8K Miles

8K Miles Software Services Limited

Ref: 8K/CHN/2018-19/E026
12th October 2018

The Deputy General Manager, Department of Corporate Services, Bombay Stock Exchange Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.	The General Manager, Listing Department, National Stock Exchange Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai 400 051
Scrip Code: 512161 - ISIN NO-INE650K01021	EQ- 8KMILES – ISIN NO- INE650K01021

Dear Sir/Madam,

Sub: Submission of Annual Report of 33rd Annual General Meeting for the Financial Year 2017-18

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements), 2015, we submit herewith the Annual Report for the year 2017-18 approved and adopted by the shareholders at the Annual General Meeting held on September 29, 2018.

Thanking you

Yours truly,

For 8K Miles Software Services Limited

J. Ashwin

8K MILES SOFTWARE SERVICES LTD. CHENNAI

Ashwin.J
Company Secretary

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ANNUAL REPORT 2017-18

8K Miles

TOMORROW'S TECHNOLOGY TODAY

SUSTAINED INNOVATIONS | STABLE PARTNERSHIPS | SECURE CLOUDS

What's inside

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Register online
To learn more about
8K Miles Software Services Limited
Visit us at **www.8kmiles.com**

FY18 Key Highlights

Gross revenue ₹ in Lakhs

84,924

60.74%

Earnings Per Share (EPS) ₹

56.24

63.35%

Net profit ₹ in Lakhs

20,552

59.11%

Market capitalization* ₹ in Lakhs

2,06,589

11.47%

Growth over FY17

*as on 31st March, 2018

We are 8K Miles Software Services Limited (8K Miles), a global Cloud and security solutions provider and Next Generation Cloud Managed Services Provider.

We are a technology company, born on Cloud, a decade ago. As a thought leader in the security and Cloud transformation domain, we have helped the market develop and at the same time evolved ourselves in step with the changing times.

Our remarkable growth trajectory is driven by **SUSTAINABLE** innovations and strategic acquisitions. These acquisitions have enabled us to gain multi-domain expertise in ahead-of-the-curve technology ecosystems. However, our story is not just about technology; it is about understanding how technology effectively drives businesses.

We are the go-to partners for both the providers and consumers of Cloud. Our diverse competencies, agile innovations and highly skilled teams enable us to foster **STRONG** partnerships and create sustainable business value.

Our ultimate objective is to help enterprises protect very sensitive data and adhere to numerous complex government security and compliance regulations. To this end we offer **SECURE** Cloud solutions across diverse industries such as healthcare, life science and financial services, among others.

As you read this Report, our teams are in the process of empowering clients to remain future-ready in the realms of Big Data, Artificial Intelligence (AI), Machine Learning (ML), Internet of Things (IoT), Bots, Identity Access Management (IAM) and so on.

AT 8K MILES, TOMORROW HAPPENS TODAY.

INTRODUCING 8K MILES

At 8K Miles, we provide Cloud transformation advisory and implementation services; DevOps and ongoing upgrades; managed services; Big Data analytics; digital transformation and maintenance; and Cloud solutions for business issues and infrastructure management.

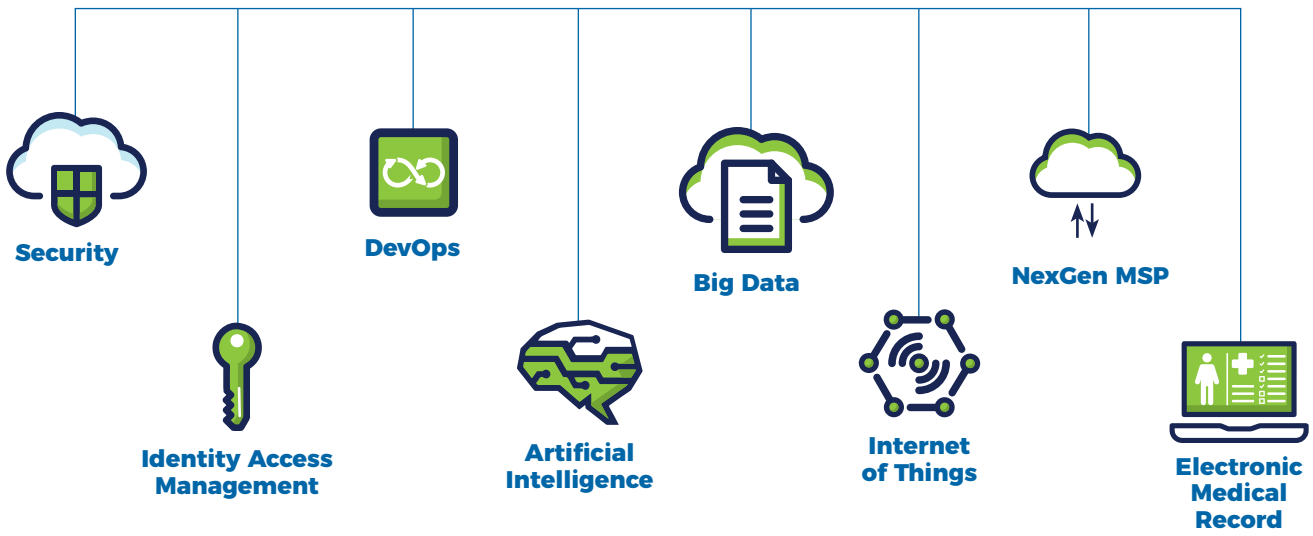
We offer specialized services that are both industry- and client-specific, such as pharmaceutical and biotechnology platforms that assist in research and trials, and healthcare Electronic Medical Record (EMR) implementation and management. We help our clients adhere to the requirements of the US' Health Insurance Portability and Accountability Act (HIPAA), Payment Card Industry (PCI) and Sarbanes-Oxley Act (SOX), Gramm-Leach-Bliley Act (GLB) and 'good practice' quality guidelines and regulations (GxP).

Our products, tools and accelerators not only lower the risk of non-compliance, but also save costs and time-to-market for our clients. Additionally, we continue to be the preferred partner for most Public Cloud providers.

Headquartered in the San Francisco Bay Area, our Company is listed on India's major stock exchanges.

We assist the Top 10 pharmaceutical companies across the US and Europe, as well as more than 60 US healthcare providers, navigate compliance challenges and industry-accepted definition of best practices.

