



13th October, 2016

To
The Manager
Department of Corporate Services,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001.

Dear Sir,

Re: Submission of Annual Report for the financial year ended on 31 March 2016 as required under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code: 532972

Please find enclosed the 19th Annual report of the Company approved and adopted by the members at the annual general meeting held on 29th September 2016.

Thanking You,
Yours Faithfully

For Sankhya Infotech Limited



Sridhar N
Managing Director
DIN : 00089548



19th ANNUAL REPORT 2015-16

SANKHYA INFOTECH LTD.

Registered Office : 8-2-686/DB/19, Mount View Enclave, MLA Colony,
Road No.12, Banjara Hills, Hyderabad-500 034.

Phone : +91-40-2355 0237

Fax : +91-40-2355 0165

Email : investors@sankhya.net

Website : www.sankhya.net



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COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. N. Sridhar	:	Chairman & Managing Director
Mr. N. Srinivas	:	Vice Chairman
Dr. J. V. Rao	:	Independent Director
CA. Ch. Anand	:	Independent Director
Ms. Nalini. N	:	Woman Director

BANKERS

IDBI BANK Ltd.

CBG – Specialized Corporate Branch

#5 -9-89/1 & 2, Chapel Road, Hyderabad - 500 001.

STATUTORY AUDITORS

KOMANDOOR & CO. Chartered Accountants

1-504, Divya Shakti Complex, 7-1-58, Dharamkaran Road, Ameerpet,
Hyderabad - 500 016, INDIA.

REGISTRARS & TRANSFER AGENTS

Karvy Computer share Private Limited, # Karvy Selenium Tower B, Plot No. 31-32,
Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032

Tel: 91-40-67161602, 67162222.

Fax: 91-40-23311968, 23469667/668

E-mail: einward.ris@karvy.com

URL: www.karvycomputershare.com



NOTICE

NOTICE is hereby given that the 19th Annual General Meeting of the Members of Sankhya Infotech Limited will be held on Thursday, 29th September 2016, at 4.00 P.M. at Hotel Sitara Grand, Road No 12, Banjara Hills, Beside Income Tax Office, Hyderabad, Telangana -500034 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended 31 March 2016 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Nalini Nadupalli, Director (DIN 07244427) who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of M/s. Komandoor & Co, Chartered Accountants, Hyderabad (ICAI Firm Registration No. 001420S) and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, the appointment of M/s. Komandoor & Co, Chartered Accountants, Hyderabad (ICAI Firm Registration No. 001420S), as Auditors of the Company, by resolution passed at the 18th Annual General Meeting of the Company, to hold office from the conclusion of the 18th Annual General Meeting until the conclusion of the 23rd Annual General Meeting or till such time as mutually agreed be and is hereby ratified for the balance term and accordingly they continue to hold office from the conclusion of the 19th Annual General Meeting until the conclusion of the 23rd Annual General Meeting and the Board of Directors be and are hereby authorised to fix their remuneration, in accordance with the recommendation of the Audit Committee, in consultation with the Auditors."

SPECIAL BUSINESS:

4. Appointment of Mr. Pudhota Partha Saradhi as an Independent Director

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Pudhota Partha Saradhi (DIN 07516057), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 28 May 2016 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as an Independent Director, not liable to retire by rotation, to hold office for five consecutive years for a term up to 27 May 2021 / till such time as mutually agreed."

5. Re-appointment of Mr. Anand Cherukupalli as an Independent Director

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and pursuant to the provisions of Sections 149, 152 Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anand Cherukupalli (DIN 02783203), who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and in respect of whom the Company has received a notice in writing from a member, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director of the Company, be and is hereby re - appointed as an Independent Director of the Company not liable to retire by rotation to hold office for five consecutive years for a term with effect from 29 September 2016 to 28 September 2021 / till such time as mutually agreed."

6. Re-appointment of Mr. Sridhar Nadupalli (DIN 00089548), Managing Director of the Company.

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Sridhar N (DIN 00089548), as Managing Director of the Company with effect from 1 October 2016 to 30 September 2019, on the salary, and perquisites (hereinafter referred to as "remuneration"), and upon the terms and conditions as mentioned in the following manner":

- a) Salary : The Company shall pay to Mr. Sridhar N, in consideration of the performance of his duties a salary of Rs 3,00,000/- per month with effect from 1 October 2016 to 30 September 2019.

- b) Perquisites & allowances: In addition to the above salary, Mr. Sridhar N shall be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowances in lieu thereof, reimbursement of expenses or allowance for gas, electricity, water, furnishing etc., medical reimbursement, leave travel allowances, club fee, and such other perquisites and allowances under the company's rules.

The total cost of the aforesaid perquisites, allowances and other benefits (including rent/HRA) shall be restricted to 40% of the salary per month.

- c) Other benefits: In addition to the above salary and perquisites, Mr. Sridhar Nadupalli shall be entitled to the following annual benefits which shall not be included in the computation of the ceiling of remuneration specified in paragraph (a) and (b) above:

- i. Provident and superannuation fund: The Company's contribution to the provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act. The said contribution will not be included in the computation of the ceiling on remuneration.

- ii. Gratuity: Gratuity payable shall not exceed one half month's salary for each completed year of services and will not be included in the computation of the ceiling on remuneration.

- iii. Leave encashment: Encashment of leave at the end of the tenure in accordance with the rules of the Company.



- iv. Provision of car and telephone: Mr. Sridhar Nadupalli shall be entitled to a motor car for use on Company's business and telephone at residence, however use of car for private purpose and personal long distance calls on telephone shall be billed by the Company to Mr. Sridhar Nadupalli.
- d) Mr. Sridhar Nadupalli shall be entitled to reimbursement of entertainment expenses, traveling, boarding and lodging expenses actually and properly incurred for the business of the Company.
- e) He will not be eligible for any sitting fees of the Company's Board/Committee Meetings.

"RESOLVED FURTHER THAT the remuneration payable to Mr. Sridhar Nadupalli, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 read with Schedule- V of the Companies Act, 2013, or such other limits as may be prescribed from time to time."

"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 writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

By Order of the Board
Sankhya Infotech Limited

Sridhar N

Date: 30th August 2016 Chairman & Managing Director
Place: Hyderabad DIN: 00089548

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND, AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE AFORESAID MEETING.

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, 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 proxy for any other person or shareholder.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of items 4 to 7 is annexed.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from 23 September 2016 to 29 September 2016 (both days inclusive).
5. In terms of Articles of Association of the Company, Ms. Nalini Nadupalli, Director (DIN 07244427) of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment. Information about

such Directors as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2, is contained in the statement annexed hereto. The Board of Directors of the Company recommends the re-appointment of Ms. Nalini Nadupalli, Director (DIN 07244427). Ms. Nalini Nadupalli has furnished the requisite declarations for her reappointment.

6. Members/Proxies should bring the enclosed Attendance Slip duly filled in for attending the meeting along with the copy of the Annual Report. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf in the meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number(s) in the Attendance Slip for attending the meeting.
8. Members are requested to notify change of address, if any, with pin code to the Company or to its Registrar and Share Transfer Agent quoting reference of their folio number and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
9. Members intending to seek clarifications at the Annual General Meeting concerning the accounts and any aspect of operations of the Company are requested to send their questions in writing to the Secretarial and Investor Relation Department so as to reach the Company at least 7 days in advance before the date of the Annual General Meeting, specifying the point(s).
10. Individual Shareholders can now take the facility of making nomination of their holding. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of shares shall vest in the event of the death of the shareholder and the joint-holder(s), if any. A minor can be nominee provided the name of the guardian is given in the nomination form. Non- individuals including society, trust, body corporate, partnership firm, karta of Hindu undivided family, holder of Power of Attorney cannot nominate. For further details in this regard shareholders may contact M/s Karvy Computer Share Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana - 500032, the Registrar and Share Transfer Agent of the Company.
11. Securities and Exchange Board of India (SEBI) has issued a circular clarifying that it shall be mandatory for the transferee(s) to furnish copy of Permanent Account Number (PAN) card to the Company/Registrar and Transfer Agent of the Company for registration of transfer of shares in the physical mode. Members may please take a note of the same.
12. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting. All relevant documents referred in the Notice and the Explanatory Statement shall be open for inspection by the members at the Registered office of the Company during the normal business hours (10.00 A.M to 6.00 P.M) on all working days (except Saturdays) upto the date of AGM of the Company.
13. A Route Map showing direction to reach the venue of 19th Annual General Meeting is given in the Annual Report as per the requirement of the Secretarial Standard - 2 on General Meeting.



14. The Ministry of Corporate Affairs, Government of India (vide its circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' by allowing paperless compliances and recognizing delivery of Notices / Documents / Annual Reports, etc., to the shareholders through electronic medium. Further pursuant to Section 101 and Section 136 of the Companies Act 2013 read with relevant rules made thereunder, companies can serve Annual Report and other communications through electronic medium. In view of the above the Company will send Notices / Documents / Annual Reports, etc., to the shareholders through email, wherever the email addresses are available; and through other modes of services where email addresses have not been registered. Accordingly, members are requested to support this initiative by registering their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company's Registrar and Transfer Agent, M/s. Karvy Computer Share Private Limited.

Voting through electronic means:

1. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies [Management and Administration] Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing e-voting facility as an alternative mode of voting which will enable the members to cast their votes electronically.
2. Necessary arrangements have been made by the Company with Karvy to facilitate e-voting. The detailed process, instructions and manner for availing e-Voting facility is annexed to the Notice.
3. Mr. Ashish Gaggar, Practicing Company Secretary [Membership No. FCS 6687] has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
4. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
5. Members can opt for only one mode of voting i.e. either by e-voting or poll paper. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Poll Paper shall be treated as invalid.
6. The e-voting period commences on 26 September 2016 at 9.00 A.M and ends on 28 September 2016 at 5:00 P.M. During this period, Members holding shares either in physical form or demat form, as on 22 September 2016, i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
7. The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose names is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e., 22 September 2016, only shall be entitled to avail facility of remote e-voting and poll process at the venue of the meeting. A person who is not a member as on the cutoff date should treat this notice for information purpose only.
8. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the Notice convening the Meeting, which is available on the website of the Company

and Karvy. However, if you are already registered with Karvy for remote e-voting, then you can use your existing User ID and password for casting your vote.

9. The Scrutinizer shall, immediately after the conclusion of voting at the meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman, who shall countersign the same.
10. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sankhya.net and on the website of Karvy (<https://evoting.karvy.com>) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited, where the equity shares of the Company are listed.
11. The resolutions listed in the Notice of the AGM shall be deemed to be passed on the date of the AGM, subject to the receipt of the requisite number of votes in favour of the respective resolutions.

The instructions for members for voting electronically are as under:

In case a Member receiving an email from Karvy [for Members whose email IDs are registered with the Company/Depository Participant(s)]:

- a) Launch internet browser by typing the URL : <https://evoting.karvy.com>.
- b) Enter the login credentials (i.e., User ID and password mentioned in your email). Your Folio No/DP ID Client ID will be your user ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for casting your votes.
- c) After entering these details appropriately. Click on "LOGIN".
- d) You will reach the Password change menu, wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- e) You need to login again with the new credentials.
- f) On successful login, the system will prompt you to select the "EVENT" i.e., Sankhya Infotech Limited.
- g) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- h) Members holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.
- I) Voting has to be done for each resolution of the Notice separately. In case you do not desire to cast your vote on any specific resolution it will be treated as abstained.
- j) You may then cast your vote by selecting an appropriate option and click on "Submit".



- k) A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any numbers of times till they have voted on the Resolution(s).
- l) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board (Resolution/ Power of Attorney/ Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: ashishgaggar.pcs@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."

In case a Member receiving physical copy of the Notice by Post [for Member whose email IDs are not registered with the Company/Depository Participant(s)]:

- a) User ID and initial password- as provided.
- b) Please follow all steps from Sr. No. (a) to (l) as mentioned above to cast your vote.

Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

Any person who becomes member after the dispatch of the Notice of the Meeting and holding share as on the cut-off date i.e. 22 September 2016 may obtain the User ID and password as mentioned below:

- a. If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : MYEPWD <space> Event number + Folio No. or DP ID Client ID to 9212993399

Example for NSDL : MYEPWD <SPACE> IN12345612345678

Example for CDSL : MYEPWD <SPACE> 1402345612345678

Example for Physical : MYEPWD <SPACE> XXX1234567890

- b. If e-mail or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "forgot password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

- c. In case of any queries, members may visit Help & FAQ's section available at Karvy's website download section on <https://evoting.karvy.com> or contact Mr. Mohd Mohsin Uddin, Senior Manager, Karvy Computershare Private Limited at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032 or send an email to evoting@karvy.com or call him on +91-40-6716 1562 or call Karvy's toll free No. 1-800-34-54-001 for any further clarifications.

Explanatory Statement Pursuant to the Provisions of Section 102 of the Companies Act, 2013

As required under Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 4 to 7 of the accompanying Notice.

Item No. 4:

The Board of Directors upon receiving the recommendation of Nomination and Remuneration Committee at the meeting held on 28 May 2016, appointed Mr. Pudhota Partha Saradhi as an Additional Director (Independent) of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013. Mr. Pudhota Partha Saradhi would hold office upto the date of this Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member, along with a deposit of requisite amount proposing the candidature of Mr. Pudhota Partha Saradhi for the office of the Independent Director, to be appointed as such, under the provisions of Section 149 of the Companies Act, 2013.

The Company has received a declaration from Mr. Pudhota Partha Saradhi that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Pudhota Partha Saradhi fulfills the conditions for his appointment as an Independent Director as specified in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Pudhota Partha Saradhi is independent of the management and possesses appropriate skills, experience and knowledge.

The Nomination and Remuneration Committee has also recommended his appointment as an Independent Director for a period of 5 Years.

The Draft Letter of appointment is available for inspection by members at the Registered Office of the Company between 11.00 a.m. to 1.00 p.m. on all working days of the Company.

In the 20 years of experience, Mr. Pudhota Partha Saradhi has held various leadership roles (CXO, Global Leader, VP etc) across multiple verticals including Technology, Automotive, IT/Consulting, Retail and Private Equity. In his past roles, Mr. Pudhota Partha Saradhi has built and managed a Product Suite of \$100 Million revenues – featuring Digital Marketing & Marketing Automation software. Mr. Pudhota Partha Saradhi has created an Ecosystem of Technology Frameworks for Multi - Channel Marketing Automation; Predictive Analytics, Internet of Things (IOT) & Global Market Research.

Additional Information on appointment or re-appointment and/or fixation of remuneration of Directors including Managing Director or Executive Director or Whole - time Director or of Manager or variation of the terms of remuneration in the Annual General Meeting (under sub regulation 3 of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and para 1.2.5 of Secretarial Standard -2.

Name of the Director	Pudhota Partha Saradhi
Date of Birth	14 April 1974
Age	42 Years
Qualification	Bachelor's Degree in Economics, Master's Degree in Business Economics, Master's Degree in Computer Science, Ph.D. Qualifier from Oklahoma State University.
Date of first Appointment on the Board	28 May 2016
Terms & Conditions of appointment and re-appointment along with Remuneration sought to be paid	Not Applicable
Remuneration last drawn	Not Applicable
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Expertise in Specific Functional Area	IT Services
Number of Meetings of the Board attended during the year	Not Applicable
Names of other companies in which holds the directorship	None
Names of other companies in which holds the membership of Committees of the Board	None
No of Shares held in the Company as on 31 March 2016	Not Applicable



The Board based on the experience/expertise of Mr. Pudhota Partha Saradhi, is of the opinion that Mr. Pudhota Partha Saradhi has the requisite qualification to act as an Independent Director of the Company.

Accordingly, the Board recommends the resolution for the appointment of Mr. Pudhota Partha Saradhi as an Independent Director as ordinary resolution, for the approval by the shareholders of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution except Mr. Pudhota Partha Saradhi.

Item No. 5:

According to the provision of Section 149, 152 of Companies Act, 2013 and subject to the provisions of Schedule IV and other applicable provisions of the Companies Act, 2013, an Independent Director shall be re - appoint for a term of five consecutive years on the Board of the Company on passing of Special Resolution by the Company and disclosure of such appointment in Board's report. Therefore, Mr. Anand Cherukupalli shall be re - appointed for a term of five consecutive years w.e.f 29 September 2016 to 28 September 2021.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member, along with a deposit of requisite amount proposing the candidature of Mr. Anand Cherukupalli for the office of the Independent Director, to be appointed as such, under the provisions of Section 149 of the Companies Act, 2013.

The Company has received a declaration from Mr. Anand Cherukupalli that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Anand Cherukupalli fulfills the conditions for his re-appointment as an Independent Director as specified in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee has also recommended his re-appointment as an Independent Director for a period of 5 Years by looking into his 24 years of experience in the fields of Audit, Taxation and Finance.

Re-appointment of Mr. Anand Cherukupalli has been considered by the Board based on his performance evaluation in line with the evaluation criteria laid down by the Nomination and Remuneration Committee. The Evaluation was conducted through questionnaire having qualitative parameters and feedback based on ratings.

Additional Information on appointment or re-appointment and/or fixation of remuneration of Directors including Managing Director or Executive Director or Whole - time Director or of Manager or variation of the terms of remuneration in the Annual General Meeting (under sub regulation 3 of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and para 1.2.5 of Secretarial Standard -2

Mr. Anand Cherukupalli is independent of the management and possesses appropriate skills, experience and knowledge and based on the experience/expertise in the industry, the Board of Director is of the opinion that Mr. Anand Cherukupalli has the requisite qualification to act as an Independent Director of the Company.

Accordingly, the Board recommends the resolution for the appointment of Mr. Anand Cherukupalli as an Independent Director as special resolution, for the approval by the shareholders of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution except Mr. Anand Cherukupalli.

Name of the Director	Anand Cherukupalli
Date of Birth	14 August 1957
Age	59 Years
Qualification	Chartered Accountant
Date of first Appointment on the Board	20 September 2010
Terms & Conditions of Appointment and Re-appointment along with Remuneration sought to be paid	Not Applicable
Remuneration last drawn	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NIL
Expertise in Specific Functional Area	Audit, Taxation and Finance
Number of Meetings of the Board attended during the year	Five
Names of other companies in which holds the directorship	None
Names of other companies in which holds the membership of Committees of the Board	None
No of Shares held in the Company as on 31 March 2016	NIL

Item No. 6:

The Board of Directors upon receiving the recommendation of the Nomination and Remuneration Committee of the Company and subject to approval of members at the Annual general meeting, re-appointed Mr. Sridhar N. as Managing Director of the company effective from 01 October 2016 for a period of 3 years and fixed his remuneration.

Mr. Sridhar N. is a promoter and is associated with the company since inception. Mr. Sridhar N. being Managing Director of the Company shoulders a huge responsibility.

He is a Technocrat business man with a Master's degree in Computer Science and has 31 years of experience in the Software Industry.

The details of remuneration payable to Mr. Sridhar N. and the terms and conditions of his re-appointment are provided in the resolution.

Additional Information on appointment or re-appointment and/or fixation of remuneration of Directors including Managing Director or Executive Director or Whole - time Director or of Manager or variation of the terms of remuneration in the Annual General Meeting (under sub regulation 3 of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and para 1.2.5 of Secretarial Standard -2

Keeping in view that Mr. Sridhar N. has rich and varied experience in the Industry and has been involved in the Operations of the Company since inception; it would be in the interest of the Company to re-appoint him as Managing Director of the Company.

Accordingly, the Board recommends the resolution for re-appointment of Mr. Sridhar N. as Managing Director as special resolution, for the approval by the shareholders of the Company.

The General Information as required pursuant to Section II of Part II of Schedule V of Companies Act, 2013 is contained in the statement annexed thereto.

Except Mr. Sridhar N., Mr. Srinivas Nadupalli and Ms. Nalini Nadupalli and their relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in this resolution.



Name of the Director	Sridhar N.
Date of Birth	01 January 1963
Age	53 Years
Qualification	Master's Degree in Computer Science
Date of first Appointment on the Board	21 July 1997
Terms & Conditions of Re-appointment along with Remuneration sought to be paid	As provided in the resolution
Remuneration last drawn	36 Lakhs for the financial year ended 31 March 2016
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Ms. Sridhar N. is the Brother of Mr. Srinivas N. and the Father of Ms. Nalini N.
Expertise in Specific Functional Area	Information Technology
Number of Meetings of the Board attended during the year	Five
Names of other companies in which holds the directorship	Mahasena Info Technologies India Private Limited
Names of other companies in which holds membership of Committees of the Board	None
No of Shares held in the Company as on 31 March 2016	410852

By Order of the Board
Sankhya Infotech Limited

N. Sridhar
Chairman & Managing Director
IN: 00089548

Date: 30th August 2016
Place: Hyderabad

Annexures

Additional Information on appointment or re-appointment and/or fixation of remuneration of Directors including Managing Director or Executive Director or Whole - time Director or of Manager or variation of the terms of remuneration in the Annual General Meeting (under sub regulation 3 of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and para 1.2.5 of Secretarial Standard -2

Name of the Director	Nalini N.
Date of Birth	20 November 1989
Age	26 Years
Qualification	MS
Date of first Appointment on the Board	14 February 2015
Terms & Conditions of Re-appointment along with Remuneration sought to be paid	Not Applicable.
Remuneration last drawn	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Ms. Nalini N. is the Daughter of Mr. Sridhar N. and the niece of Mr. Srinivas N.
Expertise in Specific Functional Area	Signal Processing
Number of Meetings of the Board attended during the year	One
Names of other companies in which holds the directorship	None
Names of other companies in which holds membership of Committees of the Board	None
No of Shares held in the Company as on 31 March 2016	50000

ANNEXURE REFERRED TO IN THE EXPLANATORY STATEMENT

Statement containing the information as required pursuant to Section II of Part II of Schedule V of Companies Act, 2013 in respect of Re-appointment/fixing of Remuneration of Mr. Sridhar N.

