Annual Report **2015-16**

The Cloud Specialists

8K Miles

Cloud | Identity | Big Data | Mobile

Contents

01 The Cloud Specialists

02 Highlights of the Year

04 Message from the CEO

08 Cloud

10 The Cloud Specialists

16 CloudEz IPillar of Long-term Success

18 A Model of Success

20 Milestones of the Leadership Journey

22 Customer First

24 People Driven. Talent Led.

26 Thought Leadership – Strategic Advisory Board

30 Board of Directors

32 Key Leadership Team

33 Corporate Information

34 Financial Highlights – 5 years at a glance

35 Notice to the Shareholders

52 Directors' Report

65 Report on Corporate Governance

80 Business Responsibility Report

86 Financial Section

Cloud computing is fast emerging as the most exciting and speedily growing IT opportunity.

It has transformed remarkably from being a cost reduction tool to a massive game changer as enterprises are embracing and adapting its manifold advantages of agility and elasticity, continuity and collaboration and, control and compliance.

The tremendous scale created from multi-tenant platforms shared across hundreds, thousands, or even millions of simultaneous users has made "transition to the Cloud" a top priority in the digital transformation of enterprises all over the world.

At 8K Miles we have been

Architecting Enterprise Cloud for Business Transformation and Innovation since the last 8 years.

Our Cloud Expertise spans Security, Automation, Analytics and Big Data. Our Partnerships include some of the biggest names in Cloud like Amazon Web Services, Microsoft Azure, IBM, Google Cloud Platform and CA Technologies. Our Global Footprint covers the USA, Canada, India and Singapore. Our Competencies combine people, IP, processes, tools and operations. Our primary sector focus is in Life Sciences, Healthcare and Financial Services.

At 8K Miles, we are born in the Cloud.

We are The Cloud Specialists

Highlights
of the Year

Financial Highlights

TOTAL INCOME
Up by 117%
₹ 2,721.43 millions

EBIDTA
Up by 130%
₹ 887.28 millions

PAT
Up by 131%
₹ 532.36 millions

EPS
Up by 98%
₹ 36.64

NET WORTH
Up by 105%
₹ 2,044.59 millions

RESERVES & SURPLUS
Up by 117%
₹ 1,935.65 millions

Acquisitions

8K Miles acquired NexAge Technologies during November 2015, one of the principal regulatory compliance and technology solutions firms in the U.S. with more than 15 years of experience in computer systems validation, quality review, vendor audits, data analysis and migration, as well as process governance for the life science and pharmaceutical industry.

8K Miles acquired Cintel, a growing UI and UX development company. Cintel offers UI design and UX development, mobile application development services for a range of key verticals such as Banking & Financial Services, Insurance & Healthcare, Hi-Tech, Education, Retail and Manufacturing. Its customers include SaaS and cloud applications providers.

Partnerships

8K Miles, an Amazon Web Services (AWS) Advanced Consulting Partner specializing in enterprise transformation with cloud, analytics, and identity management, has achieved Audited AWS Managed Service Provider Partner status. The new distinction elevates 8K Miles amongst a select group of AWS partners that has passed a rigorous third-party audit designed to validate excellence in AWS Cloud design, migration and management. This delivers value to customers by offering proactive monitoring, automation, and management of their customers' environment on public cloud. 8K Miles has also achieved the AWS Life Sciences and AWS Healthcare Competency by demonstrating technical proficiency and proven customer success. 8K Miles was approved as part of AWS SaaS partner program during this year.

8K Miles, a Microsoft Azure cloud value-added partner achieved Microsoft Silver Cloud competency during this year and enrolled in to Microsoft Cloud Service Provider (CSP) program.

8K Miles was approved as an IBM Security Systems Reseller and also received new Softlayer Reseller status. 8K Miles established value added partnerships with Tableau, Splunk, DataDog and RSA during the fiscal year 2015-16. 8K Miles partnered with ServiceNow to power the CloudEzRX™, CloudEzCare™ solutions and its Managed Services platform.

Business Updates

In the last 18 months, 8K Miles has delivered IP-led cloud solutions to the clients and have migrated multiple clients to category of over $ millions TCV.

8K Miles established as a certified cloud managed services provider with secured and compliant control framework for enterprise cloud automation, governance and continuous deployments.

8K Miles clients are amongst top 5 companies in both healthcare and life sciences sectors and has emerged as one of the leading providers of public cloud services and solutions to highly regulated customers.

8K Miles new wins include some of the top financial services customers in banking and insurance to provide identity governance and user certification as a service solutions.

8K Miles has successfully increased the annuity business from around 14% in December 2014 to over 37% in March 2016.

Message
from the CEO

Dear Shareholders,

It has been yet another year of superlative performance by your Company. From exciting new acquisitions to winning new clients, from excellent financials to exceptional progress, this year has indeed been remarkable. It is my privilege to welcome to the 31st Annual General Meeting of 8K Miles.

Venkatachari Suresh
Chairman & CEO

Let me briefly discuss the economic backdrop for the year 2016-17. Despite facing challenges at the domestic level along with a rapidly transforming global landscape, the U.S. economy is still the largest and most important in the world. The U.S. economy represents about 20% of total global output, and is still larger than that of China. According to the IMF, the U.S. has the sixth highest per capita GDP (PPP), surpassed only by small countries such as Norway and Singapore. The U.S. economy features a highly-developed and technologically-advanced services sector, which accounts for about 80% of its output. The U.S. economy is dominated by services-oriented companies in areas such as technology, financial services, healthcare and retail.

India continued with its economic surge with 7.6% growth in GDP, making it the fastest growing major economy in the world for the second year in a row. The government's long-term initiatives like Make in India, Housing for All and Digital India have revived sentiments and confidence for consumers and investors alike. India is the most attractive investment destination in the world, according to a survey by global consultancy firm Ernst & Young (EY). Sectors projected to do well in the coming years include automotive, technology, life sciences and consumer products.

As far as the IT industry is concerned, data from NASSCOM indicates that IT-BPM industry (global) grew by 0.4% in CY 2015 to US$ 1.2 trillion. Of this, IT Services comprise US$ 650 billion. India's share in global sourcing market (IT Services) of US$ 97-99 billion stands at 67%. NASSCOM projects revenue of US$ 175-190 billion for India from IT services market with a focus on bimodal IT, gaining share in both traditional and digital markets, increased emphasis on value addition and innovation, gaining customer experience, building digital talent pool. The future of the industry is in Managed Services and for that to become reality, collapsible infrastructures such as Cloud Computing and low-cost affordable technologies will make it a key priority on enterprise customer's mind.

Cloud continues to dominate the overall IT spending. According to Gartner, the worldwide public Cloud services market is projected to grow to a total $204 billion at 16.5 percent in 2016, up from $175 billion in 2015. The highest growth will come from Cloud system infrastructure services (infrastructure as a service [IaaS]), which is projected to grow 38.4 percent in 2016. Public Cloud services market in India is expected to grow by 37.5 percent to touch

India's share in global sourcing market (IT Services) of US$ 97-99 billion stands at 67%. NASSCOM projects revenue of US$ 175 to 190 billion for India from IT services market.

US$ 434 million. India's economy picked up in Q4 FY 2015, driving growth for the full fiscal year to accelerate to a six year high.

2015-16 has been an excellent year for your Company. The Company continued its fast-paced progress with two new acquisitions. The Company continued its dominance of Life Sciences, Pharmaceuticals and Healthcare sectors. The strong IP in CloudEzRx™, CloudEzCare™, EzIAM™ and EHR Recon provide the Company with strong platform for growing its project revenues as well as its annuity revenues.

During the year, Total Revenues increased to ₹ 272.14 crores compared to ₹ 125.13 crores in the last fiscal year, an increase of 117%. EBIDTA for the year rose by 130% to ₹ 88.72 crores against ₹ 38.55 crores in the previous year. PAT for the year was ₹ 53.23 crores compared to ₹ 23.09 crores last year, a rise of 130%. EPS for the year was ₹ 36.34 per share compared to ₹ 18.35 per share in the previous year.

Your Company has deep domain expertise in Life Sciences, Pharmaceuticals and Healthcare sectors. It is helping the highly regulated customers rapidly move to Cloud with various Cloud solutions and services including Real World Analytics, Genomics Big Data projects and new IoT efforts. Large enterprise customers are starting to utilize public Cloud to move existing and brand new applications that require business agility, elasticity and scale at a fraction of the cost. This will require newer DevOps processes to be adopted by these organizations to keep up with demand and scaling requirements and face the rapidly shrinking innovation cycles. Your Company continues to work with enterprises to leverage Cloud for faster innovation, increase in productivity and decrease in costs, leading to a significant transformation and edge.

Our recent acquisition of NexAge Technologies, one of the principal regulatory compliance and technology solutions firms in the U.S. with more than 15 years of experience in computer systems validation, quality review, vendor audits, data analysis and migration, as well as process governance for the life science and pharmaceutical industry has brought significant experience in system validation mandated for regulated systems and working with GxP guidelines. This helps to provide services that help Pharmaceutical companies achieve gold standard in compliance, improve quality and bring in operations efficiencies across the entire product development lifecycle.

Cloud continues to dominate the overall IT spending. According to Gartner, the worldwide public Cloud services market is projected to grow to a total $204 billion at 16.5 percent in 2016, up from $175 billion in 2015.

It is estimated that by 2018, more than 60% of all enterprises will have at least half of their infrastructure on Cloud-based platform. Financial services is the sector we are focusing on as financial service providers move legacy systems to the Cloud for fast online growth. Functionalities including data warehousing and electronic business processing systems are poised to replace paper-based application systems. Some of the customers are even moving their entire retail banking platforms to the Cloud to reduce complexity and costs while improving agility making the banks much more responsive to changing customer demands. Another area is moving storage to the Cloud which cuts costs in half. Similar savings can be achieved by moving application testing and development to Cloud. Major Cloud providers such as Amazon Web Services (AWS) has scooped up significant business from financial services firms which have been early adopters of Cloud. Amazon Cloud is able to run credit risk simulations for its customers in 20 minutes, down from 23 hours before. Adopting a Cloud model will provide the banks, mortgage and insurance agencies with a platform that is secure, scalable and can handle mission-critical workloads while offering greater flexibility and performance. We see interesting potential and opportunities in financial services like:

1 Card and mobile payment processing -- Visa, MasterCard, and trusted 3rd parties

2 Marketing and Customer Relationship Management

3 Internet and mobile Channel banking

4. Customer Analytics and Big data workloads

5 Infrastructure as a Service (IaaS)

6 Wealth Management

7 Mortgage and Insurance Applications

As The Cloud Specialists, 8K Miles can take a leadership role for financial service providers by providing the digital transformation services and Cloud solutions in banking, insurance and mortgage industries.

As I look ahead, I am confident and convinced that your Company is poised for a phase of long-term growth and expansion. We have all the right building blocks in place in terms of experience and expertise, capacities and competencies, and people and partnerships to emerge as the leading Cloud Specialists in the world with our clear differentiators - Simplicity. Security. Scalability.

I thank you all for your sustained faith and trust in the 8K Miles journey, and assure you we shall continue to strive for yet higher trajectory of growth in the coming year.

Yours sincerely,

Venkatachari Suresh
Chairman & CEO

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CLOUD

Why is it one of the most exciting spaces in IT

In July 2016, Gartner announced that more than $1 trillion in IT spending will be directly or indirectly affected by the shift to Cloud during the next five years, making Cloud computing one of the most disruptive forces of IT spending since the early days of the digital age.

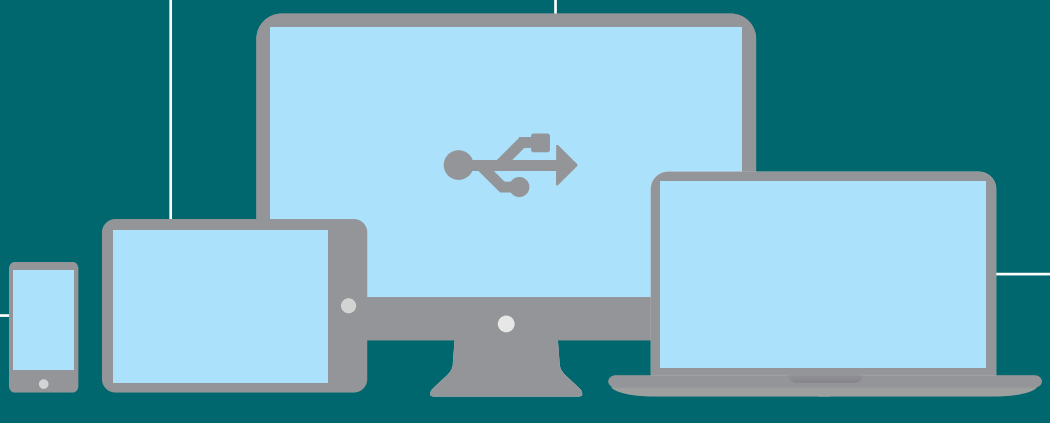
Adoption of Cloud is moving at the speed of 8 times faster than traditional IT as per IBM's Interconnect report. By 2018, more than 60% of all enterprises will move at least half of their infrastructure to Cloud-based platforms.

By 2018, the need to prevent data breaches from public clouds will drive 20% of organizations to develop data security governance programs.

According to Gartner, the worldwide public Cloud services market is projected to grow to total $204 billion at 16.5 percent in 2016, up from $175 billion in 2015.

By 2020, penetration of software as a service (SaaS) versus traditional software deployment will be over 25%. Packaged software will shrink to 10% of new enterprise installations.

Managed Services is projected to reach $256 billion by 2018. Emerging markets are predicted to be 21% of the Worldwide Public IT Cloud Services market by 2018.



What makes Cloud so different?

Why are enterprises rushing to move to the Cloud?

How is Cloud changing their business?

Elasticity and Scalability

Cloud-based services are ideal for businesses with growing or fluctuating bandwidth demands. Businesses can scale up or scale down the Cloud capacity, operation and storage needs quickly, allowing flexibility as your needs change. Instead of purchasing and installing expensive upgrades themselves, their Cloud computer service provider can handle this for them now. Start-up businesses are hugely successful nowadays as they can scale and grow manifold in a short time using public Cloud infrastructures.

CapEx vs OpEx

Cloud computing eliminates high cost of hardware and other related upfront costs. Customers simply pay as you go on a subscription-based model with ease of setup and management. The OpEx model is more attractive because there are no long-term financial commitments. In the OpEx model, zero upfront investment is required, which allows organizations to start projects faster but also end them without losing any investments in the Cloud services.

Document Control and Better Collaboration

Cloud eliminates the need for files to be mailed back and forth. With Cloud, teams can access, edit and share documents anytime and from anywhere, making real-time collaboration simple and easy. Businesses improve productivity and become more agile.

Security and Compliance

Data stored on the Cloud is device independent, insulating valuable data from accidental losses or abuse from falling into wrong hands. Most of the Cloud providers support shared responsibility model which keeps the customer engaged and confident about protection of data on the Cloud.

Business Continuity

Cloud ensures business continuity by backing up and protecting data, making it immune to natural disasters, power failure or other crisis. The advantage of data Cloud quickly allows companies to conduct business as usual, minimizing any downtime and loss of productivity.

Enabling New Business Models

It has become much easier to start business innovation initiatives, often enabled by readily available Cloud services. Utilizing or combining these services can result in new and innovative business models, generating new value propositions and resulting in new revenue streams. There are even companies that are building entirely new business models and value propositions solely using Cloud services.

Reliability and Operational Efficiency

Using standardized Cloud services can significantly reduce issues and defects. Cloud computing deploys the same service or topology of services repetitively, with the same result every time. This allows organizations to predicatively deploy pre-build server images, application services or entire application landscapes defined using design patterns. Cloud service providers enable economies of scale in general, by more efficiently utilizing physical resources and reduce energy consumption in contrast to a traditional IT approach.

Big Data Analytics

The combination of Cloud computing and Big Data Analytics delivers powerful results and benefits enterprises. Doing away with the need for expensive hardware and freeing up space, Cloud generates compulsive savings. Another key benefit of a Cloud-based approach to Big Data Analytics is the ability to establish big data infrastructure as quickly as possible.

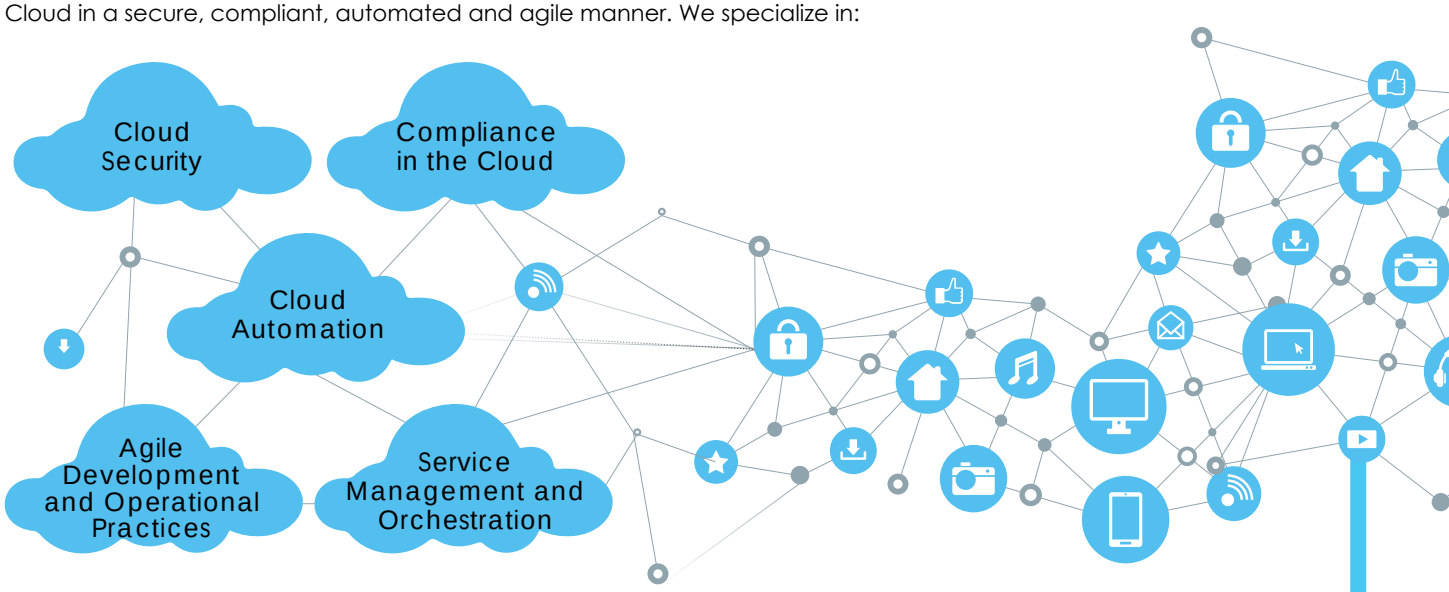
The Cloud Specialists

Cloud is a very different niche in the overall IT landscape requiring diverse capabilities and competencies, diverse abilities and approach and a varied in-depth understanding to its advantages and features.

At 8K Miles, we have a holistic understanding of Cloud, precisely aware of its every depth and detail, phase and progression. We are a company that is born in Cloud. We are thought-leaders in Cloud.

Cloud Solutions

We believe Cloud can be a massive game changer for customers who adopt it in a strategic and well-planned manner. We help enterprises capitalize the Cloud in a secure, compliant, automated and agile manner. We specialize in:



Competitive Advantages

8K Miles believes that the Cloud is an inflection point in the adoption of new set of workloads that brings a step function increase in capabilities to organizations and 8K Miles being born in the Cloud company is extremely well positioned to deliver this advantage to our customers

Our domain knowledge in the highly regulated areas of Pharmaceuticals and Healthcare accelerates our ability to deliver highly secure and compliant solutions because of our experience in the new workloads such as Big Data Analytics, High Performance Computing, IoT and Mobile

Our strategic partnerships with AWS, and Azure, enables us to recommend best-of-breed technology solutions to our customers

Key Drivers for Growth

- Cloud adoption overall is expected to grow at 28% CAGR
- Using Cloud to create a platform for change, continues to be the top priority for CIOs
- Cloud adoption in Pharmaceutical, Healthcare, and Finance verticals continues to grow as it is still at nascent stages of adoption

Key Solutions

- CloudEz-A framework driven agile solution to Cloud adoption in a strategic and well-planned manner
- Cloud Foundation Services - A suite of foundational service modules to kickstart and accelerate an enterprises entry into the Cloud
- Expertise in Big Data Analytics, HPC, IoT and Mobile workloads deployed on the Cloud enables rapid on-boarding of a suite of innovative applications in the Cloud

Competitive Advantages

1. The Cloud is an inflection point in analytics that brings a step function increase in analytics capabilities to organizations and 8K Miles being born in the Cloud company is extremely well positioned to deliver this advantage to our customers
2. Our domain knowledge in the highly regulated areas of Pharmaceuticals and Healthcare accelerates our ability to deliver highly secure and compliant analytics solutions because of our experience in data governance
3. Our strategic partnerships with Tableau, AWS, and Azure enables us to recommend best-of-breed technology solutions to our customers

Key Drivers for Growth

- Analytics market overall is expected to grow at 25% CAGR
- Analytics continues to be the top priority for CIOs with 50% of them identifying it as top priority
- Analytics adoption in Pharmaceutical, Healthcare, and Finance verticals continues to grow as it is still at nascent stages of adoption

Key Solutions

- Real-world evidence - highly useful for drug repurposing and increasing TAM of approved drugs
- Pharma-CRO operational analytics - highly useful for optimizing $1B+ annual clinical study budgets at top pharmaceutical companies
- A suite of predictive algorithms for cross-selling, up-selling, customer journey mapping, price prediction, and out-of-stock prediction

Highly Regulated Industries through Thought Leadership and Early Mover Advantage

Based on market research data, healthcare providers, payors and pharma companies will have to increasingly adopt the Cloud in order to meet the regulatory requirements around infrastructure with rising costs and handling of healthcare data which involves social aspects. The best way to ensure that the healthcare providers have control over their data is to extend the internal controls and governance onto Cloud.

8K Miles is becoming one of the very few fully audited and certified managed service provider for public Cloud. 8K Miles' CloudEzRx™ platform for Pharma has been recognized as the platform of choice Trusted Cloud for Industries by multiple public Cloud providers. This platform brings ITSM automation, HIPAA and GxP compliance validation, access control security and governance capabilities for accelerating the move by healthcare providers, payors, and life sciences/pharma companies move to Cloud.

8K Miles has been focusing on building integrated solutions on the Cloud and managed services based on the foundation of security, compliance, privacy and identity access governance capabilities. This includes EzIAM, an identity and access management on the Cloud, Access Governance as a Service, and Security Intelligence and Analytics as a Service offerings. CloudEzRx™, a Cloud acceleration platform and framework is composed of inter-dependent infrastructure, security, automation, compliance, governance and service management functionality (ITSM) to deploy a fully qualified and validated infrastructure platform design and implementation service. The validated framework defines a company-wide solution to provide Cloud services for users via a self-service dashboard. CloudEzRx™ enables life sciences companies creating a Cloud environment meeting stringent security, privacy and regulatory challenges and strategies including GxP, HIPAA-HITECH etc. Integrated advanced DevOps automation ensures that continuous compliance is met at every step of Cloud adoption, implementation and managed services. An all-in-one integrated dashboard provides a powerful interface to manage, control and audit the entire IT portfolio.

Technological advancements are transforming the entire healthcare industry. The proliferation of new technology in healthcare is exploding. The following list highlights some opportunities and concerns for these rapidly evolving technological advancements:

- Wearable Tracking Devices
- Patient-Centered Care
- Increased Data Demands
- Attaining Meaningful Use and Switching to ICD-10
- Data Security and Compliance

8K Miles has been focusing on building integrated solutions on the Cloud and managed services based on the foundation of security

Healthcare companies are now looking to provide efficient care delivery, patient engagement and safety, improved interoperability and at the same time with reduced security and compliance risks at a lower cost.

The challenges facing the leaders of payor organizations - improving financial performance, increasing cost effectiveness, improving population health status, and boosting quality of care. There is an increasing need to address these challenges through innovation and efficient operational models. Cloud solutions provide the opportunity, agility and increased efficiencies, but at the same time, it may create disruptions for any IT organization.

8K Miles Healthcare solutions and services enable healthcare providers and their partners to support the sharing of clinical and administrative data between healthcare organizations, and provide auditing and reporting capabilities. These solutions can help foster improvements in the areas of better patient care delivery, patient privacy protection, and efficiency and patient safety. Specifically these solutions should allow doctors, nurses, pharmacists and other healthcare providers to securely share a patient's vital medical information electronically – reducing the need for patients to store, transport and share information such as medical history, lab results, images or prescriptions with other health professionals.

8K Miles has been already providing Electronic Health Records (EHR) implementation, and support services to Hospitals across North America. 8K Miles CloudEz platform, an automated and validated HIPAA compliant Cloud Environment that can be built and operated in a secure and cost optimized manner. Through CloudEz platform, 8K Miles also can help smaller hospitals and physician offices joining the major Hospital networks much easier and faster at a very low cost for members as well as assure industry-wide regulatory compliance, privacy, identity and security requirements.

Healthcare industry has been slow to adopt Cloud citing security, privacy and patient information safety reasons. Perception is that on-premise solutions are more secure than on the Cloud. While both on-premise enterprise infrastructure and Cloud based infrastructure have equal chances of getting attacked, recent reports show that Cloud is actually more secure than on-premise. According to recent Cloud compliance report, on-premise users have an average of 61 attacks per year, while SaaS/ Cloud customers only experience an average of 27 attacks annually.

Here are the benefits 8K Miles Cloud security framework can offer to healthcare customers: secured virtual private Cloud infrastructure, secured VPN tunnel connection between enterprise to Cloud environment, perimeter controls, biometrics, multiple pipes for bandwidth, secure proxies, data encryption at rest and in transit, identity access governance, security intelligence, logging and analytics, HIPAA compliance monitoring, GxP validated and qualified applications and data for life sciences industries.

Summary of 8K Miles CloudEz solution benefits:

Comprehensive Cloud security and compliance control framework
GxP and HIPAA compliance automation
Excellent Infrastructure and Application support
ITSM Automation
Data Security and Governance
Validated and Qualified infrastructure
Low cost

Knowledge and Customer Experience: GxP Cloud and Business Transformation

8K Miles is currently engaged with several large Pharmaceutical/Life Sciences companies building their global GxP Public Cloud platform and developing their Global IT Business transformation for the Cloud.

8K Miles is helping these companies build a secure and standardized enterprise-wide self-service platform that address the qualification & validation compliance (GxP / 21 CFR Part 11 and others) requirements, all with the larger purpose of utilizing these services across the value chain i.e. Real World Evidence, Drug, Discovery, Clinical Trials, Regulatory Affairs, Sales & Marketing, Manufacturing and Supply Chain.

8K Miles' current engagements include:

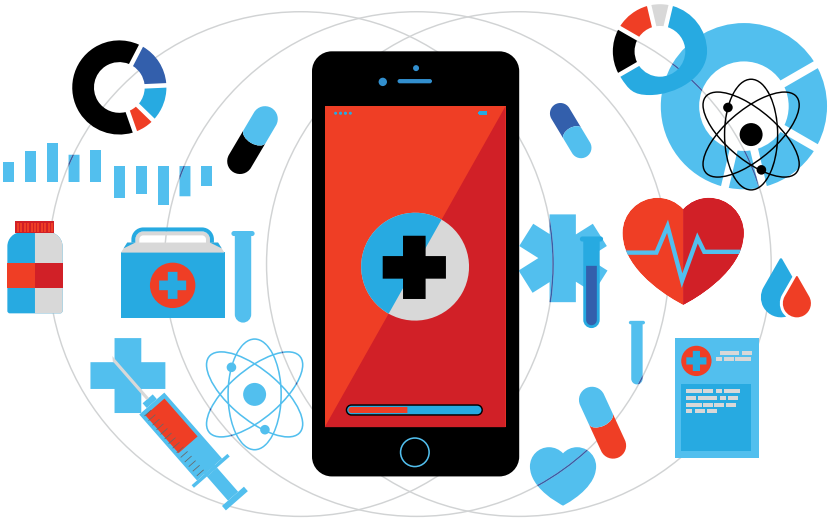
IT Business Transformation for the Cloud

Building Cloud Orchestration and Service Catalog Platform

Form Cloud Competency Center

Develop Secure Cloud Platform for RWE, Genomics, Medical Devices and Web Apps

Enterprise-wide Application Migration



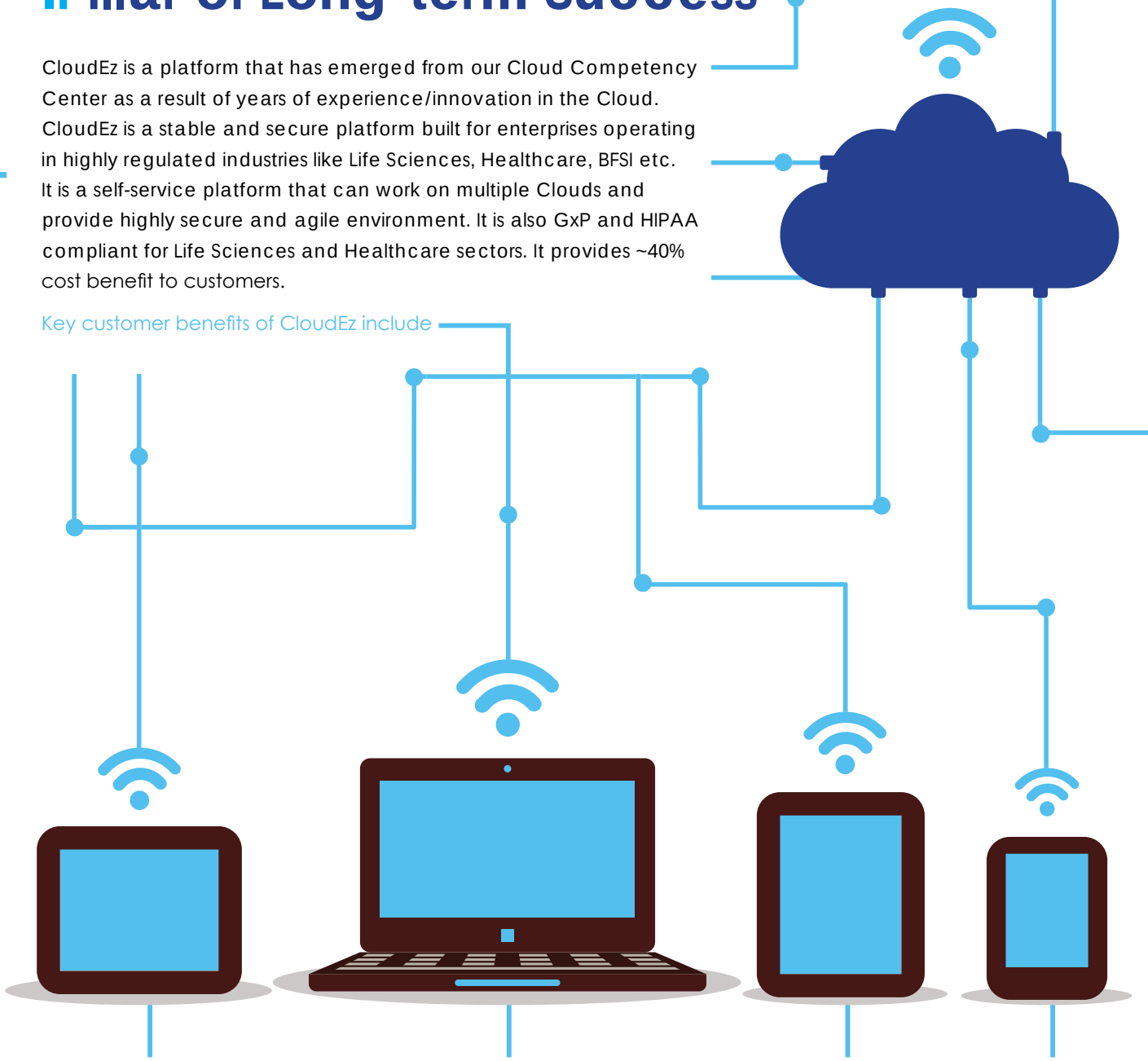
Pharmaceutical/Life Sciences organizations are selecting 8K Miles because of its 8+ years of Public Cloud experience, experience with building and running a Cloud Competency Center and 8K Framework in Security, Governance, Automation and Cost Optimization.

