TEJ INFOWAYS LIMITED

25th Annual Report

2015-16

TEJ INFOWAYS LIMITED

BOARD OF DIRECTORS

Mrs. N Grishma	(07009524)	:	Managing Director
Mr K. Ramachander Rao	(01780838)	:	Director
Mr R. Srinivasa Rao	(01119277)	:	Independent Director
Mr. M S V Prasad	(02476577)	:	Independent Director
Mr. G.V.Lakshmi Narasimha Raju	(01539757)	:	Independent Director

COMMITTEES OF THE BOARD OF DIRECTORS

Audit Committee

Mr K. Ramachander Rao	:	Chairman
Mr R. Srinivasa Rao	:	Member
Mr. M S V Prasad	:	Member

Remuneration Committee

Mr. G.V.Lakshmi Narasimha Raju	:	Chairman
Mr R. Srinivasa Rao	:	Member
Mr. M S V Prasad	:	Member

Stake Holders And Investor's Grievance Committee

Mrs N. Grishma	:	Chairman
Mr R. Srinivasa Rao	:	Member
Mr. M S V Prasad	:	Member

AUDITORS

M/s. P. MURALI & Co.,
CHARTERED ACCOUNTANTS
6-3-655/2/3, SOMAJIGUDA
HYDERABAD - 500 082.

SHARE TRANSFER AGENT

AARTHI CONSULTANTS PVT. LTD.
1-2-285, DOMALAGUDA,
HYDERABAD – 500 029

REGISTERED OFFICE:-

"Surya Soudha", Plot No. 22,
Road No. 5, Jubilee Hills,
Hyderabad – 500 033

LISTING

BSE Ltd (SCRIP CODE – 538793)
ISIN - INE530C01014
CIN : L72200TG1991PLC012911

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the Members of M/s TEJ INFOWAYS LIMITED will be held on Friday the 30th day of September, 2016 at 4.00 P.M. at Regd. Office of the Company to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements including Balance Sheet as at 31st March, 2016 and Profit & Loss Account as on that date, and the Reports of the Directors and the Auditors thereon.

2. To Re-appoint M/s. P Murali & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of the this Annual General meeting till the Conclusion of next Annual General Meeting and to fix their remuneration.

   "Resolved that Pursuant to the Provisions of Section 139 and other applicable Provisions, if any, of the Companies Act, 2013, and pursuant to the recommendations of the audit committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on September 29, 2014, M/s P.Murali & Co., Chartered Accountants, Hyderabad, the retiring Auditors be and are hereby reappointed as the statutory Auditors of the company to hold the office till the conclusion of the 26th Annual General Meeting to be held in the calendar year 2017 be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them".

SPECIAL BUSINESS

3. **To consider and if thought fit, to pass with or without modification(s), the following resolutions as an ordinary resolution:**

   Re-appointment of Mrs. N Grishma, as Managing Director of the Company

   "RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act 2013 and the Rules made there-under (including any statutory modification(s) re-enactments thereof for the time being in force) read with Schedule V of the Companies Act, 2013, and subject to approval of the Central Government or other Government authority, if any, and pursuant to approval of the Board of Directors and subject to such other approvals and consents as may be necessary, approval of the members be and is hereby accorded to reappoint Mrs. N Grishma, as Managing Director of the Company for a further period of five years w.e.f. 1st September 2016 on existing remuneration and terms & conditions.

   RESOLVED FURTHER THAT any one of the Directors be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution".

By the Order of the Board
For Tej Infoways Limited

Place: Hyderabad
Date: 01.09.2016

Sd/-
Managing Director

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses t be transacted at the Annual General Meeting (AGM) is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND ANI VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant t the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more tha fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company Members holding more than ten percent of the total Share Capital of the Company may appoint a single person a proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, shoul be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before th commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limite companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 22nd September, 2015 to Wednesday, 30th September, 2015 (both days inclusive). The book closure dates have been fixe in consultation with the Stock Exchanges.

4. The relevant details of Directors seeking appointment / re-appointment under item no. 2 of this Notice are provide in the Annual Report.

5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunde Companies can serve Annual Reports and other communications through electronic mode to those Members wh have registered their e-mail address either with the Company or with the Depository. Members who have no registered their e-mail address with the Company can now register the same by submitting a duly filled in 'E Communication Registration Form', available on the website of the Share Transfer Agent of the Company www aarthiconsultants.com, to M/s. Aarthi Consultancy Private Limited. Members holding shares in demat form ar requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, wh have registered their e-mail address, are entitled to receive such communication in physical form upon request.

6. 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 Participant(s) unless the Members have registered thei request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip ar being sent to those Members who have not registered their e-mail IDs with the Company or Depositor Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electroni mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registratio counter to attend the AGM.

7. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company i pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whos names appear in the Register of Members / list of Beneficial Owners as on 29th August 2014, are entitled to vote o the Resolutions set forth in this Notice. Members who have acquired shares after the despatch of the Annual Repor and before the book closure may approach the Share Transfer Agent of the Company for exercising their right t vote. This being the first year to implement the e-voting, the company has not availed said facility, and will ensur the same will be followed from the forthcoming General meetings.

8. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Aarthi Consultants Private Limited / Investor Service Department of the Company immediately.

9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to their Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Aarthi Consultants Private Limited / Investor Service Department of the Company.

10. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.

11. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

ADDITIONAL INFORMATION

As required, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE AGM:

Re-appointment of Mrs. N Grishma, as Managing Director of the Company

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

Item No: 3

Re-appointment of Mrs. N Grishma, as Managing Director of the Company

Earlier, **Mrs. N Grishma** - Managing Director of the Company was re-appointed in the AGM held on 29th September 2012, for a period of five years. The said tenure was due for renewal and Board of Directors in their Meeting held on 1st September 2016 had approved the re-appointment as Managing Director of the Company, subject to approval in the ensuing Annual General Meeting, for a period of five Years. Pursuant to the said resolution, re-appointment of **Mrs. N Grishma**, requires the approval of the members in the General meeting. Hence, the above resolution at item no.3 is submitted to the meeting for ratification by the members of the Company.

