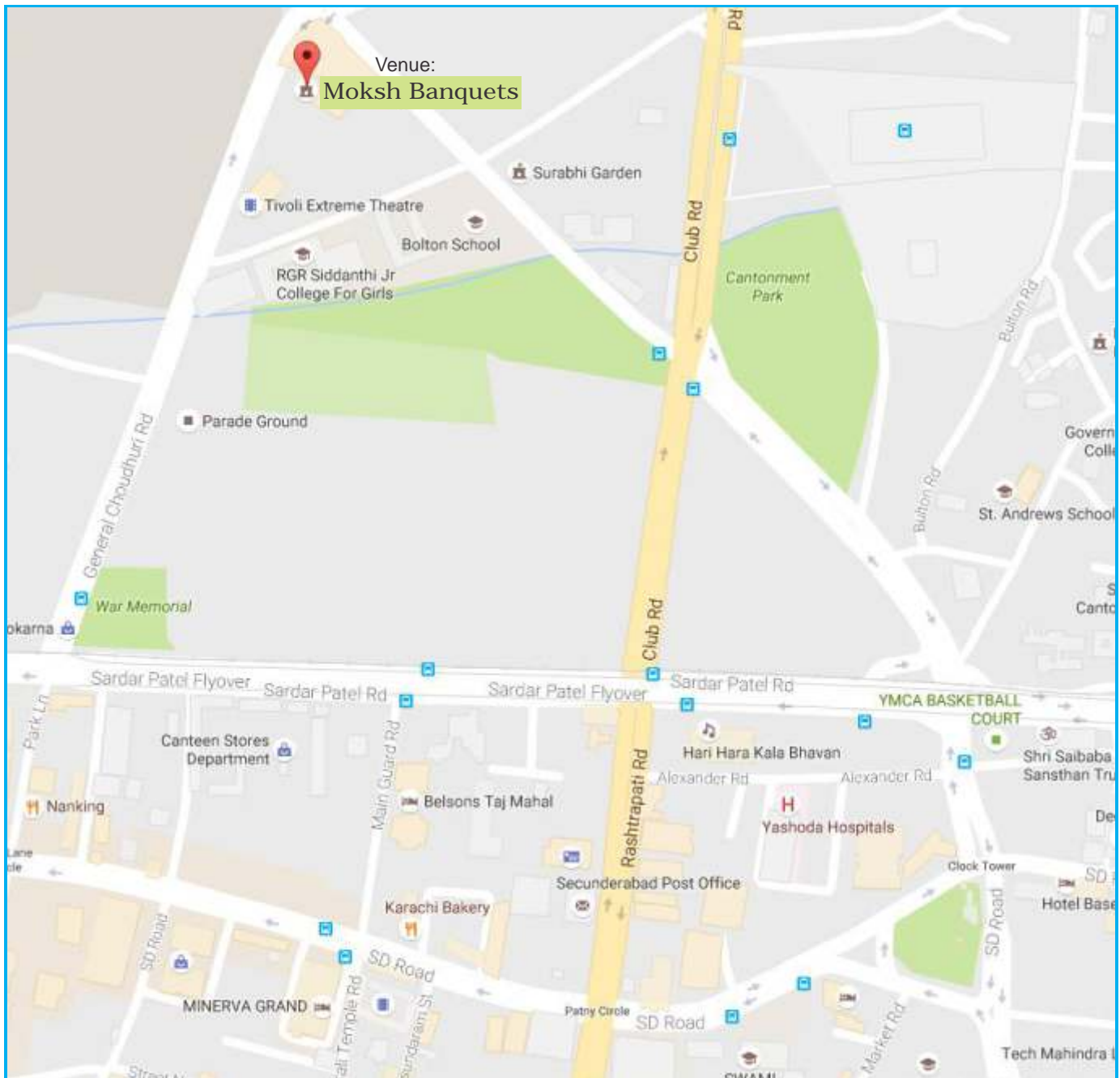
I hereby record my presence at the 22nd Annual General Meeting of the Company at the Moksh Banquets, 221, Tivoli Road, Secunderabad – 500 003, Telangana, India, on Wednesday 07th September 2016 at at 10.30 am IST.

Signed thisday of2016

Signature_____

Route Map to the Venue of the 22nd AGM

Moksh Banquets
221, Tivoli Road,
Secunderabad- 03
Telangana, India




CYBERMATE
INFOTEK LIMITED

We win, when you win!

CIN: L72200TG1994PLC017485

Regd. Office: 19 & 20. Moti Valley, Trimulgherry, Secunderabad. – 500 015

Form No. MGT-11

SHAREHOLDERS ARE REQUESTED TO SUBMIT THIS FORM TO THE DEPOSITORY PARTICIPANT

To, (Name of the Depository Participant)

Updation of Shareholder Information

I / We request you to record the following information against my /our Folio No. /DP ID /Client ID:

General Information:

Folio No. /DP ID /Client ID:	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details

I /We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I /we would not hold the Company /RTA responsible. I/ We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I /We understand that the above details shall be maintained till I /we hold the securities under the above mentioned Folio No. /beneficiary account

Place:

Date:

Signature of Sole / First holder

1994

Year of
Incorporation

2

Wholly Owned
Subsidiaries

1999

Year of Listing
on BSE

2008

Year of Listing on
Luxembourg
Stock Exchange

Offering

Internet of Things

Digital Transformation

SMAC

IT Services

Consulting





BOOK POST

designed by grey cells advertising solutions



CYBERMATE
INFOTEK LIMITED
We win, when you win!

Regd. & Corp. Office: 19 & 20, Moti Valley, Thirumalghery, Secunderabad - 500 015. Telangana State, INDIA.

Phone:+91 40 47766123 / 24, Fax: +91 40 47766143

Email: info@cybermateinfotek.com Website: www.cybermateinfotek.com