

20th Annual Report
2013–2014



RAM INFORMATICS LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS:	Mr. L. Srinath Reddy	- Managing Director
	Mr. P S Raman	- Non- Executive Director
	Mr. R Jagadeeswara Rao	- Non-Executive Director
	Mr. V V Vinod Kumar	- Independent Director
	Mr. Venkata Anil Kumar Ambati	- Independent Director
	Mr. Pandrangi Radha Kishore	- Independent Director
Committees of the Board		
Audit Committee:	Mr. Pandrangi Radha Kishore	- Chairman
	Mr. V V Vinod Kumar	- Member
	Mr. Venkata Anil Kumar Ambati	- Member
Stakeholders' Relationship Committee:	Mr. V V Vinod Kumar	- Chairman
	Mr. L. Srinath Reddy	- Member
Nomination and Remuneration Committee:	Mr. Venkata Anil Kumar Ambati	- Chariman
	Mr. V V Vinod Kumar	- Member
	Mr. Pandrangi Radha Kishore	- Member
Company Secretary:	Mr. D. S. Rao	
Statutory Auditors:	Vara Prasad & Associates #16-11-404/33/A, Sainagar, SBI Colony, Moosarambagh, Hyderabad – 500 036	
Regd. Office & Software Development Centre:	SVR Towers,8-2-1/B/1, Srinagar Colony Road, Panjagutta, Hyderabad 500 082	
e-mail:	cs@raminfo.com	
URL :	www.raminfo.com	
Registrars :	M/s. Venture Capital and Corporate Investments Private Limited, 12-10-167, Bharat Nagar, Hyderabad 500 018 Phone No. 040-23818475/476, Fax No: 040-23868024 e mail: info@vccilindia.com	

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 20TH ANNUAL GENERAL MEETING OF THE MEMBERS OF RAM INFORMATICS LIMITED WILL BE HELD ON WEDNESDAY, THE 10TH DAY OF SEPTEMBER, 2014, AT 11.00 A.M AT HOTEL DEVI GRAND, #11-5-152, BHAVANI NAGAR, MOOSAPET 'X' ROADS, HYDERABAD-500 018 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the Accounts of the Company for the financial year ended 31st March, 2014, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr.R.Jagadeeswara Rao, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and to 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 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, as may be applicable, M/s. Vara Prasad & Associates., Chartered Accountants (Firm Registration No. 0071175) retiring Auditors of the Company, be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors or any Committee thereof”.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr.V V Vinod Kumar (DIN No:03642809) who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of five years with effect from ensuing Annual General Meeting.”
5. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152,160 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Venkata Anil Kumar Ambati (holding DIN No: 06535455), Independent Director of the Company who under the provisions of the Companies Act, 1956 was liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member proposing him as an Independent Director, be and is hereby appointed as an Independent Director of the Company, for a period of five consecutive years from the ensuing Annual General Meeting.”
6. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152,160 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Pandrangi Radha Kishore (holding DIN No: 06664969), Independent Director of the Company who under the provisions of the Companies Act, 1956 was liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member proposing him as an Independent Directors, be and is hereby appointed as an Independent Director of the Company, for a period of five consecutive years from the ensuing Annual General Meeting.”
7. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:
“RESOLVED THAT Pursuant to the recommendation of Nomination and Remuneration Committee and in accordance with the provisions of Sections 197,198 Section II of Part II of Schedule V, and other applicable provisions, if any, of the Companies Act, 2013, approval of the Company and Shareholders be and is hereby accorded for re-appointment of

Mr. L. Srinath Reddy as Managing Director of the Company for a period of 3 years w.e.f. 16th August, 2014 on a remuneration and such other terms and conditions as set out in the Explanatory Statement annexed hereto."

"RESOLVED FURTHER THAT the Board of Directors of the Company may revise the remuneration payable to the Managing Director, in any financial year during the currency of the present tenure of office, in such manner as agreed to between the Board of Directors and the Managing Director subject to the conditions that the remuneration by way of salary, perquisites and other allowances, shall not exceed such Percentage of net profits of the Company as prescribed under Section II of Part II of Schedule V of the Companies Act, 2013".

"RESOLVED FURTHER THAT where in any financial year, during the tenure of Mr. L. Srinath Reddy, the Company incurs Loss or its profits are inadequate, the Company shall pay to Mr. L. Srinath Reddy, the above remuneration by way of salary and other allowances as a minimum remuneration subject to the limits specified under Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time as minimum remuneration".

"RESOLVED FURTHER THAT the Board of Directors 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 to give effect to the aforesaid resolution"

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

"RESOLVED THAT in terms of Section 13(2) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of Central Government and such other approvals, consents, permissions, as may be required, the name of the Company be changed from 'RAM INFORMATICS LIMITED' to 'RAMINFO LIMITED' which has been made available for registration by the Registrar of Companies, Telangana, Hyderabad."

"RESOLVED FURTHER THAT the name **RAM INFORMATICS LIMITED** wherever it occurs in the Memorandum of Association and the Articles of Association of the Company be substituted by the new name **RAMINFO LIMITED** with effect from the date of issue of the fresh Certificate of Incorporation consequent upon change of name by the Registrar of Companies, Hyderabad, Telangana."

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

"RESOLVED THAT pursuant to Section 180(1) (c) and any other applicable provisions of the Companies Act, 2013 and the rules made there-under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company's Bankers or others in the ordinary course of business, shall not be in excess of Rs.20 Crores (Rupees Twenty Crores) over and above the aggregate of the paid up share capital and free reserves of the Company."

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

"RESOLVED THAT pursuant to Section 180(1) (a) and any other applicable provisions of the Companies Act, 2013 and the rules made there-under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board to mortgage and /or create charge to the extent of Borrowing limits of the Board of Directors, on all or any of the movable or immovable properties both present and future or the whole or substantially the whole of the undertakings of the Company to or in favour of any Financial Institutions, Banks, NBFCs or any other Agencies/Lenderes to secure the term loans and / or other financial assistance/obligations that has already been granted or may in future be granted by them to the Company from time to time."

For and on behalf of the board

Place: Hyderabad
Date: 14.08.2014

L.Srinath Reddy
Managing Director

NOTES

- 1 A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER.
- 2 Proxy forms in order to be effective must be deposited at the registered office of the Company not less than 48 hours before the meeting.
- 3 The Share Transfer Register and the Register of Members of the Company will remain closed from **29-08-2014 to 10-09-2014** (both days inclusive).
- 4 M/s. Venture Capital and Corporate Investments Pvt. Ltd., 12-10-167, Bharat Nagar, Hyderabad-50001 is the Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
- 5 Members seeking any information or clarification on the accounts are requested to send queries in writing to the Registered Office of the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries at the meeting.
- 6 Members/Proxies are requested to bring their copies of the Annual Report to the AGM and the Attendance slip duly filled in for attending AGM. Copies of Annual Report will not be provided at the AGM.
- 7 Members holding shares in identical order of names in more than one folio are requested to write to the Company's Registrar and Transfer Agent enclosing their share certificates to enable consolidation of their shareholdings in one folio.
- 8 Members holding Shares in physical form may write to the Company/Registrar & Share Transfer Agents (RTA) for any change in their address and bank mandates; members having shares in electronic form may inform the same to their depository participants immediately.
- 9 As part of the "Green Initiative", the Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participants unless the Members have registered their request for a hard copy of the same.
- 10 Process and manner for members opting for e-voting are as under:

The Company is offering e-voting facility to its members enabling them to cast their votes electronically. The Company has signed an agreement with M/s Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the shareholders to cast their votes electronically pursuant to Rule 20 of Companies (Management and Administration) Rules, 2014. The instructions for e-voting are as under:

 - (i) The voting period begins on **5th September, 2014 at 9.00 AM** and ends on **6th September, 2014 at 3.00 PM**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **9th August, 2014**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website **www.evotingindia.com** during the voting period
 - (iii) Click on "**Shareholders**" tab.
 - (iv) Now, select the "**RAM INFORMATICS LIMITED**" from the drop down menu and click on "**SUBMIT**"
 - (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (vi) Next enter the Image Verification as displayed and Click on Login.
 - (vii) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.
 - (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> · Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the folio number in the PAN field. · In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> · Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <RAM INFORMATICS LIMITED> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
14. Kindly note that the shareholders can opt only one mode of voting i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physically also and vice versa. However, in case shareholders cast their vote physically and e-voting, then voting done through e-voting will prevail and voting done physically will be treated as invalid.
 15. The Board of Directors have appointed Mrs. **N. Vanitha**, a Practicing Company Secretary (CP No. 10573) as a Scrutinizer to process the e-voting and submit a report to the Chairman.
 16. Mr.D.S.Rao, Compliance Officer of the Company will address all the grievances in relation to this annual general meeting including e-voting. His contact details are Email:cs@raminfo.com, Phone Nos.040-23741894.
 17. The members may download a copy of the notice of this meeting and the results declared along with the Scrutinizer's Report from the website of the Company (www.raminfo.com) or from www.evotingindia.com.

EXPLANATORY STATEMENT

(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

Item Nos. 4, 5 & 6

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors which came into effect from April 1st, 2014, the Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation. The term shall be effective prospectively.

The Board of Directors of the Company has decided to adopt the provisions with respect to appointment and tenure of Independent Directors which are consistent with the Companies Act, 2013 and the amended Listing Agreement.

All the Directors proposed to be appointed under these resolutions are Non-Executive Independent Directors of the Company.

The Board of Directors have recommended appointment of **Mr. V V Vinod Kumar, Mr.Venkata Anil Kumar Ambati, Mr. Pandrangi Radha Kishore** as Independent Directors of the Company.

Mr. V V Vinod Kumar, Mr. Venkata Anil Kumar Ambati, Mr. Pandrangi Radha Kishore, non-executive independent directors of the Company, have given declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, each of these Directors fulfill the conditions specified in the Companies Act, 2013 and Rules made there-under for their appointment as Independent Directors of the Company and they are independent of the management. These Directors are not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and they have given their consent to act as Director.

A brief profile of Independent Directors to be appointed, including nature of their expertise and other disclosure as required under Clause 49 of the Listing Agreement, is provided at **Annexure A** of this Notice.

Copy of the draft letter for appointment of **Mr. V V Vinod Kumar, Mr. Pandrangi Radha Kishore and Mr. Anil Kumar Ambati** as Independent Directors setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board recommends the resolutions in relation to the appointment of these Directors as Independent Directors, for the approval by the shareholders of the Company.

Except these Directors, being appointees or their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at **Item Nos. 4, 5 & 6**.

Item No. 7

Mr. L.Srinath Reddy, who was co-opted as an Additional Director and subsequently regularized as a Director of the company has been appointed as Managing Director of the Company with effect from 16th August, 2013 for a period of one year. Considering his knowledge, business skills, managerial experience and expertise and for smooth and efficient running of the administrative affairs of the Company, the Nomination and Remuneration Committee and the Board of Directors are of the opinion that it is apt to re-appoint him as a Managing director of the company for a period of 3 years w.e.f. 16th August, 2014. The Board of Directors have at their meeting held on 14th August, 2014, recommended the re-appointment on the following terms and conditions as mentioned below:

I. Remuneration:

- 1) **Basic Salary:** Rs. 2,00,000/- (Rupees Two Lacs) per month.
- 2) **House rent allowance:** House rent allowance at the rate of **FIFTY** percent of Basic salary.