The Board of Directors re-commends the above resolution at item no.4 for the members' approval in the Annual General Meeting

None of the Directors and Key Managerial Persons of the Company except Sri. Virendra Bhandari and Smt. Veena Bhandari (being the relative of proposed appointee) to the extent of the re-appointment, is concerned or interested in this resolution.

TEJ INFOWAYS LIMTIED

DIRECTORS' REPORT

Dear Members,

Yours Director hereby present the 25th Annual Report of the Company for the financial year ended 31st March 2016.

OPERATIONS & FINANCIAL PERFORMANCE OF THE COMPANY

Detailed information on the development of the Company's activities and the total revenue of the Company for the financial year ended 31st March, 2016 is mentioned in its financial statements attached to this Annual Report.

DIVIDEND

The Directors regret their inability to recommend dividend for the year under review due to insufficient profit.

BUSINESS RISK MANAGEMENT

The Company, like any other enterprise, is exposed to business risk which can be internal risks as well as external risks. The threats to the segments in which the company operates are volatility in Exchange rate.

DEPOSITS

The Company has not accepted deposits covered under Chapter V of the Companies Act, 2013 and accordingly, the disclosure requirements stipulated under the said Chapter are not applicable.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the year under review, the company has not given any loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013

CONTRACTS AND ARRANGEMEMENTS WITH RELATED PARTIES

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014, except the remuneration to managerial personnel, there is no other related party transactions to be disclosed.

APPOINTMENT OF MANAGING DIRECTOR

The Board in its meeting held on 1st September 2016 had consented for appointment of Mrs. N Grishma, Managing Director for a further period of five years and proposed the same for ratification in this Annual General Meeting to be held on 30th September 2016.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith elsewhere in the Annual Report.

DEMAT SUSPENSE ACCOUNT UNCLAIMED SHARES

As on 31st March 2016, there were no Equity Shares of Shareholders were lying in the Escrow Account due to non-availability of the correct particulars.

CORPORATE GOVERNANCE

Your Directors are happy to report that your Company is compliant with the Corporate Governance requirements as per the provision of SEBI (LODR) Regulations 2015. A separate section on Corporate Governance together with a certificate from the Statutory Auditor's confirming compliance is set out in the Annexure forming part of this report.

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

A Management Discussion and Analysis Report, has been attached and forms part of the Annual Report.

ADDITIONAL INFORMATION AS REQUIRED U/ S 134(3)(m) OF THE COMPANIES ACT, 2013

(a) Conservation of Energy:

The Company is monitoring the consumption of energy and is identifying measures for conservation of energy.
(i) the steps taken by the company for utilising alternate sources of energy -Nil
(ii) the capital investment on energy conservation equipments - Nil

(b) (i) Technology Absorption, adaptation and innovation:- Indigenous Technology is involved for the manufacturing the products of the Company.

(ii) Research and Development (R & D): No research and Development has been carried out.

(c) Foreign exchange earnings: As per the notes to accounts

(d) Foreign exchange out go: As per the notes to accounts

PARTICULARS OF EMPLOYEES

The Directors are to report that none of the employee was in receipt of remuneration exceeding the limit prescribed under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

STATUTORY AUDITORS

M/s. P. Murali & Co., Chartered Accountants, Statutory Auditors of the Company retire at the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. The said Auditors have furnished the Certificate of their eligibility for re-appointment. Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules framed thereunder. Accordingly the statutory auditor of the Company was reappointed from the conclusion of the previous AGM till the conclusion of the AGM to be held in the year 2017, subject to ratification of their appointment at the subsequent AGMs.

BOARD AND COMMITTEES PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the Board has carried out an annual performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees.

NUMBER OF BOARD MEETINGS HELD DURING THE FINANCIAL YEAR AND THE DATES OF THE BOARD MEETINGS:

The dates on which the above Board meetings were held are as follows;

30th May 2015, 11th August 2015, 14th August 2015, 27th August 2015, 1st September 2015, 21st September 2015, 15th October 2015, 5th November 2015, 20th November 2015, 24th December 2015, 20th January 2016. 11th Feb 2016, 26th March 2016,

DIRECTORS' RESPONSIBILITY STATEMENT

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

a. That in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ;
b. That 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 at the end of the financial year ended 31st March, 2016 and of the profit and loss of the company for that period;
c. That 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;

d. That the directors have prepared the annual accounts on a going concern basis.
e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

POLICIES

Material Subsidiary

During the year ended March 31, 2016, the Company does not have any material listed/unlisted subsidiary companies as defined in the Companies Act 2013 & SEBI (LODR) Regulations 2015. The policy on determining material unlisted subsidiary of the Company is approved by the Board of Directors of the company.

Vigil Mechanism

The Board of Directors of the company are committed to maintain the highest standard of honesty, openness and accountability and recognize that employees have important role to play in achieving the goal. As a public company the integrity of the financial matters of the Company and the accuracy of financial information is paramount. The stakeholders of the Company and the financial markets rely on this information to make decisions. For these reasons, the Company must maintain workplace where it can retain and treat all complaints concerning questionable accounting practices, internal accounting controls or auditing matters or concerning the reporting of fraudulent financial information to our shareholders, the Government or the financial markets. The employees should be able to raise these free of any discrimination, retaliation or harassment. Pursuant to the policy, employees are encouraged to report questionable accounting practices to Mrs. G Mani, Chairman of Audit Committee through email or by correspondence through post.

Familiarisation programme for Independent Directors

Pursuant to the provisions of SEBI (LODR) Regulations 2015, the Company has formulated a programme for familiarising the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc through various initiatives.

Key Managerial Personnel

The company is in the process of appointing the Key Managerial Personnel of the Company in accordance with the Section 203 of the Companies Act, 2013.