CloudEz

IPillar of Long-term Success

CloudEz is a platform that has emerged from our Cloud Competency Center as a result of years of experience/innovation in the Cloud. CloudEz is a stable and secure platform built for enterprises operating in highly regulated industries like Life Sciences, Healthcare, BFSI etc. It is a self-service platform that can work on multiple Clouds and provide highly secure and agile environment. It is also GxP and HIPAA compliant for Life Sciences and Healthcare sectors. It provides ~40% cost benefit to customers.

Key customer benefits of CloudEz include



Documented design, test and verification specifications

Ease of integration with any Cloud IaaS/ PaaS services

Pre-defined stack of tested solutions

Proven SIEM for regulated industry verticals

Cloud Ez is our marquee IP platform that is at the core of our strong pipeline of Cloud offerings and services that include solutions, tools and white label solutions fit to match requirements of a wide spectrum of enterprises across diverse businesses and sizes.

Our Other Cloud offerings

CloudEzRX™

A dedicated Cloud solution specially developed for typical needs of the Healthcare, Pharmaceutical and Life Sciences enterprises. CloudEzRX™ epitomizes the SIMPLICITY. SECURITY. SCALABILITY. – enabling enterprises in these highly regulated businesses to move to the Cloud with confidence and speed, assured of the rigorous compliance requirements.

CloudEzSecure

CloudEzSecure is a comprehensive security framework comprising Virtual Private Cloud, Perimeter Security, Security Incident and Event Management (SIEM), Identity Management, Data Protection, VM Encryption, Automation and Security Standard. CloudEzSecure enables enterprises to move regulated workloads to public Clouds like AWS, Azure and IBM.

EzIAM™ - IDaaS SaaS Offering

EzIAM™ is the future of user lifecycle management delivering unmatched flexibility and scalability combined with top class security and ease. It has features for Identity Management, Single Sign-on, Advanced Automation, Governance, API Management & Security, Connector Xpress and MISP™ - a patented on-boarding service.

CloudEzTry

CloudEzTry is another example of 8K Miles' strong focus to make the Cloud transition for its customers simple and easy. It is a highly cost effective and efficient Sandbox/Test environment automation platform built for setting up a demo environment for software products on all major Clouds to test any IT solution. CloudEzTry comprises Secure Lab Utilization, Centralized Management Console, Green Listing, Individual Security Keys and other critical features that provide an ideal sandbox platform for testing.

Access Governance as a Service

Access Governance is a challenge to enterprise, especially those that carry a huge set of applications, have users & partners spread all over the world and want a combination of attributes to be attested. Data from 50+ different applications and users (employees, contractors and partners) spread over geographical locations, accessing the cloud service 24x7, to do parallel certifications involving unique combination of attributes, is a tough ask. Another significant requirement normally is to assimilate the data from these 50+ applications into a unified data model that would fit the stringent campaign and compliance requirements of the customer. Also Managers/Data Owners needed to attest varied sets of data concurrently, with a single input data set. Moreover the customer invariably needs attestation decisions from campaigns to be fed into subsequent campaigns. These decisions include Data Owner violations, employee terminations and re-assignments. The next challenge is to produce correlation reports to assure the auditors that there were no role, resource or user violations across quarterly campaigns and campaign decisions (like termination of employees, rejection of permissions etc.) were implemented correctly by the customers' information security department each quarter.

8KMiles Access Governance as a Service (AGaaS) addresses all the above requirements. Our unique data cleaning and data modeling methods ensures that the orphan, id tagging, login, permission and duplicate record issues are resolved immediately. This modeling method helps us to basically include any combination of User or Application attributes, that are needed by customers for attestation, from across different applications, in order for them to be compliant with the auditors. User and Role Violations are identified and remediated, so that they do not repeat in the next quarterly campaign. The correlated reports that we produce, across campaigns help the customer not only to identify role, resource and User Violations, but also find out over and under-utilized roles and resources. The flexibility of the service to reassign, delegate, force comments for revocations, produce custom reports & branding, produce notifications, provide logins from different sources help the customer and their users to track the campaign at every moment of its running efficiently. The fact that we can reconcile all campaign records (sometimes to the count of quarter million) is a testimony to the efficiency of the service's computing and modeling resources & capabilities.

A Model
of Success

The 8K Miles business model is simple yet comprehensive. It bundles both products and solutions leveraging the 8K Miles' IP-driven Platform to create easy and flexible options for customers and at the same time, creating a dual revenue stream of project fees and annuity income.

The 8K Miles business model revolves around a holistic approach to Cloud adoption and works with costumers to evolve a Cloud strategy in alignment with their business and financial needs.

Our business model and engagement with clients starts from the stage of providing consulting services, designing the Cloud strategy, implementation, managed services and finally, catering to the needs of client's business through our multiple applications delivered on SaaS or fixed price or annuity revenue models. The business model has two primary phases: Phase I that is largely fixed price based and Phase II that is typically annuity fees based.

Phase I

i. Work with our client's business and technical teams to understand the business and technical requirements and corresponding, cost benefit analysis of migrating to public Cloud

ii. Prepare a technical reference architecture and design the Cloud solution/strategy that meets customers' needs

iii. Simulate test environment and finally, execute the plan on a safe and secure framework

Phase II

i. Managed services

ii. Business applications, big data and analytics

Focused on building a strong pipe of Cloud services and offering

Step 2 - Annuity Revenue

PaaS - Monitoring, Access governance analytics, EHR Recon, HIE Intersect and so on

Managed Services

8kP = CloudEz Platform

Public Cloud

8kP = CloudEz Platform

Step 1 - Project Revenue

Migration of Structure

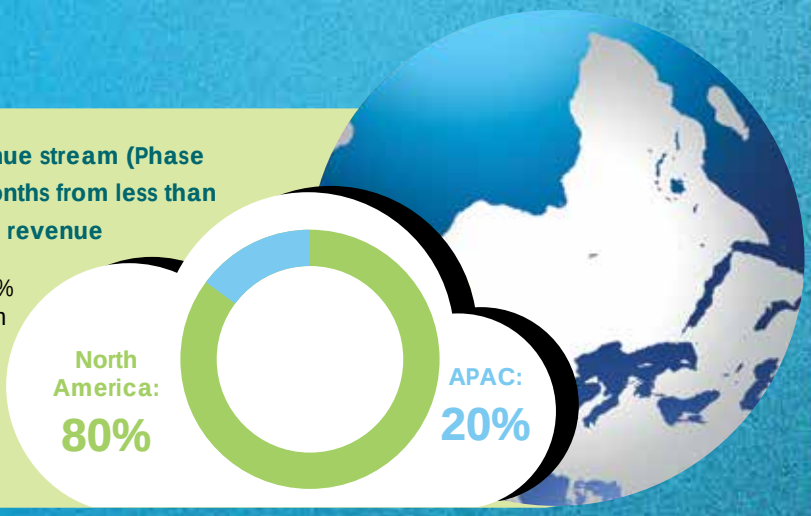
Migration of Application

Clients - enterprise and SMBs

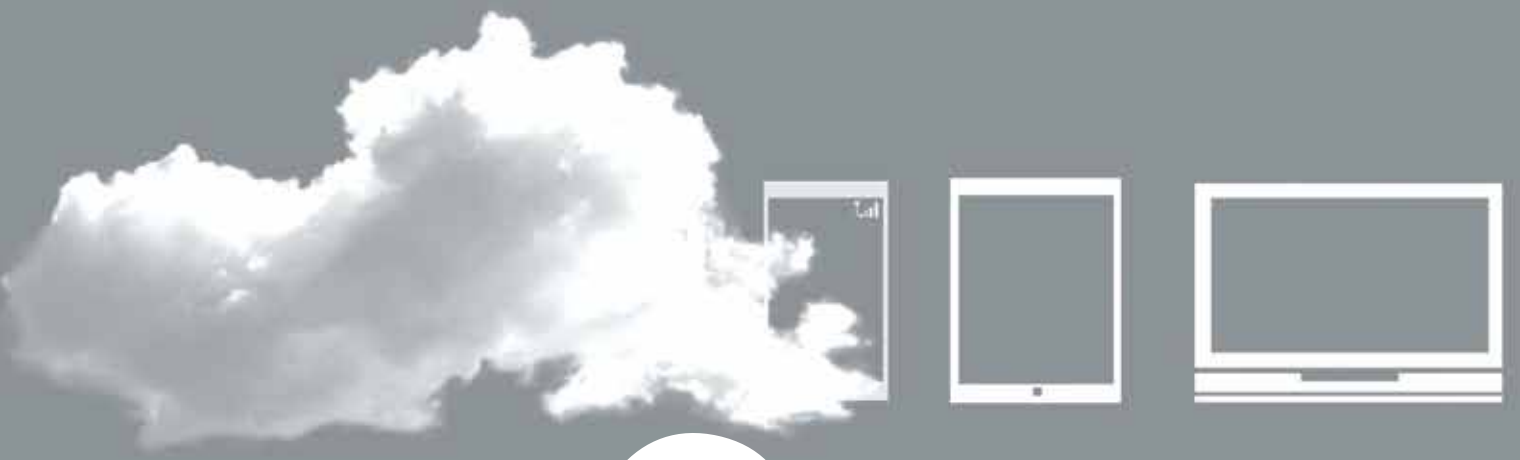
Contribution from continuous revenue stream (Phase II) has increased over the last 18 months from less than 10% to over 37% of overall revenue

45% CloudEz contributes 45% of overall revenue from base Phase I services

40% Around 40% of our revenue is from fixed price contracts



Milestones
of the Leadership Journey



2008
8K Miles inception

2009
Launch on demand talent market place on AWS - NASSCOM IT Innovation Award 2009

2010
Wins the NASSCOM Emerge awards. Becomes AWS advanced consulting partner

2011
Successful migration of largest low-cost airlines to AWS
Becomes AWS reseller partner

2012
Helps Canadian Company with Analytics

2013
Acquires FuGen Solutions (a Cloud identity management and security company)

2014
Acquires SERJ Solution Inc. to set up the presence in Healthcare market

2015
Acquires :
- Mindprint (A clinical research startup)
- Cintel (A growing UI and UX Development company)
-NexAge Technologies USA (A pharma validation company)

In a short span of 8 years, 8K Miles emerged as a front-runner in the Cloud, creating several milestones in what has definitely been an exciting journey. Driving this remarkable journey has been key acquisitions that have not only added value, but more importantly, have been instrumental in entering and understanding of business verticals.

Our acquisitions have given us unique synergies:

- SERJ Solutions (November 2014) – a specialist healthcare consulting and software implementation company. We acquired few good accounts and healthcare EHR expertise
- Mindprint (February 2015) – a Canada-based Clinical Research process automation company that provides SaaS solutions for CRO and Pharma. This provided us entry in CRO customers and strong credential in life science space
- Cintel Systems (April 2015) – a Silicon Valley, CA based company that specializes in Mobile, User Interface Design/ User Experience development services. We added technical capabilities that could be sold to our existing client base
- NexAge – is a strong regulatory compliance and technology solutions company with more than 15 years of experience in Computer Systems Validation, Quality Review, Vendor Audits, Data Analysis and Migration, Analytics, Change Management, as well as Governance for the Life Science and Pharmaceutical industry. The company's strong relationships with its clients helped 8K up-sell its solutions

Customer First

The 8K Miles Cloud solutions are all designed and developed keeping the customer at the core. We have developed an in-depth expertise in Healthcare and Life Science business, both of which require extremely high levels of security and regulatory compliances. Our collaborative approach to working as long-term partners always have been appreciated by our clients across verticals and geographies.

Cloud for Biopharma

8K Miles drives up Irish Bio-pharma Company's R&D with High Performance Cloud Computing capabilities

Compliance on Cloud

8K Miles accelerated research through IT transformation for a growing Pharmaceutical company with over $15B market capitalization

8K Miles team always provided proactive and timely responses. As ex CIO of Credit Suisse, I have worked for 15 years with many outsourcing providers before. 8K Miles is far apart from any other engineering services partner I have ever worked with.

Bert-Jan - Dragon Wealth

"Thank you, 8K Miles" for making our Cloud journey a reality... It has been a great experience working with such an exceptional group of people who are not only tech-savvy in what they do, but more importantly, are not afraid to push the envelope.

Nawaz Shah - Shire Pharma

Customer Experience

How 8K has developed unparalleled expertise in these industries

Pharma, Healthcare and Financial Services

- **Features of 8KMiles CloudEz Solution:** Secure Cloud Solution platform built with virtual private cloud, perimeter security, SIEM, Identity management, data protection, VM encryption, automation. It builds a VPC in the public cloud that is compliant with various security standards
  - **Healthcare and Pharma:** HIPAA and GxP compliant cloud solutions
  - **Finance:** Integrated and Scalable PCI compliant secured solutions for your financial data

People

Driven. Talent Led.

We firmly believe that at the heart of our expertise and success are our PEOPLE. It is our invaluable Human Capital with their pool of talent and skills, competencies and capabilities, abilities and attitude that ultimately differentiates and establishes us as The Cloud Specialists.

BEING MILER. GOING THE XTRA...

Being in an industry that is predominantly dependent on and driven by Human Capital, 8K Miles centered their Human Capital practices around the three R's (Recruit – Reward – Retain).

From delivery to sales and from consulting to operations, in every business-enabling function from people to process to infrastructure and systems, we have invested not only in attracting the best but also tried to reinvent ourselves to be the best.

AWS and Azure Meetups:

8KMiles conducts regular meetups on AWS and Azure cloud technologies in its offices. Topics related to DevOps, Cloud Operations, Distributed Computing, Automation, Security and Analytics are regularly discussed with industry crowd.

Recruit

At 8K Miles, we firmly believe that it is the employees who are behind the success of the organization. Hence, a considerable amount of time, energy and resources are spent in "Recruiting Right" both fresh and experienced talents.

To meet the evolving needs, our priority is to attract and engage the best talent with the right skills. We offer our employees challenging work assignments, benchmarked compensation and a collaborative, productive work environment.

To add young talents and with a strong focus on the future – we recruited the best talents passing out of NIT's and other top E-Schools.

"Mitr" - My Friend; the referral program where in employees refer their friends to 8K Miles and earn rewards.

At 8K Miles, it was a year where we grew by 40% in our human capital.

First Mile

At 8K Miles, we understand how important it is to guide the new employees during the initial days into the organization aptly named the First Mile - the on-boarding program enables the newcomers to interact with key business leaders. The SBU / Department head ensures that the employee is acquainted with the other team members and clarity is provided in terms of the expectation for the next 3 months.

STEP

"Systematic Training for Effective Programing" @ 8K Miles

At 8K Miles, we believe that training is continuous, the "KMS" Knowledge Management System – repository of a huge collection of training material in varied technologies, is an internal portal available for all Milers to enhance their knowledge and skill.

All employees undergo a 3-month - Classroom, online and project based training program to enable them to be the best. Employees are encouraged to complete the professional certification in the area they specialize, be it AWS, Azure, IAM, Big-Data Analytics etc.

About 20% of our Cloud Engineers are "AWS Certified Associates or Professionals"

WWW2 "What Worked Well" and "What Went Wrong" - Weekly knowledge sharing meetings

WWW2 @ 8K Miles is where employees look for learning the best practices when it comes to project delivery. This weekly 1 hr session is a knowledge-sharing exercise where people share their experiences relating to project deliveries.

Hackathons:

With a belief that "More than coding, hacking is the way of learning", the competition is conducted once a quarter. It involves building fool-proof applications based on the topic given.

Reward

Compensation:

We benchmark our compensation with the best in the industry. Our new compensation structure that offers flexibility to have the allowance determined as per their requirements ensures they have better take home.

The Grade structure reflects the organizations belief in providing a faster growth plan for the individuals.

Performance Management System:

Our performance management system is objective and rewards performance. We have made the Performance Appraisal a bi-annual method providing opportunity for faster growth.

Rewards and Recognitions:

With an aim to promote performance-driven culture, we have the following rewards and recognitions:

- Miler of the Year
- Team of the Quarter
- Milestone awards; are constituted to encourage the employees to contribute the best

Retain

Continuous Learning @ 8KMiles

At 8K Miles, we always focus on long-term professional development. That's why, we encourage our employees to learn new skills, work across different disciplines or move into new challenges. All this is possible with our customized professional development and leadership training.

Technopreneur @ 8K Miles

At 8K Miles, we believe, Independent thinkers need to be given the space, time to brood, ideate and create. That is why at 8K Miles ideas are seen as a true potential.

ComPass:

All employees are assigned to the leaders of the organization who act as Mentors. This enables in building up future leaders of the organization.

SMile:

As responsible corporate citizens, the employees of 8K Miles under the social group SMile undertake projects that bring smiles in people.

Fun @ Work:

At 8K Miles, we take the quote "All work and no play makes Jack a dull boy" little seriously. We have fun-filled evenings organized to lighten up the mood of the employees.

Thought

Leadership – Strategic Advisory Board

Our front-running position as one of the top Cloud service provider is the result of visionary Thought Leadership in every aspect of Cloud provided by some of the leading thinkers in the fast-emerging Cloud.

Jason Rouault

Jason Rouault is a Senior Director of Engineering at Charter Communications (formerly Time Warner Cable) where he is responsible for the ongoing development, operation, and support of the TWC OpenStack Cloud. At TWC, he has helped institute a DevOps culture and introduced tooling and automation to support continuous integration and deployment (CI/CD) of OpenStack. Prior to Time Warner Cable, Jason was with Hewlett-Packard where he worked in various technical capacities over his 16-year tenure that ranged from software developer to CTO of the Identity Management business. In his last role at Hewlett-Packard, he was a Director of Engineering for the HP Public Cloud business.

Jason has over 20 years of technology management and team-building experience including a detailed working knowledge of Information Technologies, Software Development, Cloud Services and the Internet & eBusiness businesses.

John Cuny

John Cuny is a seasoned senior health system developer and manager with 30 years of managed care experience in hospitals and major health plans. He can deploy current best practices to build competitive health systems from local and regional organizational strengths.

While he has worked extensively with large healthcare corporations, he has learned that any appropriately configured venture - clinically, organizationally and operationally - can develop high quality and market competitiveness. He recognizes that, ultimately, health plans will converge with provider systems to deliver cost-effective, state-of-the-science care, and he urges his clients to develop capabilities that support those trends.

John has a record of significant success leading health system integration efforts, and he has implemented the full range of delivery and financing structures for major US healthcare firms. Building on that knowledge base, he has developed a business practice that focuses on core business management, start ups, and turn-around projects for organizations in the U.S. and international markets. Over the last 10 years, he has served as advisor and/or manager to select healthcare organizations in the US, Britain, Argentina, Saudi Arabia, UAE, Oman, Germany, Indonesia, South Korea, Brazil, and Poland. In addition to his advisory

activities, recent highlights of his assignments have included serving as President and CEO of Allied Medical based in Riyadh, Saudi Arabia and London. These projects have been focused primarily on managing, building and investing in hospital-based management projects. Previously, he has been instrumental in building an International Health Insurance Product for the coverage of Catastrophic Diseases with services to be provided in the United States.

Owners/Partners in this venture included a group of worldwide investors and five U.S. based prestigious medical centers including Massachusetts General, Dana Farber Cancer Institute, Cleveland Clinic, Johns Hopkins and Duke University. He has been most recently engaged in merging the academic and private practice services for the University of Tennessee/Memphis and Methodist University Health Systems chronic disease programs and providing oversight for the managed care/ revenue enhancement efforts of a publicly-traded Cardiac hospital system.

Dinesh Yadav

Dinesh Yadav is a Business Unit Executive at IBM responsible for security business. In this role, he currently leads a team of experts who consult with clients regarding their risk and compliance issues and design solutions to address security challenges around advance threats, Cloud, mobile and internet of things.

Dinesh has over 20 years of experience helping Global 1000 companies meet security and compliance. He brings long-term experience in IBM Security, and with key IBM partners, to this role. Dinesh has held various positions managing IBM Security business in USA, Latin America, Canada and Asia Pacific.

He has lived and traveled extensively to countries throughout these regions and has spend considerable amount of time working closely with customer to assist them in resolving their security concerns.

He has also been involved in various speaking engagements and has delivered key notes at many security events world-wide. Dinesh joined IBM in 1996. Previously, he had ten years of experience working for the Ministry of Defense in India, including tenure as Aide-de-Camp (ADC) to the President of India.

Born in India, Dinesh is currently a citizen of USA. He holds a Bachelor's Degree from Jawahar Lal Nehru University, and has the distinction of receiving the "President's Gold Medal" for the highest academic performance in his graduating class at National Defence Academy. He is also an IBM certified professional. Dinesh is fluent in English, Spanish, Hindi and Punjabi. His hobbies include horseback riding, jogging, golf, cricket and tennis.

Reza Nazeman

Reza Nazeman is Vice President Digital Transformation at Apple Leisure Group (a Bain Capital portfolio company). His prior industry operating experience includes international CIO roles, and 360 degree M&A leadership at EUnet, France Telecom, KPMG, McKinsey & Company, Bank of Scotland, and Microsoft. As a trusted advisor to CIO's, he is a driving force behind major business process transformations that have delivered efficient gains, agility, innovation and competitive advantage to leading global corporations.

In addition to his core skills, Reza is also an accomplished public speaker, frequently called upon to present to external audiences on the growing strategic impact of both leadership and technology in the digitized business environment.

Reza is married and has two daughters who are ten and eleven years old. His areas of interest comprise reading, traveling and sports (tennis, badminton, soccer).

Suja Chandrasekaran

Digital, Technology and Business Transformation Executive in Retail and Consumer Goods, Suja Chandrasekaran is a tech leader with a progressive global career that has spanned across multiple continents and has led some of the world's greatest retail and CPG organizations, culminating as the Chief Information Officer of Kimberly-Clark Corporation. At Kimberly-Clark Corporation, Suja leads all technology, digital, data and applications capabilities globally. Prior to this, Suja served as SVP, Global Chief Technology Officer and Chief Data Officer at Walmart Stores Inc., Suja led engineering, technology and digital transformation for Walmart US, Sam's Club and Walmart International. The Fortune 1 company, Walmart is the world's largest retailer with revenues of approximately 482 billion USD. Suja focused on enabling the "OneWalmart" vision of a Cloud-based technology foundation designed to serve the omnichannel customer. Among its primary goals are providing a tailored and satisfying experience to customers, whether in-store or through device access, and knowing customer and associate person as and preferences. Most importantly, she worked to enable delivery of a consistent, integrated, scaled, seamless experience to the customer across all channels.

Prior to Walmart, Suja has worked in digital and technology for exciting retail and consumer brands. She served as Global Chief Information Officer of The Timberland Company, where she was accountable for the Footwear, Apparel & Accessories retailer's technology, ecommerce and digital transformation. She also held chief of information and technology roles at PepsiCo and Nestle AG. Suja serves on the board of 8K Miles.

She also serves on the board of Symphony Technology Group portfolio companies focused on data & analytics for retail and consumer goods industries. Suja has done executive development education from London Business School.

Suja earned her Master of Business Systems at Monash University in Melbourne, Australia and her Bachelors in Electrical Engineering from the University of Madras, India.

In 2016, Suja has been named top 10 women in retail tech by Chain Store Age. She is recognized as top Digital Visionary by Consumer Goods Technology magazine in 2016. She has been named as one of Top 10 Digital & Technology Leaders in the United States by Financial Times - - which Also nominated Suja for board of director memberships of several public companies.

Temple University's Fox School of Business awarded Suja the IT Leader of the Year award for her accomplishments in global digital leadership as a big data and advanced analytics leader and practitioner. Other honors include being named as one of the Top 50 Diverse Executives of 2014 by Diversity MBA Magazine, and as one of the world's most "ICONIC" Women Leaders in Technology by Interop, InformationWeek, India.

Suja is a distinguished alumna recognized by Monash University, Melbourne, Australia. She is also 2015, 50 Outstanding Asian Americans in Business, recognized by Asian American Business Development Center.

Suja is also a Women of Color STEM Pioneer award winner for exceptionally creative & pioneering approaches to major challenges in STEM and for being a role model. Initiatives led by her have also received tech awards from tech organizations such as SAP AG for pioneering technology work in retail and consumer industries. Suja advises CEOs of Silicon Valley based technology startups, and she advises startups on digital marketing, ecommerce, mobility, data and analytics. She is a Charter member of The Indus Entrepreneurs (TiE) Silicon Valley, a non-profit body that supports and Develops tech entrepreneurs globally. She also remains closely engaged with Monash University in Melbourne, Australia, through advisory consultations and speaking engagements. Suja Chandrasekaran is passionate about developing women in technology, as well as supporting Asian Women Leadership, Women of Color STEM initiatives and currently leads several platforms to help actively develop women.

A citizen of Australia, India and United States of America, she lives with her husband and their two children in Dallas, TX.

JEFF NIGRINY

Jeff Nigriny has built his career around helping government and industry overcome the biggest issue in security: How do I truly know who I am doing business with? His efforts focus on overcoming the core challenges of identity and access management. His success has earned him recognition as one the industry's leading visionaries for policy, solutions and services in the areas of electronic identity management, physical access, enterprise security, risk mitigation and security system design.

Jeff's vision is for a single, unifying identity solution for LACS and PACS. For the past 14 years, he has served as the founder and President of CertiPath, the highest assurance trust framework globally. CertiPath is committed to helping customers reduce the cost and increase the reliability and scalability of identity assurance. CertiPath remains the only framework to certify multiple governments simultaneously, a good example of the global need for online identity assurance. While at CertiPath, Jeff co-authored the first law review article on the legal ramifications of digital identity and proposed a new legal model to support it. He then took this one step further and was the primary author and proponent of the first Digital ID law in America, passed in the Commonwealth of Virginia.

Prior to CertiPath, Jeff spent a decade as the Chief Security Officer at Exostar helping secure supply chain interaction in the Aerospace and Defense Industry. Jeff's work has been recognized by such publications as Financial Times; Forbes Magazine; CSO Magazine and Computer World. He is a frequent conference lecturer and writer for government and security journals. Jeff graduated from Virginia Tech with a Bachelor of Science and American University with a Master of Science. He also holds the CISSP and SSCP certifications.

Dr. Rajan Natarajan

Honorable Dr. Rajan Natarajan, Ph.D., MBA Former Deputy Secretary of State and Commissioner of Maryland Transportation, President of TechnoGen, Inc. 8825 Stanford Blvd., Suite 206, Columbia, Maryland, USA

Dr. Rajan Natarajan was appointed by the Governor Martin O'Malley in December 2014 to serve as the Commissioner of Maryland Transportation. He is also the President of TechnoGen, Inc., and serving on the Maryland Cybersecurity Council, Board of Directors of Maryland Chamber of Commerce and University of Maryland Board of Visitors.

Prior to this position, Dr. Natarajan was appointed by Governor Martin O'Malley in June 2011 as the Deputy Secretary of State, the highest administrative position held by an Indian-American in Maryland's history. As a strategic diplomat in Governor O'Malley's cabinet, Dr. Natarajan's portfolio included developing and executing external affair policies, closely working with cabinet members, legislatures, and policy makers, assembling international diplomatic and trade missions, building and enhancing public-private economic partnerships, facilitating technology commercialization, Foreign Direct Investments, and educational collaborations, and overseeing Maryland Sister-State diplomatic partnership program with more than 20 countries. He was the principle architect of Governor Martin O'Malley's largest trade mission and delegation to India in 2011. He also served as Member of the Governor's International Advisory Council.

Prior to this position, he served for more than 15 years as Vice President of three Information Technology and Biotechnology companies and also founded a Bioinformatic Firm. He served on various boards and chambers that include President of Maryland-India Business Round table, Executive Board of Director of Asian Pacific American Chamber of Commerce and Commissioner of Governor's Commission of Maryland Real Estate Development. He received numerous honors and awards including National Science Foundation's Small-Business Innovation Research Award, Leadership Maryland Award, Indian Young Scientist Merit Award, Outstanding Achiever Award, and Civic Leadership Award. He holds a Ph.D. and two Masters Degrees in Biosciences from the University of Madras, India, an MBA from Michigan State University, a US patent, and 50 research publications. He delivered more than 110 keynote speeches and remarks, and 50 television interviews.

Board of

Directors

VENKATACHARI SURESH
MANAGING DIRECTOR AND CEO

Mr. Venkatachari Suresh (DIN 00365522) is the Founder of 8K Miles Software Services Limited and Chairman & Managing Director of the Company. Born in 1967, is a Technocrat, a serial entrepreneur with enormous experience in the sphere of IT outsourcing and solutions development. He has established successful corporate entities worldwide. Suresh Venkatachari has over 25 years of experience in Consulting and Outsourcing industry and has successfully founded several IT outsourcing and solutions companies like SolutionNET, 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. Prior to entrepreneurship career, Venkatachari Suresh served as Head and Electronic Banking development with Deutsche Bank where he was the key architect in creating a state-of-the-art product called db-direct and involved in developing the IT software subsidiary for Deutsche Bank in Bangalore, India. He was previously involved in software development, IT Consulting with Unisys and Singapore Airlines. He has completed his Bachelor's Degree in Engineering and possesses honorary Doctorate in Business Administration.

R.S. RAMANI
WHOLE-TIME DIRECTOR AND CFO

Mr. R.S. Ramani (DIN 00365522) is one of the Founder of 8K Miles Software Services Limited and Whole-time Director & CFO of the Company. Born in 1965, and having 28+ years of experience is a seasoned professional in the field of Finance, Accounting, Auditing and operations in IT, Education and training Industries and proves to be instrumental for the growth of the Company. He lived in Dubai for over 22 years, started his career as a Production Accountant in a Group of Companies and moved towards Auditing and Consulting for various multinational companies in and around Gulf Region. He has been an Advisor, Operations and Accounts for SolutionNET, Dubai Internet City, a company providing Banking software and solutions for various local and international banks. He has done a Bachelor Degree in Commerce with Chartered Accounting, Finance and Auditing as core subjects. His entrepreneurial experience spans over two decades in various industries globally with solid management expertise in finance, administration and operations, which ensures the achievement of commercial success for customers and partners.