Perquisites: In addition to the basic salary, he shall be entitled to the following perquisites and facilities:

- i. The company's contributions to provident fund, superannuation fund or annuity fund shall be payable in accordance with the rules and regulations of the company.
- ii. Gratuity shall be payable in accordance with the rules and regulations of the company.
- iii. He is eligible for Leave Encashment.
Such Contributions/Gratuity/ Encashment shall not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are exempt under the Income Tax act, 1961
- iv. Reimbursement of expenses: Reimbursement of reasonable entertainment and other expenses actually and properly incurred in connection with the business of the company.
- v. He will be provided chauffeur driven car, mobile and telephone at residence to carry out his responsibilities. All personal long distance calls on the telephone shall be recovered by the company. The provisions of car and telephone will not be considered as perquisites.

II. Other Conditions:

- a) As long as Mr L. Srinath Reddy functions as the Managing Director of the Company, no sitting fees will be paid to him for attending the meetings of the Board of Directors or Committees thereof.
- b) Mr. L. Srinath Reddy will exercise the management control over the whole of the affairs of the Company to carry out day to day affairs of the Company to regulate all business activities. The Managing Director shall devote his time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board from time to time.
- d) The appointment may be terminated by either party (the Company or the Managing Director) by giving to other party three calendar month's prior notice in writing of such termination or the Company paying three month's remuneration in lieu of the notice.
- e) Mr. L.Srinath Reddy is not related to any other Director of the Company. He is concerned or interested in the resolution proposed as Item No.7 of the accompanying Notice.
- f) The Board considers it desirable that the Company should avail his services as Managing Director, in terms of Item No.7 of the accompanying Notice, and recommends the same for acceptance by the Members of the Company.

The re-appointment requires the approval of the members of the Company by way of a Special Resolution in terms of the applicable provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

Copy of the draft of the Agreement referred herein above is available for inspection by any member of the Company at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days up to the date of the ensuing Annual General Meeting and will also be available for inspection at the venue of the said Meeting.

A brief resume and the profile of Mr. L.Srinath Reddy is provided at **Annexure-A** of this notice:

The statement containing information as required under Section II of Part II of Schedule V of the Companies Act, 2013, to the extent applicable, is given here under:

A. General Information:

- 1) Nature of Industry - The Company is engaged in the business Development of Software & other IT related activities.
- 2) Date of Commencement of Commercial Production – 13th June, 1994.
- 3) In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – N.A
- 4) Financial Performance based on given indicators – the operating revenue of the Company for the year is Rs. 1007.64 lacs against Rs. 294.24 lacs for the previous year. The net profit for the year is Rs. 73.20 lacs against Rs. 3.51 lacs in the previous year.
- 5) Foreign Investments or Collaborators, if any- NIL.

B. Information about the Appointee:

(1) Background details :

Mr. L.Srinath Reddy is a highly accomplished technology professional with many years of progressive experience with core competencies in Enterprise building, Mergers & Acquisition, Global organizational restructuring and transformation/change management, business process re-engineering, and is a mentor.

He worked with McKinsey & Company, a premier global management consulting company for 10+ years in various capacities as IT analyst to Program Manager, worked as Center Head – Hyderabad Offshore Delivery Center, also played role of CIO and Head - India Business at Mascon Global Limited.

Prior to his appointment with the Company he worked as Executive Vice President – Operations & Strategy at Bodhtree Consulting Limited with a global work force of over 800 people and is also instrumental in consolidating various India units to make a 500+ member India delivery organization with revenue in excess of Rs 45 Crores.

- (2) Past remuneration-** The existing remuneration package of Mr. L.Srinath Reddy, inter alia, consists of monthly basic salary of Rs.1,70,000/-besides allowances, perquisites and other benefits in accordance with the Company's practice, rules and regulations in force from time to time.

- (3) Recognition or Awards:- NIL**

(4) Job profile and his suitability

Mr. L.Srinath Reddy is entrusted with substantial powers of the management of the Company subject to the superintendence, control and direction of the Board of Directors, the provisions of Memorandum and Articles of Association, regulations made by the Company in General Meetings and the restrictions imposed by the Companies Act, 2013, and shall do all in his power to promote, develop and extend the business of the Company.

His experience of the past 18 years will help the company to grow and prosper. He is well suited as he is not only experienced but he is also well versed of entire operations of the Company. The challenging business environment requires review of operations, monitoring and decision making on day-to-day basis besides strategic guidance and advice on ongoing basis for modernization, technological up-gradation and expansion/diversification activities in which the Company would be immensely benefited by his matured and timely advice.

(5) **Remuneration Proposed :**

Please refer to details given herein above and forming a part of explanatory statement to the proposed resolution.

(6) **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

The executive remuneration in the industry is on the rise. The Remuneration Committee constituted by the Board perused remuneration of managerial personnel in the software industry and other companies comparable with the size of the Company, industry benchmark in general, and accorded due cognizance to all these factors before approving the remuneration as proposed hereinabove. Considering professional qualifications, background, experience and competence of Mr.L.Srinath Reddy and the responsibility shouldered by him, the terms of remuneration are considered to be fair, just and reasonable.

(7) **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any :-** in addition to the entitlements of remuneration as set out above for his services as Managing Director of the Company Mr. L.Srinath Reddy is related to the promoters of M/s RRAS Ventures Private Limited which is one of the promoter of the Company.

C. Other Information:

(1) **Reasons of Loss: N.A**

The Company under the able guidance of the Mr. L.Srinath Reddy has got revived and in the FY 2013-14 has made a profit of Rs 73.20 lacs against Rs.3.51 lacs for the year ending 31st March, 2013.

The Company is still facing liquidity constraints and bearing the effect of slump in the market.

(2) **Steps taken for improvement:**

The Company has initiated several steps for restoring profitability by new products offerings and concentrating more on export market for which the necessary platform and credentials have already been established. The Company is trying to diversify into more profitable verticals

The Company has focused its strategy for volume growth in domestic market to achieve the same it has made tie ups with the Public sector units and has on its hands various projects to be executed. In addition to this, improving cash flow has been accorded top priority so as to reduce the borrowings and control of operating expenses/overheads across the organization is being exercised. The Company has also initiated various measures towards achieving organizational and operating efficiencies and strengthening core competencies. With the above steps, the Company is expected to perform reasonably well in future by focusing on new products and unexplored markets.

(3) **Expected increase in productivity and profits in measurable terms:**

In addition to steps proposed to be taken for improvement as detailed above, key focus areas would be profit maximization, conservation of cash, operational efficiencies, cost and working capital containment. Barring unforeseen circumstances, the overall outlook for the current financial year 2014-15 seems to be positive and the management is optimistic of achieving improvements in the Company's performance. However, it is extremely difficult in present scenario to predict profits in measurable terms but the above initiatives are expected to improve productivity and profitability.

Keeping in view the professional qualifications, rich & varied experience and managerial skills of Mr. L. Srinath Reddy, the Board of Directors recommends the passing of the proposed resolution as a Special Resolution in compliance with the applicable provisions of the Companies Act, 2013.

Save and except Mr L.Srinath Reddy, none of the other Directors of the Company is, in any way, concerned or interested in the said resolution.

This explanatory statement together with the accompanying Notice is to be treated as an abstract of the terms of the contract / Agreement and Memorandum of concern or interest between the Company and Mr. L. Srinath Reddy pursuant to Section 196 of the Companies Act, 2013.

As per the provisions of the Companies Act, 2013 it requires the consent of the members by way of Special Resolution for re-appointing Mr. L. Srinath Reddy as a managing director of the company, Therefore the Board commends your approval for the said resolution.

None of the Director(s) and Key Managerial Persons of the Company or their relatives is/are, in any way concerned or interested in the said resolution.

Item No.8

The Board was informed that the word “**INFORMATICS**” in the name was not conveying a right impression, as such decided to replace the same with any suitable word, which would create/convey a right impression, In view of this the Board of Directors has considered the proposal to change the name of the Company which would reflect the right impression of the Company. The Company has made an application to the Registrar of Companies, Hyderabad, Telangana for the approval. The same was approved as on 24.07.2014.

As per the provisions of the Companies Act, 2013 the change of name requires the consent of the members by way of Special Resolution. Therefore, the Board commends your approval for the said resolution.

None of the Director(s) and Key Managerial Persons of the Company or their relatives is/are, in any way concerned or interested in the said resolution.

Item No. 9 & 10

To facilitate the Company to avail loan facilities from various financial institutions to fund new projects the Board proposed to obtain the approval of shareholders to borrow funds in excess of paid-up capital and free reserves but not exceeding Rs.20 Crores (Rupees Twenty Crores) overall borrowings.

According to the provisions of Section 180 (1) (c) of the Companies Act, 2013 it is necessary to obtain prior approval of the shareholders by passing a special resolution authorizing the Board to borrow in excess of the paid-up capital and free reserves. The Board of Directors, accordingly, recommends the Special Resolution as set out in the Notice for approval of the shareholders.

In order to meet the requirements of funds for the business plans, and general corporate purposes, the Company may borrow monies by way of terms loan/working capital limits including issue of securities comprising of Bonds/ Debentures/ Warrants from Financial Institutions/ Lenders/ Bankers/ Trustees/ Agents and Others. The aforesaid borrowings are required to be secured by way of first and second charge/ mortgage/ hypothecation of the movable and immovable properties of the Company, both present and future in favour of Lenders, Agents, and Trustees etc. The borrowings of the Company are, in general required to be secured by suitable mortgage/Charge on all or any of the movable and / or Immovable Properties of the Company in such form, manner, and as may be determined by the Board of Directors of the Company from time to time, in consultation with lender(s).

The Board of Directors, accordingly, recommends the Special Resolution as set out in the Notice for approval of the shareholders.