Related Party Transaction

Policy on dealing with Related Party Transactions is approved by the Board
There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons (except remuneration) which may have a potential conflict with the interest of the Company at large. The same was discussed by the Audit Committee as also the Board. The policy on Related Party Transactions as approved by the Board. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. Periodic audits are undertaken on a continuous basis covering all the operations i.e., manufacturing, sales & distribution,

marketing, finance, etc. Reports of internal audits are reviewed by management from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

Disclosures pursuant to The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Disclosures pursuant to sub-rule (1) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are forms part of the Board's Report.
2. The Disclosures pursuant to sub-rule (2) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company forms part of the Board's Report.

Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The details pertaining to criteria for determining qualifications, positive attributes and independence of a Director and remuneration policy have been provided in Section of the attached Corporate Governance Report.

Significant and Material Orders Passed by the Regulators or Courts

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

Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

Personnel

The relationship between the management and the staff was very cordial throughout the year under review. Your Directors take this opportunity to record their appreciation for the cooperation and loyal services rendered by the employees.

Acknowledgements

Your Directors place on record their appreciation of the continuous assistance and co-operation extended to your Company by the valued customers, bankers, Reserve Bank India, SEBI, Bombay Stock Exchange Limited and all other regulatory Authorities. The Directors also sincerely acknowledge the significant contributions made by all the employees for their dedicated services to the Company.

For and On Behalf of the Board
TEJ INFOWAYS LIMITED.,

Place: Hyderabad
Date : 01.09.2016

Sd/-
Managing Director

Sd/-
Director

REPORT ON CORPORATE GOVERNANCE
(Pursuant to SEBI (LODR) Regulations 2015

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Company believes that a strong Corporate Governance policy is indispensable to healthy growth of business and resilient and vibrant capital markets, besides being an important instrument of investor protection. In this direction, the company endeavors in true spirit, to adopt the best global practices in Corporate Governance.

2. BOARD OF DIRECTORS

a) The Company has 5 Directors with a Managing Director, and out of 5 Directors, one is managing Director, 3 (i.e. more than 50%) are Non-Executive and Independent Directors and one is non-executive Director. The composition of the Board is in conformity with SEBI Provisions and meets the stipulated requirements.

b) None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he is a Director. The Directors have made necessary disclosures regarding Committee positions in other public companies as on March 31, 2016.

c) The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies is given below. Other Directorships do not include alternate directorships, directorships of private limited companies, section 25 companies and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance Committees.

Name of the Director	Category (Promoter/ Executive/ Non- Executive)	Designation	Relationship with other Directors	Number of memberships in Board of other Limited Company	+ Associated with other committees of Public Limited Company	
					Member	Chairman
Mrs. N Grishma	Promoter	Managing Director	None	7	NIL	NIL
Mr. K. Ramachander Rao	Non-Independent Non-Executive	Director	None	3	1	1
Mr. R. Srinivasa Rao	Independent Non-Executive	Director	None	Nil	2	Nil
Mr. Madireddi Prasad Venkata Siva	Independent Non-Executive	Director	None	NIL	NIL	NIL
Mr. G.V.Lakshmi Narasimha Raju	Independent Non-Executive	Director	None	1	Nil	NIl

d) None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company

e) During the year, information as mentioned in Annexure1A to Clause 49 of the Listing Agreements has been place before the Board for its consideration.

3. AUDIT COMMITTEE:

I) During the period under review, the constitution of the Audit Committee of the Company was in line with the provisions of SEBI (LODR) Regulations 2015 read with the provisions of the Companies Act, 2013. Details of which are mentioned below.

II) The terms of reference of the Audit Committee include a review of;

a. Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
b. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
c. Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
d. Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
e. Reviewing with management the annual financial statements before submission to the Board, focusing on:
    i. Any changes in accounting policies and practices;
    ii. Qualification in draft audit report;
    iii. Significant adjustments arising out of audit;
    iv. The going concern concept;
    v. Compliance with accounting standards;
    vi. Compliance with stock exchange and legal requirements concerning financial statements;
    vii. Any related party transactions
f. Reviewing the company's financial and risk management's policies.
g. Disclosure of contingent liabilities.
h. Reviewing with management, external and internal auditors, the adequacy of internal control systems.
i. Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
j. Discussion with internal auditors of any significant findings and follow-up thereon.
k. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
l. Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
m. Reviewing compliances as regards the Company's Whistle Blower Policy.

III) The previous Annual General Meeting of the Company was held on 30th September 2015 and Mr. M. Srinivas, Chairman of the Audit Committee, attended previous AGM.

IV) The composition of the Audit Committee and the attendance of each member of the Audit Committee are given below:

Name of the Director	No. of Meetings held during the year	No. meetings attended during the year
Mr. GVLN Raju	5	5
Mr. Madireddi Prasad Venkata Siva	5	5
Mr. R. Srinivasa Rao	5	5

The necessary quorum was present at all the meetings.

REMUNERATION COMMITTEE

The composition of the Remuneration Committee is given below:

Name of the Director
Mr. GVLN Raju
Mr. Madireddi Prasad Venkata Siva
Mr. R. Srinivasa Rao

4. SHARE HOLDERS /INVESTORS GRIEVANCE COMMITTEE:

The Committee oversees share transfers and monitors investor grievances. To look into the redressal of shareholders and investors complaints like – transfer of shares, non – receipt of balance Sheet, non-receipt of declared dividends etc.,

The Committee consists of the following Directors:

Name of the Director	Chairman/Member
Mrs. Greeshma	Chairman
Mr. Madireddi Prasad Venkata Siv	Member
Sri R. Srinivas Rao	Member

Details of Complaints received/resolved:

During the period under review, three complaints were received from the shareholders, all of them have been resolved and there are no pending Complaints as on date of this report.

The Complaints had been attended to within seven days from the date of receipt of the complaint, as communicated by our Registers and Share Transfer Agents M/s. Aarthi Consultants Pvt. Ltd. The outstanding complaints as on 31st March, 2016 were: NIL.

DETAILS OF COMPLAINTS RECEIVED/RESOLVED

All the complaints received during the period under review was resolved, and no compliant is pending as on the date of this report

The outstanding complaints as on 31st March 2016 were: NIL

6. DISCLOSURES

i. There were no materially significant related party transactions that may have potential conflict with the interest of the Company at large.

ii. There was no incidence of non-compliance during the last three years by the Company on any matter related top Capital markets. There were no penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority.