Our competencies



Our portfolio

Key verticals

- Healthcare
- Pharmaceutical
- FinTech
- Manufacturing
- Retail
- Media

Key solutions

- ezIAM™
- ezRx™
- Access Governance as a Service (AGaaS)
- Cassandra as a Service (Caas)
- Validation as a Service (Vaas)
- Clinical Research Organization

Key platforms

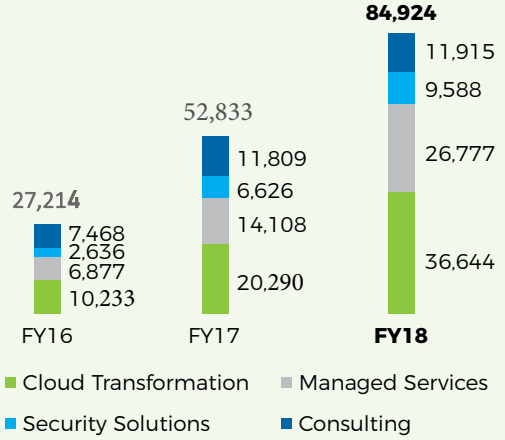
- Cloud EZ — Read more on **Page 13**
- Automaton — Read more on **Page 13**
- Health Edge — Read more on **Page 14**
- MiSP — Read more on **Page 15**
- EMRaas — Read more on **Page 15**

Public Clouds

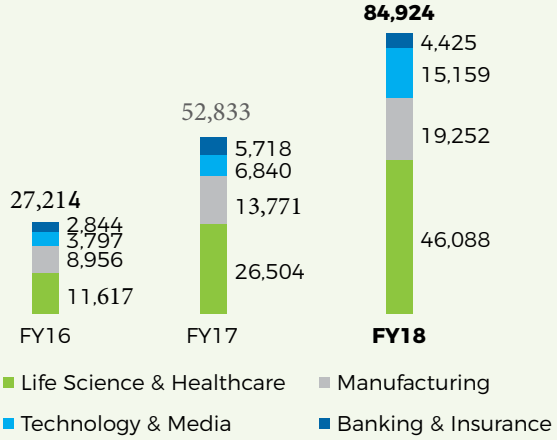
- Amazon Web Services
- Microsoft Azure
- Google Cloud
- Oracle Cloud

FINANCIAL HIGHLIGHTS SUMMARY

Growth in revenue (by service) ₹ in Lakhs



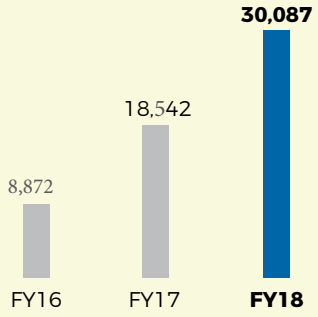
Growth in revenue (by domain) ₹ in Lakhs



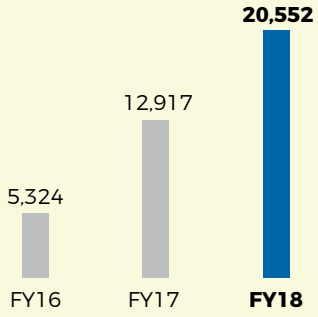
Manifold growth in revenue

While total revenue tripled, revenue from managed services – the recurring revenue component – increased four-fold.

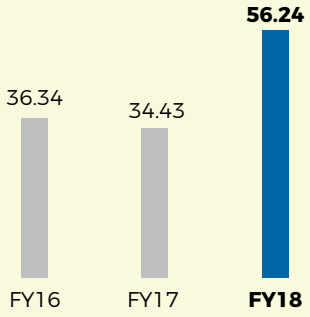
EBITDA ₹ in Lakhs



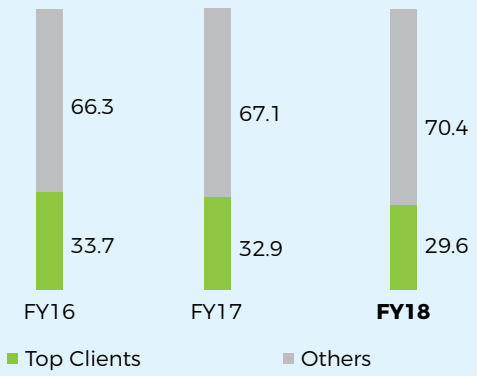
PAT ₹ in Lakhs



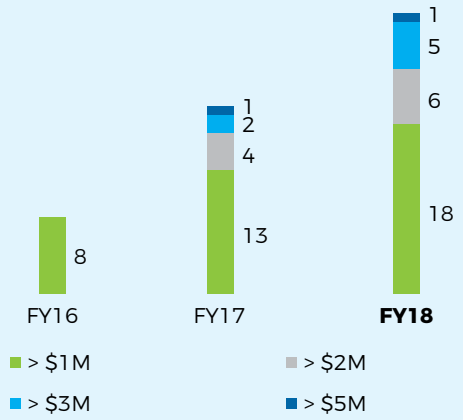
EPS ₹



Client metrics %



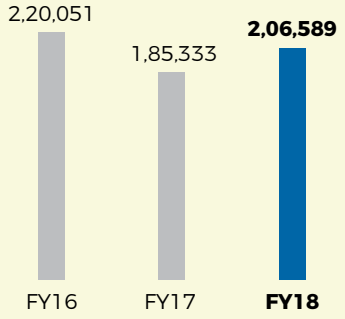
Number of clients (by account size)



New and old accounts add revenues at par*

10 new accounts produced more than $1 million each. Two existing accounts delivered more than $2 million in revenue each. Three existing accounts delivered more than $3 million in revenue each.

Market capitalization# ₹ in Lakhs



Did you know?

8K Miles has raised ₹60 crores in capital since its inception but generated more than ₹858 crores in revenue in FY18.

*Comparison between FY16 and FY18
#as on 31st March

LETTER TO SHAREHOLDERS

"FY18 was a remarkable year for us as we delivered exceptional results and exceeded the $100 million revenue milestone."

Dear Friends,

It is my privilege to write to you as we finish another remarkable year of growth, setting a strong pace for the period ahead. 'Born in Cloud' in 2008, 8K Miles embraced Cloud ahead of everyone else and after a decade, still remains the global leader of enterprise Cloud transformation. And as we celebrate our 10th anniversary in 2018, we continue to have unwavering focus on offering best-in-class services and innovative solutions.

Continuous innovation, security and governance automation are crucial since with advanced technology comes a sophisticated variety of risks and exposures ranging from internet-based hacks to non-compliance to government mandates and so on. Our primary aim, across healthcare, life science, pharmaceutical and financial services industries, is to protect highly-sensitive data and adhere to numerous complex government security and compliance regulations like HIPAA, GxP, SOX and so on. Compliance with such regulations require years of industry experience, along with knowledge of specific clients and niche technologies. Having worked closely with these industries, we cater to their requirements faster than even large service providers with multi-industry exposure.

FINANCIAL RESULTS

FY18 was a remarkable year for us as we delivered exceptional results and exceeded the $100 million revenue milestone. At ₹849.24 crores, our annual revenue during the reporting period grew 60.74% y-o-y over ₹534 crores in FY17. This was possible mostly owing to two key factors: first, we drove more than one-third of our revenue from our Top 10 clients; and second, we nearly doubled our recurring revenue component (served by Next Generation Cloud Managed Services) vis-à-vis the previous year. Moreover, we claimed an additional 10 clients under our new accounts, each generating over $1 million in revenue this year.

