

INFORMATION MEMORANDUM

DETAILED COMPANY PROFILE FOR INFORMATION MEMORANDUM

COMPANY INFORMATION

| Sr.No | Particulars  | Details  |
|-------|--|--|
| 1.    | Name of the Company  | 8K Miles Software Services Limited   |
| 2.    | CIN  | L72300TN1993PLC101852  |
| 3.    | Registered Address   | #5, Cenotaph Road, II Floor Srinivas Towers, Teynampet Chennai 600018  |
| 4.    | Telephone  | 044- 6602 8000   |
| 5.    | Email  | <a href="mailto:cs@8kmiles.com">cs@8kmiles.com</a>   |
| 6.    | Website  | <a href="https://8kmiles.com/">https://8kmiles.com/</a>  |
| 7.    | Contact Person   | <p>Mr. G. Sri Vignesh*<br/>                     Company Secretary and Compliance Officer<br/>                     Phone: +91 78239 98002<br/>                     Email : <a href="mailto:cs@8kmiles.com">cs@8kmiles.com</a></p> <p>* Mr. G Sri Vignesh was appointed as Company Secretary and Compliance Officer of the Company effective 1<sup>st</sup> July 2020.</p> <p>The erstwhile Company Secretary and Compliance Officer Ms. Diya Venkatesan resigned w.e.f 1<sup>st</sup> July 2020</p> |
| 8.    | Email ID for investor grievance  | <a href="mailto:investor@8kmilesoftwareervices.com">investor@8kmilesoftwareervices.com</a>   |
| 9.    | Name of the stock exchanges where listed   | BSE Ltd. and National Stock Exchange of India Limited  |
| 10.   | Name and address of the Registrar and Transfer Agent of the company<br><br>Tel. Nos & Fax No. Email: | <p><b>Name:</b> Adroit Corporate Services Private Limited.<br/> <b>Address:</b> No. 19/20, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai 400 059.<br/> <b>Contact Nos.:</b> +91 22 4227 0400<br/> <b>e-mail:</b> <a href="mailto:info@adroitcorporate.com">info@adroitcorporate.com</a></p>   |
| 11.   | Date of suspension & reason  | <p><b>Date of Suspension:</b> November 04, 2019<br/> <b>Reason:</b><br/>                     Non-submission of financial results as per regulation 33 of SEBI LODR for two consecutive quarters i.e. March 2019 and June 2019. The same has been complied by</p>   |



|     |   |   |                      |  |
|-----|---|---|----------------------|--|
|     |   | the Company on November 02, 2019 and February 29, 2020, for the respective quarters.  |                      |  |
| 12. | Capital Structure   | <p><b>Authorised Capital:</b><br/>Rs. 30,00,00,000 (60,000,000 equity shares of Rs.5/- each fully paid-up)</p> <p><b>Issued, Subscribed and paid-up capital:</b><br/>Rs.15,25,88,025/- (3,05,17,605 equity shares of Rs.5/- each fully paid-up)</p> |                      |  |
| 13. | Listed capital  | Rs.15,25,88,025/- (3,05,17,605 equity shares of Rs.5/- each fully paid-up)  |                      |  |
| 14. | Group Companies (Holding / Subsidiary / Step-down Subsidiary) |   |                      |  |
|     | <b>S. No.</b>   | <b>Name of the subsidiary</b>   | <b>Relationship</b>  | <b>Effective ownership interest as on March 31, 2020</b> |
|     | 1   | 8K Miles Software Services Inc., USA  | Subsidiary           | 64.42%   |
|     | 2   | 8K Miles Health Cloud Inc., USA   | Subsidiary           | 100%   |
|     | 3   | Mentor Minds Solutions & Services Inc., USA   | Subsidiary           | 100%   |
|     | 4   | Healthcare Triangle Private Limited, India  | Subsidiary           | 100%   |
|     | 5   | Nexage Technologies USA Inc., USA   | Step down Subsidiary | 100% of 8K Miles Software Services Inc., USA             |
|     | 6   | Cornerstone Advisors Group LLC, USA   | Step down Subsidiary | 100% of 8K Miles Software Services Inc., USA             |
|     | 7   | Healthcare Triangle Inc., USA   | Step down Subsidiary | 100% of 8K Miles Software Services Inc., USA             |
|     | 8   | Serj Solutions Inc., USA  | Step down Subsidiary | 100% of 8K Miles Health Cloud Inc., USA                  |