I. GENERAL INFORMATION

- Nature of Industry:** Company develops software products and its services include software services around the products, development of simulation software for specific customer needs, courseware, and providing consulting support to customers.
- Year of commencement of commercial production:** 1997
- In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable
- Financial performance:** Rs in Lakhs

	Year ended 31-03-2016	Year ended 31-03-2015	Year ended 31-03-2014
Total Revenue	15,796.84	18,198.45	14,527.93
Total Expenses	15,240.75	17,670.80	14,301.72
Profit Before Tax	556.09	527.65	226.21
Profit / (Loss) for the period	397.11	146.76	89.59
Earnings per Share (Rs)	3.53	1.31	0.80

The Company, after rescheduling of its debts, has not made any default in the repayment of its dues (including public deposits) or interest payments thereon.

- Exports performance for the year ended 31-03-2016 as follows:**
Export income is Rs. 15,220.24 Lacs and Net gain on foreign currency translation and transaction is Rs. 501.81 Lacs.
- Foreign investments or collaborations, if any:**
The Company has two 100% wholly owned foreign subsidiary companies a) Sankhya SARL, France b) Sankhya US Corporation

INFORMATION ABOUT THE APPOINTEE

1. Background Details:

Sridhar N Managing Director, aged 53 years completed his Master's degree in computer science and is one of the Founder Member of Sankhya Infotech Limited. Mr. Sridhar N is a Technocrat business man and goal oriented person having 31 Years of experience in the Software Industry. He guided the company since inception and supported in growth of the Company. He looks after the technical aspect and entire corporate affairs of the organization.

2. Past Remuneration:

Sridhar N. - Rs. 36 lakhs for the year ended 31 March 2016.

3. Job Profile and his/her suitability

Sridhar N. looks after the technical aspect and entire corporate affairs of the organization.

4. Proposed remuneration

It is proposed to pay a maximum remuneration to him on the terms and conditions detailed in the resolutions referred above.

5. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

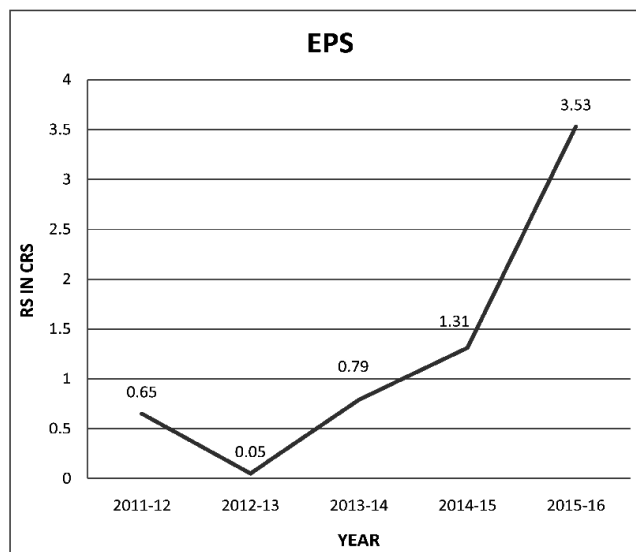
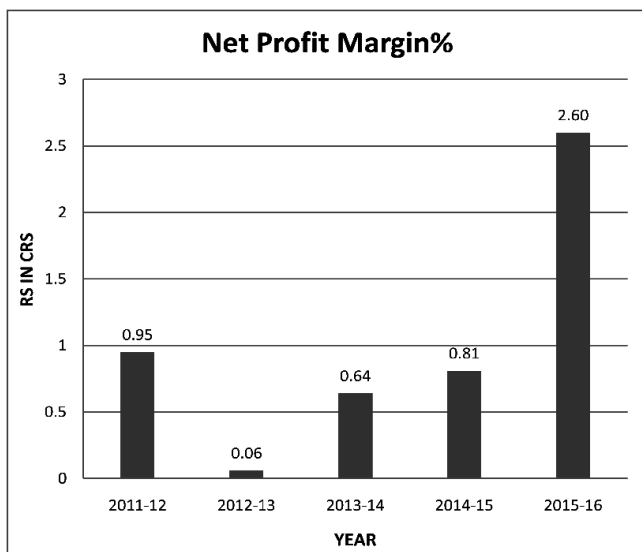
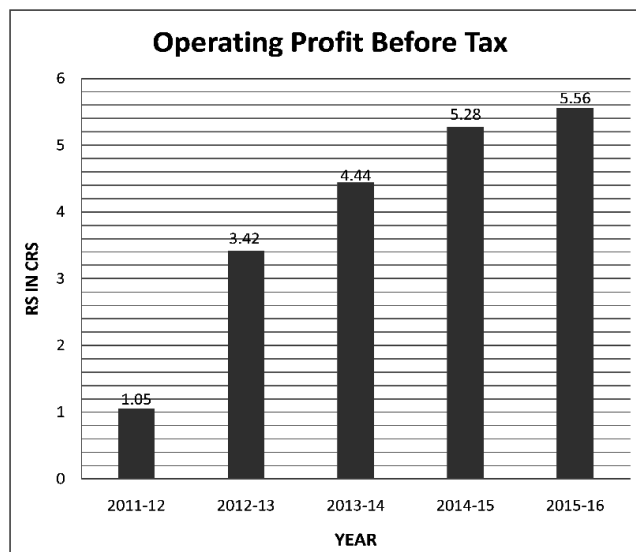
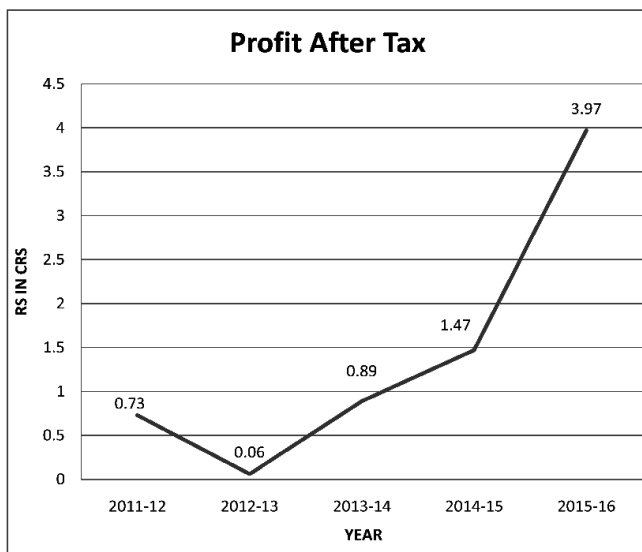
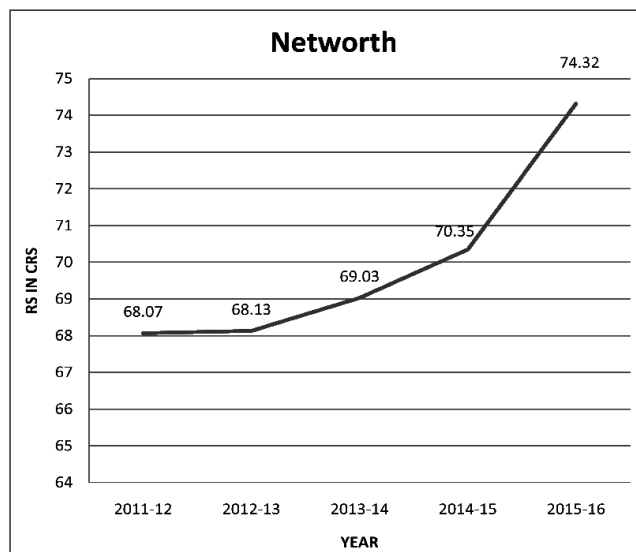
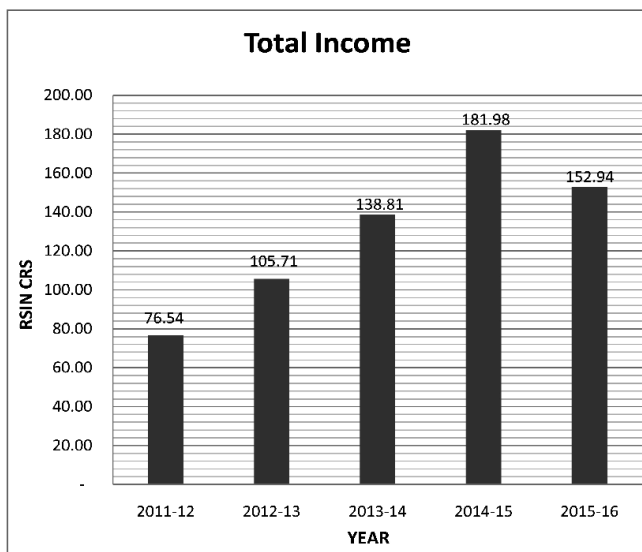
Compared to the remuneration profile of position and person with respect to this industry and size, he is entitled to the proposed remuneration.

7 Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Except the remuneration drawn by him from the Company, they do not have any pecuniary relationship, directly or indirectly with the Company. Mr. Sridhar N. is brother of Mr. Srinivas N. and Ms. Nalini Nadupalli is the daughter of Mr. Sridhar N.



FINANCIAL HIGHLIGHTS





Directors' Report

Dear Members,

The Board of Directors hereby submits the report of the business and operations of the company along with the audited financial statements, for the financial year ended 31 March 2016. The Consolidated performance of the company and its subsidiaries has been referred to wherever required.

FINANCIAL RESULTS

The Company's operating performance during the year ended 31 March 2016 is summarized below:

(Amount in Lakhs)

Particulars	Standalone figures for the year ended		Consolidated figures for the year ended	
	31-03-2016	31-03-2015	31-03-2016	31-03-2015
Revenue From Operations	15,293.78	18,197.55	15,293.78	18,197.55
Other Income	503.06	0.90	503.06	0.91
Total Revenue	15,796.84	18,198.45	15,796.84	18,198.46
Employee Benefit Expenses	8,322.95	10,652.43	8,323.16	10,652.43
Other Operating Expenses	1,210.67	1,020.49	1,212.28	1,021.21
Administrative Expenses	3,442.90	3,073.59	3,442.90	3,073.58
Finance Cost	490.47	476.51	490.47	476.51
Depreciation and Amortization Expense	530.03	510.75	530.03	510.75
Other Expenses	1,243.73	1,937.03	1,243.73	1,937.04
Total Expenses	15,240.75	17,670.80	15,242.57	17,671.52
Profit Before Exceptional and Extraordinary Items and Tax	556.09	527.65	554.27	526.93
Extraordinary Items	-	-	-	-
Profit Before Tax	556.09	527.65	554.27	526.93
Current Tax	119.10	112.55	118.72	112.41
Deferred Tax	(22.13)	178.34	(22.13)	178.34
Previous Years Tax Provision	62.00	90.00	62.00	90.00
Profit/(Loss) for the period	397.11	146.76	395.68	146.18
Basic and Diluted Earnings per Share (Rs.)	3.53	1.31	3.52	1.30

OPERATIONS

For the financial year ended March 31, 2016 as follows:-

Standalone Financial Performance

- Standalone total Revenue for the current year was Rs. 15,796.84 Lacs.
- Profit before Exceptional and Extraordinary Items and Tax was Rs. 556.09 Lacs.
- Net Profit / (Loss) was Rs. 397.11 Lacs.
- The basic and diluted Earnings per Share (EPS) was Rs. 3.53 for the year.

Consolidated Financial Performance:

- Consolidated total Revenue for the current year was Rs. 15,796.84 Lacs.
- Profit before Exceptional and Extraordinary Items and Tax was Rs. 554.27 Lacs.
- Net Profit / (Loss) was Rs. 395.68 Lacs.
- The basic and diluted Earnings per Share (EPS) was Rs. 3.52 for the year.

The Company's current year financial summary and highlights along with future outlook are mentioned in the

Management Discussion and Analysis Report annexed to this report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

SUBSIDIARY

As on 31 March 2016, the company has 3 Subsidiaries. During the year, the Board of Directors reviewed the affairs of the subsidiaries. Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the company has been prepared which forms part of this Annual Report. Further, a statement containing salient features of financial statements of subsidiary along with the extent of holding therein are provided in the Form AOC 1 attached to the Accounts which covers the performance and financial position of the subsidiaries.

The financial position of the said Companies is also given in the Notes to Consolidated financial statements.



The Highlights of the performance of subsidiaries are as follows:

(Rs.in lacs)

Particulars	Mahasena Info Technologies India Private Limited	Sankhya SARL, France	Sankhya US Corporation
Total Income	NIL	NIL	NIL
Total Expenses	0.20	0.21	1.41
Profit Before Tax	(0.20)	(0.21)	(1.41)
Current Tax	NIL	NIL	NIL
Deferred Tax	NIL	NIL	NIL
Previous Years Tax Provision	NIL	NIL	NIL
Profit/(Loss) for the period	(0.20)	(0.21)	(1.41)

In accordance of the Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the company are available on our website. These documents will also be available for inspection at the registered office of the Company during working hours. The Company will also make available a copy thereof to any member of the Company who may be interested in obtaining the same.

CONSOLIDATED FINANCIAL STATEMENTS (CFS)

The Consolidated Financial Statements of your Company for the financial year 2015-16 are prepared in compliance with applicable provisions of the Companies Act, 2013, read with the Rules issued thereunder, applicable Accounting Standards and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The consolidated financial statements have been prepared on the basis of audited financial statements of your Company, its subsidiaries, as approved by the respective Board of Directors.

DIVIDEND

The Board of Directors are confident that with their efforts to strive hard to maximize the shareholders returns, the company would be able to declare dividend in the near future.

TRANSFER TO RESERVE

The Directors propose to transfer a sum of Rs. 397.11 Lacs to General Reserve out of the profits earned by the Company at the standalone level.

AUTHORISED SHARE CAPITAL

The Authorised Share Capital of the Company stands at Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore Fifty Lacs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

During the Year, there has been no change in the Authorised Share Capital of the Company.

PAID UP SHARE CAPITAL

The Paid Up share Capital of the Company stands at Rs. 11,24,52,050/- (Rupees Eleven Crore Twenty Four Lacs Fifty Two thousand and Fifty Only) divided into 1,12,45,205 (One Crore Twelve Lacs Forty Five Thousand Two Hundred and Five) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

SHIFTING OF REGISTERED OFFICE

The Board of Directors of the company at its meeting held on 14 November 2015 has approved the shifting of Registered Office of the Company w.e.f 14 November 2015 from "H No. 1-13-30/ 76, B76, Dr. AS Rao Nagar, Hyderabad- 500062 Telangana" to, "Plot no: 8-2-686/DB/19, Mount View Enclave, Road No # 12, Banjara Hills, Hyderabad- 500 034."

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

DEPOSITS

The Company has neither accepted nor renewed any deposits from public within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014 during the year under review.

INTERNAL CONTROLS SYSTEMS AND ADEQUACY

The Company's internal audit systems are geared towards ensuring adequate internal controls commensurate with the size and needs of the business, with the objective of efficient conduct of operations through adherence to the Company's policies, identifying areas of improvement, evaluating the reliability of Financial Statements, ensuring compliances with applicable laws and regulations and safeguarding of assets from unauthorized use.

Details of the internal controls system are given in the Management Discussion and Analysis Report, which forms part of the Directors' Report.



DETAILS OF DIRECTORS/KEY MANAGERIAL PERSONNEL

All the Independent Directors have given declarations under section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, they fulfill the conditions of independence as specified in the Companies Act, 2013 and the Rules made there under and are independent of the management.

Based on the confirmations received, none of the Directors are disqualified for being appointed/re-appointed as directors in terms of Section 164 of the Companies Act, 2013.

In accordance with the provisions of Section 152 of the Companies Act, 2013, Ms. Nalini Nadupalli, Director of the Company is liable to retire by rotation and is eligible for re-appointment.

There have been no changes in Directors and Key Managerial Personnel during the year.

Further, Mr. Pudhota Partha Saradhi has been appointed as Additional (Independent Director) and Ms. Neha Pamnani as Company Secretary and Compliance Officer of the Company in the Board Meeting held on 28 May 2016.

GOVERNANCE GUIDELINES

The Company has adopted Governance Guidelines or code of conduct on Board, Independent Director, Key Managerial Personnel or senior managerial personnel. The Governance Guidelines or code of conduct cover aspects related to role of the Board diversity, definition of independence and duties of independent Directors, Code of Conduct, Moral, ethics and principles to be followed.

NOMINATION, REMUNERATION AND PERFORMANCE EVALUATION POLICY

The requisite details as required by Section 134(3), Section 178(3) & (4) of the Companies Act, 2013 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Corporate Governance Report.

TRANSACTIONS WITH RELATED PARTIES

The requisite details as required by Section 134 & 188 of the Companies Act, 2013 and Regulation 23 & 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Corporate Governance Report.

BOARD AND COMMITTEE MEETINGS

Details of the composition of the Board and its Committees and of the Meetings held and attendance of the Directors at such Meetings, are provided in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Section 173(1) of the Companies Act, 2013 and Regulation 17(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory, Cost and Secretarial Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2015-16.

Accordingly, pursuant to Section 134(3) (c) and 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- (ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (iii) they have taken proper and sufficient care for 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) they have prepared the annual accounts on a going concern basis;
- (v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Provisions of Section 135 of the Companies Act 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014 are not applicable to the Company.

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment,



where employees feel secure. The Company has also constituted an Internal Complaints Committee, known as the Prevention of Sexual Harassment (POSH) Committee, to inquire into complaints of sexual harassment and recommend appropriate action. In the Financial year 2015-16, the Company has not received any complaints which fall within the scope of this policy.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The requisite details as required by Section 177 of the Companies Act, 2013 and Regulation 22 & 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Corporate Governance Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

AUDITORS

(1) Statutory Auditors:

M/s. Komandoor & Co, Chartered Accountants are the statutory auditors of the Company and hold office till the conclusion of the 19th Annual General Meeting (AGM). Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Members are requested to consider the ratification of appointment of Auditors for the balance term.

The Statutory Auditors of the Company has submitted Auditors' Report on the Standalone and Consolidated Financial Statements for the year ended on 31 March 2016.

Secretarial Auditors:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed Mr. Ashish Kumar Gaggar to undertake the Secretarial Audit of the Company for the year ended 31 March 2016. The Secretarial Audit Report in the Form MR-3 is annexed as Annexure A.

The Secretarial Audit Report for the financial year ended 31 March 2016 contains the following qualification:

a) The Company did not have Chief Financial Officer and Company Secretary as required under Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Management's Explanation to the above Auditors' Qualifications:

Company is in the process of finding a suitable person for the appointment as Chief Financial Officer and shall be appointing soon.

Company was in the process of identifying a suitable person and accordingly has appointed Ms. Neha Pamnani as

Company Secretary of the company with effective from 28 May 2016.

b) The Company did not appoint Internal Auditor as required under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.

Management's Explanation to the above Auditors' Qualifications:

Company is in the process of finding a suitable person for the appointment as Internal Auditor and shall be appointing soon.

c) The Constitution of Board of Directors was not in accordance of Clause 49 of Listing Agreement / Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Management's Explanation to the above Auditors' Qualifications:

The Company has reconstituted the Board with the appointment of Mr. Pudhota Partha Saradhi as an Independent Director. Now the constitution of the Board of Directors is in accordance with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

d) The Constitution of Nomination and Remuneration Committee was not in accordance of Clause 49 of Listing Agreement/ Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Management's Explanation to the above Auditors' Qualifications:

The Company has reconstituted its Nomination and Remuneration Committee with the appointment of Mr. Pudhota Partha Saradhi as an Independent Director. Now the constitution of the Committee is in accordance with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are as follows:

A. Conservation of energy

Your Company is not engaged in any manufacturing activity and thus its operations are not energy intensive. However, adequate measures are always taken to ensure optimum utilisation and maximum possibility of saving of energy.

B. Technology absorption

Your Company has not undertaken any research and development activity for any manufacturing activity nor was any specific technology obtained from any external sources which needs to be absorbed and adopted.



C. Foreign exchange earnings and outgo

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows:

(Rs. in Lac)

	2015-16	2014-15
Foreign exchange earnings	15,220.24	17899.72
Foreign exchange outgo	13,220.45	15714.60

PARTICULARS OF REMUNERATION

Disclosure under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Employees employed throughout the year and in the aggregate were in receipt of remuneration of not less than Rs. 102 lakhs per annum:

None of the employee of the company, in the aggregate draws remuneration of more than Rs.102 Lakhs per annum.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return in form MGT-9 is annexed as Annexure B.

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE

The Management Discussion and Analysis Report as required under Regulation 34(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of the Annual Report and give detail of the overview, industry structure and developments, different product groups of the Company, operational performance of its various business segments.

The Company is committed to the tenets of good Corporate Governance and has taken adequate steps to ensure that the requirements of Corporate Governance as laid down in Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with.

A separate report on Corporate Governance and Management Discussion and Analysis Report is being presented as part of the Annual Report.

A declaration of Code of Conduct from Mr. Sridhar N., Chairman and Managing Director forms part of the Corporate Governance Report.

M/s Komandoor & Co. LLP, Chartered Accountants in practice has certified that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the Company with Stock Exchange.

CEO/CFO CERTIFICATION

Mr. Sridhar N., Chairman and Managing Director and Mr. Srinivas Nadupalli, Director of the Company have given a certificate to the Board as contemplated in Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RISK MANAGEMENT

All assets of the Company and other potential risks have been adequately insured.

EMPLOYEE RELATIONS

The relationship with the workmen and staff remained cordial and harmonious during the year and the management received full co-operation from the employees.

ACKNOWLEDGEMENTS

Your Directors wish to place on record the appreciation and gratitude for all the assistance and support received from Banks and officials of concerned government departments for their co-operation and continued support extended to the Company. The Board also places on record its deep appreciation for the dedication and commitment of the employees at all levels as their hard work, co-operation and support had enabled the Company to maintain its consistent growth. They also thank the Members for the confidence they have reposed in the Company and its management.

For and on behalf of the Board of Directors of
Sankhya Infotech Limited

Sridhar N

Date: 30th August 2016 Chairman & Managing Director
Place: Hyderabad
DIN: 00089548

(1) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance encompasses laws, procedures, practices and implicit rules that determine a management's ability to take sound decision vis-à-vis all its stake holders- in particular, its shareholders, creditors, the state and employees.

A Company which is proactively complaint with the law and which adds value to itself through Corporate Governance initiative would also command a higher value in the eyes of present and prospective shareholders.