As intended in FY17, we successfully acquired Cornerstone Advisors during the reporting period. This allowed us to engage a new set of clients of more than 60 US hospitals and healthcare providers. The move also helped us further grow our accounts with our Cloud offerings, ensuring sustainable revenue for years to come.

WAY FORWARD

Our future priorities are aligned with the trends unfolding globally. Cloud is poised to become 'smarter' with AI/ML and deep learning techniques. We estimate that clients' Cloud budget will rise from 15-20% of total IT infrastructure budget in 2017 to

"We estimate that clients' Cloud budget will rise from 15-20% of total IT infrastructure budget in 2017 to 50-60% of the same in 2021. This is likely to yield a CAGR of over 40%."

Our 2021 revenue growth target

2x

Projected world Cloud spending in 2020 ($ in billion)

162

19% 5-year CAGR

50-60% of the same in 2021. This is likely to yield a CAGR of over 40%. Research projections suggest that spending on Cloud Infrastructure as a Service (IaaS) will reach $84 billion by 2021, from $4 billion in 2018, at a CAGR of 27%; and the shift to Cloud will generate more than $1 trillion in IT spending by 2020 (Source: Gartner). Further, overall Cloud spending is expected to grow from $67 billion in 2015 to $162 billion by 2020, at a CAGR of 19% (Source: International Data Corporation). Similarly, global blockchain healthcare market is projected to reach the value of $5.61 billion by 2025, from $176.8 million in 2018, growing at a CAGR of 63.85%. Health data exchange using blockchain will contribute the single largest market share of $1.89 billion (Source: BIS Research).

Against this backdrop, we will continue to lead with Next Generation Cloud Managed Services (such as DevOps as a Service), intelligent platforms (like CloudEz and 8K Miles Health Edge) and advanced technologies (such as Bots). We are committed to doubling our revenue by 2021 and realizing our aspiration of becoming the go-to partner for the world's Top 25 healthcare and life science enterprises.

As we look ahead, a pool of highly experienced and talented resources with in-context domain expertise remain at the heart of our optimism. In closing, I would like to convey my deepest gratitude to the wide stakeholder community, including members of the Board of Directors, Strategic Advisory Board and Management Team, customers, partners, associates, colleagues and shareholders for their enduring trust, guidance and support. It is your sustained belief in us that makes us work harder and go the extra mile every day.

Yours sincerely,

Suresh Venkatachari
Managing Director & CEO

FY18 OPERATIONAL HIGHLIGHTS

We began FY18 with a clear set of objectives in line with our strategy to sustainably grow the business. And we are pleased to announce that we made significant progress across all these initiatives.

We emerged as a trusted partner for top pharmaceutical companies. During the year under review, our clients in the pharmaceutical and life science vertical doubled their Cloud consumption, compared to FY17, across Amazon Web Services (AWS), Microsoft Azure (Azure) and Google Cloud.

Our accomplishments

Objective	Why?	What did we achieve?
1 **ACQUIRE NEW ENTERPRISE CUSTOMERS**	This effectively mitigates the risks due to dependence on less number of customers and improves the predictability of sustainable revenue	> Added ten new accounts, each producing revenue over $1 million
2 **INCREASE THE RECURRING INCOME COMPONENT (THE REVENUE FROM MANAGED SERVICES) AND GROW EXISTING ACCOUNTS**	Deeper relationships with our clients are in line with our target of doubling our revenue – receiving about $10-15 million from Top 20 customers – by 2021	> Recorded recurring revenue at ₹ 2,678 Lakhs – nearly twice as much as the previous year > Increased the share of our Top 10 clients in the revenue pie, which rose to 34% – accounting for ₹ 2,862 Lakhs – of our income

Objective	Why?	What did we achieve?
3 EXPAND FOOTPRINT IN OTHER GEOGRAPHIES	> Extending operations beyond the US into different countries reduces our risk exposure > Increased sales support in the US and Europe implies that we have more feet on the street	> Expanded operations in Europe with a dedicated Accounts Manager to support our growth in pharmaceuticals > Established offices in London and Singapore > Initiated engagements with potential clients in Europe and Asia Pacific
4 ENHANCE OUR OFFERINGS	> Amid shifting technology landscape, increasing security and compliance risk and rising need for automation, we sought to offer highly-sophisticated technological solutions (like managed services) that cater to end-to-end operational automation > These solutions will minimise manual intervention, save both cost and time and conform to regulatory norms	> Launched numerous Bots over CloudEz and Automaton; and established leadership in AI/ML > Started DevOps as a Service to strengthen our recurring revenue > Introduced Cloud Services Qualification and Compliance Automation > Enhanced Multi-Domain Identity Services Platform (MISP) to help Cloud providers expand Software as a Service (SaaS) offerings with Single Sign-On (SSO) with hundreds of additional SaaS platforms
5 CONTINUE TO INVEST IN TECHNOLOGY	Domain expertise and continuous innovation, automation and optimization, along with high level of compliance are required to widen and reinforce entry barriers for potential competitors	> Expanded CloudEz to support Google Cloud in addition to AWS and Azure > Introduced 8K Miles Health Edge for healthcare providers (including hospitals, clinics and ambulatory services, among others), pharma enterprises and patients > Implemented EMRs in Cloud so hospitals can share infrastructure while isolating their data and reducing costs significantly > Provided Cloud data archive solutions for major US hospitals to begin the cost-saving Cloud journey

FY18 OPERATIONAL HIGHLIGHTS (CONTD.)

Key certifications, awards and recognitions during the year

AWS

Amazon Web Services recognized our Company as one of the elite 'audited' group of AWS Next Generation Cloud Managed Services Provider (MSP) Partners for 2017. This is the third consecutive year we achieved the certified MSP status. AWS MSP Partners are skilled at Cloud infrastructure and application migration, delivering value to customers by offering proactive monitoring, automation and management of customer's technology environment.

ISO

We achieved the prestigious ISO/IEC 27001:2013 Certification for Information Security Management System to provide services in areas of Cloud, IAM, Big Data and IT management. This is a major endorsement of our security and compliance capabilities.

Azure

We achieved the Gold Cloud Platform Competency in Azure, owing to best-in-class capability, customer commitment and market leadership through demonstrated Azure deployment success.

Financial Express CFO Awards

Our Chief Financial Officer, Mr. R. S. Ramani, received the Platinum Award in Medium Enterprises category (Services) – for companies with a turnover of ₹500-1,000 crores – at the Financial Express CFO Awards.

Forbes Asia

We received detailed coverage in Forbes Asia magazine, as the only listed Indian IT company with singular focus on Cloud services.