LAKSHMANAN KANNAPPAN
DIRECTOR AND COO

Mr. Lakshmanan Kannappan (DIN 07141427) (also known as Lena) is the Chief Operating Officer and Head of Cloud IAM business for 8KMiles, he is a visionary leader who leads and directs the business operations for 8KMlles. He is a serial entrepreneur with 24 years of software industry experience and also supports investments and M&A activities for 8K Miles. As the COO of the Company, Lakshmanan Kannappan manages day-to-day operations for the 8K Miles Group 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. He is also one of the original founders of SAML 2.0 protocol and Federated Identity Management model for the industry while at Orange-France Telecom, which changed the way Identity Information is shared between Service Providers and enabled the huge success of SaaS, Cloud and Social Networking. Lena chaired many industry standards committees since 2001 addressing Web Services, Identity Management and Mobile Services. He is a regular invited speaker in industry-related events including CIO Roundtables, RSA Security, CA World, IBM InterConnect and Mobile Financial Summit conferences. He has received his Masters in Electrical Engineering from College of Engineering Guindy, Anna University, Chennai in 1990 and Bachelors in Electronics and Instrumentation from Annamalai University, India in 1988.

GURUMURTHI JAYARAMAN
INDEPENDENT DIRECTOR

Mr. Gurumurthi Jayaraman (DIN 00416850) born in 1953, is a result oriented Accounts professional with over 39 years of experience in wide variety of companies viz. textiles, chemicals, machinery manufacturing, shipping, software & service industries. Supported in implementing two Green Field Project in Mafatlal Industries Limited including financial closure. Headed Treasury Department of ₹ 900 Crores Company (1994 – 1999) managed fund-based and non-fund based facilities of over ₹ 600 Crores. Headed major reengineering exercise in a company with close co-ordination with McKinsey & Company. Took a Private Limited Company for PE funding and raised funds for over 75 MSME Firms for Project Loan. Worked in abroad as VP Finance & Operations of a MNC software firm based out of Singapore. He possesses the bachelor's degree in Commerce and is a professional Chartered Accountant.

PADMINI RAVICHANDRAN
INDEPENDENT DIRECTOR

Ms. Padmini Ravichandran (DIN 02831078), aged 54 has completed her Bachelor of Arts (Corporate) and Masters in Business Administration from Australia. She is currently running her own media company that publishes a popular current affairs magazine, which is circulated throughout TN and select overseas countries. In the past, she has been instrumental in strategizing marketing and media planning for large educational institutes in Tamil Nadu. She has spent considerable amount of time in Australia and Singapore and brings that knowledge to bear on the Indian market. She has varied interests and has been involved in various activities, which caters to the development of society in general.

BABITA SINGARAM
INDEPENDENT DIRECTOR

Ms. Babita Singaram (DIN 07482106), aged 33 years, has completed Post Graduation in Business Administration from SRM University, Chennai after her Bachelor Degree in Commerce. She had super-specialized in Advanced Marketing and Human Resources Management. She is an ardent marketing professional with over 8 years of experience in Service Industry. She is also well-versed in Strategic management, business promotion, Key accounts management, Market plan execution, Cross and inter department management, Competitor and Market analysis, Brand management and communication.

DINESH RAJA PUNNIAMURTHY
INDEPENDENT DIRECTOR

Mr. Dinesh Raja Punniamurthy (DIN 03622140), aged 37 years, has completed his Masters Degree after his Bachelors in Visual Communication in 2015. 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 14 years of experience in the service industry predominantly in India and few years in Australia, Dinesh brings a mix of management experience to the table.

Key Leadership

Team

VENKATACHARI SURESH - CEO

Suresh has more than 27+ years of experience in the IT solutions & consulting industry. He leads our global leadership team that harnesses the knowledge of three market leaders to any organization. Suresh is a thought leader and entrepreneur and has developed and executed demand driven strategies to grow the business. He has founded four IT companies over the past 14 years, of which two are public limited. Prior to this, Suresh was the Head of Electronic Banking at Deutsche Bank, Singapore.

LENA KANNAPPAN - COO

Lena Kannappan is the Chief Operating Officer and Head of Cloud IAM business for 8K Miles, he is a visionary leader, a serial entrepreneur who leads and directs the business operations for 8K Mlles. He founded FuGen Solutions acquired by 8K Miles, is a serial entrepreneur with 24 years of software industry experience and also supports investments and M&A activities for 8K Miles. Lena is also one of the original founders of SAML 2.0 protocol and Federated Identity Management model for the industry while at Orange-France Telecom, which changed the way Identity Information is shared between Service Providers and enabled the huge success of SaaS, Cloud and Social Networking. Lena is a regular invited speaker in industry-related events.

R.S. RAMANI - CFO

With 28+ years of experience in finance roles, the key areas of focus for Ramani is Finance, Accounting, Auditing and operations in IT, Education and Trading Industries. His entrepreneurial experience over the two decades in various industries in India and Overseas solid management expertise in finance, administration and operations ensures achievement of commercial success for customers and partners.

HARISH GANESAN - CTO

Harish Ganesan, is the Chief Technology Officer (CTO) and Co-Founder of 8K Miles. Harish Ganesan has more than 17+ years of experience in architecting and developing cloud computing, e-commerce and mobile application systems. He has also built large Internet banking solutions that catered to the needs of millions of users, where security and authentication were critical factors. He is responsible for the overall technology direction of the 8K Miles products and services in Cloud, Big Data and Mobility Space. Harish is a thought leader in Cloud-related technologies, an Advisor and has many followers for his blogs.

RAVI CHANDRAN - HEAD OF INDIAN OPERATIONS AND NON US TERRITORY SALES

Ravi Chandran is the Head of Indian Operations and Non US Territory Sales for 8K Miles. He has more than 31 years of experience in IT Products, Solutions and Services Industry and solid management expertise in Marketing, Sales, Delivery and Operations. Prior to joining 8K Miles, Ravi was heading UK and Europe Operations for Ramco Systems and instrumental to drive new customer acquisition. 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. He 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.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Venkatachari Suresh, Managing Director
Mr. R.S. Ramani, Whole Time Director
Mr. Lakshmanan Kannappan, Director
Mrs. Padmini Ravichandran, Independent Director
Mr. Gurumurthi Jayaraman, Independent Director
Mr. Dinesh Raja Punniamurthy, Additional Director (Independent)
Ms. Babita Singaram, Additional Director (Independent)

AUDIT COMMITTEE

Mr. Gurumurthi Jayaraman, Chairman
Mr. Dinesh Raja Punniamurthy, Member
Ms. Babita Singaram, Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Dinesh Raja Punniamurthy, Chairman
Ms. Babita Singaram, Member
Mrs. Padmini Ravichandran, Member

STAKEHOLDER RELATIONSHIP COMMITTEE

Mrs. Padmini Ravichandran, Chairman
Mr. Venkatachari Suresh, Member
Mr. R.S. Ramani, Member
Mr. Lakshmanan Kannappan, Member

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Jayashree Jagannathan

REGISTERED OFFICE

"Srinivas" Towers,
#5, Cenotaph Road, II Floor,
Teynampet, Chennai - 600 018,
Phone: +91-44-6602-8000
Email ID: contactus@8kmilessoftwareservices.com

WEBSITE

www.8kmilessoftwareservices.com

CORPORATE IDENTITY NUMBER

L72300TN1993PLC101852

STATUTORY AUDITORS

GHG Associates,
Chartered Accountants,
No. 22, Govindu Street,
T Nagar, Chennai - 600 017.

SECRETARIAL AUDITORS

Mr. Gouri Shanker Mishra
Practicing Company Secretary,
#76, 2nd Floor,
P.S. Sivasamy Salai,
Mylapore, Chennai - 600 004.

BANKERS

Indian Bank,
Porur Branch, 125, Trunk Road,
Porur, Chennai - 600 116

HDFC Bank Limited,
ITC Centre Branch,
No. 759, Anna Salai,
Chennai - 600 002

REGISTRAR AND SHARE TRANSFER AGENT

Adroit Corporate Services Private Limited,
Industries Estate, Makwane Road, Naronvaka,
Andheri (East), Mumbai - 400 059.
Phone: +91-22-4227-0400
Fax: +91-22-2850-3748
Email: info@adroitcorporate.com

FINANCIAL HIGHLIGHTS – 5 YEARS AT A GLANCE

(In lakhs)

Sl No.	Particulars	2011-2012	2012-2013	2013-2014	2014-2015	2015-2016
1.	**PROFIT & LOSS ACCOUNT**					
	Revenue from operations	2,106.09	2,621.45	4,405.52	12,485.30	27,193.09
	Other Income	6.36	6.95	4.70	28.58	21.28
	Total Income	**2,112.45**	**2,628.40**	**4,410.22**	**12,513.88**	**27,214.37**
	Earnings before Interest, Depreciation and Tax (EBITDA)	505.96	551.23	1,384.20	3,855.77	8,872.78
	Depreciation and amortization	80.43	81.15	430.85	911.95	2,022.88
	Profit before Interest and Tax (EBIT)	425.50	470.08	953.35	2,943.82	6,849.90
	Finance cost	4.81	17.14	37.20	44.76	20.95
	PBT	420.72	452.94	916.15	2,899.06	6,828.95
	Tax Expense	70.50	55.87	173.35	590.01	1,505.34
	Profit after Tax (PAT)	**350.22**	**397.07**	**742.80**	**2,309.05**	**5,323.61**
2.	**BALANCE SHEET**					
	Share Capital	555.42	1,004.41	1,004.41	1,034.41	1,089.41
	Reserves & Surplus	1,996.19	2,300.49	5,196.16	8,944.37	19,356.45
	Networth	**2,551.61**	**3,304.90**	**6,200.57**	**9,978.78**	**20,445.86**
	Loan Funds	288.03	202.10	371.18	–	272.38
	Capital Employed	**2,839.64**	**3,507.00**	**6,571.75**	**9,978.78**	**20,718.24**
	Deferred Tax Liability	3.08	2.47	45.48	57.79	39.66
	Total	**2,842.72**	**3,509.47**	**6,617.23**	**10,036.57**	**20,757.90**
	Net Fixed Assets	**2,240.59**	**2,366.56**	**7,183.41**	**9,901.87**	**16,449.44**
	Current Assets	1,642.18	2,197.08	2,110.68	4,587.40	14,284.91
	Current Liability & Provision	1,025.14	823.79	650.47	1,474.59	4,316.81
	Net Current Assets	**617.04**	**1,373.29**	**1,460.21**	**3,112.81**	**9,968.10**
	EPS (₹)	6.31	3.95	6.05	18.35	36.34
	Face value of the share	10	10	10	10	10

NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the Thirty First Annual General Meeting of the Shareholders of the Company will be held on Friday, September 30, 2016 at 10:15 A.M. at The Raintree, St. Mary's Road, Alwarpet, Chennai – 600 018, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt

a. the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Report of the Auditors thereon.

2. Re-appointment of Director

To appoint a director in place of Mr. Lakshmanan Kannappan (DIN: 07141427), who retires by rotation, and being eligible, offers himself for re-appointment.

3. Ratification of Appointment of Auditors

*To ratify the appointment of auditors of the Company and to fix their remuneration and to pass the following resolution as an **Ordinary resolution**:*

"**RESOLVED THAT** pursuant to Section 139 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder and pursuant to the resolution passed by the members at the AGM held on September 18, 2015, the appointment of M/s GHG Associates, Chartered Accountants (Firm Registration No. 008703S) as the auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2021 be and is hereby ratified."

"**RESOLVED FURTHER THAT** the board of Directors is authorized to fix the remuneration payable to auditors for the financial year ending March 31, 2016 as determined by the Audit Committee/Board of Directors in consultation with the auditors."

SPECIAL BUSINESS

4. Appointment of Independent Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 and the rules made there under read with Schedule IV of the Companies Act, 2013, Mr. Dinesh Raja Punniamurthy (DIN: 03622140), who was appointed as an Additional Director under Independent & Non-Executive Category in the meeting of the Board of Directors held on March 31, 2016 and who holds office till the date of AGM in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five years and whose period of office shall not be liable to retire by rotation."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

5. Appointment of Independent Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 and the rules made there under read with schedule IV of the Companies Act, 2013, Ms. Babita Singaram (DIN:07482106), who was appointed as an Additional Director under Independent & Non-Executive Category in the meeting of the Board of Directors held on March 31, 2016 and who holds office till the date of Annual General

Meeting (AGM) in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five years and whose period of office shall not be liable to retire by rotation."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

6. Re-appointment of Whole-Time Director

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) ["the Act"], approval of the Company be and is hereby accorded for the re-appointment of Mr. R.S. Ramani (DIN: 03206751) as Whole-time Director of the Company, for a period of 5(five) years with effect from August 13, 2016 on the terms and conditions including remuneration as set out below:

The conditions of appointment of Mr. R.S. Ramani along with his remuneration details are as follows:

A) Salary:

₹2,50,000/- per month, subject to Annual increments will be decided by the Nomination and Remuneration Committee and the Board of directors of the Company. The above salary includes Basic Salary, House Rent Allowance, Conveyance, and Medical Reimbursement.

B) Perquisites and Allowances:

- Contribution to Provident Fund as per the Company's rules and applicable provisions of the relevant statutes;
- Encashment of leave as per Company rules.
- Leave Travel Concession: self and family in accordance with the rules specified by the Company.
- Provision of cars as per rules of the Company in force time to time.
- Perquisites shall be valued in terms of actual expenditure incurred by the Company in providing benefit to the employees. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy (including car provided for official and personal purposes) the perquisites shall be valued as per income tax rules.

C) General:

Mr. R.S. Ramani would not be entitled to sitting fee for attending meetings of the Board or Committees thereof. Provisions of telephone at residence and expenses on account of car for official use not be reckoned as perquisites. Mr. R.S. Ramani will be subject to all other service conditions as applicable to any other senior management employee of the Company.

D) Other terms and conditions:

Mr. R.S. Ramani is not liable to retire by rotation. The Whole-Time Director will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board. The Whole-Time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors. The Whole-Time Director shall adhere to the Code of Conduct for Directors and Management Personnel.

"**RESOLVED FURTHER THAT** with liberty to the Board of Directors (hereinafter referred to as "the board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration

as it may deem fit and as may be acceptable to Mr. R.S. Ramani, subject to the same not exceeding the limits specified under schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force)."

"**RESOLVED FURTHER THAT** notwithstanding anything contained herein above, wherein, any financial year during the Currency of his appointment, the Company has no profits or its profits are inadequate, the remuneration payable to Mr. R.S. Ramani as Salary, perquisites and any other allowances shall be governed by and be subject to the ceilings and provisions provided under Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) such other limit as may be prescribed by the government from time to time as minimum remuneration, unless permission from central government is obtained for paying more."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. Approval of Transactions with Related Party

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) ("the Act"), the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules, if any and applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other approvals, consents or permissions of any authority as may be necessary, approval of the members of the Company be and is hereby accorded to the Audit Committee and/or the Board of Directors to authorize the management of the Company to enter into Agreement/transaction(s) as may be appropriate, with the related party as defined under Section 2(76) of the Companies Act, 2013, for availing or rendering of services, on such terms and conditions as may be mutually agreed upon between the Company and the related party for the financial year 2016-2017 up to the maximum per annum amounts as appended below:

Sl. No	Name of the related party	Nature of Transaction	Maximum value of transaction for the financial year 2016-2017
1	8K Miles Media Private Limited	Availing or rendering of any service	5 crore

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

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

"**RESOLVED THAT** in supersession to earlier resolution by the shareholders of the Company at Thirtieth Annual General Meeting held on September 18, 2015 in this regard and pursuant to the provisions of Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 along with rules enacted thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof) ("Companies Act"), enabling provisions of the Memorandum and Articles of Association of the Company, listing agreements entered into by the Company with the stock exchanges where equity shares of the Company of face value ₹ 5/- (Rupees Five Only) each are listed, subject to approval of split of shares by the shareholders of the Company in the ensuing AGM, and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended ("SEBI (ICDR) Regulations"), Foreign Exchange Management Act, 1999 as amended, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, Issue of Foreign Currency Convertible Bonds (through Depository Receipt Mechanism) Scheme, 1993, as amended from time to time and clarifications issued thereon from time to time and subject to other required rules, regulations, guidelines, notifications and circulars issued by the Securities and Exchange

Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the Government of India ("GOI"), the stock exchanges, Department of Industrial Policy & Promotion and/or any other competent authorities from time to time to the extent applicable, subject to such approvals, permissions, consents and sanctions as may be necessary from SEBI, stock exchanges, RBI, Foreign Investment Promotion Board, GOI and/or any other concerned statutory or other relevant authorities as may be required in this regard and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions, consents and/or sanctions which may be agreed to by the Board of Directors of the Company ("Board" which term shall include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), consent of the Company be and is hereby accorded to the Board in its absolute discretion to create, offer, issue and allot equity shares ("Equity Shares") and/or Global Depository Receipts ("GDRs") and/or American Depository Receipts ("ADRs") ("Securities") in the course of domestic and/or international offerings representing either equity shares or a combination of the foregoing for an amount not exceeding ₹ 500 Crores (Rupees Five Hundred Crores Only), inclusive of permissible green shoe option, for cash and at such premium/discount, as applicable, as the Board deems fit to all eligible investors including but not limited to existing equity shareholders as on record date, residents and/or non-residents, whether institutions, incorporated bodies, foreign institutional investors, qualified institutional buyers, banks, mutual funds, insurance companies, pension funds, trusts, stabilizing agents and/or otherwise and/or a combination thereof, whether or not such investors are members, promoters, directors or their relatives/associates of the Company, in the course of domestic and/or international offerings through public issue and/or private placement and/or rights issue and/or preferential allotment and/or qualified institutional placement ("QIP") and/or any other permitted modes through prospectus and/or an offer document and/or private placement offer letter and/or such other documents/writings/circulars/memoranda in such manner, by way of cash at such time or times in such tranche or tranches and on such terms and conditions as may be determined and deemed appropriate by the Board in its absolute discretion at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the merchant banker(s) to be appointed by the Company, so as to enable the Company to list on any Stock Exchange in India and/or Luxembourg and/or London and/or New York and/or Singapore and/or Hong Kong and/or any of the Overseas Stock Exchanges as may be permissible."

"**RESOLVED FURTHER THAT** the Securities issued in foreign markets shall be deemed to have been made abroad and/or in the market and/or at the place of issue of the Securities in the international market and may be governed by the applicable laws."

"**RESOLVED FURTHER THAT** in the event of issue of GDRs/ADRs, the pricing shall be determined in compliance with principles and provisions set out in the Issue of Foreign Currency Convertible Bonds (through Depository Receipt Mechanism) Scheme, 1993, as amended from time to time and other applicable provisions, as amended from time to time."

"**RESOLVED FURTHER THAT** in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI (ICDR) Regulations, as amended from time to time, the pricing shall be determined in compliance with principles and provisions set out in Regulation 85 of Chapter VIII of the SEBI (ICDR) Regulations, as amended from time to time. The Company may offer a discount of not more than 5% (Five per cent) on the price calculated for the QIP or such other discount as may be permitted under SEBI (ICDR) Regulations, as amended from time to time."

"**RESOLVED FURTHER THAT** in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI (ICDR) Regulations, as amended from time to time, the relevant date for the purpose of the pricing of the Equity Shares shall be the meeting in which the Board decides to open the issue."

"**RESOLVED FURTHER THAT** in the event the Equity Shares are issued in the course of QIP the Equity Shares shall be issued and allotted within twelve

months from the date of this resolution or such other time as may be allowed under the SEBI (ICDR) Regulations".

"**RESOLVED FURTHER THAT** the Company may enter into any arrangement with any agencies or bodies as are authorized by the Board for the issue of GDRs and/or ADRs represented by underlying equity shares in the share capital of the Company with such features and attributes as are prevalent in international/domestic capital markets for instruments of this nature and to provide for the tradability and free transferability thereof in accordance with market practices as per the domestic and/or international practice and regulations, and under the norms and practices prevalent in the domestic/international capital markets and subject to applicable laws and regulations and the Articles of Association of the Company."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, the consent of the Company be and is hereby accorded to the Board to do such acts, deeds, matters and things including but not limited to finalization and approval of the offer documents(s), private placement offer letter, determining the form and manner of the issue, including the class of investors to whom the Securities are to be issued and allotted, number of Securities to be allotted, issue price, face value, fixing the record date, execution of various transaction documents, as the Board may in its absolute discretion deem fit and also to accept any modification in the proposal as may be required or imposed by GOI/RBI/SEBI/Stock Exchanges where the shares of the Company are listed or such other appropriate authorities at the time of according/granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and utilization of the proceeds as it may in its absolute discretion deem fit."

"**RESOLVED FURTHER THAT** the Securities to be created, issued allotted and offered in terms of this Resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company."

"**RESOLVED FURTHER THAT** the Equity Shares shall be listed with the stock exchanges, where the existing Equity Shares of the Company are listed and the same shall rank *pari-passu* with the existing equity shares of the Company."

"**RESOLVED FURTHER THAT** in the event the Equity Shares are issued in the course of rights issue, if the Equity Shares are not subscribed, the same may be disposed of by the Board in such manner which is not dis-advantageous to the shareholders and the Company."

"**RESOLVED FURTHER THAT** the approval of the Company be and is hereby accorded to the Board to appoint merchant bankers, underwriters, depositories, custodians, registrars, trustees, bankers, lawyers, advisors and all such agencies as may be involved or concerned in the issue and to remunerate them by way of commission, brokerage, fees or the like (including reimbursement of their actual expenses) and also to enter into and execute all such arrangements, contracts/agreements, memorandum, documents, etc., with such agencies, to seek the listing of Securities on one or more recognized stock exchange(s), to affix common seal of the Company on any arrangements, contracts/agreements, memorandum, documents, etc. as may be required."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board in consultation with the merchant banker(s), advisors and/or other intermediaries as may be appointed by the Company in relation to the issue of Securities, be and is hereby authorised on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue and allotment of Securities and listing thereof with the stock exchanges or otherwise as may be required in relation to the issue and to resolve and settle all questions and difficulties that may arise in the issue, offer and allotment of Securities, including finalization of the number of Securities to be issued in each tranche thereof, form, terms and timing of the issue of Securities including for each tranche of such issue of Securities, identification of the investors to whom Securities are to be offered, utilization of the proceeds and other related, incidental or ancillary matters as the Board may deem fit at its absolute

discretion, to make such other applications to concerned statutory or regulatory authorities as may be required in relation to the issue of Securities and to agree to such conditions or modifications that may be imposed by any relevant authority or that may otherwise be deemed fit or proper by the Board and to do all acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit and to settle any questions, difficulties or doubts that may arise in relation to the any of the aforesaid or otherwise in relation to the issue of Securities."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate (to the extent permitted by law) all or any of the powers herein conferred to any officer of the Company."

9. Approval for Sub-Division of Equity Shares:

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

"**RESOLVED THAT** pursuant to the provisions of Section 61 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable provisions, if any, of the Companies Act, 2013 ("Act") read together with the provisions of the Rules under the Act and read with any other provisions of law, as applicable for the time being and in accordance with the Memorandum and Articles of Association of the Company and subject to approval of shareholders at their meeting and such approvals, consents, permissions and sanctions as may be necessary from any authority, whether statutory or otherwise, the Authorized Share Capital of the Company comprising of ₹ 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 equity shares of face value of ₹ 10/- (Rupees Ten Only) each only be and is hereby sub-divided into 4,00,00,000 equity Shares of face value of ₹ 5/- (Rupees Five Only) each, with effect from the 'Record Date' to be determined or as determined by the Board of Directors (hereinafter referred to as 'the Board', which expression shall be deemed to include the existing Committee of Directors thereof) from time to time."

"**RESOLVED FURTHER THAT** pursuant to the sub-division of equity shares of the Company, the Authorized, Issued, Subscribed and Paid-up Equity Share Capital of face value of ₹ 10/- (Rupees Ten Only) each, shall stand sub-divided into 2 (Two) Equity Shares of face value of ₹ 5/- (Rupees Five Only) each."

"**RESOLVED FURTHER THAT** on sub-division, the 2 (Two) Equity Shares of face value of ₹ 5/- (Rupees Five Only) each be issued in lieu of one Equity Share of ₹ 10/- (Rupees Ten Only) each, in accordance with the provisions of Memorandum and Articles of Association of the Company and shall rank *pari-passu* in all respects with and carry the same rights as the existing fully paid Equity Shares of ₹ 10/- (Rupees Ten Only) each of the Company."

"**RESOLVED FURTHER THAT** on sub-division of the Equity Shares as aforesaid, the Existing Share Certificate(s) in relation to the existing Equity Shares of the face value of ₹ 10/- (Rupees Ten Only) each held in physical form shall be deemed to have been automatically cancelled and will be of no effect on and from the Record Date and the Company may without requiring the surrender of the existing Share Certificate(s) directly issue and dispatch the new Share Certificate(s) of the Company, in lieu of such existing issued Share Certificate(s) and in case of the Equity Shares held in dematerialized form, the sub-divided Equity Shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby jointly/severally authorized to do, perform and execute all such acts, deeds, matters and things as it may consider necessary, expedient, usual or proper to give effect to this resolution including but not limited to fixing of the record date as per the requirement of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto and such other applicable provisions/enactments as amended from time to time, execution of all necessary documents with the Stock Exchanges and the Depositories, and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the sub-division of the Equity Shares as aforesaid or for any matters connected herewith or incidental hereto."

"RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as 'the Board', which expression shall be deemed to include the existing Committee of Directors thereof) be and is hereby severally authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required in the said connection and to delegate all or any of the powers herein vested in them to give effect to this resolution."

10. Approval for Increase in Authorised Share Capital and Alteration of Capital Clause in the Memorandum of Association of the Company:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the 'Act'), and subject to approval of shareholders at their meeting and such approvals, consents, permissions pursuant to sub-division of equity shares and sanctions as may be necessary from any authority, whether statutory or otherwise, the Authorized Share Capital of the Company comprising of ₹ 20,00,00,000/- (Rupees Twenty Crores Only) divided into 4,00,00,000 equity shares of face value of ₹ 5/- (Rupees Five Only) each be and is hereby increased to ₹ 30,00,00,000/- (Rupees Thirty Crores Only) divided into 6,00,00,000 equity shares of face value of ₹ 5/- (Rupees Five Only) each, ranking *pari- passu* with the existing shares of the Company.

"**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following Clause V:

"V. The Authorised Share Capital of the Company is ₹ 30,00,00,000/- (Rupees Thirty Crores Only) divided into 6,00,00,000 equity shares of face value of ₹ 5/- (Rupees Five Only) each with the power to the Board to increase or reduce the capital, to divide the shares in the capital from time to time into several classes and to attach thereto respectively such qualified or special rights, privileges or conditions of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for time to time be provided by the regulations of the Company and to consolidate or sub-divide the shares and issue shares of higher or lower denominations."

"**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as 'the Board', which expression shall be deemed to include the existing Committee of Directors thereof) be and is hereby severally authorized to take all such steps and actions for the purposes of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Memorandum of Association and further to do all such acts, deeds, matters and things as may be deemed necessary including but not limited to preparing, executing and filing necessary forms, applications, documents with Registrar of Companies, Stock Exchanges, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/or such other authorities as may be necessary for the purpose and delegate all or any of the powers herein vested in them to give effect to this resolution."

11. Approval for Issue of Bonus Shares:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 63 and other applicable provisions of the Companies Act, 2013 and other applicable provisions of Rule 14 of the Companies (Share Capital & Debentures) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), and Article 59 of the Articles of Association of the Company subject to the provisions under Chapter IX of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and subsequent amendments thereto (the **"SEBI (ICDR) Regulations, 2009")** as in force, and subject to the regulations/guidelines, if any, issued by the Government of India, the Reserve Bank of India and any other applicable laws, rules and regulations (including any amendment thereto or re-enactment thereof for the time being in force) and the relevant provisions of the Memorandum and Articles of Association of the Company and SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, Reserve Bank of India, Securities and Exchange Board of India, Stock Exchanges and any other relevant statutory, governmental authorities or departments, institutions or bodies **("Concerned Authorities")** in this regard and further subject to such terms and conditions or modifications thereto as may be prescribed or imposed by any of the Concerned Authorities while granting such approvals, and permissions as may be necessary or which may be agreed to by the Board of Directors of the Company (hereinafter referred to as **"the Board"**, which term shall be construed as to include any Committee which the Board have constituted to exercise the powers including the powers conferred vide this resolution), the consent of the board be and is hereby accorded for capitalization of a sum approximately ₹ 381.47 Lakhs out of the sum standing to the credit of Company's Securities Premium Account/General Reserve Account or such other accounts as are permissible to be capitalized and utilized for the purpose, as per the audited accounts of the Company for the financial year ended March 31, 2016 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of such bonus shares of face value of ₹ 5/- (Rupees Five Only) each, to be credited as fully paid up to the eligible shareholders of the Company whose names appear on the Register of Shareholders/list of beneficial owners as on Record Date, i.e., such date to be fixed by the Board, in proportion of 1:3, i.e., 1 (One) Bonus Share for every 3 (Three) fully paid-up equity share of face value of ₹ 5/- (Rupees Five Only) each of the Company, held by them as on Record Date and the Bonus Shares so issued/ allotted shall, for all purposes, be treated as an increase in the paid-up share capital of the Company held by each of such shareholder, and not as income."

"**RESOLVED FURTHER THAT** the new ordinary shares shall be allotted subject to the Memorandum and Articles of Association of the Company and shall in all respects rank *pari-passu* with the existing sub-divided fully paid-up equity shares of the Company, with a right, to participate in dividend in full that may be declared after the date of allotment of these equity shares as the Board may determine."

"**RESOLVED FURTHER THAT** no letter of allotment shall be issued in respect of the said bonus shares but in the case of shareholders who opt to receive the bonus shares in dematerialized form, the bonus shares as aforesaid shall be credited to the beneficiary accounts of the shareholders with their respective Depository Participants within the stipulated time as may be allowed by the appropriate authorities and in the case of shareholders who opt to receive the bonus shares in physical form, the share certificates in respect thereof shall be delivered within such time as may be allowed by the appropriate authorities."

"**RESOLVED FURTHER THAT** the issue and allotment of the said Bonus Shares to Non-Resident Indians (NRIs), Overseas Corporate Bodies (OCBs) and other foreign investors of the Company shall be subject to approval, if necessary, of Reserve Bank of India under the Foreign Exchange Management Act, 1999 including any statutory modification(s) or re-enactment thereof for the time being in force."