7. NOTES ON DIRECTORS APPOINTMENT/RE-APPOINTMENT:

Relevant details forms part of the explanatory statement to the notice of the Annual General Meeting/Director's Report.

8. MEANS OF COMMUNICATIONS:

As per the listing requirements, the company publishes periodical financial results in leading English and regional news papers information. The Management Discussion and Analysis (MD& A) forms part of the annual report.

9. GENERAL SHAREHOLDER INFORMATION:

(I) Annual General Meeting

Date	:	30th September, 2016
Time	:	4.00 P.M.
Venue	:	Registered Office of the Company

(II) Financial Calendar 1st April 2016 to 31st March 2017 **(Tentative Schedule)**

Quarter ending June, 30 2016	Approved in the Board Meeting held in August 2016 and intimated the same to Stock Exchange
Quarter ending September 30, 2016	On or before 14th November 2017
Quarter ending December 31, 2016	On or before 14th February 2017
Quarter ending March 31, 2017	On or before 30th May 2017
Annual General Meeting (for FY ended 31st March, 2017)	Before end of September, 2017

(III) Date of Book Closure 24th September 2016 to 30th September 2016

(IV) Listing on Stock Exchanges :

BSE Ltd

The listing fee has been paid to all the Stock Exchanges where the Company's shares are listed.

(VI) Market Price Data: High, Low during each Month in last Financial Year

During the financial year the shares of the company were not traded

(VII) Transfer Agents M/s. Aarthi Consultants Private Limited
1-2-285, Domalguda, Hyderabad – 500 029.
Ph: 040-2763 8111; 040-2763 4445, Fax: 040-2763 2184

Website: www.aarthiconsultants.com
Email: info@aarthiconsultants.com

(VIII) Share Transfer System Documents will be accepted at

M/s. Aarthi Consultants Private Limited
1-2-285, Domalguda, Hyderabad – 500 029.
Ph: 040-2763 8111; 040-2763 4445
Fax: 040-2763 2184
Website: www.aarthiconsultants.com
Email: info@aarthiconsultants.com

The Shares of the Company are in physical form and electronic form. The transfer of shares in demat form is done through the Depositories without involvement of the Company. As regards, transfer of shares held in physical form, the transfer documents can be lodged with Company as well as Registrars M/s. Aarthi Consultants Private Limited at above-mentioned address.

The Transfer of shares in physical form is normally processed within 10-15 days from the date of receipt if the documents are complete in all respects. The Share Transfer Committee severally empowers to approve the transfers.

Shareholding pattern of the Company as on 31st March 2016

(XI) (b) Distribution of Shareholding as on 31-03-2015

	CATEGORY	No.of Shares held	%of shareholding
A	**PROMOTER'S HOLDING:**		
1.	Promoters* - Indian Promoters - Foreign Promoters	22,28,900 --	63.95
2.	Persons acting in Concert #		
B.	**NON-PROMOTERS HOLDING**		
3.	Institutional Investors		
a.	Mutual Funds		
b.	Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions / Non-government Institutions)		
c.	FIIs		
4.	**OTHERS**		
a.	Private Corporate Bodies		
b.	Indian Public	12,56,600	36.05
c.	NRIs / OCBs		
d.	Any other (please specify)		
	TOTAL	**3485500**	**100.00**

10. OTHER DISCLOSURES

i. Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

ii. Certificate of Code of Conduct for the year 2015-16

Your companyis committed for conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted "Code of Conduct" which is applicable to all director, officers and employees.

I hereby certify that all the Board Members and Senior Management have affirmed the compliance with the Code of Conduct, under a certificate of Code of Conduct for the year 2015-16.

Hyderabad (Sd/-)
01.09.2016 Managing Director

iii. Disclosure of Accounting Treatment

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under the provisions of Companies Act, 2013.

iv. Non executive directors' compensation and disclosures

None of the Independent / Non-executive Directors has any pecuniary relationship or transactions with the Company which in the judgment of the Board may affect the independence of the Directors.

v. CEO/CFO Certification

The CEO and CFO certification of the financial statements for the year 2015-16 is provided elsewhere in this Annual Report.

BY ORDER OF THE BOARD OF DIRECTORS
For TEJ INFOWAYS LIMITED

PLACE : HYDERABAD SD/- SD/-
DATE : 01-09-2016 Managing Director Director

CERTIFICATE BY THE CHIEF EXECUTIVE OFFICER (CEO) AND THE CHIEF FINANCIAL OFFICER (CFO)

I, N GREESHMA, Managing Director of the company certify:

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31st March 2016 and to the best of our knowledge and belief;

- These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
- These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.

2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;

3. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the identified deficiencies and;

4. That we have informed the auditors and the audit committee of:

   a) Significant changes in the internal control during the year;
   b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   c) There is no Instances of significant fraud of which we have become aware and the involvement of an employee having a significant role in the company's internal control system.

Place: HYDERABAD Sd/-
Date: 01.09.2016 Managing Director

Certificate on compliance of Corporate Governance

To

The Members,
Tej Infoways Limited
Hyderabad

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance condition of corporate governance of M/s Tej Infoways Limited ("the company") for the year ended 31st March, 2016.

The compliance of the conditions of the Corporate Governance is the responsibility of the management. Our examination, conducted in the manner described in the Guidance note on Certification of Corporate governance" issued by the Institute of Chartered Accountants of India was limited to procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statements of the company.

In our opinion and to the best of our information and explanations given to us and on the basis of our examination described above, the company has complied with the conditions of Corporate Governance as stipulated.

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

FOR P. MURALI & CO.,
CHARTERED ACCOUNTANTS

PLACE : HYDERABAD
DATE : 01.09.2016

P. MURALI MOHANA RAO
PARTNER

FORM No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016
(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
TEJ INFOWAYS LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tej Infoways Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2016 according to the applicable provisions of:

i. The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
ii. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; and

v. Other laws applicable to the Company as per the representations made by the Management.