Sankhya Infotech Limited therefore believes that Corporate Governance is not an end in itself but is a catalyst in the process of maximization of share holder value. Therefore, Shareholder value as an objective is woven into all aspects of Corporate Governance- the underlying philosophy, development of roles, creation of structures and continuous compliance with standard practices. For Sankhya Infotech Limited, good Corporate Governance has been a cornerstone of the entire management process, the emphasis being on professional management with a decision making model based on decentralization, empowerment and meritocracy.



(2) BOARD OF DIRECTORS

a. Board composition and category of Directors.

The composition of the Board and category of Directors are as follows:

S. No.	Name of the Director	Designation	Category
1	Sridhar N.	Chairman and Managing Director	Promoter & Executive Director
2	Srinivas Nadupalli	Director	Promoter & Executive Director
3	Anand Cherukupalli	Director	Non-Executive Independent Director
4	Venkateswara Rao Krishna Murthy Jujhvarapu	Director	Non-Executive Independent Director
5	Nalini Nadupalli	Director	Promoter & Non-Executive

b. Attendance of directors at Board Meetings and last Annual General Meeting (AGM)

Name of the Director	Number of Board Meetings attended during the Financial Year 2015-16	Attendance at AGM held on 26-12-2015
Sridhar N.	5	Yes
Srinivas Nadupalli	5	No
Anand Cherukupalli	5	No
Venkateswara Rao Krishna Murthy Jujhvarapu	5	No
Nalini Nadupalli	1	Yes

c. Number of other directorships and chairmanships/ memberships in committees of each director:

S. No.	Name of Director	No of other Directorship(s) as on 31-03-2016	Committees	
			No. of Membership(s) in other Companies	No of Chairmanship(s) in other Companies
1	Sridhar N.	1	0	0
2	Srinivas Nadupalli	1	0	0
3	Anand Cherukupalli	0	0	0
4	Venkateswara Rao Krishna Murthy Jujhvarapu	0	0	0
5	Nalini Nadupalli	0	0	0

None of the Directors on the Board is a member of more than 10 Committees or Chairman of more than 5 committees across all the companies in which they are Directors. Necessary disclosures regarding Committee positions have been made by the Directors.

Note: In accordance with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, membership/chairmanship of only audit committee and shareholders/investors relationship committee of all companies has been considered.

d. Number of Board Meetings held along with the dates

During the Financial Year 2015-16, the Board of Directors met 5 times on the following dates:

26-May-2015	12-Aug-2015	29-Aug-2015	14-Nov-2015	13-Feb-2016
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The maximum gap between any two meetings was less than One Hundred and Twenty Days as stipulated under Section 173 of Companies Act, 2013 and Regulation 17(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



e. Disclosure of relationships between directors inter-se

- Mr. Srinivas Nadupalli is a brother of Mr. Sridhar N. and uncle of Ms. Nalini Nadupalli.
- Mr. Sridhar N. is a brother of Mr. Srinivas Nadupalli and father of Ms. Nalini Nadupalli.
- Ms. Nalini Nadupalli is a daughter of Mr. Sridhar N. and niece of Mr. Srinivas Nadupalli.

f. Number of shares and convertible instruments held by non-executive directors

Nalini Nadupalli being a Non - Executive Director is holding 50,000 shares as on 31 March 2016.

No other Non-Executive Director is holding any shares and convertible instruments as on 31 March 2016.

g. Familiarization programme for independent directors

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company should conduct Familiarization Programs for Independent Directors about their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various initiatives. The details of programs are available on the website of company <http://www.sankhya.net/Policies.aspx>.

Further, at the time of the appointment of an independent director, the company issues a formal letter of appointment outlining his/her role, function, duties and responsibilities. The format of the Letter of

appointment is also available on the website of the company <http://www.sankhya.net/Policies.aspx>.

(3) AUDIT COMMITTEE

a. Brief description of terms of reference

The purpose of the Audit Committee is to assist the Board of Directors ("Board") in reviewing the financial Information which will be provided to the shareholders and others, reviewing the systems of internal controls established in the Company, appointing, retaining and reviewing the performance of internal accountants/ internal auditors and overseeing the Company's accounting and financial reporting process and the audit of the Company's financial statements.

The Power and terms of reference of the Audit Committee are as mentioned under Regulation 18 and Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with Section 177 of the Companies Act, 2013.

b. Composition, Name of Members and Chairperson

The Audit Committee comprises of Two Non-Executive Independent Directors and one Executive Director and chaired by Mr. Venkateswara Rao Krishna Murthy Jujhvarapu. The composition of the Audit Committee meets the requirements of section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The composition of Audit Committee is given below.

S.No.	Name of the Members	Designation	Category
1	Mr. Venkateswara Rao Krishna Murthy Jujhvarapu	Chairperson	Non-Executive-Independent Director
2	Mr. Anand Cherukupalli	Member	Non-Executive-Independent Director
3	Mr. Srinivas Nadupalli	Member	Executive Director

c. Meetings and Attendance during the year:

During the Financial Year 2015-16, the Audit Committee met 5 times on the following dates:

Dates of the Meeting held during the year	Attended by
26-05-2015	All Members
12-08-2015	All Members
29-08-2015	All Members
14-11-2015	All Members
13-02-2016	All Members

(4) NOMINATION AND REMUNERATION COMMITTEE

a. Brief description of terms of reference

The Power and terms of reference of the Nomination and Remuneration Committee are as mentioned in Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with Section 178 of the Companies Act, 2013.



b. Composition, Name of Members and Chairperson

The Nomination & Remuneration Committee comprises of Two Non-Executive Independent Directors and one Executive Director and chaired by Mr. Venkateswara Rao Krishna Murthy Jujhvarapu.

S.No.	Name of the Members	Designation
1	Mr. Venkateswara Rao Krishna Murthy Jujhvarapu	Chairperson
2	Mr. Anand Cherukupalli	Member
3	Mr. Sridhar N.	Member

c. Meetings and Attendance during the year

During the Financial Year 2015-16, the Nomination & Remuneration Committee met only 1 time i.e. on 29 August 2015 and it was attended by all the members.

Nomination, Remuneration and Board Evaluation Policy

The Company has formulated a Nomination, Remuneration and Board Evaluation Policy as per the provisions of section 178 of Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which, inter-alia, lays down the criteria for identifying the persons who are qualified to be appointed as Directors and such persons who may be appointed as senior management personnel of the Company and lays down the criteria for determining the remuneration of the directors, key managerial personnel (KMP) and other employees.

Nomination, Remuneration and Board Evaluation Policy provides for the following attributes for Appointment and Removal of Director, KMP and senior management.

Appointment criteria and qualification

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as director in terms of diversity policy of the board and recommend to the board his/her appointment.
- For the appointment of KMP (other than managing/whole-time director) or senior management, a person should possess adequate qualification, expertise and experience for the position he/she is considered for the appointment. Further, for administrative convenience, as regards the appointment of KMP (other than managing/whole time director) or senior management, the managing director is authorized to identify and appoint a suitable person for such position. However, if the need be, the managing director may consult the committee/board for further directions/guidance.

Term

- The term of the directors including managing/whole-time director/independent director shall be governed as per the provisions of the Companies Act, 2013 and Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time; whereas, the term of the KMP (other than the managing/whole-time director) and senior management

shall be governed by the prevailing HR policies of the Company.

Evaluation

- The Committee shall carry out evaluation of performance of every Director.
- The Committee shall identify evaluation criteria which will evaluate Directors based on knowledge to perform the role, time and level of participation, performance of duties, level of oversight, professional conduct and independence. The appointment/re-appointment/continuation of directors on the board shall be subject to the outcome of the yearly evaluation process.

Removal

- Due to reasons for any disqualification mentioned in the Companies Act, 2013 or under any other applicable act, rules and regulations there under and/or for any disciplinary reasons and subject to such applicable acts, rules and regulations and the Company's prevailing HR policies, the committee may recommend, to the board, with reasons recorded in writing, removal of a director, KMP or senior management.

Remuneration of managing/whole-time director, KMP and senior management

- The remuneration/compensation/commission, etc. as the case may be, to the managing/whole-time director will be determined by the committee and recommended to the board for approval. The remuneration/compensation/commission, etc. as the case may be, shall be subject to the prior/post approval of the shareholders of the Company and central government, wherever required and shall be in accordance with the provisions of the Act and Rules made thereunder. Further, the managing director of the Company is authorized to decide the remuneration of KMP (other than managing/whole-time director) and senior management, and which shall be decided by the managing director based on the standard market practice and prevailing HR policies of the Company.

Remuneration to non-executive/independent director

- The remuneration/commission/sitting fees, as the case may be, to the non-executive/independent director, shall be in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder for the time being in force or as may be decided by the committee / board / shareholders.
- An independent director shall not be entitled to any stock option of the company unless otherwise permitted in terms of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Details of the evaluation process

In terms of the Nomination, Remuneration and Board Evaluation Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and



Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee laid down the criteria for evaluation/assessment of the Directors (including the independent directors) of the Company and the Board as a whole. The Committee also carried out the evaluation of the performance of each Director of the Company.

The Board conducted formal annual evaluation of its own performance, its Committees and the individual directors (without the presence of the director being evaluated). Basis the said evaluation, the Nomination and Remuneration Committee has evaluated the Directors and Senior Management Personnel and made recommendations for the appointment/re-appointment/increase in remuneration of the Directors and Senior Management.

Criteria for evaluation of Board (Including Independent Directors) and its Committees

The evaluation of the Board (including independent directors) and its committee were based on knowledge to perform the role, attendance, time and level of participation, performance of duties, adequate discharge of responsibilities, level of oversight, understanding of the Company professional conduct, independence, structure and composition, frequency and duration of meetings, its process and procedures, effectiveness of Board/ Committees, its financial reporting process, including internal controls, review of compliance under various regulations etc.

Details of the remuneration of Executive Directors and Non-Executive Directors for the year ended on 31 March 2016 are as follows:

Name	Salary	Perquisites & other benefits	Performance bonus / commission	Earned leave & gratuity	Others - leave encashment	Sitting fees	Total
Sridhar N. (Chairman & Managing Director)	36,00,000	-	-	-	-	-	36,00,000
Srinivas Nadupalli (Director)	36,00,000	-	-	-	-	-	36,00,000
Anand Cherukupalli (Director)	-	-	-	-	-	40,000	40,000
Venkateswara Rao Krishna Murthy Jujhvarapu (Director)	-	-	-	-	-	-	-
Nalini Nadupalli (Director)	-	-	-	-	-	-	-

Shareholding of the Directors of the Company as on 31 March 2016:

Name	No of shares	% of Total holding
Srinivas Nadupalli	4,70,000	4.18
Sridhar N.	4,10,852	3.65
Nalini Nadupalli	50,000	0.44
Anand Cherukupalli	Nil	NA
Venkateswara Rao Krishna		
Murthy Jujhvarapu	Nil	NA

Meetings of Independent Directors

A separate meeting of Independent Directors of the Company, without the attendance of Non-Independent Directors and members of management, was held on 13 February 2016, as required under Schedule IV to the Companies Act, 2013 (Code for Independent Directors) and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. At the meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;
- Reviewed the performance of the Chairman of the Company, taking into account the views of Executive Director and Non-Executive Directors; and
- assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Internal committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

There was no meeting held in the financial year, as no complaints were received from any employee.



(5) STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprises of Two Non-Executive Independent Directors and one Executive Director and chaired by Mr. Venkateswara Rao Krishna Murthy Jujhvarapu.

Name of the Members	Designation	Category
Mr. Venkateswara Rao Krishna Murthy Jujhvarapu	Chairman	Non-Executive -Independent Director
Mr. Anand Cherukupalli	Member	Non-Executive -Independent Director
Mr. Srinivas Nadupalli	Member	Executive Director

The Stakeholder's Relationship Committee oversees the redressal of complaints of investors such as transfer or credit of shares to demat accounts, non-receipt of dividend/annual reports, etc. It also takes note of share transfer and issue of share certificates.

a. Name and designation of Compliance Officer

Mr. P. Satish Kumar acted as Compliance Officer for the F.Y. 2014-2015 as per Clause 47(a) of the Listing Agreement entered with the Stock Exchanges.

Ms. Neha Pamnani has been appointed as Company Secretary and Compliance Officer of the Company w.e.f 28 May 2016.

Email id for investor grievances is comp.officer@sankhya.net

b. Number of shareholders' complaints received so far

During the year ended 31 March 2016, the Company has received two complaints.

All the complaints received so far have been resolved and there are no pending complaints as on 31 March 2016.

(6) GENERAL BODY MEETINGS

a. Location and time, about last three Annual General Meetings held

The following are the details of the last three Annual General Meetings held:

Financial Year	Date	Time	Venue
2012-13	28-09-2013	11:00 A.M	405, NSIC EMDBP Building ECIL Hyderabad-500062.
2013-14	27-09-2014	11:00 A.M	#405, NSIC Business Park, ECIL PO, Hyderabad-500062.
2014-15	26-12-2015	4:00 P.M.	Hotel Sitara Grand, Road No 12, Banjara Hills, Beside Income Tax Office, Hyderabad, Telangana -500034

b. Special Resolutions passed in the previous three AGMs

The Company did not pass any special resolution in previous three AGMs.

No resolution was passed by way of postal ballot at the last AGM. Further, no resolution is proposed to be passed by way of postal ballot in the ensuing Annual General Meeting.

(7) MANAGEMENT DISCUSSION AND ANALYSIS:

The management discussion and analysis forms an integral part of the Annual report and annexed separately.

(8) MEANS OF COMMUNICATION

As per Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is maintaining a functional website – www.sankhya.net containing the information about the Company viz. details of business, financial information, shareholding pattern, annual reports, Company's policies, results and contact information of the designated officials of the Company for handling investor grievances. The website is updated from time to time.

- Quarterly/half-yearly/annual financial results are generally published in any of the following newspapers: Financial Express and Nav Telangana. The results are also posted on the Company's website www.sankhya.net and on the website of stock exchanges www.bseindia.com.
- The annual report of the Company is available on the Company's website in a user-friendly and downloadable form.
- The Company has designated an E-mail ID exclusively for investor servicing i.e. comp.officer@sankhya.net. Investors may raise any queries, complaints or provide suggestions through the said e-mail id.

Official News Releases

The Company's official news releases and media releases are made available to the shareholders by way of displaying on the web site of the Company at www.sankhya.net. All the information about the Company is promptly sent through email and also posted to the Stock Exchange where the shares of the Company are listed and are released to press, where ever required, for information of public at large.

(9) GENERAL SHAREHOLDER INFORMATION

a. 19th Annual General Meeting

Day & Date : Thursday, 29 September 2016
Time : 4:00 PM
Venue : Hotel Sitara Grand, Road No 12, Banjara Hills, Beside Income Tax Office, Hyderabad, Telangana -500034.

b. Financial Year : 1 April to 31 March

Financial Calendar 2016-17 (Tentative Schedule)
Annual General Meeting (Next year): August/September 2017

Adoption of Quarterly results for the Quarter ending

30 June 2016	On or before 14th August 2016
30 September 2016	On or before 14th November 2016
31 December 2016	On or before 14th February 2017
31 March 2017	On or before 30th May 2017



Date of Book Closure

23 September 2016 to 29 September 2016 (both days inclusive)

c. Dividend Payment Date : Not Applicable

d. Listing on Stock Exchanges: The Bombay Stock Exchange Limited (BSE)

Name and Address of Stock Exchange at which the listed entity's securities are listed	The Bombay Stock Exchange, Mumbai (BSE), Phiroze Jeejebhoy Towers, Dala Street, Fort, Mumbai-400001
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Listing Fees: The Company confirms that it has paid annual listing fees to Bombay Stock Exchange for the financial year 2016-17.

e. Stock Code

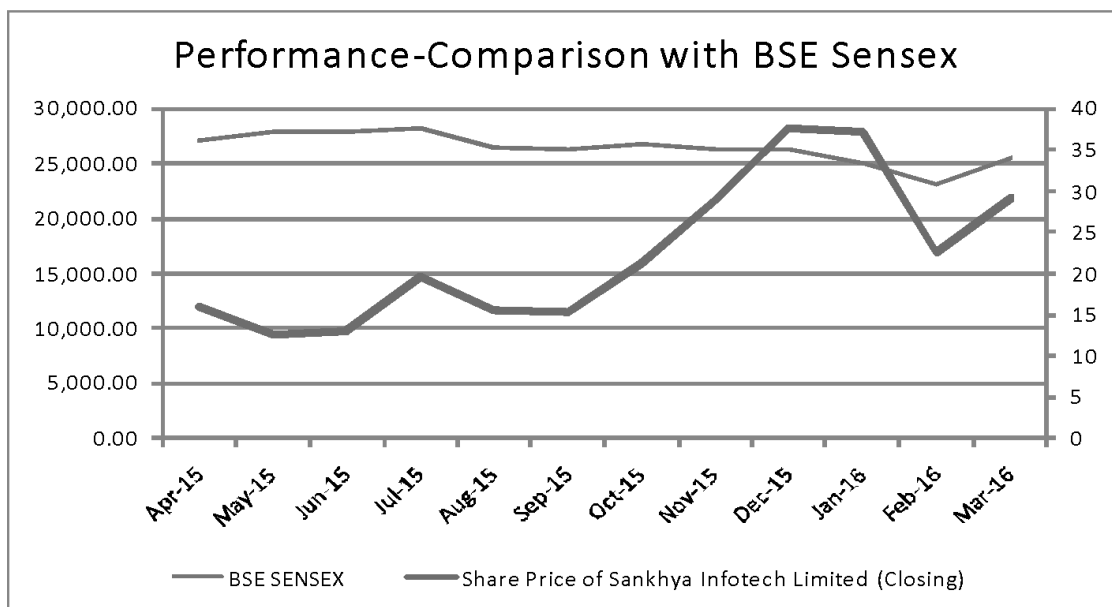
Security ID / Symbol : SANKHYAIN
ISIN : INE877A01013
Scrip Code : 532972
CIN : L72200TG1997PLC045396

f. Market Price Data

The monthly high and low quotations and volume of shares traded on BSE.

Month	High	Low	No. of shares traded
April 2015	21.00	14.70	1,76,432
May 2015	16.60	12.35	2,06,722
June 2015	15.00	10.31	1,61,200
July 2015	24.65	12.50	7,69,638
August 2015	21.40	14.55	2,13,106
September 2015	16.45	13.15	83,830
October 2015	24.20	14.35	4,36,214
November 2015	28.85	17.60	6,55,709
December 2015	37.50	31.70	17,05,310
January 2016	49.85	31.80	16,67,237
February 2016	38.95	21.15	4,49,289
March 2016	29.05	22.40	3,62,219

g. Performance in comparison to BSE SENSEX



h. Equity Shares in the Suspense Account

In terms of Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company reports that none of the shares are in the demat suspense account or unclaimed suspense account.

I Registrars to an issue and Share Transfer Agents

Karvy Computershare Private Limited,
Karvy Selenium Tower-B, Plot No.31&32, Gachibowli,
Financial District, Nanakramguda, Serilingampally,
,Hyderabad-500032. Tel : 91+40-67161602, 67162222
Fax : 91+40-23311968, 23469667/668
Email : einward.ris@karvy.com
URL : www.karvycomputershare.com

j. Share Transfer System:

All the applications regarding physical transfer, transmission, splitting of share certificates, dematerialisation and

rematerialisation are processed periodically by the Registrar and Share Transfer Agents, and the same are approved by Stakeholders Relationship Committee periodically depending on the volume of transfers. In case of shares held in electronic form, the transfers are processed by NSDL and CDSL through their depository participants.

Share Certificates are dispatched back /credited to the respective Depository Accounts of the allottees within the time prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015/SEBI Guidelines. The Company obtains from a Company Secretary in practice certificate of compliance with the share transfer formalities as required under Regulation 40 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and files a copy of the same on half yearly basis with the Stock Exchanges.

Share transfers are registered and returned within a period of 15 days from the date of receipt, if the document is in order in all respects.



k. Distribution of shareholders as on 31 March, 2016

Slab of Share holding	No. of Share holders	% to Total Holding	Amount in (Rs.)	% to Total
Upto - 5000	6052	83.61	85,44,180	7.60
5001 -10000	490	6.77	41,64,920	3.70
10001- 20000	304	4.20	48,76,800	4.34
20001 -30000	106	1.46	27,90,570	2.48
30001 - 40000	49	0.68	17,62,480	1.57
40001- 50000	50	0.69	24,19,170	2.15
50001-100000	90	1.24	70,67,690	6.29
100001 and above	97	1.34	8,08,26,240	71.88
TOTAL	7238	100.00	11,24,52,050	100.00

l. Dematerialization of shares and liquidity

As on 31 March 2016, 1,09,83,962 Equity Shares of Rs.10/- each aggregating to 97.68% are being held with NSDL & CSDL in demat form of the paid up capital & the rest 2,61,243 aggregating to 2.32% are in physical form.

The particulars of Shares held in demat form and physical follows are as follows:

S. No.	Category	Total No of Shares	% of Equity
1	PHYSICAL	2,61,243	2.32
2	NSDL	72,83,916	64.78
3	CDSL	37,00,046	32.90
	Total	1,12,45,205	100.00

m. Outstanding ADRs/GDRs/Warrants or any convertible instruments, conversion date and likely impact on equity: NIL

n. Commodity price risk or foreign exchange risk and hedging activities: NIL

o. Address for correspondence

Sankhya Infotech Limited

L72200TG1997PLC045396

H.No 8-2-686/DB/19, Mount View Enclave, Road No. 12, MLA Colony, Banjara Hills, Hyderabad-500034, Telangana, Phone: +91 4030246300, Fax: +91 40 27136343, Email Id: investors@sankhya.net

(10) OTHER DISCLOSURE

a. Disclosures on materially significant related party that may have potential conflict with the interests of the company at large

All Related Party Transactions that were entered into during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013 ('the Act') and Listing Agreement and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There were no materially significant Related Party Transactions made by the Company during the year that would have required Shareholder approval and Regulation 23

of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature and value of the transactions.

The Company has adopted a Related Party Transactions Policy. The policy is available on website of the company at <http://www.sankhya.net/Policies.aspx> - Related Party Policy.