"**RESOLVED FURTHER THAT** where the proportion of the new bonus shares is not in the exact proportion of the holding of the existing sub-divided equity shares and results in any shareholder becoming entitled to fraction of new equity shares to be allotted as Bonus Shares, the Company shall not issue any certificate or Coupon in respect of such fractional shares but the total number of new equity shares representing such fraction shall be allotted by the Board of Directors to a person/persons appointed by the Directors act as a trustee/trustees for and on behalf of the shareholders, who shall have the right to be allotted such fractional certificates on behalf of the existing shareholders and the Company shall issue in favour of such trustee, such equity shares certificates after consolidating all the fractional certificates into a marketable lot and thereafter such equity shares shall be sold by such trustee or trustees at the prevailing market rate(s) and the net sale proceeds (after deduction of all such expenses incurred for sale) of such shares be distributed amongst such shareholders who are entitled to such fractional certificates in proportion to their respective fractional entitlement thereto."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of the said Bonus Shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto with the Stock Exchanges concerned, the Regulations and other applicable laws."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution and for removal of any doubts or difficulties, the Board be and is hereby authorized to do, perform and execute all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, expedient, usual or proper and to settle any question or doubts that may arise in this regard at any stage including at the time of listing of the bonus shares without requiring the Board to secure any further consent or approval of the Shareholders of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution, or as the Board in its absolute discretion may think fit and its decision shall be final and binding on all shareholders and other interested persons and to do all acts connected herewith or incidental hereto."

By Order of the Board
For 8K Miles Software Services Limited

Sd/-
Jayashree Jagannathan
Company Secretary & Compliance Officer

Place: Chennai
Dated: August 24, 2016

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member of the Company.
2. Proxies, in order to be effective, must be received at the Company's registered office not less than 48 hours before the meeting. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company.
3. A member holding more than ten percent of the total share capital of the Company may appoint a person as Proxy and that such person shall not act as a Proxy for any other member.
4. The statement pursuant to Section 102 of the Companies Act, 2013 setting out of material facts concerning the item of special business specified above is annexed hereto.
5. The Register of Members and Share Transfer Books of the Company shall remain closed from September 8, 2016 to September 10, 2016 (both days inclusive) for the purpose of Annual General Meeting. The bonus shares, as recommended by the Board of Directors pursuant to sub-division of shares from face value of ₹ 10/- (Rupees Ten Only) each to ₹ 5/- (Rupees Five Only) each, subject to the provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2009 and other relevant rules and regulations, if approved by the members at the Annual General Meeting, will be allotted to the shareholders of the Company whose names appear in the Register of Members or as the beneficial owner(s) of the equity shares of the Company, in the records of the Depositories and RTA, on such date as may be determined by the Board of Directors of your Company, (which shall be deemed to include any Committee thereof).
6. Electronic copy of the Annual Report and the Notice of the Annual General Meeting of the Company together with the attendance slip and Proxy Form are being sent to all the members whose email Ids are registered with the Company/ Depository Participants.
7. Members are requested to notify the Company at its Registered Office or to the Share Transfer Registrar of any change in address quoting their folio number.
8. To support Green initiative Members who have not registered their email addresses are requested to update their email address with their depository participants to enable the Company to send future communications electronically.
9. Members who have received the Annual Report in electronic mode and who intend to attend the meeting in person or through proxy are requested to bring a printed copy of the attendance slip to the meeting hall.

10. Members are requested to affix their signatures at the space provided on the attendance slip annexed to the proxy form and hand over the slip at the entrance of the Hall to attend the meeting.

11. Members are requested to bring their Client ID and DP ID for easy identification of attendance at the meeting.

12. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution to the Company authorising their representative to attend and vote on their behalf at the Meeting.

13. Members seeking any information or clarification on the Accounts are requested to send queries in writing to the Company. Replies to such written queries received, will be provided only at the meeting.

14. **Remote e-voting facility**

    (a) In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **["SEBI (LODR) Regulations, 2015"]** and the provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company offers voting by electronic means through remote e-voting services provided by Central Depository Securities Limited (CDSL).

    (b) Voting rights are reckoned on the basis of the shares registered in the names of the members/ beneficial owners as on the cut-off date fixed for this purpose, viz., September 23, 2016.

    (c) The Company has appointed Mr. M. Rathnakumar, Practising Company Secretary, Chennai as the Scrutinizer for conducting the remote e-voting and also the physical ballot process in the Annual General Meeting in a fair and transparent manner.

    (d) The instructions for remote e-voting are as under:

        (c) The voting period begins on September 27, 2016 at 10.00 A.M. and ends on September 29, 2016 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on Shareholders.
- Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (v).

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant 8K MILES SOFTWARE SERVICES LIMITED on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk. evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual

available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

- The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai and National Stock Exchange of India Limited, Mumbai.
- All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

15. Additional information pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite consent and declarations for their appointment/reappointment.

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No: 4

Appointment of Independent Director – Mr. Dinesh Raja Punniamurthy

Mr. Dinesh Raja Punniamurthy was appointed as an Additional Director under Independent & Non-Executive Category at the board meeting held on March 31, 2016 pursuant to Section 161 of the Companies Act, 2013. He holds office upto the date of ensuing Annual General Meeting (AGM). The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Mr. Dinesh Raja Punniamurthy to be appointed as Independent Director of the Company for a period of five years from September 30, 2016 and not liable to retire by rotation.

The Company has received consent to act as director and declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

Appointment of Mr. Dinesh Raja Punniamurthy as an independent director requires the approval of the shareholders and the board recommends the resolution for approval of members. He does not hold any shares in the Company.

None of the directors except Mr. Dinesh Raja Punniamurthy to whom this resolution relates is interested or concerned in this resolution.

Item No: 5

Appointment of Independent Director – Ms. Babita Singaram

Ms. Babita Singaram was appointed as an Additional Director under Independent & Non-Executive Category at the board meeting held on March 31, 2016 pursuant to Section 161 of the Companies Act, 2013. She holds office upto the date of ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Ms. Babita Singaram to be appointed as Independent Director of the Company for a period of five years from September 30, 2016 and not liable to retire by rotation.

The Company has received consent to act as director and declaration to the effect that she meets the

criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

Appointment of Ms. Babita Singaram as an independent director requires the approval of the shareholders and the board recommends the resolution for approval of members. She does not hold any shares in the Company.

None of the directors except Ms. Babita Singaram to whom this resolution relates is interested or concerned in this resolution.

Item No: 6

Re-Appointment of Whole-Time Director

Mr. R.S. Ramani had been associated with the Company since inception. Considering the valuable services provided by Mr. R.S. Ramani, the Board of Directors of the Company (the Board), at its meeting held on August 24, 2016 has, subject to the approval of members, re-appointed Mr. R.S. Ramani as Whole-Time Director, for a period of 5 (five) years with effect from August 13, 2016 at the remuneration recommended by the Remuneration and Compensation Committee (name changed to Nomination and Remuneration Committee) of the Board and approved by the Board.

It is proposed to seek the members' approval for the re-appointment and remuneration payable to Mr. R.S. Ramani as Whole-Time Director in terms of the applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) ["the Act"].

Broad particulars of the terms of re-appointment and remuneration payable to Mr. R.S. Ramani are as set out in the Resolution subject to the limits prescribed under Schedule V of the Act.

Mr. R.S. Ramani satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. R.S. Ramani under Section 190 of the Act.

Brief resume of Mr. R.S. Ramani, nature of his expertise in specific functional areas, names of companies in which he hold directorships and memberships/ chairmanships of Board Committees, shareholding and relationships amongst directors Inter-se as stipulated under Regulation 36 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 is annexed to this Notice.

Mr. R.S. Ramani is interested in the resolution set out at Item No. 6 of the Notice, which pertains to his re-appointment and remuneration payable to him.

Except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board accordingly recommends the resolution as set forth in item no. 6 for the approval of the members.

Item No: 7

Approval of Related Party Transactions

The Company is engaged in Media businesses such as application based Radio predominantly for USA markets. The classification under "Related Party" is due to the common directors.

The particulars of the related party transactions are as under:

Sl. No	Name of the related party	Nature of Transaction	Maximum value of transaction for the financial year 2016-2017
1	8K Miles Media Private Limited	Availing or rendering of any service	5 crore

As per Section 188 of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 the approval of related party transactions exceeding prescribed limits seeks the approval of shareholders in the general meeting of the Company and hence the board recommends the above resolution no. 7 for approval of shareholders.

None of the directors except Mr. Venkatachari Suresh and Mr. R.S. Ramani are interested in this resolution.

Item No: 8

The shareholders of the Company at Thirtieth Annual General Meeting held on September 18, 2015 had, inter alia, passed special resolution for the purpose of Investments in Equity on to their Overseas and Domestic Subsidiaries, Acquire Companies, Businesses through their Subsidiaries and otherwise and expand Business promotion and Development related expenses. However, the Company could not complete the placements to Qualified Institutional Buyers or any issue

of ("Equity Shares") and/or Global Depository Receipts ("GDRs") and/or American Depository Receipts ("ADRs") ("Securities") pursuant to the said earlier resolution passed in this regard. The validity of the said resolution passed will expire on September 17, 2016. In light of the expansion plans of the Company and means of finance thereof it is proposed to seek enabling authorization from the Shareholders to the Board by way of a special resolution passed in suppression of the earlier resolution in this regard to raise the capital for the purpose of Investments in Equity on to their Overseas and Domestic Subsidiaries, Acquire Companies, Businesses through their Subsidiaries and otherwise and expand Business promotion and Development related expenses. The Company has been exploring various avenues for raising funds by way of issue of equity shares ("Equity Shares") and/or Global Depository Receipts ("GDRs") and/or American Depository Receipts ("ADRs") ("Securities") to all eligible investors including but not limited to existing of equity shareholders as on record date, residents and/or non-residents, whether institutions, incorporated bodies, foreign institutional investors, qualified institutional buyers, banks, mutual funds, insurance companies, pension funds, trusts, stabilizing agents and/or otherwise and/or a combination thereof, whether or not such investors are members, promoters, directors or their relatives/associates of the Company in the course of domestic and/or international offerings through public issue and/or private placement and/or rights issue and/or preferential allotment and/or qualified institutional placement ("QIP") and/or any other permitted modes through prospectus and/or an offer document and/or private placement offer letter and/or such other documents/writings/circulars/memoranda in such manner, at such time or times in such tranche or tranches for an amount not exceeding ₹ 500 Crores (Rupees Five Hundred Crores only) inclusive of permissible green shoe option, for cash and at such premium/discount, as applicable, as the Board deems fit and on such terms and conditions as may be determined and deemed appropriate by the Board in its absolute discretion at the time of such issue and allotment considering the prevailing market conditions and other relevant factors. The Equity Shares shall rank *pari-passu* with the existing equity shares of the Company.

In the event of the issue of the Equity Shares as aforesaid by way of QIP, it will be ensured that:

a) The relevant date for the purpose of pricing of the Equity Shares would, pursuant to Chapter VIII of the SEBI (ICDR) Regulations, be the date of the meeting in which the Board or duly authorised committee thereof decides to open the proposed issue of Equity Shares;

b) The pricing for this purpose shall be in accordance with regulation 85 of Chapter VIII of the SEBI (ICDR) Regulations.

c) The Company may offer a discount of not more than 5% (Five percent) on the price calculated for the QIP or such other discount as may be permitted under SEBI (ICDR) Regulations, as amended from time to time;

d) The issue and allotment of Equity Shares shall be made only to Qualified Institutional Buyers (QIBs) within the meaning of SEBI (ICDR) Regulations and such Equity Shares shall be fully paid up on its allotment;

e) The total amount raised in such manner and all previous QIPs made by the Company in a financial year would not exceed 5 times of the Company's net worth as per the audited balance sheet for the previous financial year;

f) The Equity Shares shall not be eligible to be sold for a period of 1 year from the date of allotment, except on a recognized stock exchange or except as may be permitted from time to time by the SEBI (ICDR) Regulations.

For making any further issue of shares to any person(s) other than existing equity shareholders of the Company approval of members is required to be obtained by way of passing a special resolution, in pursuance to Section 62 (1) (c) of the Companies Act, 2013.

Therefore the Board recommends the resolution contained in Item No. 8 to be passed by the members so as to enable it to issue further Securities.

None of the Directors of the Company or their respective relatives is concerned or as members in the Resolution mentioned at Item No. 8 of the Notice.

Item No: 9

Approval for Sub-Division of Equity Shares:

The Equity Shares of the Company are presently listed with BSE Limited ("**BSE**") and the National Stock Exchange of India Ltd. ("**NSE**") [hereinafter collectively referred to as the "**Stock Exchanges**"]. In order to improve the liquidity of the Equity Shares with higher floating stock in absolute numbers and to make the Equity

Shares more affordable to the investors, the Board of Directors of the Company, at its meeting held on August 24, 2016, has recommended sub-division of the face value of equity shares of the Company from the face value of ₹ 10/- (Rupees Ten Only) each to the face value of ₹ 5/- (Rupees Five Only) each. Consequent to the above sub-division, it is necessary to alter the Memorandum and Articles of Association of the Company.

The resolution in Item No. 10 seeks to make corresponding amendments in Clause V of the Memorandum of Association and in the Articles of Association of the Company, respectively to give effect to the sub-division of shares which is proposed as an Ordinary Resolution mentioned in Item No. 9.

A copy of the Memorandum and Articles of Association of the Company showing proposed alterations is available for inspection at the Registered Office of the Company in such manner as stated under the accompanied Annual General Meeting Notice. The Board of Directors considers that the proposed resolution is in the interest of the Company and recommends the same for your approval.

None of the Directors of the Company are in any way concerned or interested in the foregoing resolution, except, to the extent of shares which may be allotted to the Company in which they are Directors and/or shareholders or shares which may be allotted to them in respect of their present holding in the Company and/or the Company (ies) in which they are Directors and/or shareholders.

Item No: 10

Approval for increase in authorised Share Capital and alteration of capital clause in the Memorandum of Association of the Company:

Pursuant to the sub-division of equity shares from face value of ₹ 10/- (Rupees Ten Only) each to face value of ₹ 5/- (Rupees Five Only) each, the Authorized Share Capital of the Company shall stands to ₹ 20,00,00,000/- (Rupees Twenty Crores Only) divided into 4,00,00,000 equity shares of face value of ₹ 5/- (Rupees Five Only) each.

In order to meet the future funding requirements, the Board of Directors, at their meeting held on August 24, 2016 approved the proposal for increase in Authorized Share Capital of the Company from ₹ 20,00,00,000/- (Rupees Twenty Crores Only) divided into 4,00,00,000 equity shares of face value of ₹ 5/- (Rupees Five Only) each to ₹ 30,00,00,000/- (Rupees Thirty Crores Only) divided into 6,00,00,000 equity shares of face value of ₹ 5/- (Rupees Five Only) each and consequent amendments to the Memorandum and Articles of Association of the Company. Increase in Authorized Share Capital would necessitate amendment to Clause V of the Memorandum of Association and would require shareholders' approval by passing ordinary resolution. The Board of Directors considers that the proposed resolution is in the interest of the Company and recommends the same for your approval.

None of the Directors of the Company are in any way concerned or interested in the foregoing resolution, except, to the extent of shares which may be allotted to the Company in which they are Directors and/or shareholders or shares which may be allotted to them in respect of their present holding in the Company and/or the Company (ies) in which they are Directors and/or shareholders.

Item No: 11

Approval for issue of Bonus Shares:

With a view to encourage participation of small investors by making equity shares of the Company more affordable, increase the liquidity of the equity shares and to reward the shareholders of the Company, the Board of Directors in its meeting held on August 24, 2016, proposed to issue Bonus Shares by capitalization of approximately ₹ 381.47 Lakhs from Securities Premium Account/General Reserve Account or such other accounts as are permissible to be capitalized and utilized for the purpose, as per the audited accounts of the Company for the Financial Year ended March 31, 2016, by way of issue of 1 (One) Bonus Share for every 3 (Three) fully paid-up equity share of face value of ₹ 5/- (Rupees Five Only) each held by the Shareholders of the Company. The Bonus Shares so issued shall be distributed to such shareholders whose names shall appear on its Register of Shareholders or in the respective beneficiary account with the respective Depository Participants, on the 'Record Date' to be determined by the Board of Directors of your Company, (which shall be deemed to include any Committee thereof) for the purpose of issue of Bonus Shares. The Bonus Shares so allotted shall rank *pari-passu* in all respects with the existing sub-divided fully paid-up equity shares of the Company.

Article 59 of the Articles of Association of the Company permits capitalization of reserves by applying the same towards payment of unissued shares to be allotted to the shareholders. The Bonus shares shall be issued pursuant to the applicable provisions of the Companies Act, 2013, to the extent Rules notified and applicable, Articles of Association of the Company, the SEBI (Issue of Capital and Disclosure requirements) Regulations, 2009 and subject to such other approvals, if any required, after capitalizing an appropriate sum as may be determined by the Board out of the amount standing to the credit of the Securities Premium Account/General Reserve Account or any other permitted Reserves/ Surplus of the Company being eligible for the purpose.

The Board of Directors recommends the resolution for approval of the shareholders.

None of the Directors of the Company are in any way concerned or interested in the foregoing resolution, except, to the extent of shares which may be allotted to the Company in which they are Directors and/or shareholders or shares which may be allotted to them in respect of their present holding in the Company and/or the Company (ies) in which they are Directors and/or shareholders.

By Order of the Board
For 8K Miles Software Services Limited

Sd/-
Jayashree Jagannathan
Company Secretary & Compliance Officer

Place: Chennai
Dated: August 24, 2016

DETAILS OF DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Re-appointment of Mr. Lakshmanan Kannappan as a Director

Mr. Lakshmanan Kannappan (Lena), aged 49 years, appointed on September 18, 2015 as Director is the Chief Operating Officer and Head of Cloud IAM business for 8K Miles, he is a visionary leader who leads and directs the business operations for 8K Miles. He founded FuGen Solutions acquired by 8K Miles, is a serial entrepreneur with 24 years of software industry experience and also supports investments and M&A activities for 8K Miles. Lena is also one of the original founders of SAML 2.0 protocol and Federated Identity Management model for the industry while at Orange-France Telecom, which changed the way Identity Information is shared between Service Providers and enabled the huge success of SaaS, Cloud and Social Networking. Lena is a regular invited speaker in industry related events. He has completed his Masters in Electrical Engineering, Anna University.

He is not related to any of the Directors of the Company. He is not on the board of any other listed entity. He does not hold any shares in the Company as on the date of this Report.

Re-appointment of Mr. R.S. Ramani as a Whole-Time Director

Mr. R.S. Ramani, aged 51 years, appointed as Whole Time Director on August 13, 2011, with 28+ years of experience in finance roles the key areas of focus for Ramani is Finance, Accounting, Auditing and operations in IT, Education and Trading Industries. His entrepreneurial experience spans over the two decades in various industries globally with solid management expertise in Finance administration and operations, which ensures the achievement of commercial success for customers and partners. During his tenure with 8K Miles he has ably managed the operational functions like corporate finance, handling board procedures, credit rating, fund raising, legal/financial accounting corporate secretarial etc., He has handled besides restructuring, valuations, mergers and acquisitions regulatory matters involving RBI, SEBI etc., He has Bachelor Degree in Commerce and Chartered Accountant. He is holding 809,258 shares in the Company as on the date of this Report.

He is not related to any of the Directors of the Company. He is not on the board of any other listed entity. The other directorship held by him is given below:

Sl. No.	Name of the Company	Nature of Interest
1	8K Miles Media Private Limited	Director
2	Mentor Minds Solutions & Services Private Limited	Director

Appointment of Mr. Dinesh Raja Punniamurthy, Director (Independent)

Mr. Dinesh Raja Punniamurthy, aged 37 years, appointed on March 31, 2016 has completed his Masters Degree after his Bachelors in Visual Communication in 2015. 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 14 years of experience in the service industry predominantly in India and few years in Australia, Dinesh brings a mix of management experience to the table. Presently, he is not holding any equity shares in the Company.

He is not related to any of the Directors of the Company. He is not on the board of any other listed entity. He does not hold any shares in the Company as on the date of this Report. The other directorship held by him is given below:

Sl. No.	Name of the Company	Nature of Interest
1	Academy of Radio Studies Private Limited	Director

Appointment of Ms. Babita Singaram, Director (Independent)

Ms. Babita Singaram, aged 33 years, appointed on March 31, 2016 has completed Post Graduation in Business Administration from SRM University, Chennai after her Bachelor Degree in Commerce. She had super-specialized in Advanced Marketing and Human Resources Management. She is an ardent marketing professional with over 8 years of experience in Service Industry. She is also well versed in Strategic management, business promotion, Key accounts management, Market plan execution, Cross and inter department management, Competitor and Market analysis, Brand management and communication. Presently, she is not holding any equity shares in the Company.

She is not related to any of the Directors of the Company. She is not on board of any other listed entity. She does not hold any shares in the Company as on the date of this Report.

DIRECTORS' REPORT

The Board of Directors of 8K Miles Software Services Limited have pleasure in presenting the Thirty First Report on the business & operations for the year ended March 31, 2016 along with the Audited Financial Statements for the year.

FINANCIAL PERFORMANCE

The comparative figures of the financial performance of the Company for the last two years are presented in the table below.

(₹ in Lakhs)

Particulars	Consolidated		Standalone	
	FY 2015-16	FY 2014-15	FY 2015-16	FY 2014-15
Revenue	27193.10	12485.30	2095.59	1239.03
Earnings Before Interest & Depreciation	8872.78	3855.78	666.65	564.56
Interest	20.95	44.76	20.95	44.69
Depreciation and Amortization	2022.89	911.95	460.93	413.01
Profit Before Tax (PBT)	6828.95	2899.07	184.76	106.86
Profit After Tax (PAT) before Minority Interest	5323.61	2309.05	121.62	70.42
Profit After Tax (PAT) after Minority Interest	3958.60	1897.66	121.62	70.42

FINANCIAL PERSPECTIVE (CONSOLIDATED)

Revenue for the year is INR 2,719.3 million signifying a growth of 117.8 % in Rupee terms. EBITDA margin for the current year is 30.9% as compared to 31.5% in previous year. Our effective tax rate is about 22.04 % as compared to about 20.35 % in the previous year. PAT after Minority Interest has increased by 108.6 % to 395.8 million as compared to 189.7 million in the previous year.

DIVIDEND

Your Company has not declared any dividend for the year.

FIXED DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply, as there was no dividend declared and paid during the year.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have not been any material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of the Report & change in nature of business, if any.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The detail of the investments made by Company is given in the notes to the financial statements.

BOARD AND COMMITTEE MEETINGS

The Board met 7 times during the year. The details regarding the board meetings and committee meetings are given separately in the Corporate Governance Report.

SUBSIDIARY COMPANIES

1) 8K Miles Software Services Inc. USA
2) 8K Miles Software Services FZE - UAE
3) 8K Miles Health Cloud Inc. USA
4) Mentor Minds Solutions and Services Inc. USA
5) Mentor Minds Solutions and Services Private Ltd. India

CONSOLIDATED ACCOUNTS

The accounts of the subsidiary companies are consolidated with the accounts of the Company in accordance with the provisions of section 129 of the Companies Act, 2013 and Regulation 33 of SEBI (LODR) Regulations, 2015. The consolidated financial information forms part of the Annual Report.

A statement under Section 129 (3) of the Companies Act, 2013 in Form AOC-1 is annexed to the Directors Report.

CONSERVATION OF ENERGY

a) Company ensures that the operations are conducted in the manner whereby optimum utilisation and maximum possible savings of energy is achieved.

b) No specific investment has been made in reduction in energy consumption.

c) As the impact of measures taken for conservation and optimum utilisation of energy are not quantitative, its impact on cost cannot be stated accurately.

d) Since the Company does not fall under the list of industries, which should furnish this information in Form A annexed to the aforesaid Rules, the question of furnishing the same does not arise.

MANAGEMENT DISCUSSION AND ANALYSIS

As required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, a detailed Report on Management Discussions and Analysis is given below:

OPERATIONS REVIEW

"We continue to see significant growth in our Cloud Security Solutions and Cloud Managed Services. Our recent launch of CloudEzRx™, a cloud-platform designed to answer the compliance and regulatory needs of Pharmaceutical/Life Sciences industry is gaining market awareness while adding more key-functionalities to meet uprising demand by Healthcare providers,".

We have accomplished integration of businesses acquired - SERJ, Mindprint, Cintel and Nexage. We are leaders in the Life Sciences and Healthcare space where the Cloud is helping companies change the way drugs are developed and brought to market. We are also prepared for changes in our client's industry like consumerisation of healthcare. Our CloudEzRxTM gives Pharmaceutical companies the ability to quickly bring new drugs to market by offering on-demand scalable Compute resources quickly & efficiently, reducing cost and decreasing the time to market, irrespective of the composition of their teams and resources.

Your Company has been working on strategy to monitor and grow annuity business and has succeeded to increase the proportion to over 37% in March 2016. In last 18 months, we have delivered IP led cloud solutions to the clients and have migrated multiple clients to category of over $ millions TCV. Our clients are amongst top 5 companies in both healthcare and life sciences sector; Your Company has become one of the leading providers of public cloud services and solutions to highly regulated customers.

As a geography, North America contributes 80% of our revenue. About 40% of our revenue is from fixed price contracts.

INDUSTRY STRUCTURE AND OPPORTUNITIES

NASSCOM data states that IT-BPM industry (global) grew by 0.4% in CY 2015 to US$ 1.2 trillion. Of that US$ 1.2 trillion, IT services is at US$ 650 billion. India's share in global sourcing market (IT services) of US$ 97 – 99 billion stands at 67%. NASSCOM projects revenue of US$ 175 to 190 billion for India from IT services market. It emphasis focus on going bimodal IT, gaining share in both traditional and digital markets, increased emphasis on value addition and innovation, gaining customer experience, building digital talent pool. The future of the industry is in Managed Services and for that to become reality, collapsible infrastructures such as Cloud Computing and low-cost affordable technologies will make it a key priority on enterprise customer's mind.

Gartner Says Worldwide Public Cloud Services Market Is Forecast to Reach $204 Billion in 2016. The worldwide public cloud services market is projected to grow to total $204 billion at 16.5 percent in 2016, up from $175 billion in 2015, according to Gartner, Inc. The highest growth will come from cloud system infrastructure services (infrastructure as a service [IaaS]), which is projected to grow 38.4 percent in 2016. It is estimated that by 2018, more than 60% of all enterprises will have at least half of their infrastructure on Cloud based platform.

8K MILES IP DRIVEN CLOUDEZ SOLUTIONS AND AS-A-SERVICE OFFERINGS:

Life sciences solutions built on Cloud

8K Miles is partnering with major cloud providers such as AWS, and Microsoft Azure and IBM in building Life Sciences solutions on a sustainable cloud environment that solves the challenge of digital transformation facing regulatory affairs and security concerns.

8K Miles is helping highly regulated large enterprise companies to build a secure and standardized enterprise wide self-service platform using 8K Miles CloudEz solutions and Cloud security and compliance control framework that address the pharma qualification & validation compliance requirements.

Deep domain expertise particularly in Pharma/Healthcare

Recent acquisition of NexAge Technologies, one of the principal regulatory compliance and technology solutions firms in the U.S. with more than 15 years of experience in computer systems validation, quality review, vendor audits, data analysis and migration, as well as process governance for the life science and pharmaceutical industry has brought significant experience in system validation mandated for regulated systems and working with GxP guidelines. This helps to provide services that help Pharma companies achieve gold standard in compliance, improve quality and bring in operations efficiencies across the entire product development lifecycle.

8K Miles provides CloudEzRx, a highly regulated vertical focussed framework composed of inter-dependent infrastructure, security, automation, compliance, governance and service management functionality (ITSM) to deploy a fully qualified and validated infrastructure platform design and implementation service. The validated framework defines a Company-wide solution to provide cloud services for users via a self-service dashboard.

Thus, CloudEzRx enables life sciences companies creating a cloud environment meeting stringent security, privacy and regulatory challenges and strategies including GxP, HIPAA etc. Integrated advanced DevOps automation ensures that continuous compliance is met at every step of cloud adoption, implementation and managed services. An all-in-one integrated dashboard provides a powerful interface to manage, control and audit the entire IT portfolio.

While investments are being made towards digital healthcare world we target to achieve by 2020, there is significant resistance in healthcare and life sciences ecosystem to adapt public cloud and digital technology. 8k Miles has been at the forefront to work with the leading providers, payors and life sciences companies to prepare them for digital revolution. We engage with our clients at consulting stage where we formulate their data/ workload migration strategy and then we migrate and maintain the workloads using our in-house build IP/ tools. Our process is fully automated, agile and scalable to take care workload requirements of any size in a secure environment. Our focus is to provide more solutions and analytics to our clients once they have migrated to cloud.

FINANCIAL SERVICES – THE NEXT FOCUS SEGMENT

By 2018, more than 60% of all enterprises will have at least half of their infrastructure on cloud based platforms. Financial service providers are starting to move legacy systems to the cloud which can accommodate its fast online growth. Functionalities including data warehousing and electronic business processing systems are to replace paper-based application systems. Some of the customers are even moving their entire retail banking platforms to the cloud to reduce complexity and costs while improving agility making the banks much more responsive to changing customer demands.

Another area is moving storage to the cloud which cuts costs in half. Similar savings can be achieved by moving application testing and development to cloud. Major cloud providers such as Amazon Web Services (AWS) has scooped up significant business from financial services firms which have been early adopters of cloud. Amazon cloud is able to run credit

risk simulations for its customers in 20 minutes, down from 23 hours before.

Adopting a cloud model will provide the banks, mortgage and insurance agencies with a platform that is secure, scalable and can handle mission-critical workloads while offering greater flexibility and performance. Following are the top established and emerging financial services related opportunities for cloud providers:

1. Card and mobile payment processing -- Visa, MasterCard, and trusted 3rd parties
2. Marketing and customer relationship management
3. Core banking
4. Human Resources and talent management
5. Infrastructure as a Service
6. Wealth management
7. Mortgage and Insurance applications

8K Miles can take a leadership role in these areas and be part of the cloud journey for financial service providers by providing the digital transformation services and cloud solutions in banking, insurance and mortgage industries.

OUTLOOK

IT is undergoing significant change. Agility, security, speed, connectivity and storage are at the forefront of this change. Your Company is blessed to be born in this age. We have grown our top line at over 100% last 2 years. Infrastructure as a service is expected to grow at 38.4% in 2016 (Gartner).

RISK AND RISK MITIGATION

1. Execution risk: While fixed price contracts offer an opportunity to add better margins in IP/ non-linear execution model, they also expose us to execution risk in remote scenarios of any inability to adhere to delivery or quality SLA. Your Company has made significant investments in it's platform (IP).
2. Employee related risk: Employee attrition and/ or constraints in the availability of skilled human resources could pose a challenge for any services Company. Your Company has kept its human capital at the centre and has initiated multiple steps for overall development of its employees. We encourage entrepreneurship culture within organization and offer new challenges and opportunities for our employees. We have made significant investments in our recruitment and training procedures.
3. M&A execution risk: Your Company has been acquisitive in past when comes to acquisition of capabilities at right price. We believe in reducing our time to tap opportunity offered in this age of IT transformation but at the same time, we have put in place stringent evaluation criteria, diligence parameters and high standard of corporate governance practices for any target opportunity to cross the line. We have senior management team and independent board of advisors to monitor the progress of each opportunity pre- and post-closure.
4. Exchange rate risk: Given that the Company's revenues are largely denominated in US dollars and fluctuations in foreign currency exchange rates could have an impact on Company's earnings.
5. Investment risk: The strength of your Company is IP developed over years of research and development. We expense the costs that is unlikely to yield significant results in future, in the year of accrual. We conduct regular impairment test of all intangible assets created either by way of internal Research and Development (R&D) and/ or assets acquired through acquisitions.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company ensures that all transactions are authorized, recorded and reported. Also the Company has adequate internal control systems to ensure that the assets are safeguarded and protected against any loss. The scope and authority of internal auditors are clearly defined. The audit committee on periodical basis reviews the findings and recommendation of the internal auditors and the board takes necessary corrective actions.