Neither the Directors nor key managerial personnel of the Company nor their relatives is/are, in any way, concerned or interested financially or otherwise in the proposed Special Resolutions set out in **Items No.9 & 10**

For and on behalf of the board

Place: Hyderabad
Date: 14.08.2014

L. Srinath Reddy
Managing Director

Annexure A

Details of Directors as on March 31, 2014 seeking appointment/ re-appointment at the Annual General Meeting scheduled to be held on 10th Day of September, 2014. (Pursuant to Clause 49(IV)(E) and 49(IV)(G)(i) of the Listing Agreement)

Name of the Director	Mr. L. Srinath Reddy	Mr. R Jagadeeswara Rao	Mr. V V Vinod Kumar	Mr. Venkata Anil Kumar Ambati	Mr. Pandurangi Radha Kishore
Date of Birth	23/05/1974	15/06/1956	05/06/1976	02/08/1970	13/08/1970
Date of Appointment	16/08/2013	20/05/1994	10/02/2012	14/08/2013	14/08/2013
Relationship with Directors	None	None	None	None	None
Expertise in specific functional area					
Qualification	MBA from Indian School of Business, B.Tech - Electronics & Communication, Executive Education New York University and Leadership program Power McKinsey Leadership Workshop - New York City, USA	M Tech	B.Com., LLB	MBA	MA (Economics)
Board Membership of other companies as on March 31, 2014@	NIL	1. Nihar Global Ltd	1. Exensys Software Solutions Ltd 2. Diligent Industries Ltd 3. Wisdom IT Services India Pvt Ltd	NIL	NIL
Chairman / Member of the Committee of the Board of Directors as on March, 2014	NIL	NIL	7 Audit, Stakeholder Relationship and Nomination & remuneration Committee	2 Audit Committee and Nomination & Remuneration Committee	3 Audit, Stakeholder Relationship and Nomination & Remuneration Committee
Chairman / Member of the Committee of Directors of other companies in which he is a director as on March 31, 2014					
a) Audit Committee			3	1	1
b) Stakeholders' Relationship Committee			3		1
c) Nomination and Remunerations Committee			1	1	1
Number of shares held in the Company as on March 31, 2014	0		0	0	0

Note:

@ This does not include position in foreign companies, position as an advisory board member and position in companies under Section 25 of the Companies Act, 1956 (corresponding to companies under Section 8 of Companies Act 2013) but included private limited companies.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 20th Annual Report together with the Audited accounts for the financial year ended 31st March 2014.

FINANCIAL RESULTS:

The performance of your company for the year under review is summarized below:

Particulars	(₹ In thousands)	
	31.03.2014	31.3.2013
Gross revenue and other income	101364	29994
Profit before interest, depreciation & Taxes	11827	5099
Interest	1151	917
Depreciation & Amortization	3356	2978
Exceptional item (Provision for diminution of investment in subsidiary)	-	853
Profit before tax	7320	351
Tax Expense adj		
a) Current Tax	1395	-
b) Mat Credit	(1395)	-
Profit after Tax	7320	351

OPERATIONS:

Due to the initiatives of new management the Company has achieved gross revenues over Rs.10 Crores and also profit before tax Rs.73 Lacs. During the year under review the Company under the new management has implemented various initiatives to improve the operational activities and get new projects. Management is in the process of exploring various other avenues where the Company deploys its products/ services without much difficulty or capital out-lay. The efforts of the new management have started to pay and they are confident of sustaining this growth in years to come.

DOMESTIC MARKET :

The operations and maintenance of mee-seva (e-seva) in the twin cities of Hyderabad and Secunderabad has a major contribution to the growth. Apart from other contributions with mee-seva, majority of your Company revenue is from e-governance projects and the same shall help the company to pitch for similar projects with other governments with thrust on last mile delivery of all governmental activities, your Company has lot of opportunities to explore with the formation of new state from AP, we expect more opportunities as we have been providing them impeccable services. AP tourism ticket process is maintained by your company and we are likely to get the new state also.

The next prominent contribution to the growth of your company is banking services product. Your company has developed a product which can be implemented in single/multiple branch co-operative banks. The product is user friendly and complies with all statutory requirements. The product has made a good headway and the coming year shall be highly promising for this product, as deadline set by RBI for computerization of Co-operative banks is fast approaching. Through there is competition your company is aiming to maximize implementations.

Future outlook: Your Company has identified cloud computing, GPS, mobile applications and health care as major areas of growth and accordingly entered into joint ventures. As most of the e-governance projects are contemplating work on mobile based services, the potential to unlock is very huge GPS applications, which are useful in Dial 100, 104 services are likely to add revenues to your company in coming years. Your company is foraying into defense sector and we are taking relevant steps to prove our strength.

EXPORT MARKET:

Your Company has registered a robust growth in export revenue. We have achieved this revenue on rendering consultancy services.

Future outlook: We have identified mobile testing and legacy applications as major areas of growth and started working towards generating revenues in coming years. As part of expansion we are likely to operate from South-East Asia, Middle East and US to explore the opportunities.

QUALITY:

Your company has been following strict quality management standards and constantly upgrading the processes. During the financial year your company has been Appraised at Maturity level 3 of the Capability Maturity Model Integration for development version 1.3 popularly termed as CMMi Level 3.

DIVIDEND:

The Board of directors does not recommend any dividend for the year as at 31st March 2014.

CHANGES IN CAPITAL STRUCTURE:

As you are aware the Company under went with capital restructure scheme with the approval of High Court of Andhra Pradesh. As per the scheme the existing equity capital has been written-off to the extent of 90% and loans to the extent of Rs.2,65,65,000 were converted into equity shares of Rs.10/- each at par and also 25,00,000 equity shares of Rs.10/- each at par on preferential basis were allotted.

DIRECTORS' RESPONSIBILITY STATEMENT PURSUANT TO SEC. 217(2AA):

Pursuant to the requirement under Section 217(2AA) of the Companies (amendment) Act, 2000, with respect to Directors Responsibility statement, it is hereby confirmed that:

- a In the preparation of the annual accounts for the year ended March 31, 2014, the applicable accounting standards read with requirements set out under Schedule VI of the Companies Act, 1956 have been followed along with proper explanation relating to material departures;
- b The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2014 and of the profit or loss of the company for that period;
- c The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- d The directors have prepared the annual accounts of the Company on a going concern basis.

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

Information with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to Sec. 217(1)(e) of the Act read with rule 2 of Companies (disclosure of particulars in the report of board of directors) Rules, 1988 are set out in **Annexure-B** to this Report

MANAGEMENT DISCUSSION & ANALYSIS:

Management's Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the listing agreement with the Stock Exchanges in India, is set out as **Annexure-C** and forms part of the Annual report.

REPORT ON CORPORATE GOVERNANCE:

The Company is committed to maintain the standards of Corporate Governance and adhere to the Corporate Governance requirements as set out by SEBI. Your Directors re-affirm their commitment to these standards and a detailed report on Corporate Governance along with a certificate from statutory auditors on its compliance is given as an **Annexure-D** to this report.

The requisite Certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49 is attached to this Report.

CEO'S DECLARATION AS REQUIRED UNDER CLAUSE 49 OF THE LISTING AGREEMENT:

Declaration as required under clause 49(I)(D)(ii) of the listing agreement with regard to compliance with the code of conduct of the company is set out as **Annexure-E** to this report.

PARTICULARS OF EMPLOYEES - PURSUANT TO SEC. 217(2A) OF THE COMPANIES ACT, 1956:

In terms of the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended. There are no employees in the Company who is drawing the remuneration worth Rs. 5,00,000 per month or Rs. 60,00,000 per annum during the financial year .

STOCK EXCHANGE LISTING:

The Equity Shares of the company are listed on the BSE Limited. The listing fee for the year 2014-15 has been paid to the BSE. The Company has also paid custodial fee for the year 2014-15 to both the depositories viz. NSDL and CDSL on the basis of number of beneficial folios maintained by them as on 31st March 2014.

FIXED DEPOSITS:

Your company has not accepted / renewed any fixed deposits which fall under the category of deposits as per the provisions of Section 73 of the Companies Act, 2013 or under previous act, 1956 during the year 2013-2014.

AUDITORS' & AUDITORS' REPORT:

M/s. Vara Prasad & Associates, Chartered Accountants, were appointed as the statutory auditors of your company with the shareholders' approval in the Annual general Meeting of the company held on 27th June 2013, to hold office until the conclusion of the ensuing Annual General Meeting and are eligible for Re-appointment. The company has obtained confirmation, under Section 139(1) of the Companies Act, 2013, confirming their eligibility and willingness to accept the office of the Statutory Auditors for the financial year 2014-15, if re-appointed. The Audit Committee and the Board of Directors of the company recommend the appointment of M/s. Vara Prasad & Associates as Statutory Auditors of the Company for the financial year 2014-15.

The members are requested to reappoint Auditors for the current year and authorize the Board of Directors to fix their remuneration.

REPLY TO THE AUDITORS' QUALIFICATIONS:

The company was having liquidity constrains during the financial year. Regarding updation of fixed assets registered the Company is in the process of verification of fixed assets to identify assets which are to be written off and to get reflects true value of assets. On completion the asset register would be updated.

Due to some liquidity crunch Company could not meet its liabilities on time. As the operations of the Company are very small in size, internal audit is being conducted internally by the Company.

Regarding statutory dues, the majority of the statutory dues have been paid by the year and the dues that are pending are proposed to be cleared in the current period.

RE-APPOINTMENT OF DIRECTORS BY ROTATION:

In accordance with the requirements of the Companies Act, 2013 and the Articles of Association, Mr. R. Jagadeeswara Rao is liable to retire by rotation and being eligible to offer himself for re- appointment.

For and on behalf of the board

Place: Hyderabad
Date: 14-08-2014

L Srinath Reddy
Managing Director

P S Raman
Non-Executive Director

ANNEXURES TO DIRECTORS' REPORT**ANNEXURE -B****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:**

The particulars as required under 217(1)(e) of the Companies Act, 1956 read with rule 2 of Companies (Disclosure Of Particulars In The Report Of Board Of Directors) Rules, 1988 are as under:

CONSERVATION OF ENERGY:

The operations of your company do not consume high levels of energy. However, adequate steps have been taken to conserve energy wherever possible.

TECHNOLOGY ABSORPTION:

The company trains its software engineers on a regular basis on latest trends and technologies in software methodologies, software engineering, software development and CASE tools. The techniques thus absorbed are used to expedite the process of software development as well as the quality of the products developed.

Foreign exchange earnings and outgo:	(₹ In lacs)
Foreign Exchange Earnings:	223.52
Foreign exchange outgo:	Nil
Postage & Telegram	Nil
Others	Nil

For and on behalf of the board

Place: Hyderabad

Date: 14-08-2014

L.Srinath Reddy
Managing Director

ANNEXURE –C

MANAGEMENT DISCUSSION & ANALYSIS

On The Economic Front...

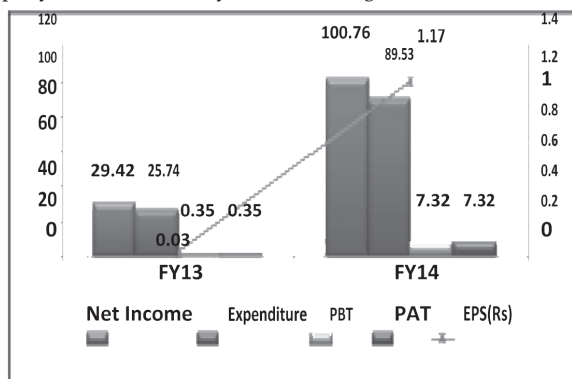
The GDP slow-down which began in 2011-12 reaching 4.4 percent in Q1 of 2013-14 from 7.5 percent in the corresponding period in 2011-12 has been controlled by numerous measures taken by the Government. Growth in the third and fourth quarter of the current year is expected to be 5.2 percent and that for the whole year has been estimated at 4.9 percent. The declining fiscal deficit, stable Exchange Rate and reducing Current Account Deficit, moderation in inflation, increasing exports are reflection of a more stable economy today.