Times of India

Times of India featured exclusive thought-provoking interviews with our Chief Executive Officer, Mr. Suresh Venkatachari, discussing the journey of 8K Miles.

ENABLERS OF OUR SUCCESS

The critical factors that drive non-linearity in revenue – leveraging smart automation and utilizing less resources to deliver more revenue – also enabled us to deliver a 60% y-o-y rise in overall incomes in FY18.

The major facilitators

1 Platform-centric solutions

Read more on **Page 12**

2 Long-term value-based acquisitions

Read more on **Page 16**

3 Strategic partnerships

Read more on **Page 17**

4 Next Generation Cloud Managed Services

Read more on **Page 18**

Further, our stellar leadership team play a pivotal role, helping accelerate our growth by offering invaluable market insights, industry expertise, business direction and development, plans strategic product and technology investment decisions and sales support. The Strategic Advisory Board, in particular, brings together erudite minds with phenomenal experiences from diverse industries, technologies and government entities. It also serves as a reference for our potential enterprise customers.

Read more on **Page 27**

1 PLATFORM-CENTRIC SOLUTIONS

Our extensive portfolio, built with over a decade of hands-on experience and industry exposure, is primarily focused on delivering three fundamental business values to clients: domain-centric automation framework; security and regulatory compliance; and platform-centric Cloud management.

Our one-stop shop platforms are compatible and work across the Public Clouds of AWS, Azure, Google and Oracle. As a result, our clients can wholly rely on us to manage and secure their virtual Private Clouds, as well as ensure regulatory compliance.

Our high-quality Multi-Cloud vendor-agnostic solutions produce faster results and reduce risks at reasonable costs. This is primarily because we easily acquire customers who subsequently become partners since they seek cost-effective innovations. We drive all our product range since they are fully integrated into customers' enterprise IT infrastructure. We are uniquely positioned to offer end-to-end Cloud transformation, seamlessly moving our clients to adopt managed services.

Our flagship offerings

CloudEz

This is a Cloud transformation and management platform that helps enterprises manage Public as well as Private Clouds and achieve a Hybrid Cloud strategy. It was built to ensure clients embracing the Cloud journey are delivered the following:

> End-to-end business services automation, leveraging AI/ML, for healthcare, pharmaceutical and life science enterprises

> Self-service and continuous optimization of Cloud technology

> Solutions across Public Clouds such as AWS, Azure, Oracle and Google Cloud

While AWS and Azure launched 1,300 and 800 new features, respectively in 2017, CloudEz kept pace with them and remained ahead in meeting customer demands and requirements. FY18 was a year of strategic enhancements to the CloudEz platform wherein significant investments were made in the areas of:

> AI/ML with capability to build and deploy Bots

> Big Data management, multi-Cloud and Hybrid Cloud integrations

> DevOps enablement along with Continuous Integration/ Continuous Delivery (CI/CD) integrations for AWS, Azure and Google Cloud

> Infrastructure as a Service (IaaS)

With several new enhancements planned for FY19, CloudEz will continue to lead the industry in fulfilling clients' requirements and remain one of the crown jewels in our portfolio.

For healthcare and life science enterprises, we are the only company to provide quality Cloud infrastructure services and automate their compliance validation.

Automaton

AI/ML based Bots assure data security at rest and in transit. Automaton monitors Cloud infrastructure against organizational security policies and guidelines and notifies associated IT operations contacts. It can also automatically impose violations and fix them in accordance with organizational policy specifications. This greatly reduces the need for manual interventions, as well as associated costs and risks to the organization.

Automaton is built with the following high-level features:

> Intelligent security and compliance engine with automated audits, including:

- *Detective* service that continuously scans the Cloud environment for security and compliance lapses
- *Traffic Cop* service that continuously analyzes the network flow for security lapses
- *Enforcement Bots* (eBOTs) that are available for automated and assisted resolution

> Machine-learning based solutions

> Well-maintained knowledge base of standards, M&Ps and policies

> Dashboard for daily and weekly reports, including an API-based view

> Integrated DevOps model that promptly delivers new M&Ps, polices, eBOTs and other enhancements

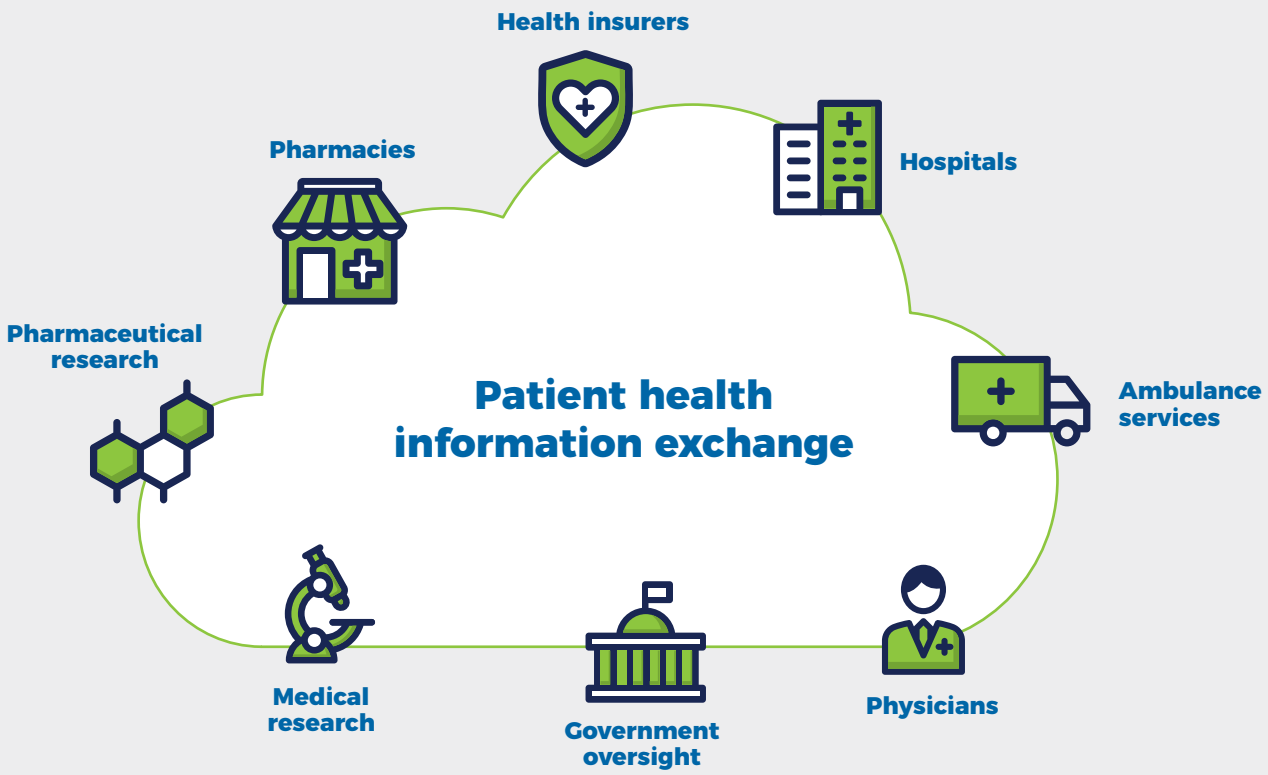
> Integrated with IT service management platforms like CloudEz

However, exceptions can be defined to align with specific organizational policies.