Details of the transactions with Related Parties are provided in the accompanying financial statements.

b. Details of non-compliance by the Company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

No non-compliance by the Company was observed during the last three years nor any penalties, strictures imposed on the Company by stock exchange or SEBI or any statutory authority, on any matter related to capital markets.

c. Whistle Blower policy, Vigil Mechanism and affirmation that no personnel has been denied access to the Audit Committee

The Company has adopted the Whistle blower Policy and established a mechanism for employees to report concerns about unethical behavior, actual or suspected fraud, or violation of Code of Conduct. It also provides adequate safeguards against the victimization of employees who avail of the mechanism, and allows direct access to the Chairperson of the audit committee in exceptional cases. We further affirm that no employee has been denied access to the audit committee during the year. The policy is available on website of the company at <http://www.sankhya.net/Policies.aspx> - Vigil Mechanism.

d. Details of compliance with mandatory requirements and adoption of non-mandatory requirements of this Regulation.

The Company has complied with all the mandatory requirements and is in the process of adopting the discretionary requirement under Regulation 27(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e. Website Disclosure

The company is maintaining a functional website <http://www.sankhya.net>. All the information as specified under Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are uploaded on daily basis under Investor column of the website. For more information, kindly visit <http://www.sankhya.net> - Investors

f. Material Subsidiaries

The Company has following three subsidiary companies.

a) Sankhya SARL, France



b) Mahasena Information Technologies (India) Pvt Ltd. (MTPL)

c) Sankhya US Corporation

The Board of Directors has adopted the policy and procedures with regard to determination of Material Subsidiaries. This policy deals with determination of Material Subsidiaries of Sankhya Infotech Limited in terms of Regulation 16 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 (as amended from time to time) which states that the Company shall formulate a policy for determination of the Material Subsidiary and the policy is intended to ensure the governance framework of material subsidiary companies. The policy is available on the website of our company <http://www.sankhya.net/Policies.aspx>.

(11) Compliance:

- The Company has complied with all requirements of Corporate Governance Report mentioned in the sub paras (2) to (10) of Part C of Schedule V of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

Additional Disclosures

a) Reconciliation of share capital audit

As stipulated by SEBI, a qualified Company Secretary-in-Practice carries out a reconciliation of share capital audit, to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited ('Depositories') and the total issued and listed capital with the stock exchanges. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with depositories). The audit report is being submitted on quarterly basis to the stock exchanges.

b) Policy on Disclosure of Material Events and Information

During the year under review, the Company has adopted the Policy on Disclosure of Material Events and Information, in accordance with the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to determine the events and information which are material in nature and are required to be disclosed to the Stock Exchanges. The said policy is available on the website of the Company at <http://www.sankhya.net/Policies.aspx>.

c) Code of conduct for prohibition of insider trading

During the financial year 2014-15, the capital market regulator Securities and Exchange Board of India (SEBI) notified SEBI (Prohibition of Insider Trading) Regulations, 2015 on 15 January 2015. Pursuant to the provisions of the said regulations, the Board of Directors approved and adopted 'Code of Conduct for Prohibition of Insider Trading' which, inter alia, lays down the process of dealing in securities of the Company, along with the reporting and disclosure requirements by the employees and the connected persons and the same shall replace the existing code and become effective from 15 May 2015. It provides for pre-clearance of trades above certain thresholds and trading restrictions on the designated employees and connected persons when in possession of unpublished price sensitive

information and/or at the time of trading window closure.

In terms of the said regulations, the Company has also formulated 'Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders', with an objective to have a standard and stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for its securities. The code is available on the website of the Company at <http://www.sankhya.net/codeofconduct.aspx> - Code of Insider trading, 2015.

d) Policy on Preservation of Documents and Records

During the year under review, your Company has adopted in accordance with the Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy ensures that the Company complies with the applicable document retention laws, preservation of various statutory documents and also lays down minimum retention period for the documents and records in respect of which no retention period has been specified by any law/ rule/ regulation. The Policy also provides for the authority under which the disposal /destruction of documents and records after their minimum retention period can be carried out. The code is available on the website of the Company at <http://www.sankhya.net/Policies.aspx>.

e) Code of conduct for the board of directors & senior management personnel

The Company has its Code of Conduct for the Board of Directors & Senior Management Personnel of the Company, as per the provisions of Regulation 17(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The code is available on the website of the Company at <http://www.sankhya.net/codeofconduct.aspx> - Code of Conduct.

The Board of Directors and members of the senior management personnel have provided their affirmation to the compliance with this code. The declaration regarding compliance by the Board of Directors and the senior management personnel with the said code of conduct, duly signed by the Chairman & Managing Director forms part of this Annual Report.

f) CEO/CFO certification

Mr. Sridhar N., Chairman & Managing Director and Mr. Srinivas Nadupalli, Director of the Company have issued necessary certificate pursuant to the provisions of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which forms part of Annual Report.

DECLARATION UNDER CODE OF CONDUCT

As provided under Regulation 17(5) and 26 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the senior management personnel have confirmed compliance with the Code of Conduct for the year ended 31 March 2016.

Sridhar N.

Date : 30th August 2016 (Chairman & Managing Director)
Place : Hyderabad

DIN: 00089548



**CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)
COMPLIANCE CERTIFICATE**

The Board of Directors
Sankhya Infotech Limited

Dear Sirs

We hereby certify that:

- A. We have reviewed financial statements and the cash flow statement of the Company for the financial year ended 31 March 2016 and to the best of our knowledge and belief that:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- (1) significant changes in internal control over financial reporting during the year;
 - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Date: 28th May 2016
Place: Hyderabad

Sridhar N.
(Chairman & Managing Director)

Srinivas Nadupalli
(Director)

Certificate on Corporate Governance

To,
The Members of **Sankhya Infotech Limited**

We have examined the compliance of conditions of Corporate Governance by Sankhya Infotech Limited ('the Company'), for the year ended 31 March 2016, as stipulated in Clause 49 of the Listing Agreement ('Listing Agreement') of the Company with the stock exchange for the period 1 April 2015 to 30 November 2015 and as per the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Regulations') for the period 1 December 2015 to 31 March 2016.

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

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

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

For M/s Komandoor & Co. LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

Place: Hyderabad
Date : 30th August 2016

K. Mohan Acharya
Partner
Membership No: 029082



Form AOC- 1

(Pursuant to first proviso to sub-section (3) of section 129 of Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures.

"Part A Subsidiaries"

(Information in respect of each Subsidiary to be presented with amounts in Rupees in Lacs)

1.	Name of the Subsidiary	Mahasena Info Technologies India Private Limited	Sankhya SARL, France	Sankhya US Corporation
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	NA	NA	NA
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Rs	Rs	Rs
4.	Share capital	10.00	1.73	46.72
5.	Reserves and surplus	(1.12)	(1.73)	(245.71)
6.	Total assets	9.25	NIL	110.92
7.	Total Liabilities	9.25	NIL	110.92
8.	Investments	NIL	NIL	NIL
9.	Turnover	NIL	NIL	NIL
10.	Profit (Loss) before taxation	(0.20)	(0.21)	(1.41)
11.	Provision for taxation	NIL	NIL	NIL
12.	Profit (Loss) after taxation	(0.20)	(0.21)	(1.41)
13.	Proposed Dividend	NIL	NIL	NIL
14.	% shareholding	100 %	100%	100%

Names of Subsidiaries which are yet to commence operations. NIL

Names of Subsidiaries which have been liquidated or sold during the year. NIL

"Part B Associates and Joint Ventures"

The Company does not have any Associate Companies and Joint Ventures.

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP

Chartered Accountants

Firm Registration No: 001420S/S200034

K. Mohan Acharya

Partner

M.No. 029082

For SANKHYA INFOTECH LIMITED

N.Sridhar

Chairman & Managing Director

Neha Pamnani

Company Secretary

CA.Ch.Anand

Independent Director

Place : Hyderabad

Date : 28.05.2016



MGT 9
Extract of Annual Return
as on the Financial Year 31.03.2016
[Pursuant to section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:	
i.	CIN L72200TG1997PLC045396
ii.	Registration Date 21/07/1997
iii.	Name of the Company SANKHYA INFOTECH LIMITED
iv.	Category / Sub-Category of the Company Company limited by shares/ Non-Government Company
v.	Address of the Registered office and contact details H. No 8-2-686/DB/19, Mount View Enclave, Road No. 12, MLA Colony, Banjara Hills, Hyderabad, Telangana - 500034.
vi.	Whether listed company Yes / No Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any Karvy Computershare Pvt Ltd * Unit: M/s. Sankhya InfoTech Ltd Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel no. : 040-67162222 to 24 FAX no. 040-23001153, Email id- Varghese@karvy.com

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:-

Sl. No.	Name and Description of main products /services	NIC Code of the Product / service	% to total turnover of the company
1	Information Service Activities	63	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

S.No.	Name of the Company	CIN/GLN	Holding/Subsidiary /Associate	% of shares Held	Applicable Section
1	Sankhya SARL France	478890099	Subsidiary	100	-
2	Mahasena info Technologies(India) Private Limited	U72200TG2006PTC050101	Subsidiary	100	-
3	Sankhya US Corporation	SRV060773107	Subsidiary	100	-

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(ICategory-wise Share Holding;-

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
Individual/ HUF	2642175	0	2642175	23.50	2642175	0	2642175	23.50	0
Central Govt	0	0	0	0	0	0	0	0	0
State Govt (s)	0	0	0	0	0	0	0	0	0
Bodies Corp.	84300	0	84300	0.75	64300	0	64300	0.57	-0.18
Banks / FI	0	0	0	0	0	0	0	0	0
Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (1) :-	2726475	0	2726475	24.25	2706475	0	2706475	24.07	-0.18
(2) Foreign									
a) NRIs -									
Individuals	0	0	0	0	0	0	0	0	0



b) Other –									
Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) =									
(A)(1)+(A)(2)	2726475	0	2726475	24.25	2706475	0	2406475	24.07	-0.18
B. Public									
Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	1045090	0	1045090	9.29	976991	0	976991	8.69	-0.60
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	1045090	0	1045090	9.29	976991	0	976991	8.69	-0.60
2. Non Institutions									
a) Bodies Corp.	2471974	11100	2483074	22.08	2254941	11100	2266041	20.15	-1.93
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	2251597	198943	2450540	21.79	2731780	198143	2929923	26.05	4.26
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2433896	52000	2485896	22.11	2183457	52000	2235457	19.88	-2.23
c) Others (specify)									
1. NRI	48323	0	48323	0.43	125298	0	125298	1.11	0.68
2. Clearing Members	5807	0	5807	0.05	5020	0	5020	0.04	-0.01
Sub-total (B)(2):-	7211597	262043	7473640	66.46	7300496	261243	7561739	67.24	0.78
Total Public Shareholding	8256687	262043	8518730	75.75	8277487	261243	8538730	75.93	0.18
C. Shares held by Custodian for GDRs & ADRs									
GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	10983162	262043	11245205	100.00	10983962	261243	11245205	100.00	0.00



(ii) Shareholding of Promoters								
S. No.	Shareholders Name	Shareholdings at the beginning of the year			Shareholdings at the end of the year			% Change during the year
		No. of Shares	% of Total Shares of the company	% of share pledged/encumbered to total Shares	No. of Shares	% of Total Shares of the company	% of share pledged/encumbered to total Shares	
1	N. Srinivas	470000	4.18	-	470000	4.18	-	0.00
2	N. Gayatri	626109	5.57	-	626109	5.57	-	0.00
3	Sankhya Management Services Ltd	84300	0.75	-	6400	0.57	-	-0.18
4	N. Nalini	50000	0.45	-	50000	0.45	-	0.00
5	N. Indira Ramani	513770	4.57	-	513770	4.57	-	0.00
6	M. Parvata Vardhani	571444	5.08	-	571444	5.08	-	0.00
7	N. Sridhar	410852	3.65	2.22	410852	3.65	2.22	0.00
	Total	2726475	24.25	2.22	2706475	24.07	2.22	-0.18

(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
S. No.	Name of the Promoter	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Sankhya Management Service Ltd				
	At the beginning of the year	84300	0.75	84300	0.75
	Increase / Decrease during the period				
	25th march 2016 (Market Sale)	20000	-0.18	64300	0.57
	At the End of the Year	64300	0.57	64300	0.57

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):					
S. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Beaver Engineering and Holdings Private Limited				
	At the Beginning of the Year	20,61,482	18.33	20,61,482	18.33
	Increase /Decrease during the Year	-2,63,208	-2.34	17,98,274	15.99
	At the End of the Year	17,98,274	15.99	17,98,274	15.99
2	IDBI Bank Ltd				
	At the Beginning of the Year	10,41,790	9.26	10,41,790	9.26
	Increase /Decrease during the Year	-68,099	-0.6	9,73,691	8.66
	At the End of the Year	9,73,691	8.66	9,73,691	8.66
3	Dheeraj Kumar Lohia				
	At the Beginning of the Year	1,88,648	1.68	1,88,648	1.68
	Increase /Decrease during the Year	-1,88,648	-1.68	0	0.00
	At the End of the Year	0	0.00	0	0.00
4	Suresh Gadaley				
	At the Beginning of the Year	1,92,397	1.71	1,92,397	1.71
	Increase /Decrease during the Year	-28,741	-0.25	1,63,656	1.46
	At the End of the Year	1,63,656	1.46	1,63,656	1.46
5	Kamal Gadalay				
	At the Beginning of the Year	1,29,227	1.15	1,29,227	1.15
	Increase /Decrease during the Year	25,223	0.22	1,54,450	1.37
	At the End of the Year	1,54,450	1.37	1,54,450	1.37



S. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	Systematix Fincorp India Limited				
	At the Beginning of the Year	0	0.00	0	0.00
	Increase /Decrease during the Year	1,02,000	0.91	1,02,000	0.91
	At the End of the Year	1,02,000	0.91	1,02,000	0.91
7	Utkarsh Palnitkar				
	At the Beginning of the Year	1,00,000	0.89	1,00,000	0.89
	Increase /Decrease during the Year	0	0.00	1,00,000	0.89
	At the End of the Year	1,00,000	0.89	1,00,000	0.89
8	Padmavathi Noothalapati				
	At the Beginning of the Year	1,01,100	0.90	1,01,100	0.90
	Increase /Decrease during the Year	-1,100	-0.01	1,00,000	0.89
	At the End of the Year	1,00,000	0.89	1,00,000	0.89
9	Sarah Faisal Hawa				
	At the Beginning of the Year	97,223	0.86	97,223	0.86
	Increase /Decrease during Year	0	0.00	97,223	0.86
	At the End of the Year	97,223	0.86	97,223	0.86
10	Nikhil Vora				
	At the Beginning of the Year	91634	0.81	91634	0.81
	Increase /Decrease during the Year	-21,634	-0.19	70,000	0.62
	At the End of the Year	70,000	0.62	70,000	0.62

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Sridhar N.				
	At the Beginning of the Year	4,10,852	3.65	4,10,852	3.65
	Increase /Decrease during the period	0	0	0	0
	At the End of the Year	4,10,852	3.65	4,10,852	3.65
2	Srinivas Nadupalli				
	At the Beginning of the Year	4,70,000	4.18	4,70,000	4.18
	Increase /Decrease during the period	0	0	0	0
	At the End of the Year	4,70,000	4.18	4,70,000	4.18
3	Anand Cherukupalli				
	At the Beginning of the Year	0	0	0	0
	Increase /Decrease during the period	0	0	0	0
	At the End of the Year	0	0	0	0
4	Venkateswara Rao Krishna Murthy Jujhvarapu				
	At the Beginning of the Year	0	0	0	0
	Increase /Decrease during the period	0	0	0	0
	At the End of the Year	0	0	0	0
5	Nalini Nadupalli				
	At the Beginning of the Year	50,000	0.44	50,000	0.44
	Increase /Decrease during the period	0	0	0	0
	At the End of the Year	50,000	0.44	50,000	0.44



(vi). Indebtedness				
Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs.in Lacs)				
Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
I Principal Amount	2411.72	785.20	-	3196.92
ii) Interest due but not paid		54.89	-	54.89
iii) Interest accrued but not due				
Total (i+ii+iii)	2411.72	840.09	-	3251.81
Change in Indebtedness during the financial year				
Addition				
Reduction				
Net Change	47.71	-120.89	-	-73.18
Indebtedness at the end of the financial year				
i) Principal Amount	2459.43	710.00	-	3169.43
ii) Interest due but not paid		9.20	-	9.20
iii) Interest accrued but not due				
Total (i+ii+iii)	2459.43	719.20	-	3178.63

(vii). REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL				
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:				
Sl. No.	Particulars of Remuneration	Name of CMD/WTD/ Manager:		
		Sridhar N. CMD	Srinivas Nadupalli WTD	Total Amount
1.	Gross salary	36,00,000	36,00,000	72,00,000
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
©	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit			
	- others, specify...	-	-	-
5	Others, please specify Leave Encashment	-	-	-
	Total (A)	36,00,000	36,00,000	72,00,000
Ceiling as per the Act		The remuneration has been paid according to the Section 197 read with Schedule V of the Companies Act, 2013		



B. Remuneration to other Directors:

(vii). REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL					
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:					
Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Ch. Anand	Mr. J.V. Rao	Miss.N. Nalini	
	Independent Directors /Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	40,000	-	-	40,000
	Total (B)				40,000
	Total Managerial Remuneration (A+B)				72,40,000
	Overall Ceiling as per the Act	The remuneration has been paid according to the Section 197 read with Schedule V of the Companies Act, 2013			

C. Remuneration to Key Managerial Personnel other than Managing Director, Whole Time Director and or Manager:

S.No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Not Applicable			
	b. Value of perquisites u/s 17(2) Income-tax Act, 1961		-	-	
	c. Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-	-	-
2	Stock Option		-	-	-
3	Sweat Equity		-	-	-
4	Commission - as % of profit - others, specify...		-	-	-
5	Others, please specify Leave Encashment (Prior Period)		-	-	-
	Total (C)	-	-	-	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty	None				
Punishment	None				
Compounding	None				
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment	None				
Compounding	None				



MANAGEMENT DISCUSSION AND ANALYSIS 2015-16

1.Overview: The total revenue of the Company for the financial year under review on consolidation basis was Rs.15,293.73 Lacs as against Rs.18,197.55 in the FYE'15, EBDITA Profit of Rs.556.09 Lacs, as against Rs.527.65 in the FYE'15. EPS is 3.53 against 1.31 in previous year.

2.Industry structure and developments: Simulation and eLearning industry is divided into products and services segments. The product market is in the high growth curve; however, the services market is at a matured phase. No major development have taken place in the industry as the global market scenarios are showing slower than expected investment due to poor sentiment even though projects are in implementation.

3.Opportunities and Threats: Amongst the opportunities that the company can tap are the cloud-based product offering with pay per use software products. This will lower Capex for the prospective customers and increase market share for the company. The company does not believe that its products face any major market threats, as company's products have been winning contracts against big software players including ORACLE and SAP as the products cater to a growing niche segments.

4.Segment – wise consolidated performance: (Rs In Lacs)

Defense	: 5,202.17
Non Defense	: 10,091.61

5.Outlook: The Company has a strong order book. The company is pleased to share that the company has renewed all the major Master Services Agreement contracts for a period of 5years. In addition the company has launched its first contract on cloud environment for its flagship product SILICON© Training Management System. Some of the measures that have been taken by the company have resulted in reduction of costs in terms of manpower costs and going forward sustained efforts in this direction are likely to give better contributions.

6.Risks and Concerns: Key risk is the consistent gap in working capital. This has been the major concern and the company has started taking steps by way of both arranging for more working capital and taking advance from customers.

7.Internal control systems and their adequacy: The company is seized of the necessity to move towards IndAS to be brought from FYE'17. The delay in appointment of an internal auditor after the previous internal auditor's term got over was due to the process of selection of a firm that has the capability to help the company in transitioning to IndAS. However, this would be done before end of II QTR of the current financial year. The company is in the process of appointing a CFO.

8. Discussion on financial performance with respect to operational performance: Due to delay in arranging additional financial resources by way of Working Capital the company has some over due payments to the bank. Due to aggressive posture on overdue payments taken by RBI, IDBI has been forced to sell some of the promoter's stake in the market. The company has lodged its protest to the bank as the overdue amounts of the company fall far below the threshold where the bank needs to take an aggressive position.

9.Material developments in Human Resources / Industrial Relations front, including number of people employed: Directors are pleased to record their sincere appreciation of the contribution by the staff at all levels in the diligently rendering services to the company.

Annexure-A

SECRETARIAL AUDIT REPORT

To,
The Members of **Sankhya Infotech Limited**

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. 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, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance with the provisions of corporate and other applicable laws, rules, regulations, standards is responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. 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.

Ashish Kumar Gagar
Company Secretary in Practice
FCS : 6687
CP No. : 7321



Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31 March 2016

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

To,
The Members,
Sankhya Infotech Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sankhya Infotech Limited (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 Sankhya Infotech Limited's 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 covering the financial year ended on 31 March 2016 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 Sankhya Infotech Limited for the financial year ended on 31 March 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (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')
 - (a) The Securities and Exchange Board of India
 - (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. The Company did not have Chief Financial Officer and Company Secretary as required under Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
2. The Company did not appoint Internal Auditor as required under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.
3. The Constitution of Board of Directors was not in accordance of Clause 49 of Listing Agreement / Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The Constitution of Nomination and Remuneration Committee was not in accordance of Clause 49 of Listing Agreement/ Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that 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.

Ashish Kumar Gaggar
Company Secretary in Practice
FCS : 6687
CP No. : 7321

Place : Hyderabad
Date : 30th Aug 2016



INDEPENDENT AUDITOR'S REPORT
The Members of Sankhya InfoTech Limited
Report on the Standalone Financial Statements

We have audited the accompanying financial statements of Sankhya Infotech Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2016, and a summary of significant accounting policies and other explanatory information, in which are incorporated the Returns for the year ended on that date audited by the Branch Auditors of the Company's Branch at Toulouse, France.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error in making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a

true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- (b) In the case of the Statement of Profit and Loss, of the profit for the Year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matters

We draw attention to the following matters in the Notes to the Financial Statements:

1. Note No.15 (ii) to the financial statements which states that the company has given advances of Rs.540.51 Lac to its subsidiary M/s Sankhya US situated in the United States of America which is pending since 2009-10 and Rs.309.91 Lac is pending as on 31.03.2016. The Management is of the view that these advances are in connection execution of a signed contract fully recoverable in cash or in kind for value to be received in due course as operations would be commenced fully in near future.