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

i. Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings are yet to be specified under the Act by the Institute.

ii. The provisions of Companies Act 2013 and Provisions of SEBI (LODR) Regulations 2015.

During the period under review and as per the explanations and clarifications given to us in writing by the Company and the representations made by the Management, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The company could not constitute the Nomination & Remuneration Committees as per the Companies Act 2013 and Provisions of SEBI (LODR) Regulations 2015, and we were informed that the Management is in the process of appointing the independent Director to comply with the said provisions.

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

Decisions at the Board Meetings, as represented by the management, were taken unanimously. We further report that as per the explanations given to us and the representations made by the Management and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no instances of Amalgamation or arrangements.

Sd/-
Sarada Putcha
Company Secretary

Hyderabad
September 01, 2016 FCS No: 21717, CP No: 8735

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To,
The Members,
Tej Infoways Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts and Income Tax Details & FEMA compliance if any of the Company.
4. The Company has not appointed the whole-time Company Secretary and CEO & CFO and other Key Managerial Persons as required under the provisions of the Companies Act 2013
5. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
6. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
Sarada Putcha
Company Secretary

Hyderabad
September 01, 2016 FCS No: 21717, CP No: 8735

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on
31ST March 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	:	L72200TG1991PLC012911
ii.	Registration Date	:	5th July 1991
iii.	Name of the Company	:	TEJ INFOWAYS LIMITED
iv.	Category / Sub-Category of the Company	:	Indian – Non- Govt. Company
v.	Address of the Registered office and contact details	:	"Surya Soudha", Plot No. 22, Road No. 5, Jubilee Hills, Hyderabad – 500 033
vi.	Whether listed company Yes / No	:	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	M/S. Aarthi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad - 500 029 Tel. No.: 040-2763 8111, 2763 4445 Fax :0091-40-2763 2184

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Software related Business		100%

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

S. N0	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate
1	**NA**		

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	N Surya Prakash Rao	2228900	63.95	0	2228900	63.95	0	0

iii) **Change in Promoters' Shareholding (please specify, if there is no change): NO CHANGE**

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2228900	63.95	0	0
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil			
	At the end of the year	2228900	63.95	0	0

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year				

V. INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year	0	0	0	0
* Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount (Rs.)
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	---	---		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	---	---		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	----	----		
2	Stock Option	---	---		
3	Sweat Equity	---	---		
4	Commission - as % of profit - others, specify…	---	---		
5	Others, please specify	----	----		
	Total (A)				
	Ceiling as per the Act	--	--	--	--

B. Remuneration to other directors: **NIL**

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		-----	----	----	---	
1	Independent Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	----	----		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	----		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	----	----		
2	Stock Option	----	----		
3	Sweat Equity	----	----		
4	Commission	----	----		
	- as % of profit	----	----		
	others, specify…	----	----		
5	Others, please specify	----	----		
	Total	----	----		

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	**NIL**				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	**NIL**				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	**NIL**				
Punishment					
Compounding					

INDEPENDENT AUDITOR'S REPORT

To the Members of TEJ INFOWAYS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements M/s TEJ INFOWAYS LIMITED ("the Company"), which comprises the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

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

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2016, its profit and cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

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

   a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
   b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

   c) the Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

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

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

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

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

i. The Company is not having any pending litigations which effects its financial position in its financial statements.

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

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

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

Sd/-
Partner

Place: Hyderabad
Date : 30.05.2016

Annexure A to the Auditors Report

Annexure referred to in Independent Auditors Report to the Members of TEJ INFOWAYS LIMITED on the financial statements for the year ended 31st March 2016, we report that:

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.
(c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the company does not have any immovable properties, Hence the provisions of this clause are not applicable .

1. (a)The inventories have been physically verified during the year by the management. In our opinion the frequency of verification is reasonable.

   (b) The procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.

   (c) The company has maintained proper records of its inventories and no discrepancies were found on physical verification of stocks and books .

ii. The Company has not granted any loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said order are not applicable to the company.

iii. The Company has not granted any loans or made any Investments, or provided any guarantee or security to the parties covered under section 185 and 186 of the Act. Therefore, the provisions of clause 3(iv) of the said order are not applicable to the company.

iv. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.

v. The Central Government has not prescribed the maintenance of cost records under section 148(1) of The Companies Act, 2013.

vi. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Income-tax and other material statutory dues, as applicable, with the appropriate authorities in India and there were no material statutory dues in arrears as on 31st March 2016, for a period of more than 6 months.

(b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, which have not been deposited on account of any disputes.

vii. In our opinion, and according to the information and explanations given to us, the company has no loans taken from any financial institution or banks or Government or dues to debenture holders as at the balance sheet date.

viii. The Company has not raised any moneys by way of initial public officer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of this clause are not applicable to the Company.

ix. According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our Audit.

x. The company has not paid/provided for any managerial remuneration. Accordingly, the provision of Section 197 of Companies Act 2013 is not applicable to the company with regarding to managerial remuneration.

xi. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it; the Provisions of clause 3(xii) of the order are not applicable to the company.

xii. The Company has not entered any transactions with related parties during the year. Hence the provisions of Sec.177 and Sec.188 of The Act are not applicable to the company.

xiii. The Company has not made any preferential allotment of private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.

xiv. The Company has not entered into non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.

xv. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the Company.