#### SHAREHOLDING PATTERN OF THE COMPANY AS ON JUNE 30, 2020

| Category                  | No. of shareholders | No. of fully paid up equity shares held | Shareholding as a % of total no. of shares |
|---------------------------|---------------------|---|--|
| Promoter & Promoter group | 2                   | 1,16,46,703                             | 38.16                                      |
| Public                    | 32,756              | 1,88,70,902                             | 61.84                                      |
| <b>Total</b>              | <b>32,758</b>       | <b>3,05,17,605</b>                      | <b>100.00</b>                              |



**PROMOTERS OF THE COMPANY**

| Name of the promoter | No. of fully paid up equity shares held | Shareholding as a % of total no. of shares | No. of shares pledged | As a % of total Shares held (pledged shares) | Experience (in years and brief)  |
|----------------------|---|--|-----------------------|--|--|
| R.S. Ramani          | 4,65,000                                | 1.52                                       | 0                     | 0  | R.S. Ramani is a graduate in Commerce and a qualified Chartered Accountant, with Finance and Auditing as core subjects. With 30 years of experience, he is a seasoned professional in the fields of Finance, Accounting and Auditing. His entrepreneurial experience spans over two decades in various industries and operations that ensure the achievement of commercial success for customers and partners. |
| Suresh Venkatachari  | 1,11,81,703                             | 36.64                                      | 16,50,000             | 14.76  | Refer the table 'Board of Directors'   |



## BUSINESS OVERVIEW AND STRATEGY:

8K Miles is a born-in-cloud, ISO- 27001 Certified platform centric and domain focused cloud transformation services company primarily specializes in providing services to highly regulated industries such as Healthcare, Life Sciences and Pharmaceuticals. Our next gen automation enabled cloud transformation services based on our platforms strengthened through innovative deployment of AI/ML, Big data and Analytics capabilities ensure continuous security/ governance facilitating adherence to strict statutory and regulatory compliance, while driving the customer cost down during their cloud transformation journey.

### The Main objects of the Company:

1. Create and provide an online outsourcing marketplace connecting buyers of software development.
2. Carry on the business of establishing or promoting Business process outsourcing services, in India and export to other parts of the World.
3. To market, distribute, sell, design, plan, develop, export all kinds of information technology enabled services.

## BOARD OF DIRECTORS

| S. No | Name                    | Designation            | Experience including current/past position held in other firms  |
|-------|-------------------------|------------------------|---|
| 1     | Mr. Suresh Venkatachari | Managing Director      | Mr. Suresh is the Founder of 8K Miles Software Services Limited and Chairman & Managing Director of the Company. He has over 25 years of experience in Consulting and Outsourcing industry and has successfully founded several IT outsourcing and solutions companies like Solution NET, SRP Consulting and SRM Technologies in Australia, Dubai, India and USA. He was awarded as a TOP entrepreneur in Singapore in the year 2000 and served as an advisor in many IT, Telecommunication and economic bodies in Singapore. |
| 2     | Mr. Lakshmanan Kanappan | Non-Executive Director | He is the Founder of FuGen Solutions and was designated the role of Chief Operating Officer of 8K Miles, a visionary leader who leads and directs the business operations for our Company. He is a serial entrepreneur with more than 28 years of experience in the software industry and also supports investments and M&A activities for 8K Miles. He manages the day-to-day operations for 8K Miles including corporate strategy, partnerships, business development and marketing   |