FINANCE REVIEW:

Financial Results:

The summary of the financial performance of your Company for the financial year 2013-14 is given below:

Particulars (₹ Mn)	Year Ended March 31, 2014	Year Ended March 31, 2013
Net Income	100.76	29.42
Expenditure	89.53	25.74
Profit Before Tax	7.32	0.35
Net Profit	7.32	0.35
EPS(₹)	1.17	0.03



On year-on-year basis, the Net Income was substantially higher at Rs 100.76 Mn in FY14 as compared to Rs. 29.42 in FY13 up by 242%.

The Net Profit was up by 1,991% in FY14 at Rs 7.32 Mn as against Rs 0.35 in FY13.

EPS was up at Rs 1.17 FY14 as against Rs 0.03 in FY13.

INDUSTRY SIZE DOES:

According to NASSCOM India continues to be a premier destination for global Matter sourcing of IT and enabled services, accounting for around 52% share in the global sourcing market during the financial year 2014. Exports from India are estimated to cross Rs. 115bn in financial year 2014. The growth in export markets is expected to be in ability to offer solutions that integrate new business models such as SMAC (Social, Mobile, Analytics and cloud) with traditional offerings and improvement in demand scenario with signs of revival in global economy SMAC based integrated offerings is expected to change the way business is to be done in the near future. This represents an attractive opportunity for Indian IT vendors. As per NASSCOM, the combined potential of SMAC based technologies is estimated to be between US \$ 70bn to 200bn over the next 3 years.

Big data is increasingly evolving as an indispensable tool to manage and run the business efficiently. India is well placed to tap this opportunity due to its proven IT strengths and analytics capabilities. As per NASSCOM India's big data industry is estimated to reach US \$ 1bn by 2015, increasing at a remarkable CAGR of over 70% from US \$ 200mn in 2012. The government sector continues to be the largest contributor of revenue in domestic market, with increased trust on e-governance initiatives.

MAKING PRESENCE FELT:

While the domestic market shows signals of increased IT spend by government agencies, large operators of the industry only are able to address these big sized opportunities since they have the capacity built up with good cash reserves. Even multinational IT players are in the race to take up large deals which require substantial investment. Therefore smaller companies with limited or scarce resources certainly are continuing to remain at a disadvantageous position handicapped and have difficulty in reaching their targets. Our company in spite of being a good quality service provider too, has the same the limitation.

HUMAN RESOURCES:

The company's headcount stood at 57 as at the end of this financial year against 54 for the previous year. While continuing efforts on skill up gradation, suitable replacement of skilled personnel to suit the project requirement was also made.

RISK MANAGEMENT:

Your Company has a system-based approach to business risk management. Backed by strong internal control systems, the current risk management framework consists of the following elements:

The Corporate Governance Policy clearly lays down the roles and responsibilities of the various entities in relation to risk management. A range of responsibilities, from the strategic to the operational, is specified in the Governance Policy. These roles are aimed at ensuring formulation of appropriate risk management policies and procedures, their effective implementation and independent monitoring and reporting by Internal Audit.

The Corporate Risk Management Cell works with the businesses to establish and monitor the specific profiles including both strategic risks and operational risks. The process includes the prioritization of risks, selection of appropriate mitigation strategies and periodic reviews of the progress on the management of risks.

A combination of centrally issued policies and divisionally-evolved procedures brings robustness to the process of ensuring business risks are effectively addressed.

WAY FORWARD:

Your Company has identified cloud computing, GPS, mobile applications and health care as major areas of growth and accordingly entered into joint ventures. As most of the e-governance projects are contemplating work on mobile based services, the potential to unlock is very huge GPS applications, which are useful in Dial 100, 104 services are likely to add revenues to your company in coming years. Your company is foraying into defense sector and we are taking relevant steps to prove our strength.

IT OUTLAY FOR e-GOVERNANCE INITIATIVE BY THE GOVERNMENT:

₹ in Crores

Project	Revised 2013-14	Budget 2014-15
National e-Governance Action Plan	Nil	755
National Informatics Centre	666.10	720
Digital India Programme and manpower development for skill in IT and IT for masses	54.50	584
Lump-sum provision for projects/schemes for the benefit of north-eastern region and sikkim	214	306

For and on behalf of the board

Place: Hyderabad
Date: 14-08-2014

L. Srinath Reddy
Managing Director

ANNEXURE-D

CORPORATE GOVERNANCE REPORT

In Compliance with Clause 49 of Listing Agreement with Stock Exchanges, the Company Submits the report on the matters mentioned in said clause and lists the practices followed by the company.

1. CORPORATE GOVERNANCE PHILOSOPHY:

The Company's philosophy on Corporate Governance is to practice fair and transparent governance to the benefit of its Shareholders, Lending Institutions, Customers, Employees and Society at large.

The Company relies on the strong Corporate Governance systems and policies of business for healthy growth, accountability and transparency. The code of Corporate Governance emphasizes the transparency of systems to enhance the benefit of shareholders, customers, creditors and employees of the Company. In addition to compliance with regulatory requirements, the Company endeavors to ensure that the highest standards of ethical conduct are maintained throughout the organization.

2. BOARD OF DIRECTORS:

The Board of Directors along with its committees provides focus and guidance to the Company's Management as well as directs and monitors the performance of the Company.

All the Directors on the Board of the Company have made necessary declarations/disclosures regarding their other Directorships along with Committee positions held by them in other Companies. During the year under review Five Board Meetings were held on 30.05.2013, 14.08.2013, 07.09.2013, 14.11.2013 and 14.02.2014. The maximum gap between two consecutive meetings did not exceed four months. The details of the attendance of each director at the meetings held and their other directorships and committee positions are as follows:

Name of the Director	Category	No. of Board Meetings during the year 2013-2014 and attendance		Last AGM	@No. of other Directorships	As on date	
		B.M.				Committee positions	
		Held	Attended			Members	Chairman
Mr. L.Srinath Reddy ²	Managing Director	4	3	No	Nil	Nil	Nil
Mr. P S Raman	Non-Executive Director	4	4	Yes	Nil	1	Nil
Mr. R. Jagadeeswara Rao	Non-Executive Director	4	4	Yes	1	Nil	Nil
Mr. S.B. Ramakumar ³	Whole-time Director	4	3	Yes	Nil	Nil	Nil
Mr. Katta Srikanth Reddy ⁴	Director	4	1	Yes	Nil	1	Nil
Mr. Viswewswara Rao Kothapalli ⁵	Director	4	3	Yes	Nil	1	1
Mr.V V Vinod Kumar	Director	4	4	Yes	1	1	1
Mr. Venkata Anil Kumar Ambati ⁶	Additional Director	4	3	No	Nil	1	Nil
Mr. Pandrangi Radha Kishore ⁷	Additional Director	4	3	No	Nil	1	1

@ Note: Excluding Directorship in Foreign Companies and Companies incorporated u/s.8 of Companies Act, 2013.

1. Only Audit Committee and Shareholders Grievance Committee positions.
2. Co-opted as an Additional Director w.e.f.16-08-2013.
3. Ceased to be the Director w.e.f. 31-01-2014.
4. Ceased to be the Director w.e.f. 14-08-2013.
5. Ceased to be the Director w.e.f. 31-01-2014.
6. Co-opted as an Additional Director w.e.f.14-08-2013
7. Co-opted as an Additional Director w.e.f.14-08-2013.

3. COMMITTEES OF DIRECTORS:

A. Audit Committee:

The Company constituted a Qualified and Independent Audit Committee comprising of three Non-Executive Independent Directors in accordance with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges and Section 177 of the Companies Act, 2013.

The Committee is empowered with the powers as prescribed under Clause 49 of Listing Agreement and Section 177 of the Companies Act, 2013. The Committee also acts in terms of reference and directions of the Board from time to time. The composition of the Audit Committee and the attendance of each Member of the Committee at the meetings were as follows:

S.No	Name of the Director	Designation	No. of meetings held during the period	No. of Meetings attended
1	Mr. Visweswra Rao Kothapalli ¹	Chairman ¹	4	3
2	Mr. Katta Sreekanth Reddy ²	Member	4	1
3	Mr. V V Vinod Kumar	Member	4	4
4	Mr. Venkata Anil Kumar Ambati ³	Member	4	3
5	Mr. Pandrangi Radha kishore ⁴	Chairman	4	2

1. Ceased to be the Chairman of the Committee w.e.f 31-01-2014.
2. Ceased to be the member of the Committee w.e.f 14-08-2013.
3. Co-opted as member of the committee w.e.f 14-08-2013
4. Co-opted as Chairman of the committee w.e.f. 31-01- 2014.

Chairman of the Audit Committee also attended the last Annual General Meeting of the Company.

Audit Committee meetings were held during the year under review on 30.05.2013, 14.08.2013, 14.11.2013 and 14.02.2014..

The necessary quorum was present at all the meetings.

B. Stakeholders' Relationship Committee:

The present composition of the **Stakeholders' Relationship Committee** (Shareholders/ Investors grievances Committee) is as under:

Name of the Director	Designation
Mr. V V Vinod Kumar	Chairman
Mr. L. Srinath Reddy	Member

The Stakeholders' relationship Committee of the Board is empowered to oversee the redressal of investors' complaints pertaining to share transfer, non-receipt of Annual Reports, issue of duplicate share certificate, transmission of shares and other miscellaneous complaints. In accordance with Clause 49 of the Listing Agreement with Stock Exchanges, the Board has authorized the Compliance Officer to approve the share transfers/transmissions and comply with other formalities in relation thereto. All investor's complaints, which cannot be settled at the level of the Compliance Officer, will be placed before the Committee for final settlement.

There were no pending share transfers and un-resolved shareholders' grievances pertaining to the Financial Year ended 31st March, 2014.

C. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprises of Three (3) Non-Executive Directors. The present composition of the Nomination and Remuneration Committee is as follows:

S.No.	Name of the Director	Nature of Directorship	Designation
1	Mr. V V Vinod Kumar	Independent Director	Member
2	Mr. Venkata Anil Kumar Ambati	Independent Director	Member
3	Mr. Pandrangi Radha Kishore	Independent Director	Member

The Nomination and Remuneration Committee reviews the remuneration package payable to Executive Director(s) and Other Senior Executives in the top level management of the Company and other elements of their appointment and gives its recommendations to the Board and acts in terms of reference of the Board from time to time.

The details of remuneration paid during the year to the Managing Director and Whole-time Director, is as follows:

(₹ in Lakhs)

Details of Payment	Managing Director	Whole-time Director [@]
Salary	20.40	3.00
Allowances, Perquisites & others	9.60	7.00
Total	30.00	10.00

@ Ceased to be the Director w.e.f. 31-01-2014.

Managing Director is also eligible for the Leave encashment, Leave Travel Concession, Gratuity, Superannuation and other benefits in terms of his appointment and rules of the Company.

During the year, the details of compensation paid to the Non Executive Directors, is as follows:

(₹ in Lakhs)

S.No	Name of the Director	Sitting and other Consultancy Fees	No. of Shares held on 31-03-2014
1	Mr. R. Jagadeeswara Rao	2.25	59237
2	Mr. P S Raman	2.25	50000
3	Mr. P Radha Kishore	0.30	0
4	Mr. Anil Kumar Ambati	0.30	0

Other than the sitting and consultancy fees to Non-Executive Directors, there was no material pecuniary relationship or transactions with the Company. The Company has not issued any stock options to its Directors/Employees.