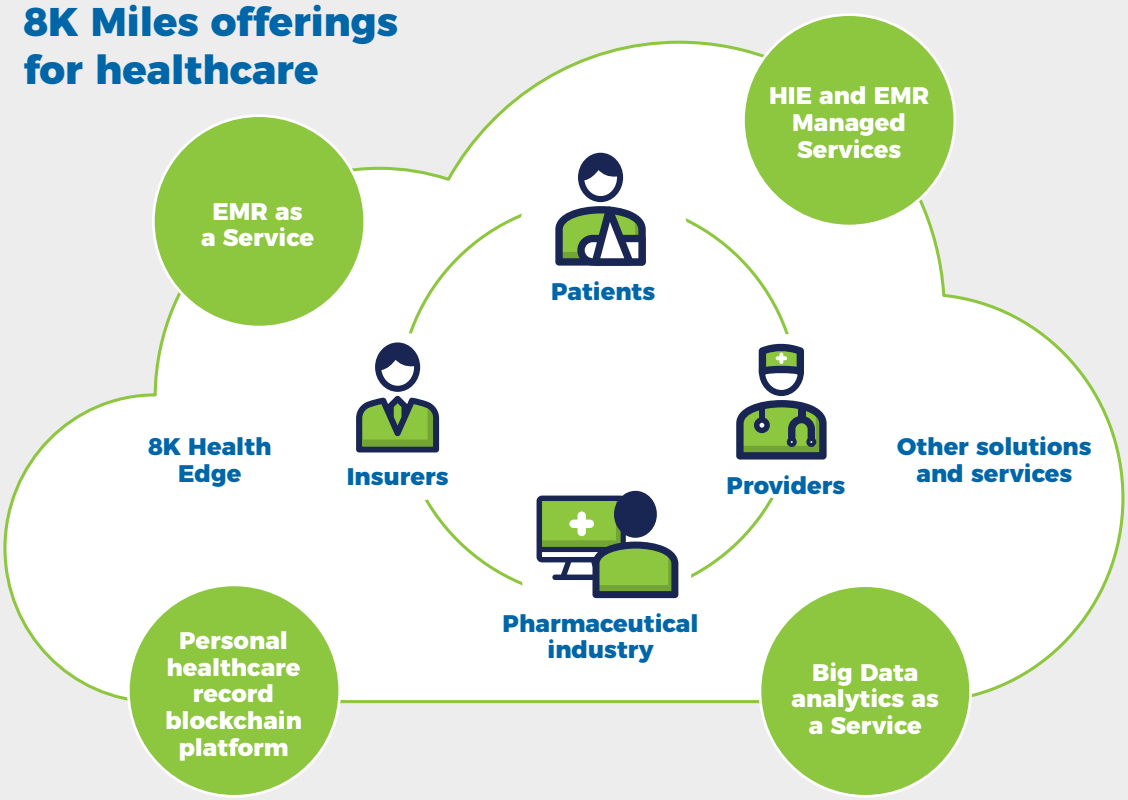
1 PLATFORM-CENTRIC SOLUTIONS (CONTD.)

8K Miles Health Edge

A patient-centric health exchange platform, 8K Miles Health Edge focuses on blockchain technology. It helps effectively represent a patient's medical history that is the foundation for Health Information Exchange (HIE). Such an exchange can be integrated with EMR solutions like Epic, Cerner and Meditech and hence does not impact the way hospitals run today. It also facilitates direct access for patients to their own medical records on their mobiles, tablets and computers. This ensures transparency and allows patients to share necessary medical records with other providers for continuation or validation of the care provided.



8K Miles offerings for healthcare



Multi-Domain Identity Services Platform (MISP)

MISP enables enterprises to realize SSO to enable a one-time login with support for Multi-Factor Authentication (MFA). The one-time login facilitates employee access across the organization for automatically signing into thousands of SaaS and PaaS applications. It eliminates the need to log in and log out every time and offers transparency.

EMR as a Service (EMRaaS)

In partnership with EMR platforms, we launched EMRaaS, hosting the platform on the Public Cloud and ensuring security and HIPAA compliance. This helps several hospitals to share the platform and significantly reduce their IT costs, while swiftly meeting operational and regulatory compliance.

2 LONG-TERM VALUE-BASED ACQUISITIONS

Throughout the last decade, we have acquired several businesses to add expertise, increase product portfolio and expand client base, thereby propelling our growth and widening our offerings.

We seek to institute a culture of knowledge-sharing, performance, ownership and accountability across the organization.

Almost all Founders and/or Chief Executive Officers of these acquired companies, along with their employees, are part of the 8K Miles family today.

Growing the team and adding to our strength

2008
8K MILES IS BORN

2013
FUGEN
Gained expertise in IAM and security; the solution is well-integrated with our inter-operable Cloud platform, CloudEz

2014
SERJ
Expanded use cases in the healthcare vertical to include secure and HIPAA-compliant solutions, demonstrating strong commitment to the same

2015
MIND PRINT
Forayed into the domain of clinical research, fast-forwarding our penetration in the vertical
CINTEL
Added UI/UX mobility capabilities to our platform and portfolio of services
NEXAGE
Gained strong capabilities in governance, risk and compliance

2017
CORNERSTONE ADVISORS GROUP
Enhanced our capabilities in EMR and electronic HIE, while gaining its captive customers, seasoned professionals, proven methodologies and measurable outcomes

- Acquired new products/IP to enhance portfolio
- Expanded industry expertise to ensure offerings are in line with industry requirements
- Expanded client base and cross- and up-sell current offerings

3 STRATEGIC PARTNERSHIPS

The foundation stones of our long-term success are enduring partnerships with Public Cloud providers. While we primarily engage with our technology partners to drive sales, they are also our customers. 8K Miles provides diverse technology services that leads to shared success.

We continue to be the preferred partner of AWS, Azure and Google Cloud for transformation and managed services in the healthcare industry. Our competencies in Next Generation Cloud Managed Services, DevOps, Big Data, healthcare, life science and security are certified and recognized by AWS. We are also recognized Cloud partners of Google and Oracle and are a Gold-certified Cloud partner of Azure. Besides, we enjoy a close association with VMWare.