2. Note No. 19 to the financial statements which states the Company has reported Unbilled Revenue of Rs.306.89 Lacs. The Management is of the view that the Unbilled Revenue is entirely billable and management is in constant engagement with the Client to get the work certified and billed the same.

Our opinion is not qualified in respect of the above matters.

Other Matter

We did not audit the financial statements / information of the branch included in the Standalone financial statements of the Company whose financial statements / financial information reflects total assets of Rs.6115.50 Lakh as at 31st March 2016 and total revenues of Rs. 15220.24 Lakh for the year ended on that date, as considered in the Standalone financial statements. The financial statements / information of the branch has been audited by the Branch Auditors whose report has been furnished to us, and our opinion is so far as it



relates to the amounts and disclosures included in respect of the Branch, is based solely on the report of such auditors.

Our opinion is not qualified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015, (the 'Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we enclose in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the said Order to the extent applicable to the company.

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 purpose of our audit;
- b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books and proper returns for the purposes of our audit have been received from branch not visited by us.
- c. The reports on the accounts of the branch office of the Company audited under Section 143 (8) of the Act by the Branch auditor has been sent to us and has been properly dealt with by us in preparing this report.
- d. The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts and with the returns received from the branch not visited by us.
- e. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- f. 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; 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:
 - I The Company has no pending litigations on its financial position - Refer Note 27(1a) to the financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has not been any delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the company.

For Komandoor & Co.LLP
Chartered Accountants
Firm Regn No:001420S/S200034

Place : Hyderabad
Date : 28.05.2016

K Mohan Acharya
Membership No:029082

Annexure A to the Auditors' Report Annexure to the Auditors' Report for the year ended March 2016 (Referred to in Paragraph 1 of our Report of even date)

- I (a) According to information and explanations given to us and based on the audit procedures conducted by us, the Company has generally maintained proper records to show full particulars including quantitative details and situation of fixed assets.
 - (b) According to information and explanations given to us and based on the audit procedures conducted by us, the company has physically verified its fixed assets during the year. As explained to us, the management verifies the fixed assets once in three years as per the program, which, in our opinion is reasonable having regard to the size of the company and nature of its assets.
 - (c) According to information and explanations given to us and based on the audit procedures conducted by us, the company does not have any immovable properties. Hence clause 'c' of the order is not applicable.
- ii. According to information and explanations given to us and based on the audit procedures conducted by us, there are no inventories in the company and hence Clause (ii) of order relating to physical verification of inventory is not applicable to the company for current year.
- iii. According to the information and explanations given to us and based on the audit procedures conducted by us, the company has not granted any unsecured loans during the year to the companies covered in the Register maintained under section 189 of the company. However, company has given a loan of Rs. 540.51 Lacs during the FY 2009-10 to such party and the maximum amount involved during the year is Rs. 540.51 Lacs and at the end of the year balance of loan to such party is Rs.309.91 Lacs.
 - a) As per the information and explanations given to us, the terms and conditions of such loan are not prejudicial to the company's interest.
 - b) As informed the loans granted are repayable on demand and the company has not demanded repayment of any such loan during the year. Thus, there has been no default on the part of the party to whom the money has been lent.
 - c) According to the information given to us, there is no overdue amount from such party.
- iv. According to the information and explanations given to us and based on the audit procedures conducted by us,
 - The company has not given any loans and advances to the parties covered under section 185 of the companies Act. Thus, there is no non compliance of provisions of Section 185.
 - The company has not given any loans and guarantee or providing and security in connection with a loan, to any person or other body corporate and acquiring securities of any other body corporate against the provisions of Section



186 of Companies Act 2016.

- v. According to the information and explanations given to us and based on the audit procedures conducted by us, the company has not accepted any deposits from public.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the goods manufactured by the Company.
- vii. According to the information and explanations given to us, there are some undisputed amounts payable in respect of Provident Fund, Employees State Insurance dues, Investor Education and Protection Fund, Income Tax, Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues were in arrears as at 31.03.2016 for a period of more than six months from the date they became payable.
- a) The details are as follows:

(Rs. in Lac)

Nature of dues	Amount
Provident Fund	23.62
ESI	4.62
TDS	1.75
Income Tax	68.59
Profession Tax	1.87
Service Tax	44.12

- b) There are no dues of Income Tax / excise duty /Sales Tax which are not deposited on account of dispute.
- viii. The Company has an overdue as per the below details to the Financial Institutions/bank during the year.

Name of the Financial Institutions/Bank	Amount (Rs. in Lac)	Period
Interest on IDBI Bank Cash Credit	180.00	4.5months
IDBI Rupee Term Loan	78.00	11.5 months

- ix. Based on our audit procedures and as per the information and explanations given by the management, the term loans were applied for the purpose for which the loans were obtained.
- x. According to the information and explanations given to us, no material fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us and based on audit procedures conducted by us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. According to the information and explanations given to us and based on audit procedures conducted by us, as the company is not a Nidhi company, clause (xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on audit procedures conducted by us, all

the transactions with related parties are in compliance with sections 177 and 188 of Companies act, 2013, wherever applicable and the details have been disclosed in the financial statements etc., as required by applicable accounting standards.

- xiv. According to the information and explanations given to us and based on audit procedures conducted by us, as the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and so clause (xiv) of the order is not applicable.
- xv. According to the information and explanations given to us and based on audit procedures conducted by us, as the company has not entered into any non-cash transactions with directors or persons connected with him clause (xv) of the order is not applicable.
- xvi. According to the information and explanations given to us and based on audit procedures conducted by us, as the company is not required to be registered under section 45-IA of RBI Act, 1934 clause (xvi) of the order is not applicable.

For Komandoor & Co.LLP
Chartered Accountants

Firm Regn No:001420S/S200034

Place : Hyderabad

K Mohan Acharya

Date : 28.05.2016

Membership No:029082

Annexure B to the Auditors' Report

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF ABC COMPANY LIMITED

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 Sankhya Infotech Limited ("the Company") as of March 31, 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 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 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 was 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 auditor's judgement, 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 authorisations of management and directors of the company; and

3. Provide reasonable assurance regarding prevention or timely detection of unauthorised 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 March 31, 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

For Komandoor & Co.LLP
Chartered Accountants
Firm Regn No:001420S/S200034

Place : Hyderabad
Date : 28.05.2016

K Mohan Acharya
Membership No:029082



SANKHYA INFOTECH LIMITED			
8-2-686/DB/19, Mount View Enclave, Road No.12, Banjara Hills, Hyderabad-500034			
Balance Sheet as at 31st March, 2016			
Particulars	Note No	As at March 31st, 2016	As at March 31st, 2016
		Rs in Lacs	Rs in Lacs
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	1,124.52	1,124.52
(b) Reserves and Surplus	4	6,307.32	5,910.21
(2) Non-Current Liabilities			
(a) Long-term Borrowings	5	719.42	840.09
(b) Defferred Tax Liabilities (Net)	6	298.04	320.17
(c) Other Long term Liabilities	7	644.45	29.45
(d) Long term provisions	8	21.22	20.74
(3) Current Liabilities			
(a) Short-Term Borrowings	9	2,459.43	2,411.72
(b) Trade Payables	10	499.24	645.82
(c) Other Current Liabilities	11	610.16	665.30
(d) Short -Term Provisions	12	239.77	127.04
Total		12,923.57	12,095.06
II.Assets			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	13	10.20	18.14
(ii) Intangible Assets	13	5,347.28	4,738.37
(iii) Capital Work-in-Progress	13	695.90	695.90
(b) Non-Current Investments	14	58.45	58.45
(c) Long Term Loans and Advances	15	352.36	601.47
(2) Current Assets			
(a) Trade Receivables	16	6,111.12	5,473.40
(b) Cash and Cash Equivalentts	17	19.94	34.34
(c) Short-Term Loans and Advances	18	18.28	43.31
(d) Other Current Assets	19	310.04	431.68
Total		12,923.57	12,095.06
Company Information	1		
Summary of Significant Accounting Policies	2		
Additional Notes forming part of Financial Statement	27		

Notes referred to above form an Integral part of the Balance Sheet and should be read in conjunction therewith

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

For SANKHYA INFOTECH LIMITED

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

CA.Ch.Anand
Independent Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016



SANKHYA INFOTECH LIMITED			
8-2-686/DB/19, Mount View Enclave, Road No.12, Banjara Hills, Hyderabad-500034			
Profit and Loss statement for the year ended 31st March, 2016			
Particulars	Note No	For the Year Ending 31st March 2016	For the Year Ending 31st March 2015
		Rs in Lacs	Rs in Lacs
I. Revenue From Operations	20	15,293.78	18,197.55
II. Other Income	21	503.06	0.90
III. Total Revenue (I +II)		15,796.84	18,198.45
IV. Expenses:			
Employee Benefit Expenses	22	8,322.95	10,652.43
Other Operating Expenses	23	1,210.67	1,020.49
Administrative Expenses	24	3,442.90	3,073.59
Finance Costs	25	490.47	476.51
Depreciation and Amortization Expense	13	530.03	510.75
Other Expenses	26	1,243.73	1,937.03
IV. Total Expenses		15,240.75	17,670.80
V. Profit Before Exceptional and Extraordinary Items and Tax (III - IV)		556.09	527.65
VI. Extraordinary Items		-	-
VII. Profit before tax (V-VI)		556.09	527.65
VIII. Tax expense:			
(1) Current tax		119.11	112.55
(2) Deferred tax		(22.13)	178.34
(3) Previous years tax provision		62.00	90.00
IX. Profit/(Loss) for the period (VII-VIII)		397.11	146.76
X. Earning per equity share: Basic and Diluted Earnings per Share (Rs.)		3.53	1.31
Summary of Significant Accounting Policies Additional Notes forming part of Financial Statement	27		

Notes referred to above form an Integral part of the Statement of Profit and Loss and should be read in conjunction therewith

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

For SANKHYA INFOTECH LIMITED

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

CA.Ch.Anand
Independent Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

SANKHYA INFOTECH LIMITED
8-2-686/DB/19, Mount View Enclave, Road No.12, Banjara Hills, Hyderabad-500034
Cash Flow Statement as at 31st March, 2016

Particulars	As at 31-03-2016	As at 31.03.2015
A. CASH FROM OPERATING ACTIVITIES		
Net Profit/(Loss) Before Tax	556.09	527.65
Adjustment for:		
Depreciation	530.03	510.75
Increase/(Decrease in Long term Provisions	0.48	-
Profit/loss on sale of Fixed Assets	4.14	-
Interest Expenses	490.47	476.51
Operating Profit Before Working Capital Changes	1,581.21	1,514.91
Adjustment for:		
Decrease/(Increase) in Trade Receivables	(637.72)	(1,382.53)
Decrease/(Increase) in Short Term Loans & Advances	25.03	0.25
Decrease/ (Increase) in Other Current Assets	121.64	145.92
Increase/(Decrease) in Short term Borrowings	47.71	211.79
Increase/(Decrease) in Trade Payables	(146.58)	189.45
Increase/(Decrease) in Other Current Liabilities	(55.15)	246.4
Net off of Tax	(68.38)	(96.63)
Net Cash Flow from Operating Activities A	867.76	829.56
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(1,141.87)	(380.00)
Consideration on Sale of Fixed Assets	6.73	-
Decrease/(Increase) in Long Term Loans & Advances	249.11	(0.89)
Net Cash from/(Used) in Investing Activities B	(886.03)	(380.89)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(Decrease) in Long term borrowings	(120.67)	47.33
Increase/(Decrease in Other Long term Liabilities	615.00	-
Interest Paid	(490.47)	(476.51)
Net Cash from/(Used) in Financing Activities C	3.86	(429.18)
Net increase in Cash and Cash Equivalents (A+B+C)	(14.40)	19.49
Opening Cash and Cash Equivalents	34.34	14.85
Closing Cash and Cash Equivalents	19.94	34.34

Notes referred to above form an Integral part of the Statement of Profit and Loss and should be read in conjunction therewith

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

For SANKHYA INFOTECH LIMITED

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

CA.Ch.Anand
Independent Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016



Note No 1 - Company Information

Sankhya is a leading software products and services company serving the rapidly growing niche markets of Training, Education, Modeling and Simulation. The company has developed several Software products targeted in the area of Education, Training and Learning and owns 100% of the "Intellectual Property" in them. The company's services include software services around the products, development of Simulation software for specific customer needs, courseware, besides providing consulting support to customers. The company has established operations in France and UAE. The company has diverse clients from across several continents, and is a well-established name in the field of education and training.

Note No. 2 - Significant Accounting Policies

1. Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).

The financial statements have been prepared on accrual basis under the historical cost convention except Income on investments in shares of companies and Mutual Funds. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

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 Assets and Liabilities and disclosures relating to contingent assets and 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.

3. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can reliably be measured.

Revenue from Services:

- Time and material contracts – Revenues are recognized on the basis of time spent duly approved by the respective customers.
- Fixed price contracts – Revenues are recognized on the basis of approval received from the respective customers in accordance with the "Percentage of Completion" method.
- Internal timesheets or timesheets submitted by vendors for time and material contracts and for fixed price contracts based upon assessment of work done.

Other Income – In other income such as income from interest is recognized using the time proportion method, based on rates implicit in the transaction.

4. Expenditure

All software development and services purchased are charged to cost of revenue in at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise the year of acquisition. Provisions are made for all known losses and liabilities. Where ever applicable leave encashment liability is provided on the basis of actuarial valuation.

5. Fixed assets, intangible assets and Capital work in progress.

Tangible Fixed Assets and Depreciation:

Fixed assets are stated at cost less accumulated depreciation. Direct costs are capitalized until fixed assets are ready for use. "Cost means" cost of bringing the asset to its working condition for its intended use. Fixed assets are capitalized as per the statement issued by the Institute of Chartered Accountants of India. Capital work in progress comprises of the expenditure incurred in the process of developing the intangible assets for the time being and the assets are not yet ready for their intended use as at the date of Balance sheet.

Hitherto, Depreciation on tangible fixed assets is applied on the written down value method by following the rates prescribed in Schedule XIV of the Companies Act, 1956. Now, Depreciation is required to be provided on the basis of the useful lives of the assets as estimated by management in the manner prescribed under Section 123 read with Schedule II of the Companies Act, 2013. Accordingly, the company has changed the Depreciation Policy for Tangible Assets in line with Schedule II of the Companies Act, 2013.

Intangible Fixed Assets and amortization:

Intangible assets other than goodwill are valued at cost less amortization. These generally comprise of costs incurred to acquire computer software licenses and implement the software for internal use (including software coding, installation, testing and certain data conversion) as well as costs paid to acquire studies for obtaining approvals from registration authorities of products having proven technical feasibility. Research costs are charged to earnings as they arise. Costs incurred for applying research results or other knowledge to develop new products, are capitalized to the extent that these products or registrations are expected to generate future financial benefits. Other development costs are expensed as and when they arise. Intangible assets are reported at acquisition value with deductions for accumulated amortization and any Impairment losses. Amortization is provided on a written down value basis over the asset's anticipated useful life. The useful life is determined based on the period of the underlying contract and the period of time over which the intangible asset is expected to be used and generally does not exceed 10 years. An impairment test of intangible assets is conducted annually or more often if there is an indication of a decrease in value. The impairment loss, if any, is reported in the Statement of Profit and Loss.

6. Impairment of assets

The carrying values of assets of the Company's cash-generating units are reviewed for impairment annually or more often if there is an indication of decline in value. If any indication of such impairment exists, the recoverable amounts of those assets are estimated and impairment loss is recognized, if the carrying amount of those assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the estimated future cash flows to their present value based on an appropriate discount factor.

7. Unbilled Revenue:

The work in progress is the unbilled amount for the contracts that are in execution stage and the client deliverables are either in testing phase or certification/ acceptance stage, Therefore revenue is not recognized. The same is accounted for at Cost.

8. Investments

Long Term Investments in wholly owned subsidiary are at cost less provision for other than temporary diminution in value, if any. Current Investment are valued at the lower of cost and fair value.



9. Research and development

Capital Expenditure incurred on research and development is depreciated over the estimated life of related assets and the revenue expenditure is expensed as incurred.

10. Employee Benefits

Short term employee benefits are recognized as an expense at the undiscounted amount expected to be paid over the period of services rendered by the employees to the Company.

The Company has both defined-contribution and defined-benefit plans, of which some have assets in special funds or securities. The plans are financed by the Company and in the case of some defined contribution plans by the Company along with its employees. The contributions as specified under the law are paid to the Provident Fund set up as irrevocable trust by the Company or to the Regional Provident Fund Commissioner. The Company is generally liable for annual contribution and any shortfall in the fund assets based on the government specified minimum rates of return. Such contributions and shortfall, if any, are recognized in the Statement of Profit and Loss as an expense in the year incurred.

Expenses for gratuity and supplemental payment plans are calculated as at the balance sheet date by independent actuaries in a manner that distributes expenses over the employee's working life. These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discount rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on government bonds with a remaining term that is almost equivalent to the average balance working period of employees.

The contributions to Gratuity are made to fund administered by the Life Insurance Corporation of India (LIC).

The employees of the Company are entitled to compensate absence. The employees can carry-forward a portion of the unutilized accrued compensated absence and utilize it in future periods or receive cash compensation at retirement or termination of employment for the unutilized accrued compensated absence. The Company records an obligation for compensated absences in the period in which the employee renders the services that increase this entitlement. The Company measures the expected cost of compensated absence as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date. Long term compensated absences is accrued based on actuarial valuation at the balance sheet date carried out by an independent actuary.

11. Foreign currency transactions Initial Recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange Differences

Exchange differences arising on the settlement of monetary items at rates difference from those at which they were initially recorded during the year, or reported in previous financial expenses in the year in which they arise.

Exchange Contracts not intended for trading or speculation purposes

The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

Translation of foreign branch

The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself.

12. Income Tax

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

In Accordance with Accounting Standard 22 Accounting for Taxes on Income, issued by the Institute of Chartered Accountants of India, the deferred tax for timing differences between the book and the tax profits for the year is accounted for using the tax rates and laws that have been enacted or substantively enacted as of the balance sheet date.

Deferred tax assets arising from temporary timing differences are recognized to the extent there is a reasonable certainty that the assets can be realized in the future.

13. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

14. Cash flow statement

Cash flows are reported taking the indirect method, wherein net profit before tax is adjusted for the transactions of non-cash nature and others or other accruals of past or future receipts and / or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

15. Segment Reporting

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment Revenue, Segment Expenses, Segment Assets and Segment Liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis, have been included under "Unallocated Revenue / Expenses / Assets / Liabilities".

16. Provisions and Contingencies

A provision is recognized when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized but are disclosed in the notes to the financial statements unless the possibility of an outflow of resources embodying economic benefit is remote. A contingent asset is neither recognized nor disclosed.



NOTE NUMBERS TO BALANCE SHEET
NOTE NO. 3 : SHARE CAPITAL

S.NO.	Particulars	As at 31st - Mar-2016		As at 31st - Mar-2015	
		No.of Shares	Rs in Lacs	No.of Shares	Rs in Lacs
a	Share Capital (For each class of capital) Authorised 15000000 Equity Shares of Rs. 10/- each	150.00	1,500.00	150.00	1,500.00
	Issued, Subscribed and Paid up 1,12,45,205 Equity Shares of Rs.10/- each, fully paid	112.45	1,124.52	112.45	1,124.52
	Total Equity Share capital		1,124.52		1,124.52
b	A Reconciliation of the Number of Shares Outstanding at the Beginning and at the end of the Reporting Period:	Number of Shares		Number of Shares	
	Equity Shares of Rs. 10Each, Fully paid up:				
	At the Beginning		112.45		112.45
	Issued During the year - Cash Issue		-		-
Forfeited / Bought Back During the Year		-		-	
At the End		112.45		112.45	
c	Details of Shareholder Holding more than 5% Shares of the Company:	% of Share Holding			
	Equity Shares of Rs. 10 each Held By	No of Shares	Percentage	No of Shares	Percentage
	Parvatha Vardhani N	571,444	5.08%	571,444	5.08%
	Gayatri N	626,109	5.57%	626,109	5.57%
	IDBI Bank Ltd	973,691	8.66%	1,041,790	9.26%
	Beaver Engineering and Holdings Pvt. Ltd.	1,798,274	15.99%	2,061,482	18.33%
"Note1 : 68099 fully paid up shares have been sold by IDBI Bank Ltd and adjusted against the overdue amount due to Bank."					