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

Sd/-
Partner

Place: Hyderabad
Date : 30.05.2016

Annexure B to the Independent Auditor's Report

Report on the Internal Financial Controls over Financial Reporting under clause (i) of the Sub-section 3 of the Section 143 of the Companies Act, 2013 ('The Act')

We have audited the internal financial controls over financial reporting of M/s TEJ INFOWAYS LIMITED ('the company') as of 31st march 2016 in conjunction with our audit of financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our Audit. We conducted our audit in accordance with the Guidance note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the standards on Auditing deed to be prescribed under section 143(10) of the Act to the extent applicable to an Audit of Internal Financial Controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. These standards and guidance note require that we comply with ethical requirements and plan and performed the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitation of Internal Financial Controls over Financial Reporting

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

Opinion

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

For P. Murali & Co.,
Chartered Accountants
FRN: 007257S

Sd/-
Partner

Place: Hyderabad
Date: 30.05.2016

TEJ INFOWAYS LIMITED

BALANCE SHEET AS AT 31ST MARCH,2016

PARTICULARS	Note No	AS AT 31.03.2016	AS AT 31.03.2015
		Rs	Rs
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	3,48,55,000	3,48,55,000
(b) Reserves and Surplus	2	3,27,86,309	3,15,34,618
(c) Money received against share warrants		-	-
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Long-Term Borrowings		-	-
(b) Defferred Tax Liabilities (Net)	3	31,64,902	50,43,811
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(4) Current Liabilities			
(a) Short-Term Borrowings		-	-
(b) Trade Payables	4	96,54,781	1,33,81,035
(c) Other Current Liabilities		-	-
(d) Short-Term Provisions	5	47,98,320	50,21,664
TOTAL		**8,52,59,313**	**8,98,36,128**
II.ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6	2,31,50,095	3,23,26,061
(ii) Intangible assets		-	-
(b) Non-current investments		-	-
(c) Long Term Loans and advances			
(d) Other Non-Current assets	7	1,99,455	2,67,606
(2) Current assets			
(a) Current investments		-	-
(b) Inventories	8	15,96,850	93,45,975
(c) Trade receivables	9	5,10,45,084	3,50,89,780
(d) Cash and Bank Balances	10	1,80,984	2,63,012
(e) Short-Term Loans and Advances	11	90,86,845	1,25,43,695
(f) Other Current assets			
TOTAL		**8,52,59,313**	**8,98,36,128**

Summary of Significant Accounting Policies

The accompanying Notes are an Integral Part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For P.MURALI & CO.,
Firm Regn. No: 007257S
CHARTERED ACCOUNTANTS

SD/-
PARTNER

Place : Hyderabad
Date : 30.05.2016

For. TEJ INFOWAYS LIMITED

SD/-
MANAGING DIRECTOR

SD/-
DIRECTOR

SD/-
COMPANY SECRETARY

TEJ INFOWAYS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2016

PARTICULARS	Note No	YEAR ENDED 31.03.2016 Rs.	YEAR ENDED 31.03.2015 Rs
INCOME			
Revenue from Operations	12	14,20,64,150	23,39,00,372
Other Income		-	-
Total Revenue		**14,20,64,150**	**23,39,00,372**
EXPENSES			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		-	-
Changes in inventories of Finished goods, WIP and Stock-in-Trade	13	77,49,125	41,44,875
Employee Benefit expenses	14	1,64,22,709	2,05,55,241
Other Operating Expenses	15	9,24,73,667	17,74,15,595
Administrative Expenses	16	1,44,69,581	1,79,11,663
Financial costs	17	63,152	2,74,589
Depreciation and amortization expense	6	91,75,965	1,10,29,221
Total Expenses		**14,03,54,199**	**23,13,31,184**
Profit / Loss) Before Tax		17,09,951	25,69,188
Tax expense:			
(1) Current tax		23,37,168	29,75,726
(2) Deferred tax		(18,78,909)	(22,71,118)
Profit / (Loss) after tax		**12,51,691**	**18,64,580**
Balance brought forward from previou year		3,23,88,342	3,05,23,762
Balance carried forward to balance sheet		3,36,40,033	3,23,88,342
Earning per equity share:			
(1) Basic		0.36	0.53
(2) Diluted			

Summary of Significant Accounting Policies

The accompanying Notes are an Integral Part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

For P.MURALI & CO.,
Firm Regn. No: 007257S
CHARTERED ACCOUNTANTS

SD/-
PARTNER

For.TEJ INFOWAYS LIMITED

SD/-
MANAGING DIRECTOR

SD/-
DIRECTOR

SD/-
COMPANY SECRETARY

Place : Hyderabad
Date :30.05.2016

TEJ INFOWAYS LIMITED

Notes to Financial Statements for the year ended March 31, 2016

NOTE NO. 1 : SHARE CAPITAL

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
a	Equity Share Capital	Rs	Rs
	(a) Authorised		
	(60,00,000 Equity Shares of Rs. 10/- Each Current Year)	**6,00,00,000**	
	(60,00,000 Equity Shares of Rs. 10/- Each Previous Year)		**6,00,00,000**
	(b) Issued		
	(34,85,500 Equity Shares of Rs. 10/- Each Current Year)	**3,48,55,000**	
	(34,85,500 Equity Shares of Rs. 10/- Each Previous Year)		**3,48,55,000**
	(c) Subscribed & Fully Paid Up		
	(34,85,500 Equity Shares of Rs. 10/- Each Current Year)	**3,48,55,000**	
	(34,85,500 Equity Shares of Rs. 10/- Each Previous Year)		**3,48,55,000**
	(d) Subscribed & not fully paid up		
	(e) Par Value per share Rs. 10/-		
	Total Equlty Share capital	**3,48,55,000**	**3,48,55,000**
b	**A Reconcilation of the number of shares outstanding at the beginning and at the end of the reporting period:**		
	Equity Shares of Rs.10/-Each, Fully paid up		
	At the Beginning	34,85,500	34,85,500
	At the end	34,85,500	34,85,500
c	**Details of Shareholder holding more than 5% shares of the company:**	% of Share Holding	
	Equity Shares of Rs. 10/- each Held By		

NOTE NO. 2 : RESERVES AND SURPLUS

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
		Rs	Rs
I	**a) Surpuls :**		
	i) Opening Balance - Profit and(Loss) Account	3,15,34,618	3,05,23,762
	Add: Transfer from Profit & (Loss) Account	12,51,691	18,64,580
	Add: Transfer to retained earning (As per Companies Act,2013)	-	8,53,724
	Total Reserves and Surplus	**3,27,86,309**	**3,15,34,618**

NOTE NO. 3 : DEFERRED TAX LIABILITY (NET)