This has enabled combined engagement with clients, global sales outreach efforts and co-participation in key industry events, ultimately helping grow stakeholders' businesses.

4 NEXT GENERATION CLOUD MANAGED SERVICES

Our services drive both non-recurring and recurring revenues for us, while ensuring that our clients enjoy Cloud security, regulatory compliance and Cloud management/governance services.

Most large Indian IT vendors supply staff and services at different hourly rates. However, we convince clients, through the quality of our offerings, to install our products across their enterprise and enlist our services for years to come.

While project-based services drive non-recurring revenue, our state-of-the art Next Generation Cloud Managed Services contribute to our recurring revenue as well. These managed services include:

> Cloud competency services (analysis, architecture and multi-year roadmap planning and execution)

> Cloud strategy (from single Cloud to multi-Cloud and Hybrid Cloud; Public Cloud and integrated Private Cloud)

> Implementation of latest software development methodologies like DevOps and CI/CD

> Advanced and smart automation (Big Data, AI/ML and others)

> End-to-end application infrastructure development services (from concept to launch)

> DevOps as a Service (developing and operating Cloud infrastructure solutions, products and tools that ensure continuous Cloud security, regulatory compliance and Cloud governance)

Cloud Journey 1.0

ENTERING THE WORLD OF CLOUD SERVICES

When clients first engage with us, either as a result of our sales outreach or prompted by our strategic partners (Amazon, Microsoft, Google or others), they are mindful of the global paradigm shift to Cloud technology. At this point, most clients have some prior experience with Cloud, having embraced Cloud across some of their IT platforms without adequate expertise. We call this experience Cloud Journey 1.0. Some of the challenges that clients face in this period are:

> While Public Cloud is itself secure and compliant, any IT platforms deployed on the same are not. There is no assurance of security and regulatory compliance. Additional safeguards are mandatory to realize the full benefits of Cloud

> Simply deployment of Cloud platforms does not rationalize costs. Improper deployments, in fact, raise costs and create crises in budgets

> Full adoption of Cloud and automation require an organization-wide change in behavior and culture

> Blend of right resources, tools, methods and practices with in-depth knowledge and experience on the right Cloud technology is essential

At 8K Miles, we address our clients' challenges and partner with them on a more successful Cloud Journey 2.0 that creates lasting value for their businesses.

Cloud Journey 2.0

A DIFFERENTIATED CLOUD EXPERIENCE

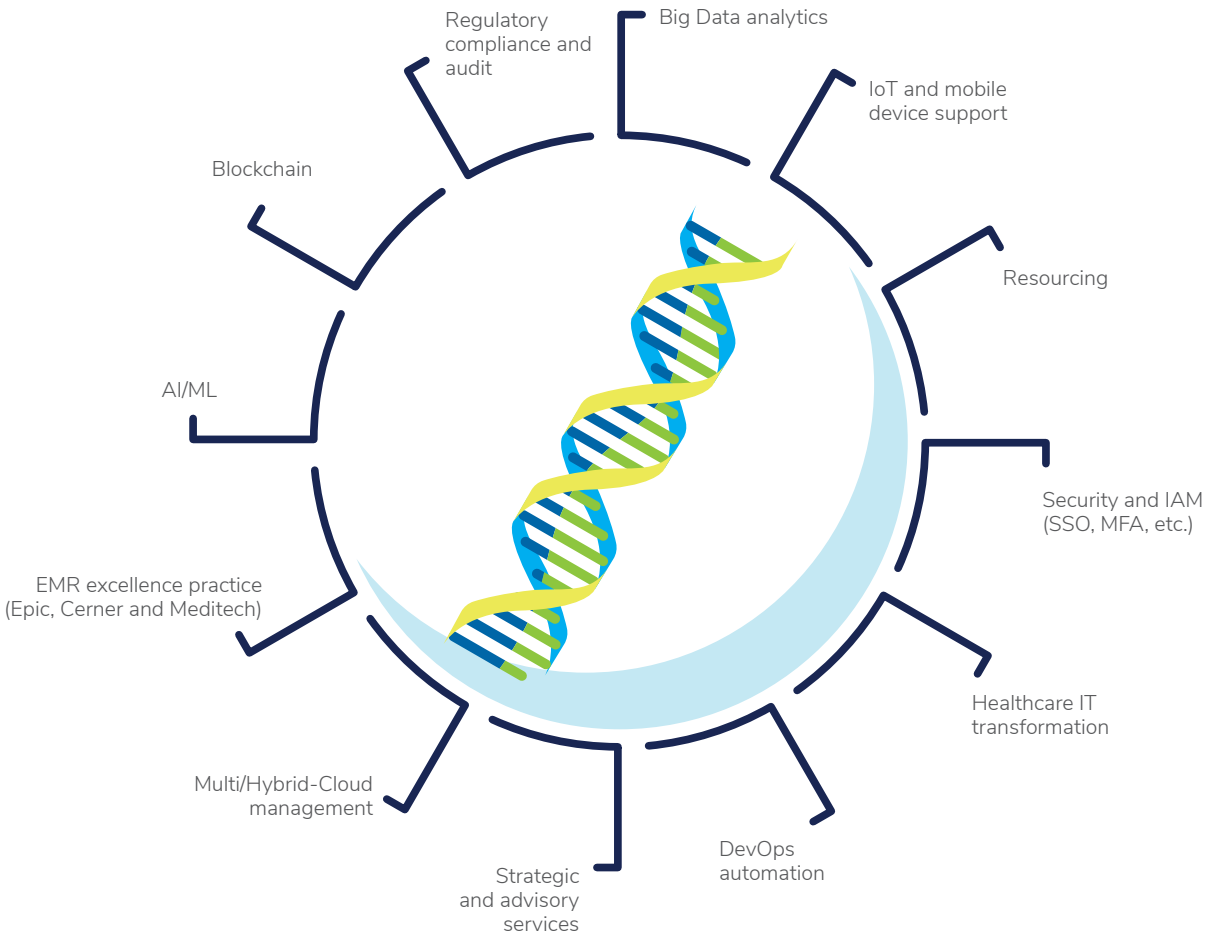
We are a renowned brand, particularly among pharmaceutical companies, for redefining the Cloud experience for our clients.

Our key differentiators that set Cloud Journey 2.0 apart from its antecedents are:

- Well-orchestrated, multi-Cloud strategy
- Coordinated Hybrid Cloud integration
- Enterprise-wide Cloud transformation (including business services automation that deliver immediate and recognized value to business teams)
- DevOps methodologies such as CI/CD
- Expedited time-to-market (leveraging our platforms such as CloudEz, MISP, Automaton and others)

As a result, clients can reinvent their businesses at lower expenditure of time, money and resources. This is what we call a successful Cloud Journey 2.0.