NOTE NO.4 : RESERVES AND SURPLUS

S.NO.	Particulars	As at	As at
		31st-Mar-2016	31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	RESERVES AND SURPLUS		
a)	Capital reserve	84.03	4.03
	As at the commencement of the year		
	Add: Additions during the year (forfeiture of share application money)	84.03	84.03
b)	Securities Premium Reserve	1,521.88	1,521.88
	As at the commencement of the year	-	-
	Add: Additions during the year	1,521.88	1,521.88
c)	General Reserves	37.40	37.40
	As at the commencement of the year	37.40	37.40
d)	Surplus		
	Opening Balance - Profit and Loss Account	4,266.90	4,134.83
	Add: Transfer from Profit & Loss Account	397.11	146.76
	Amount available for appropriation	4,664.01	4,281.59
	Less: Appropriation		
	Adjustment on account of revision in Useful life of Fixed Assets	-	14.69
	Closing Balance	4,664.01	4,266.90
	Total Reserves and Surplus	6,307.32	5,910.21



NOTE NO.5 : LONG TERM BORROWINGS			
S.NO.	Particulars	As at	As at
		31st-Mar-2016	31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	Long Term Borrowings		
	a) Term Loans:		
	From Other Parties:		
	Unsecured - Refer Note No. 5(a)	135.00	180.00
	Interest accrued and due on above	9.20	54.89
	b) Loans and Advances		
	Unsecured - From Related Parties Refer Note No. 5(b)	375.00	443.71
	Unsecured - From Others Refer Note No. 5(b)	200.22	161.49
	Notes :		
	Note No.5(a): The Loan was taken from Merlin Holdings Limited against pledge of share belonging to promoter Directors.		
	Note No5(b) : The unsecured loan and advances are taken from the directors and other related parties		
	Total Long Term Borrowings	719.42	840.09

NOTE NO.6 : DEFERRED TAX LIABILITY (NET)			
S.NO.	Particulars	As at 31st-Mar	As at 31st-Mar
		2016	2015
		Rs in Lacs	Rs in Lacs
I	Opening Deferred tax Liability	320.17	141.83
	Add:Deferred Tax Liability for the Year	(24.06)	181.71
	Less: Deferred Tax Assets on Expenditure disallowed u/s 40A(7) of Income Tax Act	1.93	3.37
	Deferred Tax Liability/ (Asset) - Net	298.04	320.17

NOTE NO.7 : OTHER LONG TERM LIABILITIES.			
S.NO.	Particulars	As at 31st-Mar	As at 31st-Mar
		2016	2015
		Rs in Lac	Rs in Lac
I	Advances from Customers	644.45	29.45
	TOTAL OTHER LONG TERM LIABILITIES	644.45	29.45

NOTE NO.8 : LONG TERM PROVISIONS			
S.NO.	Particulars	As at 31st-Mar	As at 31st-Mar
		2016	2015
		Rs in Lac	Rs in Lac
I	Gratuity payable (Non Current Liability)	21.22	20.74
	TOTAL LONG TERM PROVISIONS	21.22	20.74



NOTE NO.9 : SHORT TERM BORROWINGS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Short Term Borrowings a) Loans Repayable on Demand: From Banks Secured Refer Note No. 9 Notes : Note No.9 : The Working capital loan was taken from IDBI Bank Ltd which was secured by first charge on all current assets of the Company and Second charge on all fixed Assets of the Company, Mortgage of land belongs to Mrs. N. Parvatavardhani which is situated at Yadaram Village, Medchal and pledge of shares belonging to promoter Director in favour of IDBI Bank Ltd, Branch Hyderabad and it is further secured by personal guarantee of Promoter Director. IDBI Bank has sanctioned the Working Capital limits of Rs.22 Crores. As on 31.3.2016, the limit is overdrawn.	2,459.43	2,411.72
	TOTAL SHORT TERM BORROWING	2,459.43	2,411.72

NOTE NO. 10 : TRADE PAYABLES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	a) Trade Payables Micro, Small, Medium Enterprises others Note: Based on the Information available with the Company there are no suppliers who are registered as Micro, Small & Medium Enterprises under the Micro Small Medium Enterprises Development Act 2006, as at 31st March 2016 or as at the end of previous year. Therefore the question of liability towards interest in terms of section 16 of Micro, Small & Medium Enterprise development act 2006 does not arise.	- 499.24	- 645.82
	TOTAL TRADE PAYABLES	499.24	645.82

NOTE NO. 11 : OTHER CURRENT LIABILITIES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Term loan payable with in 12 months Note No.11: The term loan was taken from IDBI Bank Ltd which was secured by first charge on All fixed assets of the Company and Second charge on all current assets of the Company, Mortgage of land belongs to Mrs. N. Parvata Vardhani which is situated at Yadaram Village, Medchal and pledge of shares belonging to promoter Director in favour of IDBI Bank Ltd, Branch Hyderabad and it is further secured by personal guarantee of Promoter Director.	78.00	112.50
II	Statutory Liabilities Provision for Income Tax Service Tax Payable TDS Payable ESI Payable PF Payable PT Payable VAT & CST payable	164.37 52.16 192.86 5.00 27.54 2.03 2.01	162.37 53.63 172.17 3.84 31.20 1.66 3.13
III	Other Provisions Gratuity payable Provision for Dividend Interest Payable & Interest Accrued Other Provisions	1.17 - 73.80 11.22	1.16 2.40 110.02 11.22
	TOTAL OTHER CURRENT LIABILITIES	610.16	665.30



SANKHYA INFOTECH LIMITED
Note Number : 13
FIXED ASSETS AS ON 31st Mar,2016

(Rs. In Lac)

S. No.	Particulars	As on 01.04.2015	Gross Block			Depreciation / Amortization			Net Block as on 31.03.2016	Net Block as on 31.03.2015
			Total Additions during the year	Sale / Deletions during the year	As on 31.03.2016	Dep. As on 01.04.2015	Adjustment	Dep. For the year 2015-16		
1	TANGIBLE FIXED ASSETS									
a	Plant & Machinery	75.69	3.40	8.49	70.60	70.12	(6.34)	1.41	65.19	5.41
b	Air Conditioners	11.42	0.98	5.63	6.77	9.68	(5.03)	1.12	5.77	1.00
c	Projector	4.27	-	-	4.27	4.19	-	0.06	4.25	0.02
d	Computers	343.82	3.56	326.79	20.59	343.04	(326.26)	0.27	17.05	3.54
e	Furniture	202.49	0.23	42.76	159.96	192.58	(35.24)	2.39	159.73	0.23
f	Vehicles	6.92	-	6.92		6.85	(6.85)	-	-	-
	Total of Tangible Assets (A)	644.60	8.17	390.59	262.19	626.46	(379.72)	5.25	251.99	10.20
2	INTANGIBLE FIXED ASSETS									
a	Learning Management Products	1,552.78	510.00	-	2,062.78	1,111.11	-	60.32	1,171.43	891.34
b	Training Management Products	1,399.74	383.70	-	1,783.44	455.86	-	111.18	567.04	1,216.40
c	Advanced simulation lab	450.00	-	-	450.00	112.84	-	33.72	146.56	303.44
d	Simulator Products	1,085.18	-	-	1,085.18	287.18	-	79.80	366.98	718.20
e	Knowledge Based Content	2,335.07	240.00	-	2,575.07	793.11	-	172.20	965.31	1,609.76
f	Optimization Products	452.89	-	-	452.89	135.83	-	31.71	167.54	285.35
g	Sage CRM Server 200	4.21	-	-	4.21	3.90	-	0.03	3.93	0.28
h	Vstudio Team Ed(5 Users)	6.48	-	-	6.48	4.26	-	0.22	4.48	2.00
i	Unity liscence	0.76	-	-	0.76	0.14	-	0.06	0.20	0.55
j	Online Examination System	395.00	-	-	395.00	39.50	-	35.55	75.05	319.95
	Total of InTangible Assets (B)	7,682.10	1,133.70	-	8,815.80	2,943.73	-	524.78	3,468.51	5,347.28
	CAPITAL WORK IN PROGRESS	695.90	-	-	695.90	-	-	-	-	695.90
	GRAND TOTAL (A+B)	9,022.60	1,141.87	390.59	9,773.89	3,570.19	(379.72)	530.03	3,720.50	6,053.37
	Previous Year	8,642.60	380.00	-	9,022.60	3,044.75	14.69	510.75	3,570.18	5,452.41
										5,597.85



NOTE NO.12 : SHORT TERM PROVISIONS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lac	Rs in Lac
I	MAT Payable (Net off TDS receivable for current year Rs. 6.38 lacs, previous year Rs.6.63 lacs)	239.77	127.04
	TOTAL SHORT TERM PROVISIONS	239.77	127.04

NOTE NO. 14 : NON- CURRENT INVESTMENTS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Non- Current Investments		
	1) Investment in Subsidiaries		
	a) Equity Shares (Unquoted)		
	-Sankhya Sarl, France and 100% of holding	1.73	1.73
	-Sankhya US Corporation, US and 100% of holding	46.72	46.72
	-Mahasena Info Technologies (India) Pvt Ltd, and 100% of holding	10.00	10.00
	TOTAL NON-CURRENT INVESTMENTS	58.45	58.45
Note: Investments are valued at Cost less provision for diminution of temporary nature)			

NOTE NO. 15 : LONG TERM LOANS AND ADVANCES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Long - Term Loans and Advances		
	a) Security Deposit		
	Unsecured & Considered good Refer Note 15(I)	42.45	60.96
	b) Loans and Advances to Related Parties		
	Unsecured & Considered good Refer Note 15(ii)	309.91	540.51
	Note No15(i):EMD is provided for the various projects, and fixed deposit were kept with Central Excise, Electricity Department and for Rent		
	Note No15(ii):The advance is given to Sankhya US Corporation, a wholly owned subsidiary and is pending since 31/03/2010. The Management has started executing the signed contract and also has been able to recover part payment during the current year and is confident that the rest of the amount will be received in due course as operations would be commenced fully in near future.		
	TOTAL LONG TERM LOANS AND ADVANCES	352.36	601.47



NOTE NO. 16 : TRADE RECEIVABLES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Outstanding for a Period of less than 6 months Unsecured, Considered Good	6,105.94	5,451.70
	Outstanding for a Period of more than 6 months Unsecured, Considered Good	5.18	21.70
	TOTAL TRADE RECEIVABLES	6,111.12	5,473.40

NOTE NO. 17 : CASH AND CASH EQUIVALENTS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	a) Cash and Cash Equivalents :		
	1) Balances with Banks in Current Accounts in India	6.93	4.36
	2) Balances with Banks in Current Accounts outside India	12.99	27.34
	3) Cash on Hand	0.02	0.16
	b) Other Bank Balances		
	1) Unpaid Dividend Account	-	2.48
	TOTAL CASH AND CASH EQUIVALENTS	19.94	34.34

NOTE NO. 18 : SHORT TERM LOANS AND ADVANCES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Short -Term Loans and Advances:		
	a) Other Loans and Advances (Unsecured) Advance for Expenditure	18.28	43.31
	TOTAL SHORT TERM LOANS AND ADVANCES	18.28	43.31

NOTE NO.19 : OTHER CURRENT ASSETS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
1	Unbilled Revenue (Refer Note below)	306.89	429.00
2	Interest Accrued	3.15	1.92
3	VAT (Refund)	-	0.76
	Note No.19 Unbilled Revenue as at 31st March 2016 includes amount Rs.306.89 Lac (previous year Rs.429 lacs) relating to Contract which has not been billed since 30.03.2012. The Management is of the view that the contract is entirely billable.		
	TOTAL OTHER CURRENT ASSETS	310.04	431.68



NOTE NUMBERS TO STATEMENT OF PROFIT & LOSS			
NOTE NO. 20 : REVENUE FROM OPERATIONS			
S. No.	Particulars	For the Year	For the Year
		Ending 31st	Ending 31st
		Mar 2016	Mar 2015
		Rs in Lacs	Rs in Lacs
I	Revenue from operations in respect of non-finance company		
	(a) Income from Services		
	Domestic Income	73.54	297.83
	Export Income	15,220.24	17,899.72
	TOTAL REVENUE FROM OPERATIONS	15,293.78	18,197.55

NOTE NO. 21 : OTHER INCOME			
S.No.	Particulars	For the Year	For the Year
		Ending 31st	Ending 31st
		Mar 2016	Mar 2015
		Rs in Lacs	Rs in Lacs
I	(a) Interest Income	1.25	0.90
	(b) Net gain on foreign currency translation and transaction	501.81	-
	TOTAL OTHER INCOME	503.06	0.90

NOTE NO. 22 : EMPLOYEE BENEFIT EXPENSES			
S. No.	Particulars	For the Year	For the Year
		Ending 31st	Ending 31st
		Mar 2016	Mar 2015
		Rs in Lacs	Rs in Lacs
1.	(a) Salaries & Wages	8,315.73	10,632.79
	(b) Contribution to Provident & Other Funds	6.55	19.10
	(c) Staff Welfare Expenses	0.67	0.54
	TOTAL EMPLOYEE BENEFIT EXPENSES	8,322.95	10,652.43

As per Accounting Standard 15 "Employee Benefits", the disclosures of Employee Benefits as defined in the Accounting Standard are given below:

Defined Contribution Plans:

PROVIDENT FUND

The provident fund is operated by the Regional Provident Fund Commissioner. Under the scheme, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. These funds are recognized by the Income tax authorities. The Company has recognized the following amounts in the Profit and Loss Account for the year:

(Rs. in lacs)

Particulars	Year ended	Year ended
	31.03.2016	31.03.2015
Contribution to Provident Fund	4.05	5.37
Defined Benefit Plans :		
a. Gratuity	0.49	21.9
b. Leave Encashment	0	0

Gratuity is payable to employees as per Payment of Gratuity Act. Leave encashment is payable to eligible employees who have earned leaves, during the employment and/or on separation as per the company's policy. The company has funded the Gratuity liability with Group Gratuity Scheme of Life Insurance Corporation of India Ltd.



Valuations in respect of Gratuity have been carried out by independent actuary, as at the Balance Sheet date, based on the following assumptions:

GRATUITY Particulars	Year ended	Year ended
	31.03.2016	31.03.2015
Discount Rate per annum (Compound)	8.00%	8.00%
Rate of increase in Salaries	4.00%	4.00%
Expected Rate of Return on Plan Assets	9.00%	9.00%
Expected Average remaining working lives of employees in no. of years	27.96 Years	29.52 Years
Summary of Key Information - Gratuity		
I Changes in Defined Benefit Obligation:		
Particulars	Year ended	Year ended
	31.03.2016	31.03.2015
Present Value of obligation 01.04.2016	23.19	7.05
Interest Cost	1.86	0.56
Current Service Cost	1.35	1.43
Actuarial (Gain) / Loss	-2.62	20.26
Benefits paid	-0.33	-6.12
Present Value of obligation as at 31.3.2016	23.45	23.19

ii. Changes in Fair Value of Plan Assets:

Particulars	Year ended	Year ended
	31.03.2016	31.03.2015
Fair Value of Plan Assets as at 1.4.2015	1.29	7.05
Adjustment in opening balance	0	0
Expected Return on Plan Assets	0.09	0.35
Employer Contribution	0	0
Actuarial Gain/(Loss)	0	0
Benefits Paid	-0.33	-6.12
Fair Value of Plan Assets as at 31.3.2016	1.05	1.29

iii. Reconciliation of the Present value of defined Present Obligations and the Fair Value of Assets:

Particulars	Year ended	Year ended
	31.03.2016	31.03.2015
Present Value of obligations as at 31.3.2016	23.45	23.19
Fair Value of Plan Assets as at 31.3.2016	-1.05	-1.29
Present Value of unfunded obligation as at 31.3.2016	22.40	21.90
Unfunded Net Liability recognized in Balance Sheet	22.40	21.90

iv. Expenses recognized in Profit and Loss Account:

Particulars	Year ended	Year ended
	31.03.2016	31.03.2015
Current Service Cost	1.34	1.43
Interest Cost	1.86	0.56
Net Actuarial (Gain) / Loss	-2.62	20.26
Expected Return on Plan Assets	-0.09	-0.35
Others	-	-
Total Expenses recognized in Profit and Loss A/c	0.49	21.90
Expected Employer contribution for next year	0.49	21.90

Note: Gratuity provision for the last year ended 31.03.2014 was made on ad hoc basis.



NOTE NO. 23 : OTHER OPERATING EXPENSES			
S. No.	Particulars	For the Year Ended 31st Mar 2016	For the Year Ended 31st Mar 2015
		Rs in Lacs	Rs in Lacs
I	(a) Computer Hardware & Accessories	3.05	17.22
	(b) Technical Assistance	155.10	126.89
	(c) Simulation Software Services	168.75	157.98
	(d) Power & Fuel	35.64	39.71
	(e) Rent	106.20	105.09
	(f) Repairs & Maintenance - Computers	142.14	190.57
	(g) Insurance	42.34	43.83
	(h) Legal fee	4.95	4.64
	(i) Rates & Taxes	536.13	314.43
	(j) Miscellaneous Expenditure	16.37	20.13
		Total OTHER OPERATING EXPENSES	1,210.67

NOTE NO. 24 : ADMINISTRATIVE EXPENSES			
S. No.	Particulars	For the Year Ended 31st Mar 2016	For the Year Ended 31st Mar 2015
		Rs in Lacs	Rs in Lacs
I	(a) Telephone, Postage and Others	62.29	62.44
	(b) Business Promotion Expenses	782.08	631.79
	(c) Conveyance	319.43	336.78
	(d) Office Maintenance	53.25	49.70
	(e) Printing & Stationery Expenses	36.85	75.88
	(f) Managerial Remuneration	72.00	72.00
	(g) Professional Charges	2,105.12	1,833.79
	(h) Director Sitting Fee	0.40	0.40
	(i) Payment to Auditors:		
	(i) As Audit fee	4.00	4.00
	(ii) As Tax audit fee	1.50	1.50
	(iii) For Reimbursement of expenses	0.21	0.24
	(iv) Branch Audit fee	5.77	5.07
		TOTAL ADMINISTRATIVE EXPENSES	3,442.90

NOTE NO. 25 : FINANCE COST			
S. No.	Particulars	For the Year Ended 31st Mar 2016	For the Year Ended 31st Mar 2015
		Rs in Lacs	Rs in Lacs
I	(a) Interest Expenses :		
	- Interest on Cash Credit	426.47	373.33
	- Interest on Term Loan	21.87	21.36
	- Interest on Unsecured Loan	19.59	58.18
	- Bank charges	22.54	23.64
	TOTAL FINANCE COST	490.47	476.51



NOTE NO.26 : OTHER EXPENSES			
S. No.	Particulars	For the Year Ended 31st Mar 2016	For the Year Ended 31st Mar 2015
		Rs in Lacs	Rs in Lacs
I	(a) Staff Recruitment & Training Expenditure	59.50	86.72
	(b) Advertisement	3.14	18.96
	(c) Communication charges	65.41	83.62
	(d) AGM expenses	0.40	0.24
	(e) Books & Periodicals	1.73	3.58
	(f) Membership & Subscriptions	6.33	5.75
	(g) Annual maintenance & Other expenses	2.03	19.86
	(h) Travel Expenditure	298.20	338.44
	(i) Research & Development Expenses (Refer Note Below)	789.91	833.73
	(j) Bad Debts written off	12.94	-
	(k) Net loss on Foreign Exchange Fluctuation	-	546.13
	(l) Net loss on Sale of asset	4.14	-
		Refer Note No: 27.6 for Expenditure in Foreign Currency	
	TOTAL OTHER EXPENSES	1,243.73	1,937.03

NOTE NO 27-OTHER NOTES YEAR 2015-16

	As at 31st March, 2016	(Rs. in lacs) As at 31st March, 2015
1. Contingent liability not provided for in respect of :		
(a) Claims not acknowledged as debts :	NIL	11.80
2. Research and Development - The Company has in – House Research & Development Center involved in developmental activities for new products in the fields of Simulation and Training. Details of Capital & Revenue Expenditure Incurred are as details below		

Expenditure	2015-16	2014-15
Employee Cost	775.13	815.81
Rent	10.16	10.48
Electricity	4.62	7.44
Total	789.91	833.73

3. Segment Information as per Accounting Standard (AS)-17

The Company has identified two types of reporting segments at standalone level viz., Business Segment and Geographical Segments. Business Segments identified as Defense & Non-Defense and Geographical segments identified as Domestic and Overseas. Segments have been identified and reported taking into account nature of products and services the differing risks, returns and the internal business reporting systems. Accounting policies adopted for segment reporting are in line with Accounting Policy of the company and are in accordance with the AS-17.



BUSINESS SEGMENT

S.No.	Particulars	Defense		Non-Defense		Total	
		2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
1	REVENUE						
	External Turnover	5202.17	5580.38	10091.61	12617.17	15,293.78	18,197.55
	Inter Segment Turnover	NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL REVENUE	5202.17	5580.38	10091.61	12617.17	15,293.78	18,197.55
2	RESULTS						
	Operating profit	402.08	361.50	644.48	642.66	1046.56	1004.16
	Less Interest Expenses	-	-	-	-	490.47	476.51
3	Profit Before Tax	-	-	-	-	556.09	527.65
	Current Tax	-	-	-	-	119.11	112.55
	Deferred Tax	-	-	-	-	-22.13	178.34
	other provision	-	-	-	-	62.00	90.00
	Profit After Tax	-	-	-	-	397.11	146.76
4	Segment Assets	NIL	NIL	NIL	NIL	NIL	NIL
	Unallocated Corporate Assets	-	-	-	-	5,357.47	4,756.52
	Total Assets	NIL	NIL	NIL	NIL	5,357.47	4,756.52
5	Segment Liabilities	NIL	NIL	NIL	NIL	NIL	NIL
	Unallocated Corporate Liabilities	-	-	-	-	5,491.74	5,060.33
	Total Liabilities	-	-	-	-	5,491.74	5,060.33
6	Capital Employed	-	-	-	-	9,114.98	8,245.18
7	Capital Expenditure-Net	-	-	-	-	6,053.37	5,452.42
8	Depreciation	-	-	-	-	530.03	510.75
9	Non Cash Exp. Other than Depreciation	NIL	NIL	NIL	NIL	NIL	NIL

Capital employed as also assets and liabilities of the company are not capable of being stated separately segment-wise since all the assets and liabilities are held under composite undertaking for both the geographic segments.