4 General Body Meetings:

Year	Place of Meeting	Date & Time	Special Resolutions
2012-13	Hotel Devi Grand, #11-5-152, Bhavani Nagar, Moosapet 'X' Roads, Hyderabad - 500 018.	27-06-2013 10.00 A.M.	Appointment of Mr. Suraneni Butchi Ramakumar as a Whole-time Director of the company for a period of 5 years with effect from 14 th March, 2013
2011-12	Pariwar Hotel, Beside Radhika Theatre, A.S.Rao Nagar, Main Road, Secunderabad	18-10-2012 12.30 P.M.	NIL
2010-11	Nagarjuna Nagar community Hall, 8-3-903/4/A, Nagarjuna Nagar, Ameerpet, Hyderabad	15-11-2011 10.00 A.M.	NIL

- (i) During the last three years the following Extra-Ordinary General Meetings were held:

Year	Date	Time	Venue of the meeting	Special Resolutions
2013-14	11.00 A.M	15 th October, 2013	Registered Office, Hyderabad	a) Approval for Appointment of and Payment of Remuneration to Mr. L. Srinath Reddy as Managing Director w.e.f.16 th August, 2013.
2012-13	11.00 A.M	18 th October, 2012	Pariwar Hotel, A.S.Rao Nagar, Main Road, Secunderabad	a) Approval of Scheme of Arrangement between Company and its Shareholders and its unsecured lenders as directed by the Hon'ble High Court of Andhra Pradesh.
2011-12	-	-	-	-

5. DISCLOSURES:

A. Disclosures on Materially Significant Related Party Transactions

There were no materially significant related party transactions compared to the business volume of the Company during the year conflicting with the interest of the Company.

- B. As per the Internal Code of Conduct the employees have been given access to the Audit Committee.

C. Code of Conduct:

The Company has framed the Code of Conduct for Directors and Senior Management. The Code of Conduct is applicable to all Directors and Senior Management of the Company. All the members of the Board and Senior Management of the Company have affirmed compliance with their respective Codes of Conducts for the financial year ended 31st March, 2014.

D. Whistle Blower Policy:

As per internal code of conduct the employees have been given access to the Audit Committee.

E. CEO Certification:

The Managing Director (CEO) has certified and submitted a certificate on the financial results and other compliance of statutory requirements to the Board in accordance with Clause 49(V) of the Listing Agreement pertaining to CEO certification for the financial year ended 31st March, 2014.

F. Details of Compliances with Mandatory Requirements and Adoption of the non-Mandatory Requirements:

The Company has complied with all the mandatory requirements of Clause 49 and is in the process of implementation of Non-Mandatory requirements.

G. Relationship inter-se among directors:

In accordance with the provisions of as per section 2 (77) of the Companies Act, 2013, read with Rule 4 of the Companies (Specification of definitions details) Rules, 2014, none of the directors is related to each other.

6. MEANS OF COMMUNICATION:

- A. The financial results are regularly submitted to the Stock Exchanges in accordance with the Listing Agreement.
 B. Management Discussion and Analysis forms part of this Annual Report.

7. GENERAL SHAREHOLDER'S INFORMATION

A. Annual General Meeting

Date and Time	Wednesday, 10 th day of September, 2014 at 11.00 AM
Venue	Hotel Devi Grand, #11-5-152, Bhavani Nagar, Moosapet 'X' Roads, Hyderabad-500 018.
Last Date of Proxy forms submission	11.00 AM on 08 th day of September, 2014

- B. **Financial Year** : 1st April 2013 to 31st March 2014.
 C. **Book Closure** : 29.08.2014 to 10.09.2014 (both days inclusive)
 D. **Listing on Stock Exchanges** : BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai.
 E. **Stock Code**

Name of the Stock Exchange	Stock Code	Scrip Code
Bombay Stock Exchange Limited	530951	RAMINFO
Demat ISIN No. for CDSL & NSDL	INE357B01022	

The Company's shares are listed on the BSE Limited (BSE). The listing fee for the year 2014-2015 has been paid to above said Stock Exchange.

- E. **Market Price Data & Share Performance of the Company:**

Trading details such as monthly High, Low and trading volumes of the Company's Equity Shares took place during the last financial year 2013-2014 at BSE Limited are given below:

Month	BSE		
	High (₹)	Low (₹)	Volume
April, 2013	3.55	2.21	14,889
May, 2013	NIL	NIL	NIL
June, 2013	NIL	NIL	NIL
July, 2013	20.00	14.11	2,699
August, 2013	9.51	10.45	7,520
September, 2013	11.55	9.51	4,067
October, 2013	13.30	10.05	4,697
November, 2013	11.68	9.00	13,723
December, 2013	13.12	10.27	5,557
January, 2014	12.37	10.50	3,815
February, 2014	12.64	10.85	5,629
March, 2014	12.55	10.30	22,996

- G. **Distribution of Equity Shares as on 31st March 2014**

No. of shares	Holders		Amount	
	Number of holders	Holding % To Total shares	In(₹)	% To Total
Upto - 5000	7682	97.66	3277480	5.22
5001 - 10000	79	1.00	612160	0.97
10001 - 20000	47	0.60	660170	1.05
20001 - 30000	7	0.09	174570	0.28
30001 - 40000	8	0.10	267630	0.43
40001 - 50000	5	0.06	234460	0.37
50001 - 100000	7	0.09	470570	0.75
100001 and above	31	0.39	57109360	90.93
Total	7866	100.00	62806400	100.00

H. Shareholding Pattern as on 31st March, 2014

Category	No. of Shares held	% of Capital
Indian Promoters	2302350	36.66
Banks, Financial institutions, Insurance Companies & Mutual Funds	570	0.01
Foreign Institutional Investors	0	0.00
Indian Public & HUFs	1264805	20.14
Private Corporate Bodies	2621835	41.74
NRIs /OCBs/ FCBs	91010	1.45
Others	190	0.00
Total	6280640	100.00

I. Registrar and Share Transfer Agent/ Common Agency for Share Registry work:

M/s. Venture Capital and Corporate Investments Private Limited
12.10.167, Bharat Nagar, Hyderabad – 500 018
Phone No. 040-23818475/476 Fax No. 040-23868024
E-mail: info@vccilindia.com

The Company periodically gets audited the operations of share transfer agent.

J. Share Transfer System:

Share Transfers in physical form shall be lodged with the Registrar at the above-said address. The share transfers are generally processed by our Registrars within 10 days from the date of receipt provided the documents are complete in all respects.

K. Dematerialization of shares and liquidity:

The Company has made necessary arrangements with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for dematerialization facility. Shareholders can open accounts with the depository participant registered with both depositories.

L. Address for Correspondence:

RAM Informatics Limited, SVR Towers 8-2-1/B/1,
Srinagar Colony Road, Panjagutta, Hyderabad, Telangana. - 500 082
Phone No. 040-2374 1894 Fax: 040-23748240.

For and on behalf of the board

**Place: Hyderabad
Date: 14.08.2014**

**L. Srinath Reddy
Managing Director**

ANNEXURE -E**MANAGING DIRECTOR'S AND FINANCE MANAGER'S CERTIFICATION**

We have reviewed the financial statements read with the cash flow statement of RAM Informatics Limited for the year ended 31st March, 2014 and that to the best of our knowledge and belief, we state that;

- a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading.
- (ii) These statements present true and fair view of the company's affairs and are in compliance with current Accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transaction entered into by the company during the year which are fraudulent, illegal or in violation of the company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluating the effectiveness of internal control systems of the Company and have disclosed to the Auditors and Audit Committee deficiencies in the design or operation of internal control, if any, and steps taken or proposed to be taken for rectifying these deficiencies.
- d) We have indicated to the Auditors and Audit Committee :
 - (i) Significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements and
 - (ii) There are no instances of fraud involving the management or an employee.

Place: Hyderabad
Date: 30.05.2014

K. Vara Prasad
Finance Manager

L. Srinath Reddy
Managing Director

DECLARATION BY THE MANAGING DIRECTOR

I, L.Srinath Reddy, Managing Director, hereby declare that the Company has received the declarations from all the Board Members and Senior Management Personnel affirming compliance with Code of Conduct for Members of the Board and Senior Management for the year 2013-2014.

Place: Hyderabad
Date: 30-05-2014

L. Srinath Reddy
Managing Director

PRACTICING COMPANY SECRETARYS' CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members

RAM Informatics Ltd,

We have examined the compliance of Corporate Governance by RAM Informatics Ltd., (the "company") for the financial year ended on 31st March 2014, as stipulated in clause 49 of the Listing Agreement of the said company with the concerned Stock Exchange.

The Compliance of condition of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedure and implementation thereof, adopted by the company for ensuring compliance with the condition 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 to the explanation given to us and based on the representations made by the Directors and the Management we certify has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the efficiency or effective with which the management the affairs of the company

Vanita Nagulavari
Practicing Company Secretary
C.P. No: 10573

Place: Hyderabad

Date: 14-08-2014

INDEPENDENT AUDITORS' REPORT

To

The Members of M/s RAM INFORMATICS LIMITED,

REPORT ON FINANCIAL STATEMENTS:

We have audited the accompanying Financial Statements of RAM INFORMATICS LIMITED ("The Company"), which comprise the Balance Sheet as at 31st March 2014, the statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

MANAGAEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS:

The Company's Management is responsible for the preparation 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 Standards notified under the Companies Act, 1956 ("The Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatements, whether due to Fraud or Error.

AUDITORS' RESPONSIBILITY:

Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditors' judgment, including the assessment of the risk of material misstatement of

the Financial Statements, whether due to Fraud or Error. In making those risk assessments the auditor considers the internal control relevant to the companies preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, 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.

OPINION:

In our Opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- i) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- ii) In the case of the Statement of Profit and Loss of the PROFIT for the year ended on that date; and
- iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

1. As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we give in the annexure a statement on the matters specified in the paragraph 4 and 5 of the said order.
2. As required by Section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the Company, so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit & Loss and The Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, the statement of Profit & Loss, and the Cash Flow Statement dealt with by this report comply with the accounting standards notified under the act (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs).
 - e) On the basis of written representations received from the Directors of the Company as on 31st March, 2014 and taken on record by the Board of Directors, We report that none of the Directors is disqualified as on 31st March, 2014 from being appointed as Directors in terms of the Clause (g) of subsection (1) of Section 274 of the Companies Act, 1956.