DNA of our technological strength



A DAY IN THE LIFE OF CLIENTS IN CLOUD JOURNEY 2.0

Cloud providers launch new Cloud services every day. This requires regular surveillance for hassle-free functionality. Emerging security threats and other environmental factors too can affect Cloud infrastructure daily. What's more, the needs of businesses are fast changing.

Existing clients

The following is an insight into the typical day-to-day activities that our team performs under Next Generation Cloud Managed Services.

> We proactively analyze and subsequently recommend relevant actions for a client to undertake

> Client awards a Statement of Work to ensure the recommendations are observed

> Our Delivery Lead assigns the project to the existing DevOps team members who are on-site with the client

> Enhancements are implemented as part of the CI/CD flow, including CloudEz product improvements (as the case may be)

Prospective clients

At 8K Miles, we follow a unique method to engage with prospective clients and reliable leads. While some of the steps involved are typical to any sales cycle and lead generation activity, we customize our approach, depending on industry requirements, the Cloud service being provided and the client's needs. This usually entails:

> Exploring the IT ecosystem and its various use cases from the point of view of the business

> Conducting on-site workshops to understand needs and constraints in the context of the business

> Collaborating with Cloud providers such as AWS, Azure and Google

> Building prototypes and Proof of Concepts as the case may be

> Ensuring that the client is aware of any future challenges and relevant solutions

Client speak

Roche

As we wrap up Roche Science Cloud project and are transitioning it to Cloud Services Team for operations, I want to thank the entire 8K Miles team for the partnership and support provided during this critical juncture. 8K Miles delivered exactly as they had promised.

They helped us model and build a complex multi-Cloud environment – AWS, Azure, Google and VM – with self-service capabilities that met our stringent security and compliance requirements.

The technical team was adept, clearly understanding our needs and helping us map our vision for the future. Not only were the services delivered on time, but also helped us offer leading-edge Cloud services to our teams. We also appreciate all the flexibility the team demonstrated during execution.

Neeraj Agarwal
RSC Technical Architecture Lead

Trimble

Trimble is a global leader, transforming the way the world works with its solutions. It's critical that we have a robust Cloud adoption strategy to stay ahead with the latest technology. We started our journey to implement Cloud across our critical applications and looked at Cloud-based delivery models for newer applications.

We could tell from the beginning that 8K Miles would be a great partner with its proven history and experience with AWS, Cloud security and DevOps. We are happy that 8K Miles is enabling our Cloud journey by helping us deliver applications with 24x7 availability, security and satisfaction.

Clay Parker
Security Operations Director

STRATEGIC OUTLOOK

Market projections indicate that worldwide spending on Public Cloud computing will increase at an exponential rate, particularly in IaaS – a core focus area for 8K Miles. Another interesting forecast is that most enterprise workloads will adopt Cloud in upcoming years. Further, everyday more applications across the world are moving towards Public Cloud.

All such external market insights are in line with our in-house observations. We encourage our clients on multi-year planning and IT budget strategizing. We play a significant role in catalyzing Cloud realizations across our existing accounts. Typically, the journey takes anywhere between four to five years.

We envision a target of doubling our revenue – receiving about $10-15 million from Top 20 customers – by 2021. At present, we receive only $5 million in revenue from one of our major customers while a significant portion of our other major customers provide revenue in excess of $3 million each. Thus, we believe there is considerable headroom for growth in our existing accounts. And given the pace of Cloud adoption, we are on track for realizing our 2021 goal.

New technologies on the block

Blockchain, as a transformative technology, is fundamentally redefining how businesses are run as we know it. Though still in its infancy, it is a promising technology with strong worldwide spending across the industries, organizations and governments. As organizations implement blockchain as a mainstream technology, the underlying IT platforms and solutions are required to be compatible to suit legacy hardware. Thus, blockchain workloads will fuel both Cloud consumption and transformation.

Since the acquisition of Cornerstone Advisors Group, we have attained unique blockchain competencies, along with captive customers in the healthcare data exchange segment.

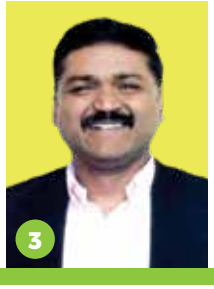
At 8K Miles, we are ready to take our cutting-edge Cloud technology, blockchain expertise and deep industry experience to the world.

Future focused

We are working diligently to reinforce global sales efforts and lead generation using frontier technology solutions, with consistent focus and strategic investments. Our dream for 2021 entails organically growing our topline at the same pace as clients' Cloud service provider budget; leveraging loyalty to platforms to drive recurring revenue as Next Generation Cloud MSP; developing EMRaaS and expanding geographical reach, among others.

We are confident of achieving this dream, as we continue to emphasize on intellectual property-driven continuous security, compliance and governance automation for Clouds of highly-regulated industries. We are poised to attain greater success, reach more milestones and realize record growth numbers.

BOARD OF DIRECTORS



1 Suresh Venkatachari
Chairman and Managing Director (CMD)

Mr. Venkatachari (DIN 00365522) is one of the Founders of 8K Miles and the CMD of the Company. He is a technocrat and a serial entrepreneur with enormous experience in the sphere of IT outsourcing and solutions development. He has successfully established several IT outsourcing and solutions companies like SolutionNET, SRP Consulting and SRM Technologies in Australia, Dubai, India and the US. He has 25+ years of experience in consulting and outsourcing. He has served as an advisor with many IT, telecommunication and economic bodies in Singapore. Prior to his entrepreneurship career, he served as Head of Electronic Banking Development at Deutsche Bank, where he was the key architect in creating a state-of-the-art product called DB-Direct. In Deutsche Bank, he was also involved in developing the IT software subsidiary for Deutsche Bank in Bengaluru, India. He was previously involved in software development and IT Consulting with Unisys and Singapore Airlines.

He has completed his graduate degree in Engineering and possesses an honorary Doctorate in Business Administration.

2 R.S. Ramani
Whole-time Director and
Chief Financial Officer (CFO)

Mr. Ramani (DIN 03206751) is one of the Founders of 8K Miles and a Whole-time Director and CFO of the Company. With 30 years of experience, he is a seasoned professional in the fields of Finance, Accounting, Auditing, IT and Education and has been instrumental in the Company's growth. He began his career as a Production Accountant in a Group of Companies and moved towards auditing and consulting for various multinational companies in and around the Gulf region. He has been an Advisor — Operations and Accounts for SolutionNET and Dubai Internet City. His entrepreneurial experience spans over two decades in various industries across the world with solid management expertise in finance, administration and operations that ensure the achievement of commercial success for customers and partners.

He is a graduate in Commerce with Chartered Accounting, Finance and Auditing as core subjects.