|   |   |                                    |  |
|---|---|------------------------------------|--|
|   |   |                                    | aspects. As part of his current role, he brings top performing tool vendors on public/private/hybrid clouds into 8K Miles ecosystem of partners.   |
| 3 | Ravichandran S<br>*Appointed effective 30 <sup>th</sup> July 2020 | Additional and Whole-time Director | Mr. S. Ravi Chandran is the Head of Indian Operations and Non-US Territory Sales for 8K Miles.<br>Prior to this, Ravi was heading UK and Europe Operations for Ramco Systems and instrumental to drive new customer acquisition.<br>Earlier, he has worked as Head of Global Sales and Marketing for RS Software, a company specializing in payment industry and Head of UK and Europe operations for Keane where he was responsible for topline and P&L Managed a team of 800 people (including delivery) between India and Europe and focusing on Telco, BFSI and Retail. Prior to that, he was with Keane APAC, Tecsol and IBM Singapore and Australia. |
| 4 | Dinesh Raja Punniamurthy  | Independent Director               | He has completed his Master's Degree after his bachelor's in visual communication. He has expertise in building sustainable businesses and teams, ideating, strategizing, planning and executing innovative ideas, creating optimal workspaces, identifying and honing talents, keeping team morale high. With over 16 years of experience in the service industry predominantly in India and few years in Australia, Dinesh brings a mix of strategic planning and management experience to the table.  |
| 5 | Babita Singaram   | Independent Director               | She holds a Post-Graduation in Business Administration from SRM University, Chennai after her bachelor's degree in Commerce. She had super-specialized in Advanced Marketing and Human Resources Management. She is an ardent marketing professional with over 11 years of experience in Service Industry. She is also well-versed in Strategic management, business promotion, key accounts management, market plan execution, cross and intra- departmental management, competitor and market analysis, Brand management and communication   |
| 6 | Desikan Balaji  | Independent Director               | He joined the Board of 8K Miles Software Services Limited recently in December 2019, to provide insight and oversee corporate governance and compliances for the Company. He is an Advocate by profession and a corporate law consultant. He is an Associate member of Institute of Company Secretaries of India and Chartered Institute of Arbitration, United Kingdom, Qualified Cost  |



|  |  |   |
|--|--|---|
|  |  | Accountant, and Advanced Arbitration Course conducted by the Association for International Arbitration. He also holds a post- graduation diploma in Intellectual Property Rights from National Law School, Bangalore. He has been providing advisory and consulting on Corporate laws for more than a decade and has equivalent experience in teaching / conducting seminars on corporate laws at various institutes, various colleges and Corporates in Chennai. |
|--|--|---|

## AUDITED FINANCIALS

| Financial performance for last 3 years   | Rs. in lacs     |                |                |
|--|-----------------|----------------|----------------|
|  | Mar 2020        | Mar 2019       | Mar 2018       |
| Sales  | 4,245.67        | 5694.44        | 5056.52        |
| Other Income   | 303.17          | 686.98         | 535.33         |
| <b>Total Income</b>  | <b>4,548.84</b> | <b>6381.42</b> | <b>5416.36</b> |
| <b>Expenditure</b>   | <b>5,062.86</b> | <b>5018.37</b> | <b>4694.89</b> |
| <b>Profit before Tax</b>   | <b>-532.42</b>  | <b>1363.05</b> | <b>721.47</b>  |
| Provisions for Tax   | -7.18           | 389.82         | 233.63         |
| <b>Profit after Tax</b>  | <b>-525.24</b>  | <b>973.23</b>  | <b>487.84</b>  |
| Equity Share Capital   | 1525.88         | 1525.88        | 1525.88        |
| Acc. Profit / (loss)   | 416.81          | 944.84         | -35.32         |
| Networth of the company as per formula prescribed under the ICDR Regulations 2009 (since rescinded, computed as per definition in Reg. 2(1)(hh) of 2018 regulations) | <b>8,272.43</b> | <b>8800.43</b> | <b>7820.27</b> |

### Summary of outstanding Litigations, Claims and Regulatory Actions:

- Total number of outstanding litigations against the company and amount involved: Nil
- Brief details of top 5 material outstanding litigation against the Company and amount involved: Nil
- Regulatory actions by SEBI or stock exchanges in last 5 years against the promoters –



| Sr.No | Regulatory actions by SEBI against promoters  | Payment of Penalty  |
|-------|---|---|
| 1.    | Adjudication Order in respect of promoter directors of 8K miles Software Services Ltd (July 30, 2018)                 | The penalty has been duly paid by the promoters of the Company. |
| 2.    | Adjudication proceedings in respect of 7 entities in the matter of 8K Miles Software Services Limited (July 30, 2018) |   |

D. Outstanding criminal proceedings – Nil

**For 8K Miles Software Services Limited**



**G Sri Vignesh**  
Company Secretary



**Place: Chennai**  
**Membership No.- A57475**  
**Date: 24<sup>th</sup> August, 2020**