For VARA PRASAD & ASSOCIATES
Chartered Accountants

Vara Prasad P. V. S
Partner

M. No: 201010

ICAI Firm Regn No: 0071175

Place: Hyderabad

Date: 30-05-2014

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date:

1. In respect of its Fixed Assets :
 - a) The Company *has not updated the records* related to the additions/changes made in the year to the fixed assets.
 - b) The Company has a phased program of physical verification of its Fixed Assets, which, in our opinion is reasonable having to regard to the size of the Company and nature of its assets. As explained to us the fixed assets have not been physically verified by the management during the year.
 - c) During the year, the Company has not disposed of any substantial/major part of the Fixed Assets.
2. As explained to us, no Inventories were maintained by the Company hence the said clause is not applicable.
3. In respect of the Loans, Secured or unsecured, granted or taken by the Company to/from Companies, Firms or other Parties covered in the Register maintained under section 301 of the Companies Act, 1956:
 - a) The company has taken unsecured loans in earlier years from three Directors covered in the register maintained under section 301 of the Companies act, 1956. The maximum amount involved during the year was Rs.15.00 lacs and the yearend balance of loans taken from such parties was Rs. NIL
 - b) In our opinion, the terms and conditions on which loans have been taken from the Directors listed in the register maintained under section 301 of the Companies Act, 1956 are not prima facie, prejudicial to the interest of the Company. The Loans are interest free Loans.
 - c) These Loans were converted into Equity Shares of Rs.10/-each in accordance with the Scheme of Reconstruction as approved by the Hon'ble High Court of Andhra Pradesh. No Loans were outstanding as at the end of the year.
 - d) During the year the Company has not granted any Advances to the Directors covered in the register maintained under section 301 of the Companies Act, 1956. However the Loan outstanding as on 01.04.2013 was repaid during the year. The maximum amount involved during the year was Rs. 7.41 lacs and the year end balance of advance granted to such party was of Rs.NIL.
4. In our opinion and according to the information and explanations given to us there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of Services, fixed assets and also for the sale of Services. During the Course of our audit, no major weakness has been noticed in the internal controls.
5. In respect of transactions covered under section 301 of the companies Act 1956:
 - a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that needed to be entered into the register maintained under section 301 of the Companies Act 1956 have been so entered.
 - b) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements, entered in the register maintained under section 301 of the Companies Act 1956 and exceeding the value of rupees five lacs.
6. As explained to us and according to our information, the Company has not accepted any deposits from the public.
7. *During the year, the Company has no internal audit system.*
8. As explained to us and according to our information, maintenance of cost records as prescribed u/s.209 (1)(d) of the companies act are not applicable to the Company.
9. In respect of Statutory payments:
 - a) *The Company is generally not regular in depositing the statutory dues.* According to the records of the company, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, excise duty,

customs duty, and any other statutory dues have not been regularly deposited with the appropriate authorities. However majority of the statutory dues are paid by year end.

- b) According to the information and explanations given to us, details of undisputed amounts payable in respect of the aforesaid dues that were outstanding as at 31st March, 2014 for a period of more than six months from the date of becoming payable are as follows:

Sl. No.	Nature of Due	Amount (₹ in lacs)
1.	TDS (The Income Tax, 1961)	12.72
2.	Professional Tax (Karnataka State)	0.82
3.	Professional Tax (Andhra Pradesh)	4.12
4.	Service Tax	NIL

- c) According to the information and explanation given to us details of dues of income tax, sales tax, wealth tax, excise duty, customs duty, and any other statutory dues, which have not been deposited as on 31.03.2014 on account of any dispute are given below:

Name of the statute	Nature of Dues	Amount (₹ in lacs)	Period for which amount relates	Forum where the dispute pending
EPF Act	Provident Fund	39.06	2008	PF Authorities
The Finance Act, 1994	Service Tax	171.56	2006-2010	The company is preferring an appeal before The Appellate Authority, Bangalore
Total Amount		210.62		

10. The Company has restructured the capital with the approval of Honorable High Court of Andhra Pradesh and due to this at the end of the financial year, the Company's accumulated losses are less than 50% of its net worth. During the year the Company has earned profit.
11. Based on our audit procedures and to the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that the company has not defaulted in the repayment of dues to the financial institutions and banks.
12. According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a Chit fund, Nidhi or Mutual Benefit Fund/Societies. Accordingly the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
14. In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks and financial institutions.
16. To the best of our knowledge and belief and according to the information and explanations given to us, during the year the Company has availed term loan from bank and the term loan has been applied for the purpose for which the loan is availed
17. To the best of the information and according to the explanations given to us, the Company has not utilized the funds raised on short term basis for long term investment.

18. During the year, the company has made preferential allotment to parties and companies covered under register maintained under Section 301 of the Companies Act, 1956, in accordance with the scheme of restructure of capital as approved by Hon'ble High Court of Andhra Pradesh. The Company has converted the loans taken from the parties covered under the register maintained u/s 301 of the Companies Act, 1956 into share capital and allotted the shares. The question of whether the prices at which the shares have been issued is prejudicial to the interest of the company does not arise as the scheme is approved by Hon'ble High court of Andhra Pradesh.
19. The company has not raised/issued debentures during the year and there is no outstanding liability related to the debentures issued in the earlier years. Therefore, clause 4 (xix) of the companies (Auditor's Report) Order, 2003 is not applicable to the company.
20. The company has not raised any money by way of public issue during the year.
21. In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

For VARA PRASAD & ASSOCIATES
Chartered Accountants

Vara Prasad P.V.S
Partner

M. No: 201010

ICAI Firm Regn No: 007117S

Place: Hyderabad

Date: 30-05-2013

BALANCE SHEET AS AT 31ST MARCH, 2014

Sl. No.	Particulars	Note No.	Figures as at end of Current Year Ended on March 31, 2014	Figures as at end of Previous Period Ended on March 31, 2013
			₹ in Thousands	₹ in Thousands
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	2.0	62806	11241
	(b) Reserves and surplus	3.0	(1012)	(8332)
	(c) Money received against share warrants			
2	Share application money pending allotment	4.0	-	37115
3	Non-current liabilities			
	(a) Long-term borrowings	5.0	2154	-
	(b) Long-term provisions	5.1	547	1502
4	Current liabilities			
	(a) Short-term borrowings	6.0	1495	11228
	(b) Trade payables	7.0	18959	8063
	(c) Other current liabilities	8.0	8530	10604
	TOTAL		93478	71421
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	(b) Tangible assets	9.0	12133	11876
	(c) Intangible assets		-	-
2	Current assets			
	(a) Investments		-	-
	(b) Trade receivables	10.0	49981	38251
	(c) Cash and cash equivalents	11.0	6544	9816
	(d) Short-term loans and advances	12.0	15024	7894
	(e) Other current assets	13.0	9796	3583
	TOTAL		93478	71421
	See accompanying notes forming part of the financial statements			

As per our report of Even Date

 for VARA PRASAD & ASSOCIATES
 Chartered Accountants

For and on behalf of the Board

 Vara Prasad P.V.S.
 Partner
 M.No.: 201010
 FRN:007117S

 L. Srinath Reddy
 Managing Director

 P S Raman
 Non-Executive Director

 Place : Hyderabad
 Date :30.05.2014

 D.S. Rao
 Company Secretary

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

Sl. No.	Particulars	Note No.	Current Year Ended on March 31, 2014	Previous Period Ended on March 31, 2013
			₹ in Thousands	₹ in Thousands
1	Revenue from operations (gross)	14.0	100764	29424
2	Other income	15.0	600	570
3	Total Revenue (1+2)		101364	29994
4	Expenses			
	(a) Purchase - Network & Hardware	16.0	770	-
	(b) Development & Maintenance	17.0	41487	3700
	(c) Employees' benefits	18.0	41587	15714
	(d) Finance costs	19.0	1151	917
	(e) Administrative & Other expenses	20.0	5693	5480
	(f) Depreciation and amortisation	9.0	3356	2978
	Increase)/decrease in stock		-	-
	Investment in Subsidiary written off		-	1
5	Total Expenses		94,043	28790
6	Profit before exceptional and extraordinary items and tax (3 - 5)		7320	1204
7	Exceptional items		-	853
8	Profit before extraordinary items & tax		7320	351
9	Extraordinary items		-	-
10	Profit before tax (8 ± 9)		7320	351
11	Tax expense:			
	(a) Current Tax		1395	-
	(b) MAT Credit		(1395)	-
12	Profit (Loss) for the Period (After Tax)		7320	351
	Earnings per Equity Share			
	(a) Basic (Face value of each eq. share is Rs.10/-)		1.17	0.03
	(b) Diluted		1.17	0.03
	See accompanying notes forming part of the financial statements			

As per our report of Even Date

 for VARA PRASAD & ASSOCIATES
 Chartered Accountants

For and on behalf of the Board

 Vara Prasad P.V.S.
 Partner
 M.No.: 201010
 FRN:007117S

 L. Srinath Reddy
 Managing Director

 P S Raman
 Non-Executive Director

 Place : Hyderabad
 Date :30.05.2014

 D.S. Rao
 Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

Sl. No.	Particulars	2014	2013
		₹ In Thousands	₹ In Thousands
A	Cash flow from operating activities		
	Net Profit / (Loss) before extraordinary activities	7320	1204
	<i>Adjustments for:</i>		
	Loss on sale of Asset/Assets Written Off	-	-
	Depreciation	3356	2978
	Interest Expenses	1151	917
	Provision for doubtful debts	-	-
	Provision for Investment	-	1
	Deferred Tax Asset Written Off	-	-
	Investment Income (interest)	(281)	(364)
	Loss on APSRTC Project	-	-
	Creditors Written back	-	-
	Profit on sale of Asset	-	-
	Income taxes Paid	-	-
	Operating profit / (loss) before working capital changes	11546	4736
	(Increase)/Decrease in Trade and other Receivables	(11729)	(4525)
	(Increase)/Decrease in other current assets	(6213)	-
	(Increase)/Decrease in Inventories	-	-
	(Increase)/Decrease in Trade and other payables	7865	(1367)
	Decrease/Increase in Loans and advances	(7130)	(2516)
	Cash generated from operations	(5661)	(3672)
	Extra-ordinary Items	-	853
	Net cash From Operating Activities	(5661)	(4525)
B	CASH FLOWS FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	(3612)	(4655)
	Sale proceeds of Fixed Assets	-	-
	Interest received	281	364
	Net cash from Investing Activities	(3332)	(4291)
C	CASH FLOWS FROM FINANCING ACTIVITIES		
	Increase in Share Capital	51565	-
	Decrease in Share Application Money	(37115)	37115
	Increase in secured Loans	2154	-
	Increase in unsecured Loans	(9734)	(21497)
	Receipt/(Repayment) of long term borrowing	-	-
	Interest Paid	(1151)	(917)
	Net cash from Financing Activities	5720	14701
D	Net Increase / (decrease) in cash and cash equivalent (A+B+C)	(3272)	5885
	Opening cash and cash equivalents	9816	3931
	Closing cash and cash equivalents	6544	9816

As per our report of Even Date

 for VARA PRASAD & ASSOCIATES
 Chartered Accountants

For and on behalf of the Board

 Vara Prasad P.V.S.
 Partner
 M.No.: 201010
 FRN:007117S

 L. Srinath Reddy
 Managing Director

 P S Raman
 Non-Executive Director

 Place : Hyderabad
 Date :30.05.2014

 D.S. Rao
 Company Secretary

1.0 Significant accounting policies:

1.1 Accounting conventions:

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. The accounts are prepared on historical cost basis, as a going concern, in accordance with Generally Accepted Accounting Principles in India, provisions of the Companies Act, 1956 & Accounting Standards notified by the Central Government under the Companies (Accounting Standards) Rules, 2006.