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
		Rs	Rs
I	Opening Deferred tax Liability	50,43,811	73,14,929
	Add:		
	Deferred Tax Asset for the year (Due to SLM and WDV Difference)	(18,78,909)	(22,71,118)
	Deferred Tax Liability/ (Asset) - Net	**31,64,902**	**50,43,811**

NOTE NO. 4 : TRADE PAYABLES

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
		Rs	Rs
I	a) Trade Payables & others	96,54,781	1,33,81,035
	Total Trade Payables	**96,54,781**	**1,33,81,035**

NOTE NO. 5 : SHORT TERM PROVISIONS

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
		Rs	Rs
I	a) Provisions & Out Standing expenses	23,47,152	19,35,638
	Audit Fee Payable	1,14,000	1,10,300
	Provision For Income Tax	23,37,168	29,75,726
	Total Short Term Provisions	**47,98,320**	**50,21,664**

TEJ INFOWAYS LIMITED

Notes to Financial Statements for the year ended March 31, 2016

NOTE NO. 7 : OTHER ASSETS (CURRENT & NON CURRENT)

S. No.	Particulars	Non Current	
		AS AT 31.03.2016	AS AT 31.03.2015
I	Preliminery Expenses	Rs 2,67,606	Rs 3,35,757
	Less : Expenses W/o	68,151	68,151
	Total Other Assets	**1,99,455**	**2,67,606**

NOTE NO. 8 : INVENTORIES

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
I	Inventories :		
	Raw Materilas & WIP	Rs 15,96,850	Rs 93,45,975
	Total Inventories	15,96,850	93,45,975

NOTE NO. 9 : TRADE RECEIVABLES

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
I	**Outstanding for a period exceeding six months from the date they are due for payment**	Rs	Rs
	Secured, Considered Good	-	-
	Unsecured, Considered Good	-	
	Doubtful	-	-
	Less: Allowance for Bad & Doubtful Debts	-	-
		-	-
	Other Receivables:	-	-
	Secured, Considered Good	-	
	Unsecured, Considered Good	5,10,45,084	3,50,89,780
	Doubtful	-	
	Less : Allowance for bad & doubtful debts	5,10,45,084	3,50,89,780
		-	-
		5,10,45,084	3,50,89,780
	Total Trade Receivables	**5,10,45,084**	**3,50,89,780**

NOTE NO. 10: CASH AND BANK BALANCES

S.No.	PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
I	Cash and cash eqivalents :	Rs	Rs
	a) Balances with banks :		
	i) On Current Accounts	87,563	1,25,417
	b) Cash on hand	93,421	1,37,595
	Total Cash and Cash Equivalents	**1,80,984**	**2,63,012**

NOTE NO. 11 : LOANS AND ADVANCES

S. No.	PARTICULARS	Non Current	
		AS AT 31.03.2016	AS AT 31.03.2015
I	Advances	Rs 90,00,295	Rs 1,24,57,145
	Deposits	86,550	86,550
	Total Short Term Loans and Advances	**90,86,845**	**1,25,43,695**

TEJ INFOWAYS LIMITED

NOTE NO 6 : TANGIBLE & INTANGIBLE ASSETS AS AT 31-03-2016

Sl. No.	Particulars	Gross Block				Depreciation/Amortization				Net Block as on 31.03.2016	Net Block as on 31.03.2015
		As on 01.04.2015	Additions during the year	Sale / Deletions during the year	As on 31.03.2016	Dep. As on 01.04.2015	Transferred to Retained earnings	Dep. For the year	Total Depreciation		
1	PLANT & MACHINERY	6,54,84,519		-	**6,54,84,519**	3,37,63,353		88,03,675	**4,25,67,028**	**2,29,17,491**	**3,17,21,166**
2	COMPUTERS	7,42,34,140	-	-	**7,42,34,140**	7,42,34,140			**7,42,34,140**	**-**	**-**
3	FURNITURE	20,28,918	-	-	**20,28,918**	14,47,389		3,48,925	**17,96,314**	**2,32,604**	**5,81,529**
4	OFFICE EQUIPMENT	39,58,030	-	-	**39,58,030**	39,34,665		23,365	**39,58,030**	**-**	**23,365**
5	TRADEMARKS & PATENTS	15,300			**15,300**	15,300			**15,300**	**-**	**-**
					-				-	-	-
	TOTAL	**14,57,20,907**	**-**	**-**	**14,57,20,907**	**11,33,94,847**	**-**	**91,75,965**	**12,25,70,812**	**2,31,50,095**	**3,23,26,060**
	PREVIOUS YEAR	**14,57,20,907**			**14,57,20,907**	**10,15,11,902**	**8,53,724**	**1,10,29,221**	**11,33,94,847**	**4,42,09,006**	**4,76,88,770**

TEJ INFOWAYS LIMITED

Notes to Financial Statements for the year ended March 31, 2016

NOTE NO. 12: REVENUE FROM OPERATIONS

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 ₹	YEAR ENDED 31.03.2015 ₹
I	Revenue from operations		
	(a) Income From Opertaions	14,20,64,150	23,39,00,372
	Total Revenue from Operations	**14,20,64,150**	**23,39,00,372**

NOTE NO. 13 : CHANGE IN INVENTORIES & WIP.