HUMAN RESOURCES

It was a year where we grew by 40% in our human capital. Your Company has taken initiatives to see that Employees are encouraged to complete the professional certification in the area they specialise, be it AWS, Azure, IAM, Big-Data, Analytics etc. About 20% of our cloud Engineers are "AWS Certified Associates or Professionals". Other key steps to ensure overall development of our human capital:

Technopreneur @ 8K Miles - At 8K Miles we believe, Independent thinkers need to be given the space, time to brood, ideate and create. That is why at 8K Miles ideas are seen as a true potential.

ComPass - All employees are assigned to the leaders of the organisation who act as Mentors. This enables in building up future leaders of the organisation.

Smile - As responsible corporate citizens the employees of 8K Miles under the social group SMile undertake projects that bring smiles in people.

Fun @ Work - At 8K Miles we take the quote "All work and no play makes Jack a dull boy" little seriously. We have fun filled evenings organized to lighten up the mood of the employees.

CHANGE IN SHARE CAPITAL

During the year the Authorised share capital of the Company was increased from ₹ 15 crores to ₹ 20 crores with the shareholders' approval at the Annual General Meeting held on 18.09.2015. The paid up share capital of the Company was increased from ₹ 103441020 consisting of 10344102 equity shares to ₹ 108941020 consisting of 10894102 equity shares of ₹ 10 each. During the year the Company allotted 5,50,000 shares to promoter and Non-promoter strategic investor pursuant to exercise of conversion of warrants.

APPOINTMENT OF DIRECTORS

Mr. Lakshmanan Kannappan, Who retires by rotation, being eligible, offers himself re-appointment.

Mr. R.S. Ramani, whose appointment as whole-time Director ended on 13th August, 2016 and being eligible for re-appointment. The board recommends his re-appointment for a period of five years effective August 13, 2016.

Mr. Dinesh Raja Punniamurthy was appointed as an Additional Director under Independent and Non-Executive Category at the meeting of board of directors held on March 31, 2016 pursuant to Section 152 & 161 of the Companies Act, 2013, who holds office up to the date of ensuing AGM and is proposed to be appointed as an Independent Director for five years effective 30th September, 2016.

Ms. Babita Singaram was appointed as an Additional Director under Independent and Non-Executive Category at the meeting of board of directors held on March 31, 2016 pursuant to Section 152 & 161 of the Companies Act, 2013, who holds office up to the date of ensuing AGM and is proposed to be appointed as an Independent Director for a period of five years with effect from 30th September, 2016.

AUDITORS

At the Annual General Meeting held on September 18, 2015 M/s GHG Associates, Chartered Accountants, were appointed as statutory auditors of the Company to hold office till the conclusion of Annual General Meeting to be held in the calendar year 2021. In terms of first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every AGM. Accordingly the appointment of M/s GHG Associates, statutory auditors of the Company, is placed for ratification by the shareholders. In this regard the Company has received a certificate from the auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

PARTICULARS OF EMPLOYEES

Statement of personnel particulars of employee's pursuant to Section 197(12) of the Companies Act, 2013 are not applicable since none of the employees are in receipt of remuneration in excess of the limits specified herein (`5,00,000 per month or `60,00,000 per annum) during the period under review

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business and are in compliance of the provisions of the Companies Act, 2013 and the Listing Regulations. There are no material related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

The Audit Committee on a quarterly basis approves all related party transactions. The details of the transactions with related parties are provided in the financial statements. Policy on Related Party transactions are available in the website.

The Company had the following Committees of the Board during the year 2015-16:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders' Relationship Committee;

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company. However CSR activities have already embodied in the value system of the Company.

CODE OF BUSINESS CONDUCT AND ETHICS

The Board of Directors has approved a Code of Conduct and Ethics in terms of Schedule IV of Companies Act, 2013 and Listing Agreement. All the Board Members and the Senior Management personnel have confirmed compliance with the Code for the year ended 31st March 2016. The annual report contains a declaration to this effect signed by the Managing Director.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In accordance with Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulations, 2015 the Company has established a Vigil Mechanism and has a Whistle Blower Policy. The policy provides a mechanism for all employees to report to the management, grievances about the unethical behaviour or any suspected fraud. The policy is available at the website of the Company.

PREVENTION OF INSIDER TRADING

The Company has complied with the provisions of SEBI (Prevention of Insider Trading) Regulations. The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. The code of conduct for prevention of insider trading is available in the website of the Company.

EVALUATION OF BOARD'S PERFORMANCE

The board has carried out an evaluation of its own performance, and that of its directors individually. The manner in which the evaluation has been carried out is explained in the Corporate Governance Report.

SECRETARIAL AUDIT

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed Mr. Gouri Shanker Mishra, Company Secretary in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report forms part of the Annual Report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is appended to this report.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate Annexures, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Regulation 27 (2) of SEBI (LODR) Regulations, 2015.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

i) In the preparation of the annual accounts, the applicable accounting standards have been followed.

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

iii) 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.

iv) The directors have prepared the annual accounts on a going concern basis.

v) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

ACKNOWLEDGMENT AND APPRECIATION

The Directors take this opportunity to thank the Shareholders, Financial Institutions, Banks, Customers, Suppliers and Regulatory & Governmental Authorities for their continued support to the Company. Further, the Directors appreciate and value the contributions made by Employees at all levels.

For and on behalf of the Board,
8K Miles Software Services Limited
Sd/-
Venkatachari Suresh
Managing Director

Place: Chennai
Date: August 24, 2016

ANNEXURE TO DIRECTOR'S REPORT

Form AOC-1

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

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

PART-A

(In Indian rupees)

Sl. No.	Name of the Subsidiary	Reporting Period	Reporting Currency	Exchange Rate		Share capital	Reserves & surplus	Total assets	Total Liabilities	Invest-ments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	% of share holding
				Closing	Average										
1	8K Miles Software Services Inc. USA	31-Mar-16	US Dollar	1 USD = 66.10	1 USD = 64.315	1,898,723	1,804,602,313	1,968,476,310	161,975,274	–	1,517,772,386	349,963,384	89,240,664	260,722,720	62.66
2	8K Miles Software Services FZE - UAE	31-Mar-16	AED	1 AED = 17.99	1 AED = 17.505	2,698,500	234,333,764	265,545,173	28,512,909	–	232,779,634	73,364,523	–	73,364,523	100
3	8K Miles Health Cloud Inc. USA	31-Mar-16	US Dollar	1 USD = 66.10	1 USD = 64.315	66,100	152,026,232	268,396,340	116,304,008	–	226,368,669	60,425,293	15,408,459	45,016,834	100
4	Mentor Minds Solutions and Services Inc. USA	31-Mar-16	US Dollar	1 USD = 66.10	1 USD = 64.315	66,100	335,896,470	381,941,664	45,979,094	–	532,829,966	180,923,433	39,519,702	141,403,731	100
5	Mentor Minds Solutions and Services Private Ltd. India	31-Mar-16	INR	NA	NA	7,658,700	1,633,138	10,404,390	10,404,390	–	–	(258,260)	(50,859)	(207,401)	100

Since there are no Associate Companies or Joint Ventures, the Part B is not applicable

ANNEXURE TO DIRECTOR'S REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2016
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

1	CIN	L72300TN1993PLC101852
2	Registration Date	26/05/1993
3	Name of the Company	8K MILES SOFTWARE SERVICES LIMITED
4	Category/Sub-Category of the Company	Public Company
5	Address of the Registered office and contact details	#5, Cenotaph Road, II Floor, Srinivas Towers, Teynampet, Chennai - 600 018, Tamil Nadu
6	Whether listed Company	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Adroit Corporate Services Private Limited Industries Estate, Makwane Road, Naronvaka Andheri (East), Mumbai - 400 059

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	Data Processing, Software Development and Computer Consultancy Services and Software Supply Services.	892.2	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1	8K Miles Software Services Inc. (USA)	–	Subsidiary	62.66%	2 (87) (ii)
2.	8K Miles Software Services (FZE) (UAE)	–	Subsidiary	100%	2 (87) (ii)
3.	8K health Cloud Services Inc. (USA)	–	Subsidiary	100%	2 (87) (ii)
4.	Mentor Minds Solutions and Services Inc. (USA)	–	Subsidiary	100%	2 (87) (ii)
5.	Mentor Minds Solutions and Services Pvt Ltd	U72300TN1999PTC043823	Subsidiary	100%	2 (87) (ii)

IV. SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in share holding during the year
1.	R.S. Ramani	659258	6.37	0.00	809258	7.43	0.00	1.06
2.	Venkatachari Suresh	5936075	57.39	0.00	5936075	54.49	0.00	-2.90
3.	M V Bhaskar	61795	0.60	0.00	61795	0.57	0.00	-0.03
	Total	**6657128**	**64.36**	**0.00**	**6807128**	**62.48**	**0.00**	**-1.87**

A. Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Description	Name of the Promoter	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the Company	No. of Shares	% of total Shares of the Company
1	At the beginning of the year	Venkatachari Suresh	01/04/2015	5936075	57.39	5936075	57.39
	Date-wise Increase/Decrease in Promoters Shareholding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0	5936075	54.49
2	At the beginning of the year	R.S. Ramani	01/04/2015	659258	6.37	659258	6.37
	Date-wise Increase/Decrease in Promoters Shareholding during the year			150000	1.38	150000	1.38
	At the End of the year		31/03/2016	0	0	809258	7.43
3	At the beginning of the year	M V Bhaskar	01/04/2015	61795	0.60	61795	0.60
	Date-wise Increase/Decrease in Promoters Shareholding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0	61795	0.57

B. Shareholding of top 10 shareholders (other than Directors, Promoters and holders of GDRs & ADRs)

Sl. No.	Description	Name of the Shareholder	As On Date	No. of Shares	% of total shares of the Company	Cumulative Shareholding	
						No. of Shares	% of total Shares of the Company
1	At the beginning of the year	Sandeep Tandon, HUF	01/04/2015	0	0.00	0	0.00
	Date-wise Increase/ Decrease in Shareholding during the year		20/04/2015	400000	3.72	400000	3.72
	At the End of the year		31/03/2016	0	0.00	400000	3.67
2	At the beginning of the year	Sarojini Tandon	01/04/2015	300000	2.90	300000	2.90
	Date-wise Increase/ Decrease in Shareholding during the year						
	At the End of the year		31/03/2016	0	0.00	300000	2.75
3	At the beginning of the year	DSP Blackrock Micro Cap Fund	01/04/2015	303529	2.93	303529	2.93
	Date-wise Increase/ Decrease in Shareholding during the year		19/02/2016	-27548	0.25	275981	2.53
			26/02/2016	-15625	0.14	260356	2.39
			04/03/2016	-5000	0.05	255356	2.34
	At the End of the year		31/03/2016	0	0.00	255356	2.34
4	At the beginning of the year	Vimal Sagarmal Jain	01/04/2015	30000	0.29	30000	0.29
	Date-wise Increase/ Decrease in Shareholding during the year		30/06/2015	49785	0.46	79785	0.74
			03/07/2015	50000	0.47	129785	1.21
			07/08/2015	18000	0.17	147785	1.38
			28/08/2015	44998	0.42	192783	1.79
			04/09/2015	1352	0.01	194135	1.81
	At the End of the year		31/03/2016	0	0.00	194135	1.78

Sl. No.	Description	Name of the Shareholder	As On Date	No. of Shares	% of total shares of the Company	Cumulative Shareholding	
						No. of Shares	% of total Shares of the Company
5	At the beginning of the year	Archana Sandeep Tandon	01/04/2015	167362	1.62	167362	1.62
	Date-wise Increase/ Decrease in Shareholding during the year		NIL				
	At the End of the year		31/03/2016	0	0.00	167362	1.54
6	At the beginning of the year	Sandeep Tandon	01/04/2015	162230	1.57	162230	1.57
	Date-wise Increase / Decrease in Shareholding during the year		NIL				
	At the End of the year		31/03/2016	0	0.00	162230	1.49
7	At the beginning of the year	Mindset Technologies Pvt. Ltd.	01/04/2015	100138	0.97	100138	0.97
	Date-wise Increase/ Decrease in Shareholding during the year		03/07/2015	19929	0.19	120067	1.12
			10/07/2015	10100	0.09	130167	1.21
			21/08/2015	-4274	0.04	125893	1.17
	At the End of the year		31/03/2016	0	0.00	125893	1.16
8	At the beginning of the year	Karthik Ramkrishnan Iyer	01/04/2015	111178	1.07	111178	1.07
	Date-wise Increase/ Decrease in Shareholding during the year		NIL				
	At the End of the year		31/03/2016	0	0.00	111178	1.02
9	At the beginning of the year	Nikesh K Shah, HUF	01/04/2015	88899	0.86	88899	0.86
	Date-wise Increase/ Decrease in Shareholding during the year		10/04/2015	-2700	0.03	86199	0.83
			17/07/2015	1800	0.02	87999	0.82
			24/07/2015	900	0.01	88899	0.83
	At the End of the year		31/03/2016	3600	0.03	92499	0.85
10	At the beginning of the year	Nikesh K Shah	01/04/2015	91649	0.89	91649	0.89
	Date-wise Increase/ Decrease in Shareholding during the year		NIL				
	At the End of the year		31/03/2016	0	0.00	91649	0.84

C. Shareholding of Directors & Key Managerial Personnel

Sl No.	Description			Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Name of Promoter's	As On Date	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	At the beginning of the year	Venkatachari Suresh	01/04/2015	5936075	57.39	5936075	57.39
	Date-wise Increase/Decrease in Promoters Shareholding during the year		NIL				
	At the End of the year		31/03/2016	5936075	54.49	5936075	54.49
2	At the beginning of the year	R.S. Ramani	01/04/2015	659258	6.37	659258	6.37
	Date-wise Increase/Decrease in Promoters Shareholding during the year		08/10/2015	150000	1.38	150000	1.38
	At the End of the year		31/03/2016	809258	7.43	809258	7.43

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

Description	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	–	–	–	–
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not	–	–	–	–
Total (i+ii+iii)	–	–	–	–
Change in Indebtedness during the financial year	–	–	–	–
- Addition	27238538	–	–	27238538
- Reduction	–	–	–	–
Net Change	27238538	–	–	27238538
Indebtedness at the end of the financial year	–	–	–	–
i) Principal Amount	27238538	–	–	27238538
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	–	–	–	–
Total (i+ii+iii)	27238538	–	–	27238538

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary	–	–	–	–	–
	(a) Salary as per provisions contained in Section17(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 Section17(3) Income-tax Act, 1961					
2.	Stock Option	–	–	–	–	–
3.	Sweat Equity	–	–	–	–	–
4.	Commission	–	–	–	–	–
	– as % of profit					
	– Others, specify…					
5.	Others, please specify	–	–	–	–	–
6.	Total (A)	–	–	–	–	–
	Ceiling as per the Act	–	–	–	–	–

B. Remuneration to other Directors:

Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
Independent Directors	–	–	–	–	–
• Fee for attending board committee meetings					
• Commission					
• Others, please specify					
Total(1)	–	–	–	–	–
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 :

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary	NIL	3,00,000	NIL	NIL
	(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	–	–	–	–
6.	Total	–	3,00,000	–	3,00,000

D. Penalties/Punishment/Compounding of Offences: NIL

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	NONE				
Punishment					
Compounding					
B. Directors					
Penalty	NONE				
Punishment					
Compounding					
C. Other Officers In Default					
Penalty	NONE				
Punishment					
Compounding					

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

8K Miles Software Services Limited's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations, and in all its interactions with its stakeholders, including shareholders, employees, the government and lenders.

8K Miles Software Services Limited is committed to achieving the highest standards of corporate governance. It believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value, over a sustained period of time. The measures implemented by the Company, including the Vigil Mechanism, internal control systems, integrity management are regularly assessed for its effectiveness. The Board of Directors conducts business in due compliance of the applicable laws and periodically undertakes review of business plans, performance and compliance to regulatory requirements.

The Company is in compliance with the requirements of the guidelines on corporate governance stipulated under SEBI Listing Regulations.

MANDATORY REQUIREMENTS

1. Board of Directors

Strong Corporate Governance is the key to business sustainability. The Board of Directors, in respect of strategies, fairness to the stakeholders, strong accounting principles and ethical corporate practices, oversees this.

All the Directors have disclosed their other directorship and committee positions in other public companies. It is observed that Directorships/Committee memberships and chairmanships are as per prescribed limits provided under applicable provisions of Companies Act, 2013 and Listing Agreements.

Total strength of the board on the date of this report is (7) Seven. Of the Seven Directors 4 are Independent Directors and One Non-Executive Director. The Composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.

During the financial year, the Directors on Board met at regular Intervals for discussing and finalizing on key issues. Also, the Board has duly complied with the norms laid down by the guidelines in connection with the meeting of Board of Directors.

The last Annual General Meeting (AGM) of the Company was held on 18th September, 2015 and all Directors including the Chairman of the Audit Committee attended the AGM.

The Names and categories of the Directors on the Board, their attendance at Board Meetings held during 2015-16 as on the date of this report and the number of directorships and Committee Chairmanships/ Memberships held by them in other companies are provided hereunder:

Name of the Director	Category	Number of Board Meetings during the year 2015-16		Whether last AGM attended September 2015	Number of other Directorships and Committee Membership/Chairmanships		
		Held	Attended		Other Directorships (a)	Committee Memberships	Committee Chairmanships
Mr. Venkatachari Suresh Managing Director DIN: 00365522	Executive Non-Independent	7	5	Yes	2	1	1
Mr. Gurumurthi Jayaraman DIN: 00416850	Non-Executive Independent	7	7	Yes	1	1	1

Name of the Director	Category	Number of Board Meetings during the year 2015-16		Whether last AGM attended September 2015	Number of other Directorships and Committee Membership/Chairmanships		
		Held	Attended		Other Directorships (a)	Committee Memberships	Committee Chairmanships
Mr. R.S. Ramani Whole Time Director DIN: 03206751	Executive Non-Independent	7	7	Yes	2	1	NIL
Mrs. Padmini Ravichandran DIN: 02831078	Non-Executive Independent	7	7	Yes	2	3	1
Mr. Lakshmanan Kannappan DIN: 07141427	Executive Non-Independent	7	4	NO	NIL	3	NIL
Mr. Dinesh Raja Punniamurthy DIN: 03622140	Non-Executive Independent	7	1	NOT APPLICABLE	1	2	1
Ms. Babita Singaram DIN: 07482106	Non-Executive Independent	7	1	NOT APPLICABLE	NIL	2	NIL

(a) includes directorship of private limited companies.

(b) Video Conference facilities are also used to facilitate directors travelling/residing abroad or at other locations to participate in the meetings.

Mr. Dinesh Raja Punniamurthy and Ms. Babita Singaram were appointed as additional director under Independent and Non-Executive category on March 31, 2016.

During the year under review, 7 board meeting were held. The dates on which the said meetings were held are as follows:

April 14, 2015; April 20, 2015; July 8, 2015; August 24, 2015;

October 8, 2015; January 8, 2016; and March 31, 2016.

None of the Non-Executive Directors has any material pecuniary relationship or transactions with the Company. None of the Directors are related to each other.

The Company ensures that all statutory, significant material information are placed before the Board/ Committees of Directors for their noting/approval to enable them to discharge their responsibilities as trustees of the large family of shareholders. During the year, information on matters mentioned in terms of Regulation 17(7) of the SEBI (LODR) Regulations, 2015 has been placed before the Board for its consideration. The Board periodically reviews compliance of laws applicable to the Company.

Scheduling and selection of Agenda items for Board Meetings:

All departments of the Company schedule their work plans in advance, particularly with regard to matters requiring consideration at the Board/Committee Meetings.

Post meeting follow-up mechanism

Important decisions taken at the Board/Committee Meetings are promptly communicated to the concerned departments. Action Taken Report on decisions/minutes of previous meetings is placed at the succeeding meetings of the Board/Committee for noting.

Code of Conduct for Board of Directors and Senior Management

The Company had adopted the code for prohibition of Insider Trading under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Code of Conduct for Board members and senior management personnel of the Company. The code has been communicated to all the Directors and members of the senior management. All Board members and senior management personnel have been affirming compliance with the Code on annual basis. The Annual Report contains a declaration to this effect signed by the Managing Director.

2. Committee Meetings:

A. Audit Committee

The Audit Committee comprised of the following directors as on March 31, 2016:

Mr. Gurumurthi Jayaraman, Chairman
Ms. Babita Singaram, Member
Mr. Dinesh Raja Punniamurthy, Member

The Audit Committee met 4 times during the year on April 14, 2015, July 8, 2015, October 7, 2015 and January 8, 2016. The Attendance details of the meeting are as follows:

Sl. No.	Name of the Member	Status	Number of Meetings	
			Held	Attended
1	Mr. Gurumurthi Jayaraman, Chairman	Non-Executive Director – Independent	4	4
2	Mr. Lakshmanan Kannanppan, Member	Non-Executive Director – Non-Independent	4	4
3	Mrs. Padmini Ravichandran, Member	Non-Executive Director – Independent	4	4

Mrs. Padmini Ravichandhran and Mr. Lakshmanan Kannappan ceased to be the member of the committee with effect from March 31, 2016. Mr. Dinesh Raja Punniamurthy and Ms. Babita Singaram were appointed as members of the committee with effect from March 31, 2016.

The Audit Committee met and reported key issues to the Board of Directors and also duly complied with the necessary guidelines.

(i) Brief description of terms of reference

- Overseeing the Company's financial reporting process and Discloser of its financial information to ensure that the financial statements are correct, sufficient and creditable;
- The appointment/removal of Statutory Auditor(s) & Internal Auditor(s), Fix the Audit fee also approve the payment for any other services;
- Reviewing with the Management, the quarterly financial statement before submission to the board;
- Reviewing the adequacy of internal audit function, reporting structure, coverage and frequency of internal audit;
- Discussion with Statutory Auditors, before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- Reviewing the Company's Vigil Mechanism and financial & risk management policies;
- Reviewing & Authorising all related party transactions;
- Reviewing of financial statements of unlisted material subsidiary.

All the members including the chairman have adequate financial and accounting Knowledge.

B. Stakeholder Relationship Committee

The Stakeholder Relationship Committee comprised of following directors as on March 31, 2016:

Mrs. Padmini Ravichandran, Chairman

Mr. Venkatachari Suresh, Member

Mr. R.S. Ramani, Member

Mr. Lakshmanan Kannappan, Member

Mr. Venkatachari Suresh was appointed as the member of the committee with effect from March 31, 2016.

Stakeholder Relationship Committee met and were attended by all the members to discuss on various matters pertaining to the Shareholders. No investor grievances are pending for a period of exceeding one month against the Company as per the records maintained by the Company.

Regular reporting procedures are been carried out to keep the Board of Directors updated.

(i) Brief description of terms of reference

- Allot to the applicants, shares and other securities issued by the Company from time to time.
- Approve registration of transfer of shares and other securities issued and that may be issued from time to time; and approve or reject application for transfer of shares certified to the shareholders;
- Decide the stock exchange(s)/depositor(y)ies in India or abroad, on which shares or other securities issued by the Company are to be listed or delisted including offering/issuing such shares/ securities through depositories;
- Redressal of shareholders and investors complaints such as transfer of shares, non-receipt of Annual Reports, non-receipt of dividend declared etc.

Report to the Board about important developments in the area of servicing of shareholders and take initiatives for better servicing of the shareholders.

(ii) Details of the complaints/requests received, resolved and pending during the year 2015-16. Total Shareholders complaints/Requests:

Received	Redressed	Pending
1	1	0

C. Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) Comprised of following directors as on March 31, 2016:

Mr. Dinesh Raja Punniamurthy, Chairman

Mrs. Padmini Ravichandran, Member

Ms. Babita Singaram, Member

The Nomination and Remuneration Committee met on March 30, 2016 during the year. The Attendance details of the meeting are as follows:

Sl. No.	Name of the Member	Status	Number of Meetings	
			Held	Attended
1	Mr. Venkatachari Suresh, Chairman	Executive Director, Non-Independent	1	1
2	Mr. R.S. Ramani, Member	Executive Director, Non-Independent	1	1
3	Mrs. Padmini Ravichandran, Member	Non-Executive Director, Independent	1	1
4	Mr. Lakshmanan Kannappan, Member	Non-Executive Director, Non-Independent	1	0

Mr. Venkatachari Suresh, Mr. R.S. Ramani & Mr. Lakshmanan Kannappan ceased to be the member of the committee with effect from March 31, 2016.

Mr. Dinesh Raja Punniamurthy was appointed as the chairman of the committee with effect from March 31, 2016 and Ms. Babita Singaram was appointed as the member of the committee with effect from March 31, 2016.

Responsibilities of NRC:

The Nomination and Remuneration Committee shall

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.

- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

Formulation of NRC policy:

The Nomination and Remuneration Committee shall ensure that the

- level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, KMPs and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The Nomination and Remuneration Committee shall also prepare the evaluations of the independence in connection with the proposal for the appointment of Board members and the annual evaluations to be made in the organisation meeting.

In addition to the tasks listed above, the Nomination and Remuneration Committee may have other tasks that are appropriate for it to be able to fulfil its function.

The Nomination and Remuneration Committee has the right to investigate and examine matters pertaining to its function and use outside experts and consultants at its discretion.

The Remuneration Policy of the Company is available in the website of the Company.

None of the Directors and members have been paid any Remuneration and Sitting fee for the year ended March 31, 2016.

Board Evaluation

Pursuant to the provisions of Companies Act, 2013 the Board has carried out an evaluation of its own performance, the Directors individually as well as the evaluation of the working of all its committees. Evaluation has been carried out on the basis of functioning, adequacy of composition of the board and its Committees, Board culture, execution and performance of the obligations and governance of the Board as well as Committee.

Policy on Board Diversity

The Nomination and Remuneration Committee devises the policy on Board diversity to have balance of skills, experience and diversity on the Board.

Succession Planning

The Nomination & Remuneration Committee works with the board on the leadership succession plan, and prepares contingency plan for succession in case of any exigencies.

D. Other Committee

CSR Committee

Since the Company is not covered under the conditions prescribed under Section 135 of the Companies Act, 2013, the Company is not required to constitute Corporate Social Responsibility Committee.

Meetings of Independent Directors

The Independent Directors met on March 30, 2016 and evaluated the performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company considering the views of other Directors.

The Independent Directors also discussed the Board processes including the evaluation of quality content and timeliness of flow of information between the management and the Board that is necessary for it to effectively and reasonably to perform its duties.

Shares held by Directors

Details of shares of the Company held by the Directors as on March 31, 2016 are given below:

Name of the Director	Number of Equity Shares held
Mr. Venkatachari Suresh	5936075
Mr. R.S. Ramani	809258
Mr. Gurumurthi Jayaraman	NIL
Mrs. Padmini Ravichandran	NIL
Mr. Lakshmanan Kannappan	NIL
Ms. Babita Singaram	NIL
Mr. Dinesh Raja Punniamurthy	NIL

There were no pecuniary relationships or transactions with the Non-executive Directors.

Senior Management Personnel

The remuneration of Senior Management and key Managerial personnel is decided considering the current employment scenario and remuneration package of the industry. The relationship between the remuneration and benchmark is also made clear while determining their remuneration package.

Criteria for Board Membership

Directors

The Company has appointed the Directors with rich experience and expertise in various Sectors of Finance, Information Technology, governance and other disciplines to ensure Board diversity with Directors having expertise in the fields related to the Company's business.

Independent Directors

The Independent Directors are appointed by the shareholders with no direct or indirect material relationship with the Company or any of its officers and they meet all criteria in Section 149(7) of the Companies Act, 2013 and the Listing Regulations.

The Nomination and Remuneration Committee ensures that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

3. General Meetings

a. Annual General Meetings:

Date, location and time for last 3 Annual General Meetings

Date	Venue	Time
September 18, 2015	Tulip Hall, Dee Cee Manor, No. 90, G.N. Chetty Rd, T Nagar, Chennai - 600 017	3.30 PM
September 30, 2014	Vintage Court Hall, Taj Mahal Hotel, Abids, Hyderabad, A.P. - 500 001	3.00 PM
September 28, 2013	Asman Bagh, Andhra Bank Colony, Hyderabad, Andhra Pradesh - 500 036	3.00 PM

4. Related Party transaction

All transactions entered into with Related Parties during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS 18) has been made in the notes to the financial statements.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the Company at large. The Board has approved a policy for related party transactions which is available on the Company's website.

5. CEO/CFO Certification:

The Managing Director and Chief Financial Officer of the Company have certified to the Board of Directors, inter-alia, the accuracy of financial statements of the Company as required under the Listing Agreement.

6. Disclosure

- There has not been any non-compliance by the Company and there are no penalties, strictures imposed on the Company by SEBI or any statutory authority on any matter related to capital markets, during the last three years.
- The Company has complied with all the mandatory requirements of Corporate Governance, as required under the Listing Agreement and Company's status of Compliance with the non-mandatory requirements is given below.

7. Share Transfer Compliance and Share Capital Reconciliation:

Pursuant to Regulation 40(9) of the SEBI (LODR) Regulations, 2015, certificates on half yearly basis, have been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Pursuant to SEBI (Depositories and Participants) Regulations, 1996, certificates have also been received from a Company Secretary-in-Practice for timely dematerialisation of the shares of the Company and for conducting a share capital audit on a quarterly basis for reconciliation of the share capital of the Company.

8. Other Disclosure:

The Company has fulfilled the following non-mandatory requirements as detailed below.

The Board

As our Chairman is a Managing Director, the Company maintains an office for him at the Corporate Office.

Shareholder Rights

The quarterly and half yearly and yearly declaration of the financial performance are posted on the website of the Company and are also sent to the stock exchanges, where the shares of the Company are listed.

Audit qualifications

There were no qualifications in the Auditors report to the members on the financial statements for the year ended March 31, 2016.

Reporting of Internal Auditor

The Internal Auditor reports directly to the Audit Committee.

Subsidiary Companies

The Company does not have any material non-listed Indian subsidiary Company and hence, it is not mandatory to have an Independent Director of the Company on the Board of such subsidiary Company. The Audit Committee reviews the financial statements, particularly, the investments made by the Company's non-listed subsidiary companies. The minutes of the non-listed subsidiary companies are placed before the Board for their attention and major transactions and decisions of the subsidiaries, such as inter corporate loan/ investments are effected with prior approval by the Board of Directors of the Company.

The financial statements of all the subsidiaries are placed before the Directors of the Company on a quarterly basis and the attention of the Directors is drawn to all significant transactions and arrangements entered into by the subsidiary companies.