Geographical Segment

Segment Revenue	Export				Domestic		Total	
	France		UAE		Indian			
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
	8411.43	9998.39	6808.81	7901.33	73.54	297.83	15293.78	18197.55

4. Related Party Disclosure as per Accounting Standard (AS-18):

Name of the related parties and description of relationships:

Subsidiaries

- i) Sankhya SARL, France
- ii) Sankhya US Corporation
- iii) Mahasena Info Technologies (India) Pvt. Limited

Key Management Personnel

- i) Mr. N. Sridhar – Chairman & Managing Director (CMD)
- ii) Mr. N. Srinivas – Vice Chairman (VC)

Relatives of Key Management Personnel

- i) Mr. N. Ramakrishna Rao - Father of CMD
- ii) Mrs. N. Gayatri - Wife of CMD
- iii) Mrs. Indira Ramani - Wife of VC
- iv) Mrs. N. Parvata Vardhani - Mother of CMD



Nature of transaction	Period	Subsidiaries			Key Management Personnel	Relatives to Key Management Personnel	Total
		Sankhya SARL	Sankhya US Corporation	Mahasena Info Technologies (India) Pvt Limited			
Remuneration payable	2015-16				72.00		72.00
	2014-15				72.00		72.00
Deposits from Vendor	2015-16			0.00			0.00
	2014-15			0.25			0.25
Unsecured Loans taken	2015-16				0.00	49.37	49.37
	2014-15				0.00	204.84	204.84
Advances received back	2015-16		230.60				230.60
	2014-15		0.00				0.00
Unsecured Loans Repaid	2015-16				5.42	73.91	79.33
	2014-15				2.20	44.89	47.09
Year End Balances-Assets	31.3.2016	1.73	356.63	10.00			368.36
	31.3.2015	1.73	587.23	10.00			598.96
Year End Balances-Liabilities	31.3.2016			1.81	199.81	394.37	595.99
	31.3.2015			1.81	167.01	385.92	554.74

5. Earnings per Share (EPS) As per Accounting Standard (AS)-20

Particulars		For the year ended 31.3.2016	For the year ended 31.3.2015
Profit available for equity shareholders (A)		397.11	146.76
Weighted average number of equity shares (B)		112.45	112.45
Nominal value of equity share		10	10
Earnings per share – Basic / Diluted (A/B)		3.53	1.31

6. Expenditure incurred in Foreign Currency

S. No	Nature of Expenditure	Amount
1	Employee Benefit Expenses	8270.38
2	Other Operating Expenses	1030.28
3	Administrative Expenses	3334.39
4	Other Expenses	569.58
5	Bank Charges	15.82
	Total	13220.45

7. Overseas Transactions

Overseas banking operations of the company for all the customers in France and customer contracts of UAE signed prior to 2006 are operated at BNP Paribas Toulouse and are administered by Mr. Christian REY, and Supported by Mr. Sebastian VIGREUX, Administrative Accountant.

8. Unclaimed Dividend

The Company has an amount of Rs.2.48 Lacs representing unclaimed Dividend pertaining to FY 2007-08 as on 1.4.2015, which has been transferred to Investor Education Protection Fund.

9. Corporate Social Responsibility (CSR) as per New Companies Act, 2013 – The provisions of Section 135 of the Companies Act, 2013 relating to CSR is not applicable to the company. Accordingly, there is no expenditure under CSR.

10. Regrouping & Rounding off

The previous year's figures have been reclassified and regrouped, wherever necessary to confirm the Current Year classification and to confirm to the relevant laws. Paisa has been rounded off to the nearest rupee.

As per our report of even date
For M/s. Komandoor & Co, LLP
Chartered Accountants
Firm Regn. No: 001420S/S200034

K.Mohan Acharya
(Partner)
Membership No. 029082

N.Sridhar
Chairman &
Managing Director

For and on behalf of the Board
CA.Ch. Anand
Independent Director

Neha Pamnani
Company
Secretary

Place : Hyderabad
Date : 28.5.2016



(Rs. in Lacs)

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE.

I	Registration Details	
	Registration No:	01-45306
	State Code	01
	Balance Sheet Date:	31st March 2016
II	Capital Raised During the Year	[Amount in Rs]
	Public Issue	Nil
	Preferential Issue	Nil
	Rights Issue	Nil
	Bonus Issue	Nil
	Private Placement	Nil
	Rights Issue	Nil
	Bonus Issue	Nil
	Private Placement	Nil
III	Position of Modification and deployment of Funds	
	Total Assets	12,923.57
	Total Liabilities	12,923.57
	Sources of Funds	
	Paid Up Capital	1,124.52
	Share Application Money	NIL
	Secured Loans	2,672.43
	Reserves & Surplus	6,307.32
	Application of Funds	
	Net Fixed Assets	5,357.47
	Miscellaneous Expenditure	NIL
IV	Performance of the Company Turnover	15,796.84
	Profit / Loss Before Tax	397.11
	Earnings per share in Rs (Annualized)	3.53
	Dividend	NIL
V	Generic Name of the Three Principal Products / Services of the Company (As per monetary terms) Item Code (ITC Code)	

As per our report of even date
For M/s. Komandoor & Co LLP

For and on behalf of the Board of
M/s. Sankhya Infotech Ltd.

The accompanying Notes are an integral part of the Financial Statements

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

N.Srinivas
Vice Chairman

Place : Hyderabad
Date : 28.05.2016



INDEPENDENT AUDITOR'S REPORT

The Members of Sankhya Infotech Limited

Report on the Consolidated Financial Statements:

We have audited the accompanying consolidated financial statements of Sankhya Infotech Limited ("the Company"), and its subsidiaries (collectively referred to as "Group"), which comprise 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.

Management's Responsibility for the Consolidated 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 and presentation of these Consolidated Financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group 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 Group 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 Consolidated 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the

accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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:

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2016;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matters

Further, as per Note No.18 (a) to the financial statements which states that the Sankhya US Corporation has given advances of Rs.344.12 Lac to Mr Stuart Taylor in United States of America and Rs.110.92 Lac is pending on 31.03.2016. The Management is of the view that these advances are in connection execution of a signed contract fully recoverable in cash or in kind for value to be received in due course as operations would be commenced fully in near future.

In our opinion, the matters described above, in our opinion, may have an adverse effect on the Consolidated Financials of the Group.

Note No. 19 to the financial statements which states the Company has reported Unbilled Revenue of Rs.306.89 Lac. The Management is of the view that the Unbilled Revenue is entirely billable and management is in constant engagement with the Client to get the work certified and billed the same.

Our opinion is not qualified in respect of the above matters.

Other Matters

We have relied on the unaudited financial statements of below mentioned foreign subsidiaries which reflect total revenue amounting to Rs. Nil and total assets amounting to Rs.110.92 lakhs for the year ended on that date. As informed, these unaudited financial statements have been approved by the respective Board of Directors of those Companies. Our Report so far as it relates to the amounts included in Consolidated Financial Statements in respect of these subsidiaries, is based solely on such approved unaudited Financials.

1	Sankhya US Corporation Foreign Subsidiary	USA	Wholly owned
2	Sankhya SARL France Foreign Subsidiary	France	Wholly owned

In respect of one subsidiary incorporated in India, which have been included in the Consolidated Financial Statements, CARO 2016 is not applicable. Hence, separate report on CARO 2016 for the Consolidated Financial Statements is not given.

For Komandoor & Co.LLP
Chartered Accountants
Firm Regn No:001420S/S200034

Place:Hyderabad
Date:28.05.2016

K Mohan Acharya
Membership No:029082



SANKHYA INFOTECH LIMITED
8-2-686/DB/19, Mount View Enclave, Road No.12, Banjara Hills, Hyderabad-500034
Consolidated Balance Sheet as at 31st March, 2016

Particulars	Note No	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	1,124.52	1,124.52
(b) Reserves and Surplus	4	6,058.76	5,663.65
(2) Non-Current Liabilities			
(a) Long-term Borrowings	5	719.42	840.07
(b) Deferred Tax Liabilities (Net)	6	298.04	320.17
(c) Other Long term Liabilities	7	642.64	27.64
(d) Long term provisions	8	21.22	21.90
(3) Current Liabilities			
(a) Short-Term Borrowings	9	2,459.43	2,411.72
(b) Trade Payables	10	501.42	625.89
(c) Other Current Liabilities	11	610.16	687.24
(d) Short -Term Provisions	12	239.77	126.90
Total		12,675.38	11,849.70
II.Assets			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	13	10.20	18.14
(ii) Intangible Assets	13	5,347.28	4,738.37
(iii) Capital Work-in-Progress	13	695.90	695.90
(b) Non-Current Investments	14	-	-
(c) Long Term Loans and Advances	15	42.45	60.96
(2) Current Assets			
(a) Trade Receivables	16	6,111.12	5,473.40
(b) Cash and Cash Equivalents	17	19.94	36.96
(c) Short-Term Loans and Advances	18	138.45	394.09
(d) Other Current Assets	19	310.04	431.88
Total		12,675.38	11,849.70
Company Information	1		
Summary of Significant Accounting Policies	2		
Additional Notes forming part of Financial Statement	27		

Notes referred to above form an Integral part of the Balance Sheet and should be read in conjunction therewith

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

For SANKHYA INFOTECH LIMITED

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

CA.Ch.Anand
Independent Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016



SANKHYA INFOTECH LIMITED
8-2-686/DB/19, Mount View Enclave, Road No.12, Banjara Hills, Hyderabad-500034
Consolidated Profit and Loss statement for the year ended 31st March, 2016

Particulars	Note No	For the Year Ending 31st Mar 2016	For the Year Ending 31st Mar 2015
		Rs in Lacs	Rs in Lacs
I. Revenue From Operations	20	15,293.78	18,197.55
II. Other Income	21	503.06	0.91
III. Total Revenue (I +II)		15,796.84	18,198.46
IV. Expenses:			
Employee Benefit Expense	22	8,323.16	10,652.43
Other Operating Expenses	23	1,212.28	1,021.21
Administrative Expenses	24	3,442.90	3,073.59
Finance Costs	25	490.47	476.51
Depreciation and Amortization Expense	13	530.03	510.75
Other Expenses	26	1,243.73	1,937.04
IV. Total Expenses		15,242.57	17,671.52
V. Profit Before Exceptional and Extraordinary Items and Tax (III - IV)		554.27	526.93
VI. Extraordinary Items			
VII. Profit before tax (V-VI)		554.27	526.93
VIII. Tax expense:			
(1) Current tax		118.72	112.41
(2) Deferred tax		(22.13)	178.34
(3) Previous years tax provision		62.00	90.00
IX. Profit/(Loss) for the period (VII-VIII)		395.68	146.18
X. Earning per equity share:			
Basic and Diluted Earnings per Share (Rs.)		3.52	1.30

Notes referred to above form an Integral part of the Statement of Profit and Loss and should be read in conjunction therewith

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

For SANKHYA INFOTECH LIMITED

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

CA.Ch.Anand
Independent Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016



SANKHYA INFOTECH LIMITED		
8-2-686/DB/19, Mount View Enclave, Road No.12, Banjara Hills, Hyderabad-500034		
Consolidated Cash Flow Statement for the Year Ended 31.03.2016		
(Rs in Lacs)		
Particulars	As at 31-03-2016	As at 31.03.2015
A. CASH FROM OPERATING ACTIVITIES		
Net Profit/(Loss) Before Tax	554.27	526.93
Adjustment for:		
Depreciation	530.03	510.75
Increase/(Decrease) in Long term Provisions	0.48	-
Profit/loss on sale of Fixed Assets	4.14	-
Interest Expenses	490.47	476.51
Operating Profit Before Working Capital Changes	1,579.39	1,514.19
Adjustment for:		
Decrease/(Increase) in Trade Receivables	(637.72)	(1,382.53)
Decrease/(Increase) in Short Term Loans & Advances	25.03	(13.35)
Decrease/ (Increase) in Other Current Assets	121.84	146.10
Increase/(Decrease) in Short term Borrowings	47.71	211.79
Increase/(Decrease) in Trade Payables	(146.38)	189.26
Increase/(Decrease) in Other Current Liabilities	(56.35)	246.41
Net off of Tax	(68.38)	(95.90)
Net Cash Flow from Operating Activities A	865.14	815.96
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(1,141.87)	(380.00)
Consideration on Sale of Fixed Assets	6.73	-
Decrease/(Increase) in Long Term Loans & Advances	479.71	(0.89)
Net Cash from/(Used) in Investing Activities B	(655.43)	(380.89)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(Decrease) in Long term borrowings	(351.27)	47.33
Increase/(Decrease) in Other Long Term Liabilities	615.00	-
Increase/(Decrease) in Capital Reserve/Fluctuation Reserve	-	13.64
Interest Paid	(490.47)	(476.51)
Net Cash from/(Used) in Financing Activities C	(226.74)	(415.54)
Net increase in Cash and Cash Equivalents (A+B+C)	(17.02)	19.54
Opening Cash and Cash Equivalents	36.96	17.42
Closing Cash and Cash Equivalents	19.94	36.96

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

For SANKHYA INFOTECH LIMITED

K. Mohan Acharya
Partner
M.No. 029082

N.Sridhar
Chairman & Managing Director

CA.Ch.Anand
Independent Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016



Note No 1 – Company Information

Sankhya is a leading software products and services company serving the rapidly growing niche markets of Training, Education, Modeling and Simulation. The company has developed several Software products targeted in the area of Education, Training and Learning and owns 100% of the "Intellectual Property" in them. The company's services include software services around the products, development of Simulation software for specific customer needs, courseware, besides providing consulting support to customers. The company has established operations in France and UAE. The company has diverse clients from across several continents, and is a well-established name in the field of education and training.

Note No. 2

Significant Accounting Policies

1. Basis of preparation of financial statements

These consolidated financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standard notified under the relevant provisions of the Companies Act, 2013.

2) Principles of Consolidated:

The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as of the Company. The subsidiary companies considered in the consolidated financial statements are:-

Sl. No.	Name of the Company	Country of Incorporation	% of holding
1	Sankhya US Corp	U.S.A	100%
2	Sankhya SARL	FRANCE	100%
3	Mahasena Info Technologies (India) Pvt Ltd	INDIA	100%

The consolidated financial statements have been prepared on the following basis:

- i) The financial statements of the Company and its subsidiary companies have been combined

on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. Inter-company balances and transactions and unrealized profits or losses have been fully eliminated.

- ii) The consolidated financial statements include the share of profit / loss of associate companies, which are accounted under the 'Equity method' as per which the share of profit / loss of the associate company has been adjusted to the cost of investment. An associate is an enterprise in which the investor has significant influence and which is neither a subsidiary nor a joint venture
- iii) The excess of the cost to the parent of its investments in a subsidiary over the parent's portion of equity at the date, on which investment in the subsidiary is made, is recognized as 'Goodwill (on consolidation)'. When the cost to the parent of its investment in a subsidiary is less than the parent's portion of equity of the subsidiary at the date on which investment in the subsidiary is made, the difference is treated as 'Capital Reserve (on consolidation)' in the consolidated financial statements.
- iv) Minority interest in the net assets of consolidated subsidiaries consists of the amount of equity attributable to the minority shareholders at the dates on which investments in the subsidiary companies are made and further movements in their share in the equity, subsequent to the dates of investments.
- v) On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

- 3) Investments other than in Subsidiaries and associates have been accounted as per Accounting Standard (AS)-13 on "Accounting of Investments"

4) Other Significant Accounting Policies

These are set out under Significant Accounting Policies as given in the Company's separate Financial Statements.



NOTE NUMBERS TO BALANCE SHEET
NOTE NO. 3 : SHARE CAPITAL

S.NO.	Particulars	As at 31st - Mar-2016		As at 31st - Mar-2015	
		No.of Shares	Rs in Lacs	No.of Shares	Rs in Lacs
a	Share Capital (For each class of capital) Authorised 15000000 Equity Shares of Rs. 10/- each	150.00	1,500.00 1,500.00	150.00	1,500.00 1,500.00
	Issued, Subscribed and Paid up 1,12,45,205 Equity Shares of Rs.10/- each, fully paid	112.45	1,124.52	112.45	1,124.52
	Total Equity Share capital		1,124.52		1,124.52
b	A Reconciliation of the Number of Shares Outstanding at the Beginning and at the end of the Reporting Period: Equity Shares of Rs.10Each, Fully paid up: At the Beginning Issued During the year - Cash Issue Forfeited / Bought Back During the Year At the End	Number of Shares		Number of Shares	
			112.45		112.45
			-		-
			-		-
			112.45		112.45
c	Details of Shareholder Holding more than 5% Shares of the Company: Equity Shares of Rs. 10 each Held By	% of Share Holding			
		No of Shares	Percentage	No of Shares	Percentage
	Parvatha Vardhani N	571,444	5.08%	571,444	5.08%
	Gayatri N	626,109	5.57%	626,109	5.57%
	IDBI Bank LTd	973,691	8.66%	1,041,790	9.26%
	Beaver Engineering and HoldingsPvt.Ltd.	1,798,274	15.99%	2,061,482	18.33%
"Note-1: 68099 fully paid up shares have been sold by IDBI Bank Ltd and adjusted against the overdue amount due to Bank."					

NOTE NO.4 : RESERVES AND SURPLUS

S.NO.	Particulars	As at	As at
		31st-Mar-2016	31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	RESERVES AND SURPLUS		
a)	Capital reserve		
	As at the commencement of the year	84.03	84.03
	Add: Additions during the year (forfeiture of share application money)"	-	-
		84.03	84.03
b)	Securities Premium Reserve		
	As at the commencement of the year	1,521.88	1,521.88
	Add: Additions during the ye	-	-
		1,521.88	1,521.88
c)	General Reserves		
	As at the commencement of the year	37.40	37.40
		37.40	37.40
d)	Surplus :		
	Opening Balance - Profit and Loss Account	4,020.34	3,873.88
	Add: Transfer from Profit & Loss Account	395.68	146.18
		4,416.02	4,020.06
	Less:Appropriation - adjustment of Fixed Asset (Refer note no 12(1)	-	14.69
		4,416.02	4,005.37
e)	Foreign Exchange Fluctuation Reserve	(0.57)	14.97
	Total Reserves and Surplus	6,058.76	5,663.65



NOTE NO.5 : LONG TERM BORROWINGS			
S.NO.	Particulars	As at	As at
		31st-Mar-2016	31st-Mar-2015
		Rs in Lacs	Rs in Lacs
	Long Term Borrowings		
	a) Term Loans:		
	From Other Parties:		
	Unsecured - Refer Note No. 5(a)	135.00	180.00
	Interest accrued and due on above	9.20	54.89
	b) Loans and Advances		
	Unsecured - from Related parties - Refer Note No.5(b)	375.00	382.23
	Unsecured - from others - Refer Note No.5 (b)	200.22	222.95
	Notes :		
	Note No.5(a): The Loan was taken from Merlin Holdings Limited against pledge of share belonging to promoter Directors.		
	Note No.5(b) : The unsecured loan & advances are taken from the directors and other related parties		
	Total Long Term Borrowings	719.42	840.07

NOTE NO.6 : DEFERRED TAX LIABILITY (NET)			
S.NO.	Particulars	As at 31st-Mar	As at 31st-Mar
		2016	2015
		Rs in Lacs	Rs in Lacs
	Opening Deferred tax Liability	320.17	141.26
	Add: prior period Adjustment		0.57
	Add:Deferred Tax Liability for the Year	(24.06)	181.71
	Less: Deferred Tax Assets on Expenditure disallowed u/s 40A(7) of Income Tax Act	1.93	3.37
	Less: Deferred Tax Assets on Depreciation Loss	-	-
	Deferred Tax Liability/ (Asset) - Net	298.04	320.17

NOTE NO.7 : LONG TERM LIABILITIES.			
S.NO.	Particulars	As at 31st-Mar	As at 31st-Mar
		2016	2015
		Rs in Lac	Rs in Lac
1.	Security Deposit (received from Vendor)	642.64	27.64
	Total Long Term Liabilities	642.64	27.64

NOTE NO.8 : LONG TERM PROVISIONS.			
S.NO.	Particulars	As at 31st-Mar	As at 31st-Mar
		2016	2015
		Rs in Lac	Rs in Lac
	Gratuity payable (Non Current Liability)	21.22	21.90
	Total Long Term Provisions	21.22	21.90



NOTE NO.9 : SHORT TERM BORROWINGS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
	Short Term Borrowings a) Loans Repayable on Demand From Banks Secured - Refer Note No.9 Notes : Note No.9 The Working capital loan was taken from IDBI Bank Ltd which was secured by first charge on All current assets of the Company and Second charge on all fixed Assets of the Company, Mortgage of land belongs to Mrs. N. Parvata Vardhani which is situated at Yadaram Village, Medchal and pledge of shares belonging to promoter Director in favour of IDBI Bank Ltd, Branch Hyderabad and it is further secured by personal guarantee of Promoter Director. IDBI Bank has sanctioned the Working Capital limits of Rs.22 Crores. As on 31.3.2016, the limit is overdrawn. The renewal is under process.	2,459.43	2,411.72
	Total Short Term Borrowings	2,459.43	2,411.72

NOTE NO. 10 : TRADE PAYABLES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
	Trade Payables Micro, Small, Medium Enterprises Others Note No.10: Based on the Information available with the Company, there are no suppliers who are registered as Micro, Small & Medium Enterprises under the Micro Small Medium Enterprises Development Act 2006, as at 31st March 2016 or as at the end of previous year. Therefore the question of liability towards interest in terms of section 16 of Micro, Small & Medium Enterprise development act 2006 does not arise.	- 501.42	- 625.89
	Total Trade Payables	501.42	625.89

NOTE NO. 11 : OTHER CURRENT LIABILITIES			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
I	Term loan payable with in 12 months Note No.11: The term loan was taken from IDBI Bank Ltd which was secured by first charge on All fixed assets of the Company and Second charge on all current assets of the Company, Mortgage of land belongs to Mrs. N. Parvata Vardhani which is situated at Yadaram Village, Medchal and pledge of shares belonging to promoter Director in favour of IDBI Bank Ltd, Branch Hyderabad and it is further secured by personal guarantee of Promoter Director	78.00	112.50
II	Statutory Liabilities Provision for Income Tax (Refer Note no.26.9) Service Tax Payable TDS Payable ESI Payable PF Payable PT Payable VAT & CST payable	164.37 52.16 192.86 5.00 27.54 2.03 2.01	162.37 53.63 172.17 3.84 31.20 1.66 3.13
III	Other Provisions Gratuity payable Provision for Dividend Interest Payable & Interest Accrued Other Provisions	1.17 - 73.80 11.22	21.90 2.40 110.02 12.42
	Total Other Current Liabilities	610.16	687.24

NOTE NO.12 : SHORT TERM PROVISIONS			
S.NO.	Particulars	As at 31st-Mar 2016	As at 31st-Mar 2015
		Rs in Lacs	Rs in Lacs
	Mat Payable (Net off TDS receivable for current year Rs. 6.63 lacs, previous year Rs.6.38 lacs)	239.77	126.90
	Total Short Term Provisions	239.77	126.90