S.No.	PARTICULARS		YEAR ENDED 31.03.2016 ₹	YEAR ENDED 31.03.2015 ₹
I	**Finished Goods**			
	Inventories at the beginning of the year		-	
	Less : Inventories at the end of the year			
		Sub Total (A)	-	-
	Raw Material & Work in Progress			
	Inventories at the beginning of the year		93,45,975	1,34,90,850
	Less : Inventories at the end of the year		15,96,850	93,45,975
		Sub Total (B)	77,49,125	41,44,875
	(Increase) / Decrease in Inventories	**(A+B)**	**77,49,125**	**41,44,875**

NOTE NO. 14 : EMPLOYEE BENEFIT EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 ₹	YEAR ENDED 31.03.2015 ₹
I	(a) Salaries & Wages	1,62,78,950	2,03,01,654
	(b) Staff Welfare Expenses	1,43,759	2,53,587
	Total Employee Benefit Expenses	**1,64,22,709**	**2,05,55,241**

NOTE NO. 15 : OTHER OPERATING EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 Rs	YEAR ENDED 31.03.2015 Rs
	a) Construction Expenses	9,02,89,740	16,80,04,697
	b) Repairs & Mainteances	3,74,561	20,45,748
	c) Rent,Rates & Taxes	2,85,647	3,96,854
	d) Marketing expenses	13,41,568	67,89,845
	e) Miscellaneous Expenditure W/o	68,151	68,151
	f) Auditor fee	1,14,000	1,10,300
	Total Other Expenses	**9,24,73,667**	**17,74,15,595**

NOTE NO. 16 : ADMINSTRATIVE EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 Rs	YEAR ENDED 31.03.2015 Rs
	a) Travelling & Conveyance	40,45,625	49,74,815
	b) Telephone, Postage and Others	1,03,412	1,82,542
	c) Office Mainteances	53,74,589	70,09,589
	d) Printing & Stationery	1,23,416	3,95,745
	e) Software Expenses	1,36,592	3,24,157
	f) Other Administrative Expenses	46,85,947	50,24,815
	Total Administrative Expenses	**1,44,69,581**	**1,79,11,663**

NOTE NO. 17 : FINANCE COST

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 Rs	YEAR ENDED 31.03.2015 Rs
I	(a) Interest & Bank Charges	63,152	2,74,589
	Total Finance Cost	**63,152**	**2,74,589**

TEJ INFOWAYS LIMITED

SIGNIFICANT ACCOUNTING POLICIES:

General:

(i) These accounts are prepared on the historical cost basis and on the accounting principles of going concern.

(ii) Accounting policies not specifically referred to otherwise or consistent and in consonance with generally accepted accounting principles.

Revenue Recognition:

(i) The Company follows the mercantile system of Accounting and recognizes income and expenditure on accrual basis.

(ii) Revenue is not recognized on the grounds of prudence, until realized in respect of liquidated damages, delayed payments as recovery of the amounts are not certain.

Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation. Cost of acquisition of fixed assets is inclusive of freight, duties, taxes and incidental expenses thereto.

Depreciation and Amortization:

In accordance with provisions of Schedule II of Companies Act,2013 in case of assets acquired prior to 1st April, 2014, the carrying value of assets is depreciated over the remaining useful life as specified in the companies Act, 2013 effective from 1st April, 2014.

Inventories

Inventories are valued at cost or market price whichever is lower.

Taxation:

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the company. Deferred tax asset and liability is recognized for future tax consequences attributable to the timing difference that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax asset and liability are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

Gratuity:

The company has not made any provision for gratuity to its employees, because no employee has put in qualifying period of service for entitlement of this benefit.

Earnings per Share:

The earning considered in ascertaining the company's earnings per share comprises net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

TEJ INFOWAYS LIMITED

Notes to Accounts

18) There are no dues to SSI Units outstanding for more than 45 days.

19) Auditors' Remuneration:

Particulars	31-03-2016 Rupees	31-03-2015 Rupees
Audit Fee	1,14,000/-	1,10,300/-

20) The Earning Per Share:

Particulars	As at 31st March 2016	As at 31st March 2015
Net Profit for the Year (Rs. Lakhs)	12,51,691/-	18,64,580/-
Weighted Average No. of Shares Outstanding during the Year	34,85,500/-	34,85,500/-
Basic & Diluted Earnings per Share (Rs.)	0.36	0.53
Nominal Value of the Share(Rs.)	10/-	10/-

21) In accordance with Accounting Standard 22(AS 22) issued by the ICAI, the company has accounted for deferred income tax during the year. The deferred income tax provision for the current year amount Rs.18,78,909/- towards deferred tax asset. (PY- Rs. 22,71,118/- towards deferred tax asset)

22) The company has not appointed the CFO for the financial year 2015-16.

23) The company has not appointed internal auditors for the financial year 2015-16.

24 Previous years' figures are restated/regrouped/rearranged wherever necessary in order to confirm to the current years' grouping and classifications.

25) Figures have been rounded off to the nearest rupee.

SIGNATURE TO NOTES 1 To 25

As per our report of even date
For P.Murali & Co
Chartered Accountants,
Firm's Regn.No:007257S

For and on behalf of the Board
TEJ INFOWAYS LIMITED

Sd/-
Partner
M.No:023412

Sd/-
Managing Director

Sd/-
Director

Sd/-
Company Secretary

Place : Hyderabad
Date : 30.05.2016

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 : **L72200TG1991PLC012911**
Name of the company : **TEJ INFOWAYS LIMITED**
Registered office : Surya Soudha, Plot No 22, Road No.5, Banjara Hills, Hyderabad 500033

Name of the member(s):	
Registered Address:	
E-mail 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 :
E-mail Id :
Signature: ……., or failing him

2. Name : ……
Address:
E-mail Id :
Signature: ……., or failing him

3. Name : ……
Address:
E-mail Id:
Signature: …….

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the company, to be held on Friday 30th day of September, 2016 at 4.00 p.m. at Surya Soudha, Plot No 22, Road No.5, Banjara Hills, Hyderabad 500033 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1. Approval of financial statements for the year ended 31.03.2016.
2. Ratification of re-appointment of statutory auditors and fixation of their remuneration.
3. To re-appoint Mrs. N Grishma, as Managing Director for a further period of five years

Signed this …..Day of ……, 2016

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.

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the 25th Annual General Meeting of TEJ INFOWAYS LIMITED to be held on Friday 30th September, 2016 at 4.00 p.m. at the registered office of the Company

Shareholders/Proxy's Signature_____

Shareholders/Proxy's full name_____
(In block letters)

Folio No. / Client ID_____

No. of shares held_____

Note:

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

PRINTED MATTER

Regd. Post / Courier

If Undelivered Please returns to:-

TEJ INFOWAYS LIMITED.
Surya Soudha, Plot No 22, Road No.5,
Banjara Hills, Hyderabad 500033082