9. Means of Communication:

All material information about the Company is promptly sent through email/fax to the concerned stock exchanges wherein the Company's Shares are listed. Besides, these are all given to press for information of the Public at large. As stipulated under the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the quarterly results will be published in English national newspaper and in one Tamil newspaper within 48 hours of the conclusion of the Board Meeting at which the results are approved. The above results are also hosted on the Company website www.8kmilessoftwareservices.com.

10. General Information for Shareholders:

a) **Annual General Meeting**

Date : September 30, 2016, Friday

Time : 10.15 am onwards

Venue : The Raintree, St. Mary's Road,
Alwarpet, Chennai-600 018.

As required under Regulation 36 of SEBI (LODR) Regulations, 2015, particulars of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (AGM) are given in the Annexure to the Notice of the AGM to be held on 30th September 2016.

b) Financial Year: April 1 to March 31.

c) Financial reporting for the quarter ending for financial year ending March 31, 2017 (Tentative).

June 30, 2016	On July 8, 2016
September 30, 2016	On or Before November 14, 2016
December 31, 2016	On or Before February 14, 2017
March 31, 2017	On or Before May 30, 2017
Annual General Meeting 2017	Before end of September

d) Period of Book Closure – from September 8, 2016 to September 10, 2016 (Both days inclusive).

e) No dividend recommended with a view to conserve the resources.

f) Record date for ascertaining shareholders eligible to cast their votes for the items set out in the notice convening the AGM through e-voting – September 23, 2016.

11. Listing on Stock Exchanges

The Company's Equity Shares are listed on the following Stock Exchanges:

Sl. No	Name of the Stock Exchange	Stock Code
1	BSE Limited, Floor 25, P.J. Towers, Dalal Street, Mumbai - 400 001	512161
2	National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	8KMILES

Annual Listing Fees have been paid the above Stock Exchanges, for the financial year 2015-16.
Corporate Identification Number (CIN) of the Company: L72300TN1993PLC101852

12. Market Price Data

High, Low (based on closing prices) and number of shares traded during each month in the financial year 2015-16 on BSE Limited and National Stock Exchange of India Limited:

Month	BSE Limited		National Stock Exchange of India Limited	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2015	891.00	623.75	890.00	625.10
May, 2015	727.00	644.00	726.95	644.05
June, 2015	887.00	575.00	887.00	616.20
July, 2015	945.00	720.00	945.95	711.05
August, 2015	1300.00	825.00	1299.00	819.90
September, 2015	1460.00	1151.00	1460.00	1165.00
October, 2015	1920.00	1406.25	1919.90	1401.75
November, 2015	1908.00	1714.00	1906.95	1673.85
December, 2015	2087.30	1694.00	2154.95	1667.55
January, 2016	2550.00	1920.00	2550.00	1917.10
February, 2016	2249.90	1275.00	2250.00	1256.65
March, 2016	2195.00	1544.00	2197.75	1540.05

Share Price performance in comparison to broad based indices – BSE Sensex

13. Transfer System

Transfer of the Shares is done through the Depositories with no involvement of the Company. As regards, transfer of shares held in physical form the transfer documents can be lodged with Adroite at the address given below:

Adroit Corporate Services Private Limited, Industries Estate, Makwane Road, Naronvaka Andheri (East), Mumbai - 400 059.

Transfer of shares in physical form is normally processed within ten days from the date of receipt, if the documents are complete in all respects.

A. Distribution of Shareholding as on March 31, 2016

Sl. No.	Share or Debenture holding of nominal value of	Share/Debenture Holders		Share/Debenture Amount	
		Number	% to Total	₹	% to Total
1	Upto – 5,000	5564	93.06	2907840	2.67
2	5,001 – 10,000	166	2.78	1242610	1.14
3	10,001 – 20,000	87	1.46	1289280	1.18
4	20,001 – 30,000	42	0.70	1020800	0.94
5	30,001 – 40,000	17	0.28	605530	0.56
6	40,001 – 50,000	22	0.37	998230	0.92
7	50,001 – 1,00,000	30	0.50	2174980	2.00
8	1,00,001 and above	51	0.85	98701750	90.60
	TOTAL	**5979**	**100**	**108941020**	**100**

14. Summary of Shareholding Pattern

Table I - Summary Statement holding of specified securities

Cate-gory (I)	Category of shareholder (II)	Nos. of share holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total Nos. shares held (VII = IV+V+VI)	Shareholding as a % of total no. of shares (Calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	No. of voting Rights held in each class of securities (IX)				No of shares underlying outstanding convertible Securities (including warrants) (X)	Total Share-holding as a % assuming full Conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial-ized Form (XIV)
								No of voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of Total shares held (b)	No. (a)	As a % of Total shares held (b)	
								Class X	Class Y	Total								
(A)	Promoter and Promoter Group	3	6807128	0	0	6807128	62.48	6807128	0	6807128	62.48	0	63.41	809258	11.89	0	0.00	6807128
(B)	Public	5973	4086974	0	0	4086974	37.52	4086974	0	4086974	37.52	0	36.59	700000	17.13	N/A	N/A	4086974
(C)	Non Promoter – Non-Public																	
(C1)	Shares underlying DRs	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	N/A	N/A	0
(C2)	Shares held by Employee Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	N/A	N/A	0
	Total	**5976**	**10894102**	**0**	**0**	**10894102**	**100.00**	**10894102**	**0**	**10894102**	**100.00**	**10894102**	**100.00**	**1509258**	**29.02**	**0**	**0.00**	**10894102**

Table II - Statement showing Shareholding Pattern of the Promoter and Promoter Group

Cate-gory (I)	Category & Name of the shareholder (II)	PAN (II)	Nos. of share holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total Nos. shares held (VII = IV+V+VI)	Shareholding as a % Calculated as per SCRR, 1957 as a % of (A+B+C2) (VIII)	No. of voting Rights held in each class of securities (IX)				No. of shares underlying outstanding convertible Securities (including warrants) (X)	Total Share-holding as a % assuming full Conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial-ized Form (XIV)
									No. of voting Rights			Total as a % of total voting rights			No. (a)	As a % of Total shares held (b)	No. (a)	As a % of Total shares held (b)	
									Class X	Class Y	Total								
1	**Indian**																		
(a)	Individuals/HUFs		1	61795	0	0	61795	0.57	61795	0	61795	0.57	0	0.54	0	0.00	0	0.00	61795
	M V BHASKAR	AAHPV8843M	1	61795	0	0	61795	0.57	61795	0	61795	0.57	0	0.54	0	0.00	0	0.00	61795
(b)	Central Govt./State Govt.		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Financial Institutions/ Banks		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Any Other																		
d(1)	Directors		2	6745333	0	0	6745333	61.92	6745333	0	6745333	61.92	0	62.87	809258	12.00	0	0.00	6745333
	R.S. RAMANI	AHVPR9966J		809258	0	0	809258	7.43	809258	0	809258	7.43	0	7.07	809258	100.00	0	0.00	809258
	VENKATACHARI SURESH	ATNPS3289H		5936075	0	0	5936075	54.49	5936075	0	5936075	54.49	450000	55.80	0	0.00	0	0.00	5936075
	Sub Total (A)(1)		3	6807128	0	0	6807128	62.48	6807128	0	6807128	62.48	450000	63.41	809258	11.89	0	0.00	6807128
2	**Foreign**																		
(a)	Individuals (NRI/ Foreign Individuals)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(b)	Government		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Institutions		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Portfolio Investor		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other (specify)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub Total (A)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		**3**	**6807128**	**0**	**0**	**6807128**	**62.48**	**6807128**	**0**	**6807128**	**62.48**	**450000**	**63.41**	**809258**	**11.89**	**0**	**0.00**	**6807128**

15. Statement Showing Shareholding Pattern

Table III - Statement showing Shareholding Pattern of the Public Shareholder

Cate-gory (I)	Category & Name of the shareholder (II)	PAN (II)	Nos. of share holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total Nos. shares held (VII = IV+V+VI)	Shareholding % calculate as per SCRR 1957 As a % of (A+B+C2) (VIII)	No. of voting Rights held in each class of securities (IX)				No. of shares underlying outstanding convertible Securities (including warrants) (X)	Total Share-holding as a % assuming full Conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial-ized Form (XIV)
									No. of voting Rights			Total as a % of Total voting rights			No. (a)	As a % of Total shares held (b)	No. (a)	As a % of Total shares held (b)	
									Class X	Class Y	Total								
1	**Institutions**																		
(a)	Mutual Funds		1	255356	0	0	255356	2.34	255356	0	255356	2.34	0	2.34	0	0.00	0	0.00	255356
	DSP BLACKROCK MICRO CAP FUND	AAAJD0430B	1	255356	0	0	255356	2.34	255356	0	255356	2.34	0	2.34	0	0.00	0	0.00	255356
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Alternate Investments Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Foreign Portfolio Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(f)	Financial Institutions/ Banks		2	20106	0	0	20106	0.18	20106	0	20106	0.18	0	0.18	0	0.00	0	0.00	20106
(g)	Insurance Companies		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(h)	Provident Funds / Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(i)	Any other (specify)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
i(1)	Foreign Institutional Investors		1	805	0	0	805	0.01	805	0	805	0.01	0	0.01	0	0.00	0	0.00	805
	Sub Total (B)(1)		**4**	**276267**	**0**	**0**	**276267**	**2.54**	**276267**	**0**	**276267**	**2.54**	**0**	**2.54**	**0**	**0.00**	**0**	**0.00**	**276267**
2	**Central Government/ State Government(s)/ President of India**																		
(a)	Central Govt./State Govt.		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub Total (B)(2)		**0**	**0**	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**
3	**Non-Institutions**																		
(a)	Individual		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(ai)	Ind-Hold nominal shr capital upto Rs.2L		5419	997476	0	0	997476	9.16	997476	0	997476	9.16	100000	9.58	0	0.00	0	0.00	997476
(aii)	Ind-Hold nominal shr capital in excess of Rs.2L		30	2388774	0	0	2388774	21.93	2388774	0	2388774	21.93	0	20.87	700000	29.30	0	0.00	2388774
	ARCHANA SANDEEP TANDON	ACHPT5467B		167362	0	0	167362	1.54	167362	0	167362	1.54	0	1.46	0	0.00	0	0.00	167362
	KARTHIK RAMKRISHNAN IYER	ACCPR8109D		111178	0	0	111178	1.02	111178	0	111178	1.02	0	0.97	0	0.00	0	0.00	111178
	SANDEEP TANDON HUF	AAQHS6044C		400000	0	0	400000	3.67	400000	0	400000	3.67	0	3.50	400000	100.00	0	0.00	400000
	SANDEEP TANDON	ABAPT6796P		162230	0	0	162230	1.49	162230	0	162230	1.49	0	1.42	0	0.00	0	0.00	162230
	SAROJINI KRISHNA TANDON	ADLPT7581K		301350	0	0	301350	2.77	301350	0	301350	2.77	0	2.63	300000	99.55	0	0.00	301350
	VIMAL SAGARMAL JAIN	ABOPJ6483B		251450	0	0	251450	2.31	251450	0	251450	2.31	0	2.20	0	0.00	0	0.00	251450
(b)	NBFCs Registered with RBI			0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0

15. Statement Showing Shareholding Pattern (Contd.)

Table III - Statement showing Shareholding Pattern of the Public Shareholder

Cate-gory (I)	Category & Name of the shareholder (II)	PAN (II)	Nos. of share holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total Nos. shares held (VII = IV+V+VI)	Shareholding % calculate as per SCRR 1957 As a % of (A+B+C2) (VIII)	No. of voting Rights held in each class of securities (IX)				No. of shares underlying outstanding convertible Securities (including warrants) (X)	Total Share-holding as a % assuming full Conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial-ized Form (XIV)
									No. of voting Rights			Total as a % of Total voting rights			No. (a)	As a % of Total shares held (b)	No. (a)	As a % of Total shares held (b)	
									Class X	Class Y	Total								
(c)	Employees Trusts			0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Overseas Depositories (holding DRs) (balancing figure)			0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other			0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
e(1)	Bodies Corporate		307	306913	0	0	306913	2.82	306913	0	306913	2.82	0	2.68	0	0.00	0	0.00	306913
	MINDSET TECHNOLOGIES PVT LTD	AADCM0038N		126293	0	0	126293	1.16	126293	0	126293	1.16	0	1.10	0	0.00	0	0.00	126293
e(2)	Clearing member		94	17776	0	0	17776	0.16	17776	0	17776	0.16	0	0.16	0	0.00	0	0.00	17776
e(3)	NRIs		119	99768	0	0	99768	0.92	99768	0	99768	0.92	0	0.87	0	0.00	0	0.00	99768
	Sub Total (B)(3)		**5969**	**3810707**	**0**	**0**	**3810707**	**34.98**	**3810707**	**0**	**3810707**	**34.98**	**100000**	**34.17**	**700000**	**18.37**	**0**	**0.00**	**3810707**
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)		**5973**	**4086974**	**0**	**0**	**4086974**	**37.52**	**4086974**	**0**	**4086974**	**37.52**	**100000**	**36.59**	**700000**	**18.37**	**0**	**0.00**	**4086974**

Table IV - Statement showing Shareholding Pattern of the Non Promoter - Non Public shareholder

Cate-gory (I)	Category & Name of the shareholder (II)	PAN (II)	Nos. of share holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total Nos. shares held (VII = IV+V+VI)	Shareholding as a % of total no.of shares (Calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	No. of voting Rights held in each class of securities (IX)				No. of shares underlying outstanding convertible Securities (including warrants) (X)	Total Share-holding as a % assuming full Conversion of convertible securities(as a % of diluted share capital) (XI) =(VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial-ized Form (XIV)
									No. of voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of Total shares held (b)	No. (a)	As a % of Total shares held (b)	
									Class X	Class Y	Total								
1	**Custodian/ DR Holder**																		
(a)	GDRs/ADRs/ADSs		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub Total (C)(1)		**0**	**0**	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**
2	**Employee Benefit Trust (under SEBI (Share Based Employee Benefit) Regulations, 2014)**		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub Total (C)(2)		**0**	**0**	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**
	Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)		**0**	**0**	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**	**0.00**	**0**

16. Dematerialisation of Shares:

- The Company's equity shares are regularly traded on the National Stock Exchange of India Limited and the BSE Limited, in dematerialized form.
- Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE650K01013.
- Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity: Nil.

17. Any query on Annual Report:

The Secretarial Department,
8K Miles Software Services Limited
"Srinivas" Towers, II Floor,
Cenotaph Road, Teynampet,
Chennai - 600 018, Tamil Nadu.

Email: investor@8kmilessoftwareservices.com
contactus@8kmilessoftwareservices.com

18. Address for Investor's Correspondence:

Adroit Corporate Services Private Limited
Unit: 8K Miles Software Services Limited
Industries Estate, Makwane Road, Noranvaka,
Andheri (East), Mumbai - 400 059
Email: info@adroitcorporate.com
Website: www.adroitcorporate.com

19. Compliance Certificate from Statutory Auditors

Certificate from M/s. GHG Associates, Chartered Accountants, Chennai, confirming compliance with conditions of Corporate Governance under clause 49 of the Listing Agreement is forming part of this Annual Report.

20. Secretarial Compliance Certificate from Secretarial Auditor

Secretarial Audit Report given by Mr. Gouri Shanker Mishra, Practicing Company Secretary is forming part of this Annual Report.

21. Request to Investors

- Investors holding shares in electronic form are requested to deal only with their Depository Participant (DP) in respect of change of address, bank account details, etc.
- Green Initiative- as permitted under rules 11 of the Companies (Accounts) Rules, 2014, Companies can circulate the Annual Report through electronic means to those members with the registered email IDs with NSDL or CDSL or with the Company. Members are requested to support this initiative and register their e-mail ids promptly with DPs in case of electronic shares or with the STA, in case of physical shares.

CEO & CFO CERTIFICATION TO THE BOARD PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENT) REGULATIONS, 2015

We, Venkatachari Suresh, Chief Executive Officer and R.S. Ramani, Chief Financial Officer of 8K Miles Software Services Limited, to the best of our knowledge and belief and certify that:

1. We have reviewed the Balance Sheet and Statement of Profit and Loss and its schedules and Notes on Accounts, as well as the Cash Flow Statement and Director's Report.
   a. Based on our knowledge and information, these statements do not contains any untrue statements of a material fact or omit any material fact or contain statements that might be misleading.
   b. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. We also certify, that based on our knowledge and information provided to us, there are no transactions entered into by 8K Miles Software Services Limited which are fraudulent, illegal or in violation of the Company's Code of Conduct.
3. We are responsible for establishing and maintaining internal controls and procedures for the Company pertaining to the financial reporting, and have evaluated the effectiveness of these procedures in 8K Miles Software Services Limited. We have disclosed to the auditors and the audit committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware and the steps that we have taken or propose to take to rectify these deficiencies.
4. We have disclosed, based on our most recent evaluation, wherever applicable, to the Company's auditors and the Audit Committee of the Company's Board of Directors:
   a. Significant change in internal controls 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. Instance, if any, of significant fraud of which we become aware and involvement therein, if any, of the Management or an employee having a significant role in the Company's internal Control System.
5. We affirm that we have not denied any personnel access to the Audit Committee of the Company (in respect of matters involving misconduct, if any).

	Sd/-	**sd/-**
Place: Chennai	**Venkatachari Suresh**	**R.S. Ramani**
Dated: August 24, 2016	**Chief Executive Officer**	**Chief Financial Officer**

Auditor's Certificate on Compliance with the Conditions of Corporate Governance under Regulation 34(3)

SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015

To
The Shareholders of
M/s 8K Miles Software Services Limited
No. 5, Cenotaph Road, II floor, "Srinivas" Towers,
Teynampet, Chennai - 600 018, Tamil Nadu

We have examined the compliance of the conditions of Corporate Governance by 8K Miles Software Services Limited for the year ended March 31, 2016 as stipulated in Regulation 34(3) SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

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

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

We state that no investor grievances are pending against the Company as per records maintained by the Company.

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 GHG ASSOCIATES
CHARTERED ACCOUNTANTS

Sd/-
S Haresh
Partner
Membership Number 205204

Place: Chennai
Date: August 24, 2016

Declaration Pursuant to Regulation 34 (3) SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015

Regarding Adherence to the Code of Business Conduct and Ethics

To
The Shareholders of
M/s 8K Miles Software Services Limited
No. 5, Cenotaph Road, II floor, "Srinivas" Towers,
Teynampet, Chennai - 600 018, Tamil Nadu

On the basis of the written declaration received from Members of the Board and Senior Management Personnel in terms of the relevant provisions of Regulation 34 (3) SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, I hereby certify that both the Members of the Board and the Senior Management personnel of the Company have affirmed compliance with the respective provisions of the Code of Business Conduct and Ethics of the Company as laid down by the Board for the year ended March 31, 2016.

Sd/-
Venkatachari Suresh
Managing Director

Place: Chennai
Date: August 24, 2016

BUSINESS RESPONSIBILITY REPORT

This Business Responsibility Report is as per SEBI's suggested format-Regulation 34(2), Nov. 04, 2015.

8K Miles was born in the cloud to be a global software solutions company with social sensitivity. Ever since its inception social cause has been an innate part of our vision. Our vision explicitly mentions 'making societies flourish' as an integral part of our ideology. This inherent DNA of the organization kept intact throughout our growth over 5 years.

8K Miles's environmental initiatives, directed by our Environmental Health and Safety policy, endorse the precautionary principle to conserve natural resources.

8K Miles is a global information technology company, which works closely with its clients across the world, to create technological solutions for their growth. We do not manufacture physical products but create and offer IT solutions and services as per the evolving needs of our clients. This renders product policies redundant in our case.

8K Miles's vision on responsibility embraces the principles and key elements required. What enables it further is an array of frameworks, charters, policies, codes of conduct, management systems and monitoring tools integrated into our operations.

Business responsibility matters get a direction and inspiration right from the Board level. The Board is in charge of setting the focus, direction and criteria for responsibility initiatives.

All policies are formulated to conform to national/ international norms as relevant, and come into effect with the approval of the Board and the CEO. Policies are published through a link on the website (e.g. Whistleblower policy, Code of Conduct for Integrity: at http://www.8kmilessoftwareservices.com/investors/policies)

8K Miles has set in place, several mechanisms to track possible deviations from policies, receive and redress grievances over the deviations, through generic engagement platforms as well as specific access points for grievances. 8K Miles has been designing mechanisms to further increase people participation in policy-making. Periodic evaluations monitor the policy implementation. 8K Miles views sustainability and CSR as distinct constructs: in its view, sustainability can be strategic and CSR should be non-strategic in its intent.

Our sustainability framework on the following:

1. Governance & advocacy,
    - Policies
    - Code of Conduct
    - Transparency
    - Report and disclosure
    - Financial Compliance
2. Workplace sustainability
    - Diverse Workforce
    - Inclusive workspace
    - Labour Regulation
    - Employee engagement
3. Ecological sustainability.
    - Resource conservation
    - Carbon footprint reduction
    - Green infrastructure

8K MILES CSR FRAMEWORK

- Direct CSR and supporting through individual Social Responsibility
    - Benefit to the differently abled
    - Promote education
    - Create sustainable livelihood opportunities
    - Voluntary engagement
- Governance and ethics Principles, which guide us:
    - Act in the spirit of law & not just the sake of law.
    - Do what is right and not what is convenient.
    - Provide complete transparency on operations.

The Integrity policy of 8K Miles insists on conducting all business activities with honesty, integrity and the highest possible ethical standards while enforcing the business practice of not engaging in bribery or corruption, wherever we operate.

Our anti-bribery and anti-corruption policy enables prevention, deterrence and detection of fraud, bribery and all other corrupt and unethical business practices, including extortion.

The Whistle Blower Policy offers a scope for disclosure and redress of issues such as related party transactions, siphoning of funds, noncompliance of the law of the land, concealing legal mandatory disclosures, breach of fiduciary responsibilities, financial irregularities, sexual harassment, misuse of intellectual property, breach of integrity and any suspicious activity or event which indicates a potential threat to the security of 8K Miles's assets and people.

During the year, we resolved all the grievances received.

CORPORATE SOCIAL RESPONSIBILITY

8K Miles's CSR activities are anchored on inclusiveness: the poor, marginalized segments of society are its main beneficiaries. Inclusive growth and equitable development are the purpose behind many of our endeavors in creating sustainable livelihoods, skill development, education support and support for people with disability.

8K Miles's CSR follows through volunteering and social entrepreneurship.

Our philosophy is reflected in the following ways:

- Our CSR efforts embrace marginalized and deprived segments of the society, as explained in the CSR section above.
- Our workplace is driven by a diversity & inclusion charter, which ensures we stay diverse and inclusive in Ethnicity, Disability, Gender and Sexual orientation.

WORKPLACE SUSTAINABILITY

Born in the Cloud and to be an IT organization with a human face, our workplace culture and the values it reflects are paramount to our pride and purpose. We have no 'human resources' function. We thrive on a 'people function'. We are an environment that nurtures both competence and responsibility at the individual level, at the team level and the organizational level.

Our learning and organizational development initiatives cater to all levels of the organization from new entrants to leadership. Our programs are a blend of classroom and virtual sessions allowing for accessibility while maintaining personal touch points, which are an essential element of coaching and mentoring. Our initiatives are designed to equip people with the skills necessary for their current role, and to groom them for the future.

Policy of equal opportunity and non-discrimination keep our work environment fair and just. No exclusive employee associations are active in our organization. 100% of our eligible people are covered by our performance review systems. All our people across categories receive safety and skill training.

Our diversity charter includes diverse segments within the fold of the organization. Women form 15% of our talent pool. We are targeting 20% by 2016-17 and 30% the year after. Two of our board members are women. Our current efforts are geared towards strengthening gender ratios at middle levels and enabling women leaders to move up the ladder. An interlinked system between talent acquisition, talent development and leadership development are working towards better gender balance.

Our health & safety policy and Healthy Mind Healthy Body - our wellness platform, work constantly towards employee well-being at various levels.

ECOLOGICAL SUSTAINABILITY

Ecological sustainability is one of the three pillars of our sustainability framework. We are committed to the precautionary principle towards resource conservation. Green IT and resource efficiency are key components of material issues for us, pushing us beyond compliance levels constantly. Mitigation strategies for climate change also make smart business sense, and our risk analyses and resultant green initiatives focus on efficiencies across water and energy consumption while trying to increase waste conversion and achieve emission reductions.

STRATEGY FOR ECONOMIC VALUE CREATION

Our strategy for growth rests on digital transformation, delivery transformation, sales transformation and people focus. Our people come together by sharing

the critical values of expert-thinking, relentless dedication and collaborative spirit in a client-centric work culture that is cultivated to be both humane and highly competent. While going digital is our mantra for helping our clients undergo a digital transformation, service stewardship and enhanced value creation for our clients are key material issues for us.

Leveraging our deep domain expertise in vertical industries, we build Agile solutions for web, mobile, data warehousing and UI/ UX scenarios based on our client-needs. Focusing on key areas—digital solutions and managed services—in a select set of industries, developing a highly competent talent pool and strong leadership have proved a winning strategy for us. Our workplace sustainability initiatives are designed to enable our people to serve the cause of high client value and client satisfaction.

All our services are compliant with international and national laws, across the regions of our operation, with no instances of any breaches or penalties or sanctions or incidents of anticompetitive practices.

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 Personnel) Rules, 2014]

To,
The Members,
8K Miles Software Services Limited
#5, Cenotaph Road, II Floor,
Srinivasa Towers, Teynampet,
Chennai - 600 018.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s 8K Miles Software Services Limited bearing CIN L72300TN1993PLC101852 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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 authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2016, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) The list of major heads/ group of Acts, Law and Regulations as applicable to the Company as per management declaration and representation, is mentioned below. In relation to these laws as below we have relied on the representation made by the Company and its Officers for system

and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations as applicable to the Company.

1. The Information Technology Act, 2000.
2. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
3. Labour Laws as follows:
   i. The Employees Provident Funds and Miscellaneous Provisions Act, 1952.
   ii. Employees' State Insurance Act, 1948.
   iii. Minimum Wages Act, 1946.
   iv. Maternity Benefit Act, 1960.
   v. Payment of Bonus Act, 1965.
   vi. Labour Laws (Exemption from Furnishing Returns and Maintaining Registers by Certain Establishments) Act, 1988.
   vii. Child Labour (Prohibition & Regulation) Act, 1986.
   viii. Equal Remuneration Act, 1976.
   ix. Payment of Gratuity Act, 1979.
   x. Industrial Employment (Standing Orders) Act, 1946.
   xi. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. Secretarial Standard in relation to circulation of minute has not been followed for Board and Committee Meeting.
2. Few e-forms have been filed belatedly during the year under review and Form MGT-10, Form MR-1 and MGT-14 has not been filed during the year under review as required under Companies Act, 2013.
3. The Company has changed Registered Office from Andhra Pradesh to Tamil Nadu for which the e-form has been filed during the year belatedly after obtaining permission for condonation of delay.
4. Composition of Board of Directors, Audit Committee and Nomination Remuneration Committee in relation to Independent Directors has been made in compliance of the Act, Listing Agreement/SEBI (LODR) Regulations, 2015 at the end of current year.
5. The Financial Results submitted to the Stock Exchanges for the three quarters ended June 2015, September 2015 and December 2015 were not signed in accordance with regulation 33 (2) (b) of SEBI (LODR) Regulations, 2015.
6. Corporate Governance Report and details about Investor Complaints as required under Regulation 27(2)(a) and Regulation 13(3) of SEBI (LODR) Regulations, 2015 respectively for the quarter ended December 2015 and result of e-voting at AGM was filed belatedly.
7. The Company has not made newspaper publication about Board Meeting proposed to be held for considering quarterly financial results for the quarter ended June 2015, September 2015 and December 2015. Further, Company has not submitted Proceedings of AGM 2015 and alteration of Articles of Association and Memorandum of Association to Stock Exchanges.
8. The Company has compounded violation of Regulation 6 of Foreign Exchange Management (Transfer and Issue of any Foreign Securities) Regulation, 2004 under Foreign Exchange Management Act, 1999 during the year for non-compliance in relation to remittance of initial subscription for one of overseas subsidiary.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and the changes in the composition are in line with the provisions of the Companies Act, 2013 and all other applicable regulations.

Though the Company has not conducted any formal program for the independent Directors, presentation on topics of relevance like IND AS, CARO, IFC have been made in audit committee/Board meetings for the benefit of independent Directors to familiarize them on such important matters.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on

agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Based on the minutes made available to us, we report that majority decision is carried through and that there were no dissenting votes from any Board member that were required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor, report deviations, if any, to the Board, take corrective actions and ensure compliance with applicable laws, rules, regulations and guidelines, however, there is scope to improve the same.

I further report that during the audit period:

1. The Company had allotted 5.5 Lakhs equity shares on conversion of convertible warrants which was allotted on 20th December, 2014.
2. The Company had changed its Registered Office from 20th July, 2015 from Andhra Pradesh to Tamil Nadu.
3. The Company had increased its Authorised Share Capital from ₹ 15 Crores to ₹ 20 Crores.
4. The Company has altered Article of Association by adopting new set of Articles in line with the Companies Act, 2013.
5. The Company had passed resolutions by way of Postal Ballot on 29th March, 2015 for which MGT – 14 has been filed during the year inter alia authorizing Board for:
   a. To borrow upto ₹ 500 crores in aggregate including moneys already borrowed;
   b. to create charge in respect of the money being borrowing; and
   c. to give loans and/or to guarantee, to provide security and to acquire securities of any Company upto ₹ 500 crores.

Sd/-

Place: Chennai **Gouri Shanker Mishra**

Date: August 24, 2016 FCS No. 6906

C P No.: 13581

Note: This report is to be read with our letter of even date annexed which forms an integral part of this report.

Annexure

To,

The Members,

8K Miles Software Services Limited

#5, Cenotaph Road,II Floor

Srinivasa Towers, Teynampet,

Chennai - 600 018.

Our Secretarial Audit Report of even date is to be read along with this letter.

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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 processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-

Place: Chennai **Gouri Shanker Mishra**

Date: August 24, 2016 FCS No. 6906

C P No.: 13581

INDEPENDENT AUDITORS' REPORT

To
The Members of
M/s. 8K Miles Software Services Limited

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying Standalone Financial Statements of M/s. 8K Miles Software Services Limited ("the Company"), Chennai - 600 018, which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year ended and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these Standalone Financial Statements based on our audit. We have taken into account the relevant 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 thereunder.

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 of material misstatement.

An audit includes performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the Financial Statements 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 accounting estimates made by the Company's directors, as well as evaluating the overall presentation of the financial statements.

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, in the manner so required and give a true and fair view in conformity with the Accounting Principles generally accepted in India:

(i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016

(ii) In the case of the Statement of Profit and Loss of the PROFIT for the year ended on March 31, 2016 and

(iii) In the case of the Cash Flow Statement of the Cash Flows for the year ended on March 31, 2016.

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 paragraph 3 and 4 of the order, to the extent applicable.

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

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

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

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

   d) In our opinion, the aforesaid Standalone Financial Statements comply with the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014; and

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

   f) With respect to the adequacy of 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**".

   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 explanation given to us:

      i) The Company does not have any pending litigation which would impact its financial position.

      ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses under the applicable law or accounting standard.