SANKHYA INFOTECH LIMITED												
Note Number : 13												
FIXED ASSETS AS ON 31st Mar, 2016												
(Rs. In Lac)												
S. No.	Particulars	Gross Block				Depreciation / Amortization				Net Block as on 31.03.2016	Net Block as on 31.03.2015	
		As on 01.04.2015	Total Additions during the year	Sale / Deletions during the year	As on 31.03.2016	Dep. As on 01.04.2015	Adjustment	Dep. For the year 2015-16	Total Depreciation upto 31.03.2016			
	TANGIBLE FIXED ASSETS											
	Plant & Machinery	75.69	3.40	8.49	70.60	70.12	(6.34)	1.41	65.19	5.41	5.57	
	Air Conditioners	11.42	0.98	5.63	6.77	9.68	(5.03)	1.12	5.77	1.00	1.74	
	Projector	4.27	-	-	4.27	4.19	-	0.06	4.25	0.02	0.07	
	Computers	343.82	3.56	326.79	20.59	343.04	(326.26)	0.27	17.05	3.54	0.78	
	Furniture	202.49	0.23	42.76	159.96	192.58	(35.24)	2.39	159.73	0.23	9.91	
	Vehicles	6.92	-	6.92	-	6.85	(6.85)	-	-	-	0.07	
	Total Tangible Assets - (A)	644.60	8.17	390.59	262.19	626.46	(379.72)	5.25	251.99	10.20	18.14	
	INTANGIBLE FIXED ASSETS											
	Learning Management Products	1,552.78	510.00	-	2,062.78	1,111.11	-	60.32	1,171.43	891.34	441.67	
	Training Management Products	1,399.74	383.70	-	1,783.44	455.86	-	111.18	567.04	1,216.40	943.88	
	Advanced simulation lab	450.00	-	-	450.00	112.84	-	33.72	146.56	303.44	337.16	
	Simulator Products	1,085.18	-	-	1,085.18	287.18	-	79.80	366.98	718.20	798.00	
	Knowledge Based Content	2,335.07	240.00	-	2,575.07	793.11	-	172.20	965.31	1,609.76	1,541.96	
	Optimization Products	452.89	-	-	452.89	135.83	-	31.71	167.54	285.35	317.05	
	Sage CRM Server 200	4.21	-	-	4.21	3.90	-	0.03	3.93	0.28	0.31	
	Vstudio Team Ed(5 Users)	6.48	-	-	6.48	4.26	-	0.22	4.48	2.00	2.23	
	Unity liscence	0.76	-	-	0.76	0.14	-	0.06	0.20	0.55	0.61	
	Online Examination System	395.00	-	-	395.00	39.50	-	35.55	75.05	319.95	355.50	
	Total Intangible Assets-(B)	7,682.10	1,133.70	-	8,815.80	2,943.73	-	524.78	3,468.51	5,347.28	4,738.37	
	CAPITAL WORK IN PROGRESS	695.90	-	-	695.90	-	-	-	695.90	695.90	-	
	GRAND TOTAL = (A+B)	9,022.60	1,141.87	390.59	9,773.89	3,570.19	(379.72)	530.03	3,720.50	6,053.37	5,452.41	
	Previous Year Quarter	7,946.70	-	-	8,051.70	3,044.75	-	-	3,570.18	5,452.41	5,077.52	



NOTE NO. 14 : NON- CURRENT INVESTMENTS			
S.NO.	Particulars	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	Non- Current Investments		
	1) Investment in Subsidiaries		
	a) Equity Shares (Unquoted)		
	-Sankhya Sarl, France and 100% of holding	-	-
	-Sankhya US Corporation, US and 100% of holding	-	-
	-Mahasena Info Technologies (India) Pvt Ltd, and 100% of holding	-	-
	Total Non Current Investments	-	-
Footnote: Investments are valued at Cost less provision for diminution of temporary nature)			

NOTE NO. 15 : LONG TERM LOANS AND ADVANCES			
S.NO.	Particulars	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	Long - Term Loans and Advances:		
	a) Security Deposit		
	Un Secured & Considered good	42.45	60.96
	Total Long Term Loans And Advances	42.45	60.96

NOTE NO. 16 : TRADE RECEIVABLES			
S.NO.	Particulars	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	Outstanding for a Period of less than 6 months		
	Un Secured, Considered Good	6105.94	5,451.70
	Outstanding for a Period of more than 6 months		
	Unsecured, Considered Good	5.18	21.70
	Total Trade Receivables	6,111.12	5,473.40

NOTE NO. 17 : CASH AND CASH EQUIVALENTS			
S.NO.	Particulars	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
	a) Cash and Cash Equivalents :		
	1) Balances with Banks in Current Accounts in India	6.93	4.36
	2) Balances with Banks in Current Accounts outside India	12.99	27.34
	3) Cash on Hand	0.02	2.78
	b) Other Bank Balances		
	1) Unpaid Dividend Account	-	2.48
	Total Cash And Cash Equivalents	19.94	36.96

NOTE NO. 18 : SHORT TERM LOANS AND ADVANCES			
S.NO.	Particulars	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
I	Short -Term Loans and Advances:		
	a) Other Loans and Advances (Unsecured)		
	Advance for Expenditure	138.45	394.09
	Total Short Term Loans And Advances	138.45	394.09



NOTE NO.19 : OTHER CURRENT ASSETS			
S.NO.	Particulars	As at 31st-Mar-2016	As at 31st-Mar-2015
		Rs in Lacs	Rs in Lacs
1	Unbilled Revenue - Refer Note below	306.89	429.00
2	Interest Accrued	3.15	1.92
3	VAT (Refund)	-	0.76
4	Misc exp not written off	-	0.20
	Note :unbilled Revenue as at 31st March 2016 includes amount Rs.306.90 Lac (previous year Rs.429 lacs) relating to Contract which has not been billed since 30.03.2012. The Management is of the view that the contract is entirely billable		
	Total	310.04	431.88

NOTE NUMBERS TO STATEMENT OF PROFIT & LOSS			
NOTE NO. 20: REVENUE FROM OPERATIONS			
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015
		Rs in Lacs	Rs in Lacs
I	Revenue from operations in respect of non-finance company		
	(a)Income from Services		
	Domestic Income	73.54	297.83
	Export Income	15,220.24	17,899.72
	Total Revenue From Operations	15,293.78	18,197.55

NOTE NO. 21 : OTHER INCOME			
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015
		Rs in Lacs	Rs in Lacs
I	(a) Interest Income	1.25	0.91
	(b) Net gain on foreign currency translation and transaction	501.81	-
	Total Other Income	503.06	0.91

NOTE NO. 22 : EMPLOYEE BENEFIT EXPENSES			
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015
		Rs in Lacs	Rs in Lacs
I	(a) Salaries & Wages	8,315.74	10,632.79
	(b) Contribution to Provident & Other Funds	6.54	19.10
	(c) Staff Welfare Expenses	0.88	0.54
	Total Employee Benefit Expenses	8,323.16	10,652.43



As per Accounting Standard 15 "Employee Benefits", the disclosures of Employee Benefits as defined in the Accounting Standard are given below:
Defined Contribution Plans: **PROVIDENT FUND** : The provident fund is operated by the Regional Provident Fund Commissioner. Under the scheme, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. These funds are recognized by the Income tax authorities. The Company has recognized the following amounts in the Profit and Loss Account for the year:

(Rs. in lacs)		
Particulars	Year ended 31.3.2016	Year ended 31.3.2015
Contribution to Provident Fund	4.05	5.37
Defined Benefit Plans :		
a. Gratuity	0.49	21.9
b. Leave Encashment	0	0

"Gratuity is payable to employees as per Payment of Gratuity Act. Leave encashment is payable to eligible employees who have earned leaves, during the employment and/or on separation as per the company's policy. The company has funded the Gratuity liability with Group Gratuity Scheme of Life Insurance Corporation of India Ltd. "

Valuations in respect of Gratuity have been carried out by independent actuary, as at the Balance Sheet date, based on the following assumptions:

GRATUITY

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Discount Rate per annum (Compound)	8.00%	NA
Rate of increase in Salaries	4.00%	NA
Expected Rate of Return on Plan Assets	9.00%	NA
Expected Average remaining working lives of	27.96 years	29.52 years

Summary of Key Information - Gratuity

i. Changes in Defined Benefit Obligation:

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Present Value of obligation 01.04.2015	23.19	7.05
Interest Cost	1.86	0.56
Current Service Cost	1.35	1.43
Actuarial (Gain) / Loss	-2.62	20.26
Benefits paid	-0.33	-6.12
Present Value of obligation as at 31.3.2016	23.45	23.19

ii. Changes in Fair Value of Plan Assets:

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Fair Value of Plan Assets as at 1.4.2015	1.29	7.05
Adjustment in opening balance	0	0
Expected Return on Plan Assets	0.09	0.35
Employer Contribution	0	0
Actuarial Gain/(Loss)	0	0
Benefits Paid	-0.33	-6.12
Fair Value of Plan Assets as at 31.3.2016	1.05	1.29

iii. Reconciliation of the Present value of defined Present Obligations and the Fair Value of Assets: (Rs. in lacs)

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Present Value of obligations as at 31.3.2016	23.45	23.19
Fair Value of Plan Assets as at 31.3.2016	-1.05	-1.29
Present Value of unfunded obligation as at 31.3.2016	22.40	21.90
Unfunded Net Liability recognized in Balance Sheet	22.40	21.90

iv. Expenses recognized in Profit and Loss Account:

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Current Service Cost	1.34	1.43
Interest Cost	1.86	0.56
Net Actuarial (Gain) / Loss	-2.62	20.26
Expected Return on Plan Assets	-0.09	-0.35
Others	-	-
Total Expenses recognized in Profit and Loss A/c	0.49	21.90
Expected Employer contribution for next year	0.49	21.90



NOTE NO. 23 : OTHER OPERATING EXPENSES			Rs in Lacs	
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015	
I	(a) Computer Hardware & Accessories	3.05	17.22	
	(b) Technical Assistance	155.10	126.89	
	(c) Simulation Software Services	168.75	157.98	
	(d) Power & Fuel	35.64	39.71	
	(e) Rent	106.20	105.09	
	(f) Repairs & Maintenance - Computers	142.14	190.57	
	(g) Insurance	42.34	43.83	
	(h) Legal fee	4.95	4.64	
	(i) Rates & Taxes	536.13	314.43	
	(j) Miscellaneous Expenditure	17.98	20.85	
	Total Other Operations Expenses	1,212.28	1,021.21	

NOTE NO. 24 : ADMINISTRATIVE EXPENSES			Rs in Lacs	
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015	
I	(a) Telephone, Postage and Others	62.29	62.44	
	(b) Business Promotion Expenses	782.08	631.79	
	(c) Conveyance	319.43	336.78	
	(d) Office Maintenance	53.25	49.70	
	(e) Printing & Stationery Expenses	36.85	75.88	
	(f) Managerial Remuneration	72.00	72.00	
	(g) Consultancy Charges	2,105.12	1,833.79	
	(h) Director Sitting Fee	0.40	0.40	
	(i) Payment to Auditors:	-	-	
	(i) As Audit fee	4.00	4.00	
	(ii) As Tax audit fee	1.50	1.50	
	(iii) For Reimbursement of expenses	0.21	0.24	
	(iv) Branch Audit fee	5.77	5.07	
	Total Administrative Expenses	3,442.90	3,073.59	

NOTE NO. 25 : FINANCE COST			Rs in Lacs	
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015	
I	(a) Interest Expenses :			
	- Interest on Cash Credit	426.47	373.33	
	- Interest on Term Loan	21.87	21.36	
	- Interest on Unsecured Loan	19.59	58.18	
	- Loan processing Charges	-	-	
	- Bank charges	22.54	23.64	
	Total Finance Cost	490.47	476.51	

NOTE NO.26: OTHER EXPENSES			Rs in Lacs	
S.NO.	Particulars	For the Year Ended 31st Mar -2016	For the Year Ended 31st Mar -2015	
I	(a) Staff Recruitment & Training Expenditure	59.50	86.72	
	(b) Advertisement	3.14	18.96	
	(c) Communication charges	65.41	83.62	
	(d) AGM expenses	0.40	0.24	
	(e) Books & Periodicals	1.73	3.58	
	(f) Membership & Subscriptions	6.33	5.75	
	(g) Annual maintenance & Other expenses	2.03	19.87	
	(h) Travel Expenditure	298.20	338.44	
	(i) Research & Development Expenses (Refer Note Below)	789.91	833.73	
	(j) Bad Debts written off	12.94	-	
	(k) Net loss on Sale of asset	4.14	-	
	(l) Net loss in Foreign exchange fluctuation	-	546.13	
	Total Other expenses	1,243.73	1,937.04	



Notes to Consolidated Financial Statement for the Year Ended March 31, 2016

As at 31st March, 2016 **As at 31st March, 2015**

1. Contingent liability not provided for in respect of :

(a) Claims not acknowledged as debts : NIL 11.80

2. Investments

Investments in wholly owned subsidiary are at cost.
No fresh Investments are made during the financial year 2015-16.

3. Foreign Travel

The foreign travel includes Director's travel amounting to Rs. 0.42 lacs.

4. Earnings per Share

Particulars	31-Mar-2016	31-Mar-2015
Net Profit for the year	395.68	146.18
Weighted average No of shares outstanding during the year	1124.52	1124.52
Earnings per share (Rs.)	3.52	1.30
Nominal Value of the share (Rs.)	10	10

5. Related Party Disclosures

a) Related Parties

S.No.	Name	Relationship
1	SANKHYA SARL, France	Wholly Owned Subsidiary
2	SANKHYA US Corporation	Wholly Owned Subsidiary
3	Mahasena Info Technologies (India) Pvt Ltd	Wholly Owned Subsidiary
4	Sri. N. Sridhar	Chairman & Managing Director
5	Sri. N. Srinivas	Director

b) Transactions with Related Parties Subsidiary companies

S.No.	Name	Outstanding as on 31-Mar-2016	Outstanding as on 31-Mar-2015
1	SANKHYA SARL, France (Investment)	1.73	1.73
2	SANKHYA US Corporation (Investment)	46.72	46.72
	Advance for Expenses	309.91	540.51
3	Mahasena Info Technologies	10.00	10.00

6. Micro, Small and Medium Enterprise.

There are no Micro, Small and Medium Enterprise, to whom the Company owes dues, which are outstanding at the Balance Sheet date, computed on unit wise basis.

7. Research and development

Capital Expenditure incurred on research and development is depreciated over the estimated life of related assets and the revenue expenditure is expensed as incurred.

The company has in – House Research & Development Centre involved in developmental activities for new products in the fields of Simulation and Training. Details of Capital & Revenue Expenditure incurred are as detailed below.

S.No.	EXPENDITURE	2015-16	2014-15
A	Revenue		
	Employee cost	775.13	815.81
	Rent	10.16	10.48
	Electricity	4.62	7.44
	Total	789.91	833.73

8. Segment Reporting

The company's operations relate to providing Defense and Non-Defense services /products, delivered to customers globally operating in transportation segment. Income and expenses which are direct in nature in relation to segments is categorized based on items that are identifiable individually to that segment, rest are categorized in relation to the associated turnover of the segment. Expenses such as Depreciation and Interest, which form a significant component of total expenses, are not specifically allocable to specific segment as the underlying services are used interchangeably.



S. No	Particulars	Software Services		Software Products		Total	
		2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
1	REVENUE						
	External Turnover	5,202.17	5,580.38	10,091.61	12,617.17	15,293.78	18,197.55
	Inter Segment Turnover	NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL REVENUE	5,202.17	5,580.38	10,091.61	12,617.17	15,293.78	18,197.55
2	RESULTS						
	Operating profit	402.68	361.50	642.06	641.94	1,044.74	1,003.44
	Interest Expenses	-	-	-	-	490.47	476.51
3	Profit Before Tax	-	-	-	-	554.27	526.93
	Current Tax	-	-	-	-	118.72	112.41
	Deferred Tax	-	-	-	-	(22.13)	178.34
	other provision	-	-	-	-	62.00	90.00
	Profit After Tax	-	-	-	-	395.68	146.18
4	Segment Assets	NIL	NIL	NIL	NIL	NIL	NIL
	Unallocated Corporate Assets	-	-	-	-	5,357.47	4,756.52
	Total Assets	NIL	NIL	NIL	NIL	5,357.47	4,756.52
5	Segment Liabilities	NIL	NIL	NIL	NIL	NIL	NIL
	Unallocated Corporate Liabilities	-	-	-	-	5,492.10	5,061.53
	Total Liabilities	NIL	NIL	NIL	NIL	5,492.10	5,061.53
6	Capital Employed	-	-	-	-	8,864.60	8,035.46
7	Capital Expenditure-Net	-	-	-	-	6,053.37	5,452.42
8	Depreciation	-	-	-	-	530.03	510.75
9	Non Cash Exp.						
	Other than Depreciation	NIL	NIL	NIL	NIL	NIL	NIL

9. Additional Information of Enterprises consolidated as Subsidiary/ Associates / Joint Ventures as required under Schedule III of the Companies Act 2013

Name of the Enterprise	Net Assets i.e. Total Assets minus total Liabilities		Share in Profit or Loss	
	As % of Consolidated Net Assets	Amount (Rs. In Lakh)	As % of Consolidated Profit or Loss	Amount (Rs. In Lakh)
Parent				
Sankhya InfoTech Ltd.	98.94	12,905.88	100%	397.11
Subsidiary				
Sankhya US Corp	0.85	110.92	0	(1.41)
Sankhya SARL	0.00	0	0	(0.21)
Mahasena Info Technologies (India) Pvt. Ltd.	0.07	9.25	0	(0.20)
Harvest Learning Partners LLP	0.14	17.69	0	0

10. Regrouping & Rounding off

The previous year's figures have been reclassified and regrouped, wherever necessary to confirm the Current Year classification and to confirm to the relevant laws. Paise has been rounded off to the nearest rupee.

11. Annexure A : SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT, 2013

Name	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turn over	Profit / (Loss) before taxation	Provision for taxation	Profit / (Loss) after taxation	Rs. In Lac	
											Proposed Dividend	% of Share holding
Sankhya US Corp.	USD	1.082	-3.7	1.67	4.67							
	INR	46.72	(245.71)	110.92	309.91	0	0	(1.41)	0	(1.41)	0	0
Sankhya SARL	EURO	0.03	-0.023	0.00	0.00							
	INR	1.73	(1.73)	0.00	0.00	0	0	(0.21)	0	(0.21)	0	0
Mahasena Info Technologies (India) Pvt. Ltd.	INR	10.00	(1.12)	9.25	0.37	0	0	(0.20)	0	(0.20)	0	0

AS PER OUR REPORT OF EVEN DATE

For M/s. Komandoor & Co., LLP
Chartered Accountants
Firm Registration No: 001420S/S200034

K. Mohan Acharya
Partner
M.No. 029082

For SANKHYA INFOTECH LIMITED

N.Sridhar
Chairman & Managing Director

Neha Pamnani
Company Secretary

Place : Hyderabad
Date : 28.05.2016

CA.Ch.Anand
Independent Director

Place : Hyderabad
Date : 28.05.2016

Place : Hyderabad
Date : 28.05.2016



SANKHYA INFOTECH LIMITED

CIN: L72200TG1997PLC045396

Reg Off: H. No 8-2-686/DB/19, Mount View Enclave, Road No. 12,
MLA Colony, Banjara Hills, Hyderabad – 500034, Telangana, Tel: +91-40-2355 0237, +91-40-2355 0219
Fax: +91-40-2355 0165, Website: www.sankhya.net, Email Id: info@sankhya.net

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 and address of the Member(s) _____

Email Id: _____ Folio No/ DP ID & Client ID : _____

I/We, being the member (s) of _____ shares of Sankhya Infotech Limited, hereby appoint

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

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual. General Meeting of the Company at Hotel Sitara Grand, Road No 12, Banjara Hills, Beside Income Tax Office, Hyderabad, Telangana -500034 on Thursday, 29 September 2016 at 4.00 P.M, and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No.	Resolutions
Ordinary Business	
1.	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended 31 March 2016 and the Reports of the Directors and Auditors thereon.
2.	To appoint a Director in place of Ms. Nalini Nadupalli, Director (DIN 07244427) who retires by rotation and being eligible, offers herself for re-appointment.
3.	To ratify the appointment of M/s. Komandoor & Co, Chartered Accountants, Hyderabad (ICAI Firm Registration No. 001420S).
Special Business	
4.	Appointment of Mr. Pudhota Partha Saradhi as an Independent Director.
5.	Re - appointment of Mr. Anand Cherukupalli as an Independent Director.
6.	Re - appointment of Mr. Sridhar N. (DIN 00089548), Managing Director of the Company.

Signed this _____ day of _____ 2016

Affix
15 P.
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

NOTES

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office: H. No. 8-2-686/DB/19, Mount View Enclave, Road No. 12, MLA Colony, Banjara Hills, Hyderabad – 500034, Telangana not less than 48 hours before the commencement of the Meeting.
2. Members who have multiple folios with different joint holders may use copies of this proxy.
3. The holder may vote either 'for' or 'against' each resolution.



SANKHYA INFOTECH LIMITED

CIN - L72200TG1997PLC045396

Reg Off: H. No 8-2-686/DB/19, Mount View Enclave, Road No. 12,
MLA Colony, Banjara Hills, Hyderabad – 500034, Telangana

Tel: +91-40-2355 0237, +91-40-2355 0219

Fax: +91-40-2355 0165

Website: www.sankhya.net

Email Id: info@sankhya.net

ATTENDANCE SLIP

(To be presented at the entrance)

19th ANNUAL GENERAL MEETING

Folio No/ DP/Id & Client Id:

Name and address :
of the shareholder(s)

I/We here by record my/our presence at the 19th Annual General Meeting of the Company at Hotel Sitara Grand, Road No 12, Banjara Hills, Beside Income Tax Office, Hyderabad, Telangana -500034. at 4.00 P.M on Thursday, 29 September 2016.

Name of the Attended Member/Proxy

Signature of the Attended Member/Proxy

Note:

1. Only Member/proxy can attend the meeting.
2. Member/Proxy should bring his/her copy of annual report for reference at the Meeting.
3. Members who have multiple folios with different joint holders may use copies of this Attendance Slip.

AGM VENUE ROUTE MAP



Hotel Sitara Grand, Road No 12, Banjara Hills,
Beside Income Tax Office, Hyderabad,
Telangana -500034. Ph : 040-66736666,



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**Printed Matter
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If undelivered Please return to:



**Regd Office:
Sankhya Infotech Limited,
8-2-686/DB/19, Mount View Enclave, MLA Colony,
Road No.12, Banjara Hills,
HYDERABAD 500034.**