1.2 Use of estimates:

The presentations of financial statements are in conformity with the Generally Accepted Accounting Principles which require estimates and assumptions to be made that affect the reportable amount of assets and liabilities on the date of financial statements and the reportable amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the year in which the results are known / materialized.

1.3 Revenue recognition:

Revenue is recognized upon rendering the services to customers as per the invoice raised on milestone basis as per the contracts, in cases of customized application development projects; on completion of installation and acceptance by customer incase of software products and on time and material basis for onsite projects.

1.4 Fixed assets:

Fixed assets are stated at cost of acquisition/purchase price inclusive of duties, taxes, incidental expenses, erection/commissioning expenses etc. up to the date the asset is ready for its intended use.

1.5.0 Depreciation:

1.5.1 Depreciation on fixed assets is provided on Straight Line Method at the following rates specified in Schedule xiii of the Companies Act, 1956

Category	Rate %
Office Equipment	4.75
Furniture & Fixtures	6.33
Computer Systems	16.21
Electrical Installations	4.75
Vehicles	9.50

1.5.2 Depreciation on fixed assets added/disposed off during the year is provided on pro-rata basis with reference to the date of addition/disposal

1.5.3 Depreciation on assets costing up to 5,000/- is provided in full in the year of acquisition

1.6.0 Impairment of assets:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of profit & loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.7.0 Foreign currency transactions:

1.7.1 Foreign currency transactions are generally recorded on the basis of exchange rates prevailing on the date of their occurrence.

1.7.2 Foreign currency assets and liabilities (other than those covered by forward contracts) as on the Balance Sheet date are revalued in the accounts on the basis of exchange rates prevailing at the close of the year and exchange differences arising thereon, is adjusted to the cost of fixed assets or charged to the Profit and Loss Account, as the case may be.

1.7.3 In case of transactions covered by forward contracts, the differences between the contract rate and exchange rate prevailing on the date of the transaction is adjusted to the cost of assets or recognized as income or expenses over the life of the contract, as the case may be.

1.8.0 Borrowing costs:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of assets. Qualifying Asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

1.9.0 Taxes on income:

1.9.1 Current year charge:

Provision for taxation is ascertained on the basis of assessable profits computed in accordance with the provisions of Income-tax Act, 1961. However, where the tax is computed in accordance with the provision of Section 115JB of the Income-tax Act, 1961, as Minimum Alternate Tax (MAT), it is charged off to the Profit & Loss Account of the relevant year.

1.9.2 Deferred tax:

Deferred tax assets are recognized and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carry forward losses which are recognized to the extent that there is virtual certainty, that sufficient future taxable income will be available against which such tax assets can be realized. Since generation of sufficient future taxable income is uncertain, no deferred tax asset has been recognised in the books.

1.10.0 Provisions, contingent liabilities and contingent assets:

1.10.1 Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Liabilities which are material, and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent, and disclosed by way of notes to the accounts. Contingent Assets are neither recognized nor disclosed in the financial statement.

1.11.0 Cash flows are reported using the indirect method, whereby a profit before tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated

2.0 NOTES TO ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2014:

The previous year figures have been re-grouped/re-classified, wherever necessary to confirm to the current year presentation

2.1 SHARE CAPITAL:

Particulars	As at 31 March , 2014		As at 31 March, 2013	
	Number of shares	₹ In Thousands	Number of shares	₹ In Thousands
Authorised				
-Equity shares of Rs.10 each	15000000	150000	15000000	150000
Issued				
-Equity shares of Rs.10 each	6280640	62806	1124140	11241
Subscribed & Fully Paid Up				
Equity shares of Rs.10 each fully paid	6280640	62806	1124140	11241
Total	6280640	62806	1124140	11241

1. The scheme for re-structuring of capital is approved by Hon'ble High Court of Andhra Pradesh and became effective upon filing of the court order with Registrar of Companies, Andhra Pradesh on 25/02/2013. Upon effecting of the scheme, face value of each equity share has been reduced from Rs.10/- (Rupees Ten Only) to Re1/- (Rupee One Only) and further consolidated to face value of Rs.10/- each (Rupees Ten Only) consequently the no. of equity shares are reduced from 1,12,41,400 (One Crore Twelve Lakhs Fortyone Thousand Four Hundred Only) to 11,24,140 (Eleven Lakhs Twentyfour Thousand One Hundred and Forty Only) equity shares.
2. In pursuance of the scheme sanctioned by Hon'ble High Court of Andhra Pradesh 26,56,500 equity shares of Rs. 10/- each were issued to un-secured creditors due to conversion of their un-secured loans into equity shares.
3. The Scheme also provides for issue of another 25,00,000 equity shares of Rs. 10/- each on preferential allotment basis and in view of the same shares were issued to M/s. RRAS Ventures Private Limited (5,00,000 equity shares), M/s. Jayachakra Ventures Private Limited (2,50,000 equity shares), M/s. Coingen Tech Solutions Private Limited (15,00,000 equity shares) and Mr.Nitini Bhaskar Khapre (2,50,000 equity shares).

2.2 The Details of Shareholders holding more than 5% shares are set out below:

Name of Equity Shareholder	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares held	% of Holding	Number of shares held	% of Holding
P S Raman	50000	0.80	57820	5.14
CMS Computers Ltd	100000	1.59	100000	8.90
Coingen Tech Solutions Pvt. Ltd.	1500000	23.89	-	-
RRAS Ventures Private Limited	2001500	31.87	-	-
Jayachakra Ventures Pvt Ltd	510000	8.12	-	-

2.3 The reconciliation of the number of shares outstanding as at Balance Sheet date is set out below:

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Equity Shares		Equity Shares	
	Number	₹ In Thousands	Number	₹ In Thousands
Shares outstanding at the beginning of the year	1124140	11241	11241400	112414
Shares Issued during the year	5156500	51565	-	-
Shares Reduced (As per the Scheme approved by Hon'ble High Court of Andhra Pradesh)	-	-	10117260	101173
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	6280640	62806	1124140	11241

2.4 Terms/Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10/- per share. Voting right is upon show of hands, every member is entitled to one vote only irrespective of number of shares such member is holding and upon a poll, each holder of equity shares is entitled to one vote per share. In event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all the preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

3.0 RESERVES AND SURPLUS & PROFIT AND LOSS:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Profit & Loss Account		
Opening balance	(8332)	(598296)
Deferred Tax written Off	-	-
Less: Reduction of Loss (As per the Scheme of Restructure approved by Hon'ble High Court of Andhra Pradesh)		589612
(+)Net Profit/ (Net Loss) for the current year	7320	351
Closing balance	(1012)	(8332)

4.0 SHARE APPLICATION MONEY:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Share Application money pending for allotment As per the scheme of restructure approved by Hon'ble High Court of A.P.		
From Companies	-	35615
From Directors	-	1500
Total	-	37115

NON CURRENT LIABILITIES:

5.0 LONG TERM BORROWINGS:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
a) Secured Loans:		
Vehicle Loan for HDFC Bank	2154	-
Total	2154	-

Vehicle loan from HDFC Bank is secured against the hypothecation of the vehicle. This loan is repayable in 60 EMIs @ 57100/- PM comencing from Feb 2014

5.1 LONG TERM PROVISIONS:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
b) Provision for employee benefits:		
Gratuity (Unfunded)	443	1201
Leave Encashment (unfunded)	104	301
Total	547	1502

6.0 SHORT - TERM BORROWINGS – SECURED & UNSECURED:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Secured		
Loans - HDFC (Vehicle)	434	-
Loans - Canara Bank	-	3474
Unsecured		
From Companies	1061	7754
From Directors		
Total	1495	11228

Vehicle loan from HDFC Bank is secured against the hypothecation of the vehicle. EMI's due in the ensuing financial year are considered as current liabilities

ICD of Rs.10.61 lacs accepted from Coingen Tech Solutions Pvt. Ltd and repayable within 3 years with interest @12% per annum.

7.0 TRADE PAYABLES:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Trade payables:		
For Expenses & Services	18959	8063
Total	18959	8063

8.0 OTHER CURRENT LIABILITIES:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
(a) Misc Adv - Meeseva	0	4674
(b) TDS	3473	1417
(c) Service Tax	3923	3239
(d) PF and Other Statutory Dues	1134	1028
(e) Fringe Benefit Tax	-	247
Total	8530	10604

9.0 FIXED ASSETS: (₹ in Thousands)

S. No.	Description	Gross Block			Depreciation			Net Block			
		As at 31.03.2013	Additions/ Deletions	Sales	As at 31.03.2014	Up to 31.03.2013	For the Year	Adjustments on Accounts	Up to 31.03.2014	As at 31.03.2014	As at 31.03.2013
1	Plant & Machinery	12997	120	-	13117	7672	2122	-	9793	3323	5325
2	Electrical installations	3252	-	-	3252	2135	154	-	2290	962	1117
3	Office Equipment	1810	11	-	1821	918	86	-	1004	816	892
4	Furniture & Fixtures	12367	462	-	12829	8176	802	-	8978	3850	4190
5	Vehicles	1463	3021	-	4484	1111	192	-	1303	3181	352
	TOTAL	31889	3613	-	35502	20013	3356	-	23369	12133	11876

10.0 TRADE RECEIVABLES:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Trade receivables outstanding for a period less than six months from the date they were due for payment Unsecured considered good	2732	2074
Sub Total (a)	2732	2074
Trade receivables outstanding for a period exceeding six months from the date they were due for payment Unsecured considered good Considered doubtful	47248 25113	36177 25113
Sub Total	72361	61290
Less: Provision for doubtful debts	25113	25113
Sub Total (b)	47248	36177
Total (a+b)	49981	38251

11.0 CASH AND CASH EQUIVALENTS:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Cash and cash equivalents		
(a) Balances with banks		
with Scheduled Bank in Current Accounts	2873	6306
with Scheduled Bank in Fixed Deposits	3580	3317
(b) cash on hand	90	193
Total	6544	9816

12.0 SHORT TERM LOANS AND ADVANCES:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
(Unsecured, considered good)		
Prepaid Expenses	189	7
TDS	10872	4156
VAT	331	297
MAT Credit entitlement	3632	3435
Total	15024	7894

13.0 OTHER CURRENT ASSETS:

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Advance for Fixed Assets	-	1500
Security Deposits	5229	1234
Advance	4567	109
Advance to Directors	-	741
Total	9796	3583

14.0 REVENUE FROM OPERATIONS:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
(a) Software Sales/Services - Exports	22352	-
(b) Software Sales/Services - Domestic	78412	29424
Total	100764	29424

15.0 OTHER INCOME:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
(a) Interest on Deposits & Other Income	281	364
(a) Interest Received from Others	62	-
(b) Miscellaneous Receipts	258	205
Total	600	570

16.0 PURCHASE - NETWORK & HARDWARE :

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
(a) Purchase - Hardware	770	-
Total	770	-