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

For GHG Associates
Chartered Accountants
Firm's Registration No: 008703S

S. Haresh
Partner
Membership No. 205204

Place: Chennai
Date: 9th May 2016

"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in our Independent Auditors' Report to the Members of **M/s. 8K Miles Software Services Limited** ("the Company") on the Standalone Financial Statements for the year ended March 31, 2016. We report that:

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

b) The Fixed Assets have been physically verified, by the management, at reasonable intervals and no material discrepancies were noticed on such verification between the books of account and physical fixed assets.

c) The Company does not hold any immovable property.

ii) The Company is a service providing Company, primarily rendering software services. Accordingly it does not hold any physical inventories. Thus, paragraph 3(ii) of the order is not applicable to the Company.

iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under Section 189 of the Act. Accordingly, the provisions of the clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.

iv) In our opinion and according to the information and explanations given to us, the Company has compiled with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities.

v) The Company has not accepted any deposit from public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered by the Company.

vii) a) According to the information and explanations given to us and in the basis of our examination of the books of account, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.

b) According to information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

ix) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

x) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi) Based upon the audit procedures performed and the information and explanations given by the management, no managerial remuneration has

been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act. Hence the clause (xi) of the Order is not applicable.

xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

xiii) In our opinion, all transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable Accounting Standards.

xiv) Based upon the audit procedures performed and the information and explanations given by the management, during the year, the Company has made preferential allotment of equity shares on conversion of warrants issued during 2014-15 pursuant to the provision of Section 62 (1) (c) of Companies Act, 2013 and in accordance with the enabling provision of Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations").

The Company has not made any 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 and hence not commented upon.

xv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

xvi) In our opinion, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For GHG Associates
Chartered Accountants
Firm's Registration No: 008703S

S. Haresh
Partner
Membership No. 205204

Place: Chennai
Date: 9th May, 2016

"ANNEXURE B"

To the Independent Auditor's Report of even date on the Standalone Financial Statements of **8K Miles Software Services limited**

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

We have audited the internal financial controls over financial reporting of "8K MILES SOFTWARE SERVICES LIMITED" ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 Companies Act, 2013.

AUDITORS' RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and

that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

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

For GHG Associates
Chartered Accountants
Firm's Registration No: 008703S

S. Haresh
Partner
Membership No. 205204

Place: Chennai
Date: 9th May 2016

BALANCE SHEET

as at 31st March, 2016

PARTICULARS	Note	As at 31-03-2016 ₹	As at 31-03-2015 ₹
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
(a) Share capital	2	10,89,41,020	10,34,41,020
(b) Reserves and Surplus	3	46,98,59,026	24,39,67,685
		57,88,00,046	**34,74,08,705**
APPLICATION MONEY PENDING ALLOTMENT	2E	**5,75,08,000**	**11,50,16,000**
NON-CURRENT LIABILITIES			
(a) Long Term Borrowings	4	22,23,150	–
(b) Deferred Tax Liability (net)	5	39,36,335	56,97,841
		61,59,485	**56,97,841**
CURRENT LIABILITIES			
(a) Short Term Borrowings	6	2,50,15,389	7,24,718
(b) Trade Payables	7	1,51,99,069	6,61,899
(c) Other Current Liabilities	8	5,80,31,218	58,32,921
(d) Short Term Provisions	9	90,86,758	33,67,887
		10,73,32,434	**1,05,87,425**
TOTAL		**74,97,99,964**	**47,87,09,971**
ASSETS			
NON-CURRENT ASSETS			
(a) Fixed Assets			
(i) Tangible Assets	10	1,38,10,453	1,14,87,685
(ii) Intangible Assets	11	5,65,30,185	9,69,84,235
(iii) Product under development		43,03,653	89,70,697
		7,46,44,291	**11,74,42,617**
(b) Non-Current Investments	12	47,19,40,250	18,90,78,035
(c) Long Term Loans and Advances	13	63,10,525	62,35,000
(d) Other Non-Current Assets	14	6,33,72,793	6,33,72,793
		54,16,23,568	**25,86,85,828**
CURRENT ASSETS			
(a) Trade Receivables	15	7,94,48,404	4,53,02,195
(b) Cash and Cash Equivalents	16	3,02,00,236	5,09,11,306
(c) Short Term Loans and Advances	17	–	19,39,606
(d) Other Current Assets	18	2,38,83,465	44,28,419
		13,35,32,105	**10,25,81,526**
TOTAL		**74,97,99,964**	**47,87,09,971**

Significant Accounting Policies 1

The accompanying notes form an integral part of the standalone financial statements

As per our Report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of board of directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

STATEMENT OF PROFIT & LOSS

for the year ended 31st March, 2016

PARTICULARS	Note	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
Income			
Revenue from Operations	19	20,95,59,325	12,39,03,536
Other income	20	21,28,767	27,02,705
Total Income		**21,16,88,091**	**12,66,06,241**
Expenses			
Employee Benefits & Other Direct Cost	21	10,99,38,599	5,73,61,209
Finance cost	22	20,95,142	44,68,636
Depreciation and Amortisation	10&11	4,60,93,255	4,13,00,769
Selling, General and Administrative Expenses	23	3,50,84,827	1,27,90,199
Total Expenses		**19,32,11,823**	**11,59,20,813**
Profit before Exceptional & Extraordinary items and tax		1,84,76,269	1,06,85,428
Exceptional items		–	–
Profit before Extraordinary items and tax		1,84,76,269	1,06,85,428
Extraordinary items		–	–
Profit before tax		**1,84,76,269**	**1,06,85,428**
Tax expenses	24		
Current Tax		80,76,438	23,57,567
Deferred Tax		(17,61,507)	12,85,537
Profit/(Loss) for the year from Continuing Operations		**1,21,61,338**	**7,042,324**
Profit/(Loss) for the year from Discontinuing Operations (after tax)		–	–
Profit for the Year		**1,21,61,338**	**70,42,324**
Number of Shares		1,08,94,102	1,03,44,102
Earnings per share :	25		
Basic		1.13	0.68
Diluted		1.13	0.68

Significant Accounting Policies 1

The accompanying notes form an integral part of the standalone financial statements

As per our Report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of board of directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

CASH FLOW STATEMENT

as at 31st March, 2016

PARTICULARS	As at 31-03-2016 ₹	As at 31-03-2015 ₹
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit After Tax	**1,21,61,338**	**70,42,324**
Adjustments For Non Cash & Non Operating Items:		
Depreciation and Amortization	4,60,93,255	4,13,00,769
Finance Cost	20,95,142	44,68,636
Operating Profit Before Working Capital Changes	**6,03,49,735**	**5,28,11,729**
Adjustments For Working Capital Changes:		
(Increase) in Current Assets	(5,16,61,649)	(73,50,773)
Increase/(Decrease) in Current Liabilities	9,67,45,008	(3,17,94,295)
Cash Generated From Operations (1)	**10,54,33,094**	**1,36,66,661**
CASH FLOW FROM INVESTING ACTIVITIES		
Increase in Long Term Loan & Advances	(75,525)	–
(Increase) in Investments	(28,28,62,215)	(6,33,73,310)
(Increase) in Tangible and Intangible Assets	(32,94,924)	(4,93,41,448)
Net Cash (Used in) Investing Activities (2)	**(28,62,32,664)**	**(11,27,14,758)**
CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Share Capital	55,00,000	30,00,000
Share Premium Received	21,37,30,000	11,65,80,000
Application money pending allotment	(5,75,08,000)	11,50,16,000
Finance Cost	(20,95,142)	(44,68,636)
In Non Current Liabilities	4,61,644	(8,02,42,267)
Net Cash From Financing Activities (3)	**16,00,88,501**	**14,98,85,097**
Net (decrease)/increase in Cash and Cash Equivalents (1+2+3)	**(2,07,11,069)**	**5,08,37,000**
Cash and Cash Equivalents at the beginning of the year	5,09,11,306	74,306
Cash and Cash Equivalents at the end of the year (Refer Note: 16)	**3,02,00,236**	**5,09,11,306**

Significant Accounting Policies – Note 1
The accompanying notes form an integral part of the standalone financial statements
As per our Report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
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For and on behalf of board of directors of
8K Miles Software Services Limited

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Jayashree Jagannathan
Company Secretary

NOTES

BACK GROUND

8K Miles Software Services Limited ("the Company"), Listed Company, incorporated in the year 1985 in the name of Rosebud Commercials Limited and the Company's name was changed to P M Strips Limited in September 1998 and subsequently to 8K Miles Software Services Limited in October 2010. The Company is a distributed development platform that blends a global talent market place with collaboration tools and cloud infrastructure, helping Small and Medium Enterprises Startups (SMBs) and large Enterprise customers to integrate Cloud computing and Identity Security into their Information and Technology ("IT") and business strategies.

Notes

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a) Basis of Accounting

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles (GAAP) in India and presented under historical cost convention on the accrual basis of accounting. GAAP comprises mandatory Accounting Standards as prescribed under Section 133 of Companies Act, 2013 ("Act") read with Rule 7 of Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by Securities and Exchange Board of India (SEBI).

b) Use of Estimates

The preparation of Financial Statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the standalone financial statements and reported amount of income and expenses during the period. Accounting estimates could change from period to period. Actual results could vary from those estimates and any such differences are dealt within the period in which the results are known/materialize.

1.2 TANGIBLE AND INTANGIBLE ASSETS

a) Tangible Fixed Assets

Tangible assets are stated at cost, less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets are ready for use.

b) Intangible Assets

In the case of acquired assets, consideration paid for such assets is carried at cost less accumulated amortization and impairment. In the case of self generated/internally developed intangible assets, direct cost and other incidental/attributable expenses are capitalized at the time such assets are ready and put to use.

All other intangible assets, that are not yet ready for their intended use are carried at costs, comprising direct cost and other incidental/attributable expenses and reflected under Intangible assets under development.

c) Depreciation And Amortization

Depreciation is provided on tangible fixed assets on the written down value (WDV) method over useful life of the assets as estimated by the management.

Intangible assets are amortized on straight line method over their respective individual estimated useful lives as determined by the management.

1.3 REVENUE RECOGNITION

Revenue is primarily derived from Information Technology Software Consulting and related services. Revenues are recognized on the services rendered on accrual basis, based on arrangements with clients either on fixed Price, fixed time-frame or on Time and Material basis.

1.4 INVESTMENTS

Trade Investments are the investments made to enhance the Company's business interests. Investments are classified into current and long term investments. Investments that are readily realizable and intended to be held for not more than an year from the date of acquisition are classified as current investments. All other investments are classified as long term investments.

Current investments are stated at lower of cost or fair value. The comparison of cost and fair value is done separately in respect of each category of investments.

Long term investments are stated at cost. A provision for diminution in the value of long term investments is made only if such a decline is other than temporary in the opinion of management.

Investments other than in subsidiary and associates have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investments".

1.5 TRANSACTION IN FOREIGN CURRENCY

a) Initial Recognition

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

b) Measurement of foreign currency items at the Balance Sheet date

Foreign currency monetary items of the Company are restated at the closing exchange rates. Non-monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

1.6 TRADE RECEIVABLES

Trade receivables are stated after writing off debts considered as bad, if any. Adequate provision shall be made for debts if considered doubtful.

1.7 EMPLOYEE BENEFITS

Employee benefit expenses include salary, wages, performance incentives, compensated absences, medical benefits and other perquisites. It also includes post-employment benefits such as provident fund.

Short term employee benefit obligations are estimated and provided for.

The Company is registered with PF Authorities and both the Employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company has not made Provision of Gratuity and other retirement benefits as per the Actuarial Valuation referred in the Accounting Standard 15 "Accounting for Retirement Benefits in the financial Statement of Employers". The effect on the current period profit was not ascertainable.

1.8 RESEARCH AND DEVELOPMENT

Revenue Expenditure pertaining to research is charged to Profit and Loss Statement as and when incurred. Product Development costs consisting direct cost and other incidental/attributable expenses are grouped under "Intangible assets under development" and capitalized when they are ready and put to use and amortized over their estimated useful lives.

1.9 PROVISION FOR TAXATION

Income Tax expense comprises of current tax and deferred taxes. Current tax is determined on income for the year chargeable to tax in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Deferred tax is recognized on timing differences; being the difference between taxable income and accounting income that originate in one period and are capable of reversing in one or more periods. Deferred Tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date.

Deferred tax assets are recognized for timing differences other than unabsorbed depreciation and carry forward loss only to the extent there is reasonable certainty that there will be sufficient future taxable income to realise the assets. Deferred tax assets pertaining to unabsorbed depreciation and carry forward losses are recognized only to the extent there is a virtual certainty of its realisation.

1.10 PROVISIONS AND CONTINGENCIES

The Company creates a provision when there exists a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

1.11 EARNINGS PER SHARE

The Basic and Diluted Earnings Per Share ("EPS") is computed by dividing the net profit after tax for the year by weighted average number of equity shares outstanding during the year.

1.12 BORROWING COST

All borrowing costs are charged to revenue except to the extent they are attributable to qualifying assets which are capitalized. A Qualifying Asset is one that necessarily takes substantial period of time to get ready for its intend use. During the year under review there was no borrowing attributable to qualifying assets and hence no borrowing cost was capitalized.

1.13 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash & cheques in hand, bank balances, demand deposits with banks and other short-term highly liquid investments where the original maturity is three months or less.

1.14 GOVERNMENT GRANTS AND SUBSIDIES

The Company has not received any Government grants during the reporting period.

1.15 RELATED PARTY DISCLOSURES

1. Relationships

Category – I – Major shareholders in the Company

- Mr. Venkatachari Suresh – 54.49%
- Mr. R.S. Ramani - 7.43%

Category – II – Subsidiaries of the Company.

- 8K Miles Software Services Inc. USA
- 8K Miles Software Services FZE. UAE
- 8K Miles Health Cloud Inc. USA
- Mentor Minds Solutions and Services Inc. USA
- Mentor Minds Solutions & Services Pvt Ltd. India

Category – III – Other parties where common control exists.

- 8K Miles Media Private Limited, Chennai, India.

Category – IV – Key Managerial Personnel

- Mr. Venkatachari Suresh, Director
- Mr. R.S. Ramani, Director

Category – V – Relatives of Key Managerial Personnel

- There is no relationship existing among Key Management Personnel.

2. Transactions with Related Parties:-

Category – I – Major shareholders in the Company

Amount due to Directors

(Value in ₹)

Name of the Director	2015-16	2014-15
Mr. Venkatachari Suresh	**45,220**	45,220
Mr. R.S. Ramani	**3,59,72,165**	18,40,500

Category – II – Subsidiaries and Associates of the Company.

(Value in ₹)

Name of the Subsidiary	Amount invested in Share Capital	Receivable/ (Payable) as on 31.03.2016	Receivable/ (Payable) as on 31.03.2015
8k Miles Software Services Inc. USA	24,47,89,435	1,92,08,832	NIL
8k Miles Software Services FZE UAE	18,40,500	NIL	NIL
8K Miles Health Cloud Inc. USA	10,14,91,310	NIL	NIL
Mentor Minds Solutions & Services Inc. USA	11,50,11,500	NIL	NIL
Mentor Minds Solutions & Services (P) Limited, India	88,07,505	(1,02,95,249)	(9,60,110)

Category – III – Other parties where common control exists.

(Value in ₹)

Name of the Company	Receivable/ (Payable) as on 31.03.2016	Receivable/ (Payable) as on 31.03.2015
8K Miles Media Private Limited	**NIL**	NIL

1.16 CASH FLOW STATEMENT

The Cash Flow Statement are reported using the indirect method, whereby net profit after tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated, if necessary.

1.17 OTHER INFORMATION

Directors' Remuneration

(Value in ₹)

Name of the Director	2015-16	2014-15
Mr. R.S. Ramani	**NIL**	NIL
Mr. Venkatachari Suresh	**NIL**	NIL

Auditor's Remuneration

(Value in ₹)

Particulars	2015-16	2014-15
Statutory Audit – Net of Service Tax	**1,80,000**	1,30,000
Tax Audit – Net of Service Tax	**60,000**	20,000
Taxation matters/Other Services	**1,50,000**	90,000

1.18 PREVIOUS YEAR FIGURES

Figures for the prior year have been regrouped, recast or rearranged to conform to the current year's classification/presentation.

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
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For and on behalf of board of directors of
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Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

2 SHARE CAPITAL

The Authorised Capital means the sum mentioned in the capital clause of the Memorandum of Association. It is the maximum amount which the Company can raise by issuing the shares and on which the registration fees is paid. The limit cannot be exceeded unless the Memorandum of Association is altered. Issued Capital denotes that part of the Authorized Capital which has been offered for subscription to members. Subscribed Capital means that part of the Issued Capital which has been subscribed or taken by the purchase of shares in the Company. Paid up Capital denotes that the total amount of capital which is actually paid to the Company by the Members.

(Value in ₹)

Name of the Director	As at 31 March 2016 ₹	As at 31 March 2015 ₹
A. Authorised Share Capital		
2,00,00,000 (Previous Year 1,50,00,000) equity shares of ₹ 10 each	20,00,00,000	15,00,00,000
B. Issued & Subscribed Share Capital		
1,08,94,102 (Previous Year 1,03,44,102) equity shares of ₹ 10 each	10,89,41,020	10,34,41,020
Paid- Up Share Capital		
1,08,94,102 (Previous Year 1,03,44,102) equity shares of ₹ 10 each	10,89,41,020	10,34,41,020

C. The reconciliation of the number of shares outstanding and the amount of share capital is set out below:

Particulars	As at 31 March 2016		As at 31 March 2015	
	No. of Shares	Amount ₹	No. of Shares	Amount ₹
Number of shares at the beginning	1,03,44,102	10,34,41,020	1,00,44,102	10,04,41,020
Add: Issued during the year	5,50,000	55,00,000	3,00,000	30,00,000
Number of shares at the end	1,08,94,102	10,89,41,020	1,03,44,102	10,34,41,020

D. Shares in the Company held by each share holder holding more than 5%:

Name of the Director	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	Percentage	No. of Shares held	Percentage
1. Venkatachari Suresh	59,36,075	54.49%	59,36,075	57.39%
2. R.S. Ramani	8,09,258	7.43%	6,59,258	6.37%

E. Application Money pending allotment

This represents initial money received on account of issuance of convertible warrants with a right to exercise by the Warrant holders to subscribe for one equity share per Warrant on such other terms and conditions as the Board may in it absolute discretion decide at the time of issue of Securities, and at such price or prices, including premium if any, as may be determined and approved by the Board in accordance with the provisions specified in the SEBI ICDR Regulations.

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Application Money Pending allotment	11,50,16,000	–
Add: Received during the year	16,17,22,000	23,45,96,000
Less: Allotment made during the year*	21,92,30,000	11,95,80,000
Balance application money pending allotment	**5,75,08,000**	**11,50,16,000**

* During the year ended 31st March, 2016, the Company allotted 5,50,000 shares (previous year 3,00,000) on preferential basis as per SEBI (ICDR) Regulations, 2009 @ Rs. 398.50/- share (including premium of Rs. 388.60/- share)

3 RESERVES AND SURPLUS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Securities premium account		
(i) Cash (on Preferential allotment)		
Balance at the beginning of the year	13,87,78,100	2,21,98,100
Add: issue of shares during the year	21,37,30,000	11,65,80,000
	35,25,08,100	**13,87,78,100**
(ii) Other than Cash		
Balance at the beginning of the year	8,38,77,381	8,38,77,381
Add: issue of shares during the year	–	–
	8,38,77,381	**8,38,77,381**
Total Securities Premium	**43,63,85,481**	**22,26,55,481**
General reserve		
Balance at the beginning of the year	1,95,80,307	1,95,80,307
Add: During the year	–	–
	1,95,80,307	**1,95,80,307**
Subsidy from Government*		
Balance at the beginning of the year	14,23,110	14,23,110
Add: During the year	–	–
	14,23,110	**14,23,110**
Surplus in the statement of profit and loss		
Balance at the beginning of the year	3,08,790	(67,33,534)
Net Profit for the year	1,21,61,338	70,42,324
	1,24,70,128	**3,08,790**
Total	**46,98,59,026**	**24,39,67,685**

* These are Subsidy from Government pertaining to previous business activities.

4 LONG TERM BORROWINGS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Secured - Vehicle Loan	22,23,150	–
Total	**22,23,150**	**–**

5 DEFERRED TAX LIABILITIES (NET)

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Deferred Tax Liabilities	39,36,335	56,97,841
Total	**39,36,335**	**56,97,841**

6 SHORT TERM BORROWINGS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Bank Overdraft - Secured against hypothecation of book debts	2,38,72,173	–
Vehicle Loan - current maturities	11,43,216	7,24,718
Total	**2,50,15,389**	**7,24,718**

7 TRADE PAYABLES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Trade Payable	1,51,99,069	6,61,899
Total	**1,51,99,069**	**6,61,899**

8 OTHER CURRENT LIABILITIES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Salaries Payable*	75,08,898	–
Rents Payable	8,06,692	5,32,107
Statutory liabilities	15,36,764	6,54,507
Audit fee payable	2,50,800	1,66,500
Due to Subsidiaries	1,02,95,249	9,60,110
Loan from Directors	3,60,17,385	18,85,720
Other payables	16,15,431	16,33,977
Total	**5,80,31,218**	**58,32,921**

* We have changed the salaries payment from end of the month to start of the subsequent month and hence previous year's figures are not prevailing.

9 SHORT TERM PROVISIONS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Provision for Income-tax	90,86,758	33,67,887
Total	**90,86,758**	**33,67,887**

10 FIXED ASSETS (TANGIBLE)

Reconciliation of the Gross Carrying Amounts and Net Carrying Amounts at the beginning and at the end of the year

In Rupees

Description of Assets	Gross Carrying Amount				Accumulated Depreciation			Net Carrying Amount	
	As at 31st March 2015	Additions & Adjustments during the year	Deductions during the year	As at 31st March 2016	As at 31st March 2015	Provided during the year	As at 31st March 2016	As at 31st March 2016	As at 31st March 2015
Furniture and Fixtures	77,43,918	6,17,786	–	83,61,704	3,67,788	20,28,137	23,95,925	59,65,779	73,76,130
Computers and accessories	31,67,946	20,12,425	–	51,80,371	15,27,721	16,92,814	32,20,535	19,59,836	16,40,225
Office Equipment	19,40,649	2,11,512	–	21,52,161	6,32,626	6,48,622	12,81,248	8,70,913	13,08,024
Vehicles	24,00,000	51,20,249	–	75,20,249	12,36,695	12,69,630	25,06,325	50,13,925	11,63,305
Total	**1,52,52,513**	**79,61,972**	**–**	**2,32,14,485**	**37,64,830**	**56,39,204**	**94,04,034**	**1,38,10,453**	**1,14,87,685**
FY 2014-15	**51,44,916**	**1,01,07,597**	**–**	**1,52,52,513**	**15,34,990**	**22,29,840**	**37,64,829**	**1,14,87,685**	**36,09,926**

11 FIXED ASSETS (INTANGIBLE)

Reconciliation of the Gross Carrying Amounts and Net Carrying Amounts at the beginning and at the end of the year

In Rupees

Description of Assets	Gross Carrying Amount				Accumulated Amortisation			Net Carrying Amount	
	As at 31st March 2015	Additions & Adjustments during the year	Deductions during the year	As at 31st March 2016	As at 31st March 2015	Provided during the year	As at 31st March 2016	As at 31st March 2016	As at 31st March 2015
Computer Software									
Acquired	35,676	–	–	35,676	32,503	3,173	35,676	–	3,173
Internally Generated	7,94,01,352	–	–	7,94,01,352	1,45,74,810	1,08,50,878	2,54,25,688	5,39,75,664	6,48,26,542
Goodwill									
Acquired	7,40,00,000	–	–	7,40,00,000	4,18,45,479	2,96,00,000	7,14,45,479	25,54,521	3,21,54,521
Total	**15,34,37,028**	**–**	**–**	**15,34,37,028**	**5,64,52,792**	**4,04,54,051**	**9,69,06,843**	**5,65,30,185**	**9,69,84,235**
FY 2014-15	**10,49,11,528**	**4,85,25,500**	**–**	**15,34,37,028**	**1,73,81,862**	**3,90,70,930**	**5,64,52,792**	**9,69,84,235**	**8,75,29,666**

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of board of directors of
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Managing Director

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R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

12 NON CURRENT INVESTMENTS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Investments		
Subsidiaries		
8K Miles Software Services Inc. USA	24,47,89,435	45,220
8K Miles Software Services FZE. UAE	18,40,500	18,40,500
8K Miles Health cloud Inc. USA	10,14,91,310	6,33,73,310
Mentorminds Solutions and Services Inc. USA	11,50,11,500	11,50,11,500
Mentorminds Solutions and Services Pvt. Ltd. INDIA	88,07,505	88,07,505
Total	**47,19,40,250**	**18,90,78,035**

13 LONGTERM LOANS AND ADVANCES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Security Deposits		
Unsecured, considered good	63,10,525	62,35,000
Total	**63,10,525**	**62,35,000**

14 OTHER NON CURRENT ASSETS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Long-Term Trade Receivable (Pertaining to previous business activity)		
Unsecured, considered good	2,75,89,966	2,75,89,966
Others (Pertaining to previous business activity)		
Unsecured, considered good	3,57,82,827	3,57,82,827
Total	**6,33,72,793**	**6,33,72,793**

These are pertaining to previous business activities since year 2010 and are recoverable.

15 TRADE RECEIVABLES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Trade receivables outstanding for more than six months		
Unsecured, considered good	–	–
Trade Receivables - less than six months		
Unsecured, considered good	7,94,48,404	4,53,02,195
Total	**7,94,48,404**	**4,53,02,195**
Ageing of Trade receivables		
0 - 60 days	5,51,75,380	3,03,87,409
61 - 120 days	2,36,08,113	1,46,71,199
121 - 180 days	6,64,911	2,43,587
Total	**7,94,48,404**	**4,53,02,195**

16 CASH AND CASH EQUIVALENTS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Balance with Banks	51,94,170	5,08,78,758
Term Deposits with Banks	2,50,00,000	–
Cash in hand	6,066	32,548
Total	**3,02,00,236**	**5,09,11,306**

17 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Advances		
Unsecured, considered good	–	19,39,606
Total	**–**	**19,39,606**

18 OTHER CURRENT ASSETS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Statutory Receivables		
TDS, MAT	24,81,250	20,90,707
Advance Tax paid	20,00,000	14,00,000
Interest accrued	6,849	50,000
Due From Subsidiaries	1,92,08,832	–
Prepayments and advances	1,86,533	8,87,712
Total	**2,38,83,465**	**44,28,419**

19 REVENUE FROM OPERATIONS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Domestic	1,35,62,467	58,01,510
International	19,59,96,858	11,81,02,026
Total	**20,95,59,325**	**12,39,03,536**

20 OTHER INCOME

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Income from Short Term Deposits with Bank	8,44,983	27,02,705
Forex Gain	12,83,783	–
Total	**21,28,767**	**27,02,705**

21 EMPLOYEE BENEFIT EXPENSES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Salaries	8,30,39,528	5,23,52,588
Staff welfare, bonus and incentives	6,18,696	15,33,517
Other Direct Costs	2,62,80,375	34,75,104
Total	**10,99,38,599**	**5,73,61,209**

22 FINANCE COST

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Interest expense	19,05,234	42,54,833
Bank charges	1,89,908	2,13,803
Total	**20,95,142**	**44,68,636**

23 SELLING, GENERAL AND ADMINISTRATION EXPENSES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Rent, Rates & Taxes	77,45,693	30,32,534
Sales & Marketing Expenses	96,38,261	18,14,105
Cloud Hosting & Communication	14,52,130	8,64,382
Research & Development Cost	36,60,449	4,65,612
Travelling & Logistics	29,12,656	17,93,509
Business Promotion Related	4,40,873	4,28,905
Professional & consultancy charges	2,54,000	2,91,250
Visa and Immigration	99,678	52,590
Stock Exchange, RoC, RTA related expense	13,67,712	11,59,790
Auditors' Fee	3,90,000	2,40,000
Other General and administration expenses	71,23,375	26,47,522
Total	**3,50,84,827**	**1,27,90,199**

24 TAX EXPENSE

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Current tax	80,76,438	23,57,567
Deferred Taxes	(17,61,507)	12,85,537
Total	**63,14,931**	**36,43,104**

25 EARNINGS PER SHARE (EPS)

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	1,21,61,338	70,42,324
Weighted Average number of equity shares used as denominator for calculating EPS	1,07,95,468	1,03,44,102
Basic and Diluted Earnings per share (Rs.)	1.13	0.68
Face Value per equity share (Rs.)	10	10

26 FOREIGN CURRENCY TRANSACTIONS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Invoiced in Foreign Currency for Software Services (Equivalent to INR)	19,59,96,858	11,81,02,025
Received from clients in Foreign Currency (Equivalent to INR)	11,84,97,324	10,15,43,135
Outward (Equivalent to INR)	30,91,42,590	6,33,73,310

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

There are no known contingent liabilities and commitments as at the end of 31st March, 2016.

As per our report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of board of directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

SUBSIDIARY FINANCIAL INFORMATION

(In Indian Rupees)

Sl. No.		Name of the Subsidiary				
		8K Miles Software Services Inc., USA	8K Miles Software Services FZE, UAE	8K Miles Health Cloud Inc., USA	Mentor Minds Solutions & Services Inc., USA	Mentor Minds Solutions & Services (P) Limited, India
1	Reporting Currency	USD	AED	USD	USD	INR
2	Exchange rate on the last date of the Financial Year	66.100	17.990	66.100	66.100	NA
3	Average Exchange Rate	64.315	17.505	64.315	64.315	NA
4	Financial Year ending on	31-Mar-16	31-Mar-16	31-Mar-16	31-Mar-16	31-Mar-16
5	Share Capital	1,898,723	2,698,500	66,100	66,100	7,658,700
6	Reserves and Surplus	1,804,602,313	234,333,764	152,026,232	335,896,470	1,633,138
7	Total Equity	1,806,501,036	237,032,264	152,092,332	335,962,570	9,291,838
8	Total Current Assets	778,066,471	140,580,264	97,050,598	298,361,651	10,404,390
9	Property, Plant and Equipment	88,548,552	–	939,942	5,160,691	–
10	Intangible Assets	1,101,861,221	124,964,908	170,405,800	78,419,321	–
11	Total Assets	1,968,476,310	265,545,173	268,396,340	381,941,664	10,404,390
12	Current Liabilities	161,975,274	28,512,909	116,304,008	45,979,094	1,082,158
13	Non Current Liabilities	–	–	–	–	30,394
14	Total Liabilities	161,975,274	28,512,909	116,304,008	45,979,094	10,404,390
15	Revenue	1,517,772,386	232,779,634	226,368,669	532,829,966	–
16	Direct Costs	655,068,984	110,235,129	122,239,083	275,785,293	–
17	**Gross Profit**	**862,703,402**	**122,544,505**	**104,129,587**	**257,044,673**	**–**
18	Selling, General and Administrative expenses	420,368,178	36,152,989	32,542,104	36,651,511	93,666
19	**Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA)**	**442,335,224**	**86,391,516**	**71,587,483**	**220,393,163**	**(93,666)**
20	Depreciation	9,120,703	–	228,640	2,292,444	164,594
21	Amortization	83,251,137	13,026,993	10,933,550	37,177,286	–
22	Tax	89,240,664	–	15,408,459	39,519,702	(50,859)
23	**Profit After Tax (PAT)**	**260,722,784**	**73,364,523**	**45,016,834**	**141,403,731**	**(207,401)**
24	% of Shareholding	62.66%	100%	100%	100%	100%

INDEPENDENT AUDITORS' REPORT

To
The Members of
M/s. 8K Miles Software Services Limited

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying Consolidated Financial Statements of **M/s. 8K Miles Software Services Limited** ("The Holding Company"), Chennai - 600 018 and its subsidiaries (collectively referred to as 'the Company' or 'the Group') which comprise the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended along with a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

AUDITORS' REPORT

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit.

We have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters, which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Accounting Principles generally accepted in India:

(i) In the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2016

(ii) In the case of the Consolidated Statement of Profit and Loss, of the PROFIT for the year ended on March 31, 2016, and

(iii) In the case of the Consolidated Cash Flow Statement, of the Cash Flows for the year ended on March 31, 2016.

OTHER MATTERS

We have not audited the financial statements of foreign subsidiaries. These financial statements has been audited by other auditors whose reports have been furnished to us for the purpose of consolidation and our opinion, in so far as it relates to the amounts included in respect of the subsidiaries, is solely based on reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required sub-section 3 of Section 143 of the Act, we report to the extent applicable 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 of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of accounts as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far it appears from our examination of those books;

   c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014; and

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

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A".**

   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 explanation given to us:

      (i) The Company does not have any pending litigation, which would impact its financial position.

      (ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses under the applicable law or accounting standard.

      (iii) There were no amounts, which were required to be transferred, to the Investor Education and Protection Fund by the holding company and subsidiary company incorporated in India.

For GHG Associates
Chartered Accountants
Firm's Registration No: 008703S

S. Haresh
Partner
Membership No. 205204

Place: Chennai
Date: 9th May 2016

"ANNEXURE A"

To the Independent Auditor's Report of even date on the Consolidated Financial Statements of **M/s. 8K Miles Software Services Limited.**

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of "8K MILES SOFTWARE SERVICES LIMITED" ("the Company") as of March 31, 2016 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Respective Board of Directors of the Holding Company and its subsidiary companies, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the respective internal control over financial reporting criteria established by the Company and its subsidiary companies incorporated in India 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 Companies Act, 2013.

AUDITORS' RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets

of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

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

For GHG Associates
Chartered Accountants
Firm's Registration No: 008703S

S. Haresh
Partner
Membership No. 205204

Place: Chennai
Date: 9th May, 2016

CONSOLIDATED BALANCE SHEET

as at 31st March, 2016

PARTICULARS	Note	As at 31-03-2016 ₹	As at 31-03-2015 ₹
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
(a) Share capital	2	10,89,41,020	10,34,41,020
(b) Reserves and Surplus	3	1,93,56,45,667	89,44,37,957
		2,04,45,86,687	**99,78,78,977**
MINORITY INTEREST		**60,31,53,044**	25,24,01,112
APPLICATION MONEY PENDING ALLOTMENT	2E	**5,75,08,000**	**11,50,16,000**
NON-CURRENT LIABILITIES			
(a) Long Term Borrowings	4	22,23,150	—
(b) Deferred Tax Liability (net)	5	39,66,729	57,79,094
		61,89,879	**57,79,094**
CURRENT LIABILITIES			
(a) Short Term Borrowings	6	2,50,15,389	7,24,718
(b) Trade Payables	7	5,55,98,873	1,76,04,305
(c) Other Current Liabilities	8	19,38,10,724	6,91,79,387
(d) Short Term Provisions	9	15,72,56,849	5,99,51,461
		43,16,81,835	**14,74,59,871**
TOTAL		**3,14,31,19,445**	**151,85,35,053**
ASSETS			
NON-CURRENT ASSETS			
(a) Fixed Assets			
(i) Tangible Assets	10	10,84,59,640	2,91,51,947
(ii) Intangible Assets	11	1,35,52,16,034	76,20,22,552
(iii) Intangible assets under development		18,12,69,055	19,90,12,727
		1,64,49,44,729	**99,01,87,226**
(b) Long Term Loans and Advances	12	63,10,525	62,35,000
(c) Other Non-Current Assets	13	6,33,72,793	6,33,72,793
		6,96,83,318	**6,96,07,793**
CURRENT ASSETS			
(a) Trade Receivables	14	80,21,29,754	28,14,25,658
(b) Cash and Cash Equivalents	15	28,55,51,170	14,78,31,232
(c) Short Term Loans and Advances	16	40,72,780	19,39,605
(d) Other Current Assets	17	33,67,37,694	2,75,43,538
		1,42,84,91,398	**45,87,40,033**
TOTAL		**3,14,31,19,445**	**151,85,35,053**

Significant Accounting Policies 1

The accompanying notes form an integral part of the consolidated financial statements.

As per our Report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of Board of Directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT & LOSS

for the year ended 31st March, 2016

PARTICULARS	Note	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
Income			
Revenue from Operations	18	2,71,93,09,981	1,24,85,29,812
Other income	19	21,28,766	28,58,341
Total Income		**2,72,14,38,747**	**1,25,13,88,153**
Expenses			
Employee Benefits & Other Direct Costs	20	1,27,32,67,088	56,65,43,431
Finance costs	21	20,95,142	44,76,280
Depreciation and Amortisation Expenses	10&11	20,22,88,601	9,11,94,778
Other Expenses	22	56,08,93,275	29,92,67,058
Total Expenses		**2,03,85,44,106**	**96,14,81,546**
Profit before Exceptional & Extraordinary items and tax		68,28,94,641	28,99,06,607
Exceptional items		–	–
Profit before Extraordinary items and tax		68,28,94,641	28,99,06,607
Extraordinary items		–	–
Profit before tax		**68,28,94,641**	**28,99,06,607**
Tax expenses			
Current Tax	23	15,22,45,264	5,77,70,527
Deferred Tax	23	(17,10,647)	12,31,082
Profit for the year from Continuing Operations		**53,23,60,024**	**23,09,04,998**
Profit for the year from Discontinuing Operations (after tax)		–	–
Minority Interest		13,65,01,256	4,11,39,388
Profit attributable to shareholders of the Company		**39,58,58,768**	**18,97,65,610**
Number of Shares		1,08,94,102	1,03,44,102
Earnings per equity share :			
Basic		36.34	18.35
Diluted		36.34	18.35

Significant Accounting Policies 1

The accompanying notes form an integral part of the consolidated financial statements.

As per our Report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of Board of Directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT

as at 31st March, 2016

PARTICULARS	As at 31-03-2016 ₹	As at 31-03-2015 ₹
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit	**53,23,60,024**	**23,09,04,998**
Adjustments For Non-cash & Non-operating Items:		
Depreciation and Amortization	20,22,88,601	9,11,94,778
Finance Cost	20,95,142	44,76,280
Operating Profit Before Working Capital Changes	**73,67,43,767**	**32,65,76,056**
Adjustments For Working Capital Changes:		
(Increase) in Current Assets	(83,20,31,425)	(14,81,83,319)
Increase in Current Liabilities	28,42,21,964	8,24,12,423
Cash Generated From Operations	**18,89,34,306**	**26,08,05,160**
Net Cash Flow From Operating Activities (1)	**18,89,34,306**	**26,08,05,160**
CASH FLOW FROM INVESTING ACTIVITIES		
(Increase) in Long Term Loan & Advances	(75,525)	(34,37,192)
(Increase) in Tangible and Intangible Assets – Net	(85,70,46,104)	(36,30,40,892)
Net Cash Flow From Investing Activities (2)	**(85,71,21,629)**	**(36,64,78,084)**
CASH USED IN FINANCING ACTIVITIES		
Share Capital	55,00,000	30,00,000
Application money pending allotment	(5,75,08,000)	11,50,16,000
Reserves & Surplus	85,95,99,621	18,50,56,253
Finance Cost	(20,95,142)	(44,76,280)
In Non-current Liabilities	4,10,785	(9,34,35,025)
Net Cash Used in Financing Activities (3)	**80,59,07,264**	**20,51,60,948**
Net Increase in Cash & Cash Equivalents (1+2+3)	**13,77,19,939**	**9,94,88,023**
Cash & Cash Equivalents at the beginning of the year	14,78,31,231	4,83,43,208
Cash & Cash Equivalents at the end of the year (Refer Note: 15)	**28,55,51,170**	**14,78,31,231**

Significant Accounting Policies – Note 1
The accompanying notes form an integral part of the consolidated financial statements.
As per our Report of even date attached

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of Board of Directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

a) Basis of Accounting

The Consolidated Financial Statements have been prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India and presented under historical cost convention on the accrual basis of accounting. GAAP comprises mandatory Accounting Standards as prescribed under Section 133 of Companies Act, 2013 ("Act") read with Rule 7 of Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by Securities and Exchange Board of India (SEBI).

b) Use of Estimates

The preparation of Consolidated Financial Statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure relating to contingent liabilities on the date of financial statements and reported amount of income and expenses during the period. Accounting estimates could change from period to period. Actual results could vary from these estimates and any such differences are dealt within the period in which the results are known/materialize.

1.2 DETAILS OF SUBSIDIARY COMPANIES

Name of the Subsidiary	Location	Currency	% of Holding
8k Miles Software Services Inc.	USA	USD	62.66
8K Miles Software Services FZE.	UAE	AED	100
8K Miles Health Cloud Inc.	USA	USD	100
Mentor Minds Solutions & Services Inc.	USA	USD	100
Mentor Minds Solutions & Services (P) Limited	INDIA	INR	100

1.3 PRINCIPLES OF CONSOLIDATION

The Consolidated financial statements relate to 8K Miles Software Services Limited ("the Company") and its subsidiary companies. The Consolidated Financial Statements have been prepared on the following basis:

a) The financial statements of the Company and its subsidiary companies have been combined to the extent possible on a line by line basis by adding together book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21 "Consolidated Financial Statements".

b) In case of foreign subsidiaries, being non-integral foreign operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognized in the Foreign Currency Translation Reserve in reserves and surplus.

c) The difference between the cost of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve, as the case maybe.

d) The difference between the proceeds from disposal of investments in subsidiaries and the carrying amount of its assets less liabilities as of the date of disposal is recognized in the Consolidated Profit and Loss Statement being the profit or loss on disposal of investment in subsidiary.

e) Minority Interest's represents that part of net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company.

f) As far as possible, the consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's Standalone Financial Statements.

1.4 TANGIBLE AND INTANGIBLE ASSETS

a) Tangible Fixed Assets

Tangible assets are stated at costs, less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets are ready for use.

b) Intangible Assets

In the case of acquired assets, consideration paid for such assets is carried at cost less accumulated amortization and impairment. In the case of self generated/internally developed intangible assets, direct cost and other incidental/attributable expenses are capitalized at the time such assets are ready and put to use. Goodwill arising on consolidation is not amortized.

All other intangible assets, that are not yet ready for their intended use are carried at costs, comprising direct cost and other incidental/attributable expenses and reflected under Intangible assets under development.

c) Depreciation and Amortization

Depreciation is provided on tangible assets on the written down value (WDV) method over useful life of the assets as estimated by the management.

Intangible assets are amortized on straight line basis over their respective individual estimated useful lives as determined by the management.

d) Impairment

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment of carrying amount of the Company's fixed assets. If any such indications exist, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of the asset exceeds its recoverable amount.

If any impairment loss is recognized, the depreciation charge for the asset will be adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), over its remaining useful life.

1.5 TRANSACTIONS IN FOREIGN CURRENCY

a) Initial Recognition

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

b) Measurement of foreign currency items at the Balance Sheet date

Foreign currency monetary items of the Company are restated at the closing exchange rates. Non-monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

The Translation of the financial statements of foreign subsidiaries from the local currency to the reporting currency of the Company is performed Balance Sheet accounts using the exchange rate in effect at the balance Sheet date and for revenue, expenses and cash flow items using the average exchange rate for the respective period. The resulting difference is presented as foreign currency translation reserve included in 'Reserves & Surplus'. When a Subsidiary is disposed off, in part or in full, the relevant amount is transferred to profit or loss.

1.6 REVENUE RECOGNITION

Revenue is primarily derived from Information Technology Software Consulting and related services. Revenues are recognized on the services rendered on accrual basis, based on arrangements with clients are either on fixed Price, fixed time-frame or on Time and Material basis.

1.7 INVESTMENTS

Trade Investments are the investments made to enhance the Company's business interests. Investments are classified into current and long term investments. Investments that are readily realizable and intended to be

held for not more than one year from the date of acquisition are classified as current investments. All other investments are classified as long term investments.

Current investments are stated at lower of cost or fair value. The comparison of cost and fair value is done separately in respect of each category of investments.

Long term investments are stated at cost. A provision for diminution in the value of long term investments is made only if such a decline is not temporary in the opinion of management.

Investments other than in subsidiaries and associates have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investments".

1.8 EMPLOYEE BENEFITS

Group companies are registered under applicable local laws governing employee benefits. The parent Company is registered with PF and Professional Tax Authorities, contributions towards PF are deposited with the authorities during the period of audit. The Company has not made Provision of Gratuity and other retirement benefits as per the Actuarial Valuation referred in the Accounting Standard 15 "Accounting for Retirement Benefits in the Financial Statement of Employers".

1.9 RESEARCH AND DEVELOPMENT

Revenue Expenditure pertaining to research is charged to Profit and Loss Statement as and when incurred.

Product Development costs consisting direct cost and other incidental/attributable expenses are grouped under "Intangible assets under development" and capitalized when they are ready and put to use and amortized over their estimated useful lives.

1.10 PROVISION FOR TAXATION

Tax expense comprises of Current Tax and Deferred Tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates.

Deferred tax is recognized on timing differences; being the difference between taxable income and accounting income that originate in one period and are capable of reversing in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

1.11 PROVISIONS AND CONTINGENCIES

A provision is recognized if, as a result of past event, the group has a present legal obligation that is reasonable estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liability.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

1.12 EARNINGS PER SHARE

The Basic and Diluted Earnings Per Share ("EPS") is computed by dividing the Net Profit after Tax for the year by Weighted Average number of equity shares outstanding during the year.

1.13 CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash, cash on deposit and Demand deposits with banks.

1.14 CASH FLOW STATEMENT

The Cash Flow Statements are reported using the indirect method, whereby net profit after tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from Operating, Investing and Financing activities of the Company are segregated, if necessary.

1.15 PREVIOUS YEAR FIGURES

Figures for the prior period have been regrouped, recast or rearranged wherever necessary to conform to the current year's classification.

As per our report on even date attached,

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai

Date : 09 May 2016

For and on behalf of Board of Directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

2 SHARE CAPITAL

The Authorised Capital means the sum mentioned in the capital clause of the Memorandum of Association. It is the maximum amount which the Company can raise by issuing the shares and on which the registration fees is paid. The limit cannot be exceeded unless the Memorandum of Association is altered. Issued Capital denotes that part of the Authorized Capital which has been offered for subscription to members. Subscribed Capital means that part of the Issued Capital which has been subscribed or taken by the purchase of shares in the Company. Paid-up Capital denotes that the total amount of captal which is actually paid to the Company by the Members.

(Value in ₹)

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
A. Authorised Share Capital		
2,00,00,000 (Previous Year 1,50,00,000) equity shares of ₹ 10 each	20,00,00,000	15,00,00,000
B. Issued & Subscribed Share Capital		
1,03,44,102 (Previous Year 1,00,44,102) equity shares of ₹ 10 each	10,89,41,020	10,34,41,020
Paid-Up Share Capital		
1,03,44,102 (Previous Year 1,00,44,102) equity shares of ₹ 10 each	10,89,41,020	10,34,41,020

C. The reconciliation of the number of shares outstanding and the amount of share capital as at 31st March, 2016 and 31st March 2015 is set out below:

Particulars	As at 31 March 2016		As at 31 March 2015	
	No. of Shares	Amount ₹	No. of Shares	Amount ₹
Number of shares at the beginning	1,03,44,102	10,34,41,020	1,00,44,102	10,04,41,020
Add: Issued during the year	5,50,000	55,00,000	3,00,000	30,00,000
Number of shares at the end	1,08,94,102	10,89,41,020	1,03,44,102	10,34,41,020

D. Shares in the Company held by each shareholder holding more than 5% of the total:

Name of shareholder	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	Percentage	No. of Shares held	Percentage
1. Venkatachari Suresh	59,36,075	54.49%	59,36,075	57.39%
2. R.S. Ramani	8,09,258	7.43%	6,59,258	6.37%

E. Application Money pending Allotment

This represents initial money received on account of issuance of convertible warrants with a right to exercise by the Warrant holders to subscribe for one equity share per Warrant on such other terms and conditions as the Board may in it absolute discretion decide at the time of issue of Securities, and at such price or prices, including premium if any, as may be determined and approved by the Board in accordance with the provisions specified in the SEBI ICDR Regulations.

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Application Money Pending allotment	11,50,16,000	–
Add: Received during the year	16,17,22,000	23,45,96,000
Less: Allotment made during the year*	21,92,30,000	11,95,80,000
Balance application money pending allotment	**5,75,08,000**	**11,50,16,000**

* During the year ended 31st March 2016, the Company allotted 5,50,000 shares (Previous Year 3,00,000) on preferential basis as per SEBI (ICDR) Regulations, 2009 @ ₹ 398.50/share (including premium of ₹ 388.60/share).

3 RESERVES AND SURPLUS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Capital reserves		
Balance at the beginning of the year	21,44,85,589	20,07,76,240
Additions during the year	37,45,21,091	1,37,09,349
	58,90,06,680	**21,44,85,589**
Securities premium account*		
Balance at the beginning of the year	22,26,55,481	10,60,75,481
Add: Issue of shares during the year	21,37,30,000	11,65,80,000
	43,63,85,481	**22,26,55,481**
General reserve		
Balance at the beginning of the year	1,95,80,307	1,95,80,307
Add: During the year	–	–
	1,95,80,307	**1,95,80,307**
Subsidy from Government**		
Balance at the beginning of the year	14,23,110	14,23,110
Add: During the year	–	–
	14,23,110	**14,23,110**
Foreign currency translation reserve		
Balance at the beginning of the year	10,50,06,150	5,02,39,245
Add: Exchange difference during the year on foreign operations	5,70,97,851	5,47,66,905
	16,21,04,001	**10,50,06,150**
Surplus in the statement of profit and loss ^		
Balance at the beginning of the year	33,12,87,320	14,15,21,709
Net Profit for the year	39,58,58,768	18,97,65,611
	72,71,46,088	**33,12,87,320**
Total	**1,93,56,45,667**	**89,44,37,957**

* During the year 550,000 shares were allotted on preferential basis out of conversion of warrants at a premimum of ₹ 388.60 per share

** These are Subsidy from Government pertaining to previous business activities.

^

Name of the Entity	Balance as at 31st March 2015	Profit/(loss) during the year	Balance as at 31st March 2016
8K Miles Software Services Limited, India	3,08,790	1,21,61,338	1,24,70,128
8K Miles Software Services Inc. USA	10,67,00,101	12,41,19,743	23,08,19,844
8K Miles Software Services FZE. UAE	13,42,51,763	7,33,64,523	20,76,16,286
8K Miles Health Cloud Inc. USA	–	4,50,16,834	4,50,16,834
Mentor Minds Solutions and Services Inc. USA	8,93,05,489	14,14,03,731	23,07,09,220
Mentor Minds Solutions and Services (P) Ltd., India	7,21,177	(2,07,401)	5,13,776
Total	**33,12,87,320**	**39,58,58,768**	**72,71,46,088**

4 LONG TERM BORROWINGS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Secured - Vehicle Loan	22,23,150	–
Total	**22,23,150**	**–**

5 DEFERRED TAX LIABILITIES (NET)

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Deferred Tax Liabilities	39,66,729	57,79,094
Total	**39,66,729**	**57,79,094**

6 SHORT TERM BORROWINGS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Secured		
Bank Overdraft - against hypothecation of book debts	2,38,72,173	–
Vehicle Loan - current maturities	11,43,216	7,24,718
Total	**2,50,15,389**	**7,24,718**

7 TRADE PAYABLES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Trade Payable	5,55,98,873	1,76,04,305
Total	**5,55,98,873**	**1,76,04,305**

8 OTHER CURRENT LIABILITIES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Salary Payable*	5,12,70,073	–
Rent Payable	8,06,692	5,32,107
Statutory Payable	15,36,764	6,54,507
Audit Fees Payable	80,58,770	45,53,856
Loan from Directors	3,70,65,918	18,85,720
Payable against acquistions	6,44,47,500	4,06,44,500
Other accruals	3,06,25,009	2,09,08,697
Total	**19,38,10,724**	**6,91,79,387**

* We have changed the salaries payment from end of the month to start of the subsequent month and hence previous year's figures are not prevailing.

9 SHORT TERM PROVISIONS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Provision for Income-tax	15,72,56,849	59,951,461
Total	**15,72,56,849**	**59,951,461**

10 FIXED ASSETS (TANGIBLE)

Reconciliation of the gross carrying amounts and net carrying amounts at the beginning and at the end of the year

Consolidated

In Rupees

Sl. No.	Description of Assets	Gross Carrying Amount				Accumulated Depreciation				Net Carrying Amount*	
		As at 31st March 2015	Additions & Adjustments during the year	Deductions during the year	As at 31st March 2016	As at 31st March 2015	Provided during the year	Deductions during the year	As at 31st March 2016	As at 31st March 2016	As at 31st March 2015
1	Furniture	2,03,74,844	5,40,72,389	1,81,453	7,42,65,780	30,24,225	44,56,222	1,78,518	73,01,929	6,69,63,851	1,73,50,619
2	Computers	1,24,94,913	2,60,06,121	8,30,203	3,76,70,831	38,08,221	85,24,853	8,08,997	1,15,24,077	2,61,46,754	86,86,692
3	Office & Equipments	30,95,692	1,19,77,865	6,54,803	1,44,18,754	16,26,466	30,05,268	5,48,091	40,83,643	1,03,35,111	14,69,226
4	Vehicles	48,39,294	51,23,005	15,65,000	83,97,299	31,93,886	14,59,241	12,69,752	33,83,375	50,13,924	16,45,408
	Total	**4,08,04,743**	**9,71,79,380**	**32,31,459**	**13,47,52,664**	**1,16,52,798**	**1,74,45,584**	**28,05,358**	**2,62,93,024**	**10,84,59,640**	**2,91,51,946**

* The net carrying amount includes forex fluctuation amounting to INR 59,26,885 (Previous Year 4,91,863).

11 FIXED ASSETS (INTANGIBLE)

Reconciliation of the gross carrying amounts and net carrying Amounts at the beginning and at the end of the year

Consolidated

In Rupees

	Description of Assets	Gross Carrying Amount				Accumulated Amortisation				Net Carrying Amount*	
		As at 31st March 2015	Additions & Adjustments during the year	Deductions during the year	As at 31st March 2016	As at 31st March 2015	Provided during the year	Deductions during the year	As at 31st March 2016	As at 31st March 2016	As at 31st March 2015
1	Computer Software										
	Acquired	35,676	–	–	35,676	32,503	3,173	–	35,676	–	3,173
	Internally Generated	16,38,50,757	27,35,51,993	–	43,74,02,750	2,72,42,213	8,31,40,864	–	11,03,83,077	3,27,019,673	13,66,08,544
2	Goodwill	67,83,79,463	50,44,84,506	–	1,18,28,63,969	5,29,68,628	10,16,98,980	–	15,46,67,608	1,02,81,96,361	62,54,10,835
	Total	**84,22,65,896**	**77,80,36,499**	**–**	**1,62,03,02,395**	**8,02,43,344**	**18,48,43,017**	**–**	**26,50,86,361**	**1,35,52,16,034**	**76,20,22,552**

* The net carrying amount includes forex fluctuation amounting to INR 95,945,899 (Previous Year 21,811,549).

As per our report of even date

For GHG Associates
Chartered Accountants
Firm's Registration Number: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of Board of Directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

12 LONG TERM LOANS AND ADVANCES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Security Deposits		
Rental Advances	63,10,525	62,35,000
Total	**63,10,525**	**62,35,000**

13 OTHER NON-CURRENT ASSETS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Long-Term Trade Receivable (Pertaining to previous business activity)		
Unsecured, considered good	2,75,89,966	2,75,89,966
	2,75,89,966	**2,75,89,966**
Others (Pertaining to previous business activity)		
Unsecured, considered good	3,57,82,827	3,57,82,827
	3,57,82,827	**3,57,82,827**
Total	**6,33,72,793**	**6,33,72,793**

These are pertaining to previous business activities since year 2010 and are recoverable.

14 TRADE RECEIVABLES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Trade receivables outstanding for more than six months		
Unsecured, considered good	–	–
Trade Receivables - less than six months		
Unsecured, considered good	80,21,29,754	28,14,25,658
Total	**80,21,29,754**	**28,14,25,658**
Ageing of Trade receivables		
0 - 60 days	62,56,61,201	19,55,90,832
61 - 120 days	17,58,03,642	8,55,91,239
121 - 180 days	6,64,911	2,43,587
Total	**80,21,29,754**	**28,14,25,658**

15 CASH AND CASH EQUIVALENTS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Balance with Banks	25,80,06,839	14,57,45,483
Term Deposits with Banks	2,50,00,000	–
Cash in hand	25,44,331	20,85,749
Total	**28,55,51,170**	**14,78,31,232**

16 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Advances		
Unsecured, considered good	4,072,780	1,939,605
Total	**4,072,780**	**1,939,605**

17 OTHER CURRENT ASSETS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
TDS, MAT	24,81,250	21,05,229
Advance Tax paid	20,00,000	14,00,000
Interest accrued	6,849	50,000
Prepaid expenses	4,62,10,138	83,55,809
Advances recoverable	1,78,83,159	1,56,32,500
Unbilled revenue	26,81,56,298	–
Total	**33,67,37,694**	**2,75,43,538**

18 REVENUE FROM OPERATIONS

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Project Revenue	2,71,93,09,981	1,24,85,29,812
Total	**2,71,93,09,981**	**1,24,85,29,812**

19 OTHER INCOME

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Forex gain	12,83,783	–
Income from Short Term Deposits with Bank	8,44,983	28,58,341
Total	**21,28,766**	**28,58,341**

20 EMPLOYEE BENEFIT EXPENSES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Employee Benefit Expenses and Other Direct Costs	1,27,32,67,088	56,65,43,431
Total	**1,27,32,67,088**	**56,65,43,431**

21 FINANCE COST

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Interest expense	19,05,234	42,54,833
Bank charges	1,89,908	2,21,447
Total	**20,95,142**	**44,76,280**

22 OTHER EXPENSES

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Rent, Rates & Taxes	4,23,03,073	2,47,34,002
Auditors Remuneration	73,14,902	53,50,336
Sales & Marketing expenses	16,10,14,576	9,95,61,910
Research & Development expenses	6,70,54,859	3,86,25,822
Cloud hosting & communication	4,74,26,327	1,95,07,559
Travelling & logistics	6,32,33,533	2,74,25,298
Business promotion related	4,63,77,669	1,96,28,360
Professional and Consultancy Fee	6,62,31,936	3,63,15,948
Immigration expenses	4,44,50,659	2,56,99,749
Stock Exchange, RoC, RTA related expense	13,67,712	11,71,626
Other General and administration expenses	1,41,18,029	12,46,448
Total	**56,08,93,275**	**29,92,67,058**

23 TAX EXPENSE

Particulars	As at 31 March 2016 ₹	As at 31 March 2015 ₹
Current tax	15,22,45,264	5,77,70,527
Deferred taxes/(Assets)	(17,10,647)	12,31,082
Total	**15,05,34,617**	**5,90,01,609**

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

There are no known contingent liabilities and commitments as at the end of 31st March, 2016.

As per our report of even date

For GHG Associates
Chartered Accountants
Firm's Registration No.: 008703S

Sd/-
S. Haresh
Partner
Membership No. 205204

Place : Chennai
Date : 09 May 2016

For and on behalf of Board of Directors of
8K Miles Software Services Limited

Sd/-
Venkatachari Suresh
Managing Director

Sd/-
R.S. Ramani
Whole Time Director

Sd/-
Jayashree Jagannathan
Company Secretary

NOTES

8K MILES SOFTWARE SERVICES LIMITED

Regd. Office: #5, Cenotaph Road, II Floor, Srinivas Towers, Teynampet, Chennai-600 018.

ATTENDANCE SLIP

(31st Annual General Meeting September 30, 2016)

DP ID: Reg Folio No.:

CLIENT ID:

I certify that I am a member/proxy for the member of the Company. I hereby record my presence at the 31st Annual General Meeting of 8K Miles Software Services Limited held at The Raintree, St. Mary's Road, Alwarpet, Chennai 600 018 on September 30, 2016, Friday at 10.15 AM onwards.

Member/Proxy name in BLOCK LETTERS

Member/Proxy Signature

Notes:

1) Member/Proxy must bring the attendance slip to the meeting and hand it over, duly signed at the registration Counter.

2) The Copy of the Annual Report may please be brought to the meeting hall.

3) NO GIFT WILL BE GIVEN

8K MILES SOFTWARE SERVICES LIMITED

Regd. Office: #5, Cenotaph Road, II Floor, Srinivas Towers, Teynampet, Chennai-600 018

PROXY FORM

I / we, _____of _____, being a Member of 8K Miles Software Services Limited hereby appoint _____ as my / our proxy to attend and vote on my / our behalf at the 31st Annual General Meeting of the Company to be held at The Raintree, St. Mary's Road, Alwarpet, Chennai 600 018 on September 30, 2016, Friday, at 10:15 AM and at any adjourned meeting thereof.

Signed this _____ day of _____ 2016.

Please affix 1 Rupee Revenue Stamp

Folio No.	
No. of shares held	
DP ID / Client ID	

Signature of Proxy / Signature of Member

Notes:

1) Proxy needs to be a member

2) The proxy form, complete in all respects, should reach the Company's Regd. Office: #5, Cenotaph Road, II Floor, Srinivas Towers, Teynampet, Chennai-600 018 not later than 48 hours before the commencement of the aforesaid Meeting.

A
3rd Cross St
Illango
H
HK Architectur
India Pvt Ltd
Consulate-General
of Japan
Cenotaph 1st St
Alwarpet St
Rathna Nagar
Cenotaph Rd
TTK Road 1st Cross St
TPL House
2nd St
Sriram Nagar N St
Cenotaph Road 2nd St
Abhiramap
Sriram Nagar S St
Blue Boutique
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Solutions
Chamier
Towers
Sheraton Park
Hotel and Towers
Chamiers Rd
St Marys Rd
B
Shiva
Temple
Park

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8K Miles Software Services Limited

Registered Office:
No. 5, Cenotaph Road,
"Srinivas" Towers, II Floor,
Teynampet, Chennai - 600 018
Tamil Nadu

www.8kmiles.com

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WYATT Prism COMMUNICATIONS (info@wyatt.co.in) vakils