17.0 DEVELOPMENT & MAINTAINENCE:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
Software Consultancy Charges	70	2395
Repairs - Equipment	2210	440
Meeseva Operational Charges	37623	-
Communication Expenses	338	351
Electricity Charges	802	513
SMS Charges	200	-
Stationary Cost Vupadi	243	-
Total	41487	3700

18.0 EMPLOYEE BENEFIT EXPENSES:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
(a) Salaries and incentives	36787	13701
(b) Directors' Remuneration	3329	1200
(c) Contributions to - PF & ESI	852	541
(d) Staff welfare expenses	533	272
(e) Gratuity	75	-
(f) Leave Encashment	11	-
Total	41587	15714

19.0 FINANCE COST:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
(a) Interest expense	1151	917
Total	1151	917

20.0 TOTAL OF ADMN & OTHER EXP:
20.1 ADMINISTRATIVE & OTHER EXPENSES:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
(B) Selling Admn & Other Exps		
Advertisement	124	110
Legal and professional Charges	513	1705
Office Maintenance	-	416
Other Expenses	323	258
Insurance Travel	2	281
Printing & Stationery	284	209
Rent, Rates & Taxes	2698	1631
Subscriptions, Books & Periodicals	8	70
Travelling and conveyance	1340	433
Business Promotion	17	-
AGM & EGM Expenses	35	-
Processing Charges	19	-
Insurance - Vehicle	21	-
Total (B)	5383	5113

20.2 AUDITOR'S REMUNERATION:

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹ In Thousands	₹ In Thousands
Statutory Audit Fee	210	267
Tax Audit Fee	100	100
Total	310	367

20.0 TOTAL OF ADMN & OTHER EXP : (20.1 + 20.2) 5693 5480

21.0 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR):

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹ In Thousands	₹ In Thousands
Contingent liabilities		
Bank Guarantees: Margin money deposit kept with the bank – Rs.35.80 lacs - Including accrued Interest	3580	3317
Provident Fund: The demand from PF Authorities for Rs.39.06 lacs is disputable and not provided. The Company has filed appeal with the Honorable High Court of Andhra Pradesh vide WP No. 717/2012 dated 06.01.2012	3906	4050
Service Tax: Service Tax Liability as per the Order dt 20.09.2011 of Hyderabad II Commissionerate, Hyderabad vide OR.No. 62/2010 which includes Service Tax Liability Rs. 83.91 lakhs and penalty of Rs.87.65 lakhs) The Company is preferring an appeal before the appellate authority, Bangalore.	17156	-
TOTAL	24642	7367

22.0 EARNINGS PER SHARE:

	2014	2013
Profit/(Loss) after tax as per Profit and Loss Account (₹ In Thousands)	7320	351
Number of Equity Shares – Basic	6281	11241
Number of Equity Shares – Dilluted	6281	11241
Nominal value of the Shares (₹)	10	10
Earnings Per Share – Basic	1.17	0.03
Earnings Per Share – Diluted	1.17	0.03

23.0 In the absence of virtual certainty that the sufficient further taxable income will be available against which deferred tax asset can be realized, the same has not been recognised in the books of accounts in line with Accounting Standard dealing with Accounting for Income Taxes’.

24.0 EMPLOYEES BENEFITS:

a. Contribution to provident fund is made as per provisions of Employees Provident Fund and Miscellaneous Provisions Act, 1952 and charged to Profit and Loss Account.

b. The company has an obligation towards Gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees on retirement, death while in employment or on termination of employment in an amount equivalent to 15 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company has subscribed Policy with LIC of India to meet its obligations.

c. The company has an obligation towards leave encashment, a defined benefit retirement plan covering eligible employees. The Company has subscribed Policy with LIC of India to meet its obligations.

25.0 RETIREMENT BENEFITS:
Disclosure as required under Accounting Standard

Particulars	For the Year Ended 31st March	
	2014	2013
	₹ In Thousands	₹ In Thousands
Components of employer expenses		
Current Service Cost	115	89
Interest cost	96	147
Past Service Cost	-	-
Actual Contribution and benefits payment for the year	(1002)	(878)
Actual benefits paid	(791)	(641)
Change in Defined Benefit Obligations during the year ended		
Present value of DBO at Beginning of year	1201	1843
Current Service Cost	115	89
Interest Cost	96	147
Benefits paid	-	-
Present Value of DBO at the end of the year	410	(878)
Change in Fair Value of Assets during the year ended		
Actuarial Gains /(Losses)	(1002)	1201
Actuarial Assumptions		
Discount Rate	8%	8%
Salary Escalation	12%	12%
Attrition Rate	18%	18%
Retirement / Superannuation Age (In years)		
For Directors	60	60
For Other Employees	55	55

26.0 RELATED PARTY DISCLOSURES:

Related Party Disclosures for the year ended 31st March 2014 in accordance with Accounting Standard - 18 Issued by the institute of Chartered Accountant of India.

List of related parties:

Party	List of related parties:
Mr. L. Srinath Reddy	Key Management
Mr. P. S. Raman	Key Management
Mr. R. Jagadeeswara Rao	Key Management
Mr. S. Rama Kumar	Key Management

26.1 SUMMARY OF TRANSACTIONS WITH RELATED PARTIES:

Name of related party and Nature of relationship	Nature of transactions and outstanding balances	2013-14	2012-13
		₹ In Thousands	₹ In Thousands
Mr. L. Srinath Reddy	Managerial Remuneration	1879	-
Mr. P. S. Raman	Managerial Remuneration	225	600
Mr. R. Jagadeeswara Rao	Managerial Remuneration	225	600
Mr. S. Rama Kumar	Managerial Remuneration	1000	-
Mr. R. Jagadeeswara Rao	Loans & Advance	-	741

26.2 MANAGERIAL REMUNERATION:

	2013-14	2012-13
	₹ In Thousands	₹ In Thousands
Salary (Including allowances and perquisites)	3329	1200
Contribution to Provident fund	174	-

27.0 Additional information pursuant to the provisions of para 3, 4C and 4D of Part II of Schedule VI to the Companies Act, 1956 (to the extent applicable)

	2013-14	2012-13
CIF Value of Imports	NIL	NIL
Capital Goods	NIL	NIL

27.1 As per Accounting Standards referred to in section 211(3C), the company has to carry out the assessment of impairment of assets. However, the company has not carried out the physical verification of fixed assets as well as its impairment there of.

28.0 There is no additional provision for doubtful debts made for the year end 31.03.2014. The provision carried over from last year are related to debtors due for more than 365 days old.

29.0 As regards the disclosure of particulars of amounts owed by the Company to small scale industrial undertakings that are required to be disclosed in the Balance sheet in pursuance of amendment to Schedule VI of the Companies Act, 1956 vide Notification No.GSR 129(E), dated 22-02-1999 issued by the Department of Company Affairs, the Company is not in possession of any information as to the business/industrial status of its creditors whose particulars are to be disclosed. The Company is making efforts to obtain the same.

30.0 Provision for service tax as on 31st March 2013 stands at Rs.39.23 lacs including for provision for the 2013-14. There were arrears of service tax in previous years unpaid due to difficult financial position of the company. The returns were filed for years upto 2012-13. On account of interpretation issue related to IT service, provision related to previous years has to be reworked and regularised.

As per our report of even date

for VARA PRASAD & ASSOCIATES
Chartered Accountants

For and on behalf of the Board

Vara Prasad P.V.S
Partner
M.No.: 201010
ICAI FRNo.: 007117S

L.Srinath Reddy
Managing Director

P S Raman
Non-Executive Director

Place: Hyderabad
Date : 30.05.2014

D.S. Rao
Company Secretary

RAM Informatics Limited

(CIN: L72200TG1994PLC017598)

Registered Office: SVR Towers, 8-2-1/B/1, Srinagar Colony Road, Panjagutta, Hyderabad-500082, Telangana

Ph: 040-23741894 Fax: 040-23748240 E.mail: cs@raminfo.com Website: www.raminfo.com

Form No MGT-11

Proxy Form

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

CIN	L72200TG1994PLC017598		
Name of the company	RAM Informatics Limited		
Registered office	SVR Towers, 8-2-1/B/1, Srinagar Colony Road, Panjagutta, Hyderabad-500082, Telangana		
Name of the member(s)			
Registered Address			
Email Id			
Folio No / Client ID	DP ID		

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1.	Name		
	Address		
	Email Id	Signature	
	Or failing him		
2.	Name		
	Address		
	Email Id	Signature	
	Or failing him		
3.	Name		
	Address		
	Email Id	Signature	
	Or failing him		

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 20th Annual General Meeting of the Company, to be held on Wednesday, the 10th day of September, 2014 at 11.00 A.M. at Hotel Devi Grand, #11-5-152, Bhavani Nagar, Moosapet 'X' Roads, Hyderabad - 500 018, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

	Resolution	For	Against
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors		
2	Re-appointment of Mr. R.Jagadeeswara Rao who retires by rotation		
3	Appointment of Auditors and fixing their remuneration		
4	Appointment of Mr. V.V.Vinod Kumar as a Independent Director		
5	Appointment of Mr. Venkata Anil Kumar Ambati as a Independent Director		
6	Appointment of Mr. Pandrangi Radha Kishore as a Independent Director		
7	Re-Appointment & fix the Remuneration of Managing Director		
8	Approval for change of name of Company		
9	Approval for authorising Board of Directors for borrowing powers as per Section 180 (1) (c) of Companies Act, 2013		
10	Approval for authorising Board of Directors for mortgage and /or create charge on the assets of the Company as per Section 180 (1) (a) of Companies Act, 2013		

Signed this day of 2014.

Affix Revenue Stamp

Signature of shareholder: _____ Signature of Proxy holder(s) : _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting

Affix
Revenue
Stamp

RAM Informatics Limited

(CIN: L72200TG1994PLC017598)

Registered Office: SVR Towers, 8-2-1/B/1, Srinagar Colony Road, Panjagutta, Hyderabad-500082, Telangana

Ph: 040-23741894 Fax: 040-23748240 E.mail: cs@raminfo.com Website: www.raminfo.com

ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING

(to be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of RAM Informatics Limited.

I hereby record my presence at the 20th Annual General Meeting of the shareholders of RAM Informatics Limited on Wednesday, the 10th day of September, 2014 at 11.00 A.M. at Hotel Devi Grand, #11-5-152, Bhavani Nagar, Moosapet 'X' Roads, Hyderabad - 500 018, Telangana.

DP ID*	REG. Folio No.
Client ID	No. of Shares

*Applicable if shares are held in electronic form

Name and Address of Member:

Signature of Shareholder/Proxy/
Representative (Please Specify)

If undelivered please return to :



RAM INFORMATICS LIMITED

SVR Towers, 8-2-1/B/1, Srinagar Colony Road, Punjagutta, Hyderabad – 500082

Phones : +91-40- 23741894 Fax : +91-40-23748240

e-mail : corpaccounts@raminfo.com Website : www.raminfo.com

A CMMi Level 3 Company

FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1.	Name of the company	RAM INFORMATICS LIMITED
2.	Annual financial statements for the year ended	31st March 2014
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	NIL
5.	To be signed by- • CEO/Managing Director • CFO • Auditor of the company • Audit Committee Chairman	