3 Lakshmanan Kannappan
Director and Chief
Operating Officer (COO)

Mr. Kannappan (DIN 07141427) is the Founder of FuGen Solutions and the COO of 8K Miles. He directs the business operations for 8K Miles, including corporate strategy, partnerships, business development and marketing aspects, besides supporting investments and mergers and acquisitions (M&A) activities for the Company. He set up the US operations for the 8K Miles enterprise business in early 2013 after the Company had acquired FuGen. He brings top performing tool vendors on Public/Private/Hybrid Clouds into 8K Miles' ecosystem of partnerships. He is a serial entrepreneur with over 25+ years of experience in the software industry. He is also one of the original founders of SAML 2.0 protocol and Federated Identity Management model for the industry that changed the way Identity Information is shared between service providers and enabled the huge success of SaaS, Cloud and social networking. He has chaired many industry standards committees since 2001 and is regularly invited to speak in industry-related events, including CIO roundtables, security, mobile Cloud and blockchain-related conferences.

He is a graduate in Electronics and Instrumentation and received his postgraduate degree in Electrical Engineering from Anna University, India.

4 Gurumurthi Jayaraman
Independent Director

Mr. Jayaraman (DIN 00416850) is a result-oriented accounts professional with more than 40 years of experience in a wide variety of companies, including textiles, chemicals, machinery manufacturing, shipping, software and services industries. He has supported the implementation of two greenfield projects in Mafatlal Industries Limited achieving financial closure. He has also managed fund-based and non-fund-based facilities ranging from ₹600 to ₹500 crores, and headed a major re-engineering exercise in a company working closely with McKinsey & Company. As a part of a private equity firm, he has experience in raising funds for over 75 Micro, Small & Medium Enterprises (MSMEs). He has worked as the Vice-President (VP) of Finance and Operations of a Singapore-based multinational software firm.

He is a graduate in Commerce and a professional Chartered Accountant.

5 Padmini Ravichandran
Independent Director

Mrs. Ravichandran (DIN 02831078) runs her own media company that publishes a popular current affairs magazine circulated throughout Tamil Nadu 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 her exclusive overseas insight to the Indian market. She has also been involved in various activities catering to the development of society in general.

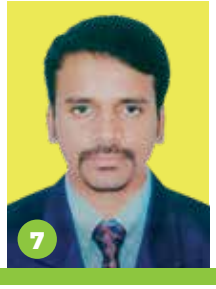
She has a graduate degree in Arts (Corporate) and postgraduate degree in Business Administration from Australia.

6 Babita Singaram
Independent Director

Mrs. Singaram (DIN 07482106) is an ardent marketing professional with 10 years of experience in the 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.

She received her postgraduate degree in Business Administration from SRM University, Chennai (specializing in Advanced Marketing and Human Resources Management) after completing her graduate degree in Commerce.

BOARD OF DIRECTORS (CONTD.)



7 Dinesh Raja Punniamurthy
Independent Director

Mr. Punniamurthy (DIN 03622140) has expertise in building sustainable businesses and teams, ideating, strategizing, planning and executing innovative ideas, creating optimal workspaces, identifying and honing talent and maintaining high team morale. With over 15 years of experience in the service industry predominantly in India and few years in Australia, he brings a mix of management experience to the table.

He pursued higher studies after completing his graduate degree in Visual Communication.

8 Vivek Prakash
Independent Director

Mr. Prakash (DIN 00559925) hails from a multi-cultural and multi-lingual background and is currently a part of the Board of Directors for various corporate entities in the UK, the Netherlands, the UAE and India. He is the Executive VP of Finance of Engineering and Construction Business Unit (BU CFO) at Petrofac. His Corporate Governance background includes extensive knowledge and accomplishments in compliance, communication, risk management and finance. Prior to this, he was Executive Director of Finance at Dodsal Pte Limited and also has operated his own accounting firm for over a decade.

He is a Chartered Accountant, with a graduate degree in Economics from the University of Delhi.

STRATEGIC ADVISORY BOARD

1 Shiv Krishnan

Mr. Krishnan, a technology leader and serial entrepreneur, is currently the CEO of KOOLROX, an investment and consulting firm. Prior to this, he founded INDUS Corporation in 1993, after several years of Public sector and Fortune 500 IT consulting experience. Under his leadership, INDUS grew into a highly successful mid-tier technology consulting firm and was acquired by Tetra Tech, a NASDAQ listed (TTEK) global consulting and engineering services firm. He was recognized as 'One of the 20 People We Admire in Washington Business' by the SmartCEO Magazine, besides being selected as a 'Smart 100 CEO' for five consecutive years since 2009. He was the '2002 SBA Small Business Person of the Year', 'VRSDC Entrepreneur of the Year', a three-time finalist for Ernst & Young's 'Entrepreneur of the Year', and among the '50 Most Influential Minorities in Business' according to MBPN.

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3 Jay Vijayan

Mr. Vijayan, as a former Chief Information Officer (CIO) of Tesla, ran all of its information systems, directly reporting to the Chairman and CEO, Elon Musk. His team was responsible for all of Tesla's information systems, laying the foundation for its infrastructure (including applications, network, operations and security) ground-up+ during the phase of its critical growth. He has built several best-in-class systems (including e-commerce, ERP, service and logistics) that are simple, agile, flexible and customized to fit Tesla's needs. Prior to joining Tesla, he was the Senior Director, IT Business Applications for VMware at a time when the company grew from $700 million to ~$4 billion in annual revenue.

4 Reza Nazeman

Mr. Nazeman is a former Head of Global IT Transformation at Microsoft. Prior to that, he was the CIO of Microsoft (Europe) and Skype (the Middle East) and a partner at KPMG Consulting Europe. As a global IT executive, he has more than 20 years of proven leadership experience in professional services, as well as operational end-to-end accountability with EUnet, France Telecom, McKinsey & Company, KPMG, BearingPoint, Bank of Scotland and Microsoft. He has been a driving force behind major business process transformations that have delivered cost reductions, efficiency gains, agility and competitive advantage to leading global corporations.

STRATEGIC ADVISORY BOARD (CONTD.)

5 Dr. Rajan Natarajan

Dr. Natarajan is the President of TechnoGen Inc. He is currently serving as a Board Member with Maryland Chamber of Commerce, Maryland Cyber Security Council and University of Maryland. He was appointed as the Deputy Secretary of State for Policy and External Affairs of Maryland by State Governor Martin O'Malley in June 2011 – the highest administrative office held by an Indian American in Maryland's history. As a strategic diplomat in the Governor's cabinet, his portfolio included developing and executing external affair policies; closely working with other 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 the Governor's largest trade mission and delegation to India in 2011.

Prior to this, he served for more than 15 years as VP of three IT and biotechnology companies. He also founded a bioinformatic firm and holds 50 research publications in his name. He has delivered more than 110 keynote speeches and remarks and 50 television interviews.

6 John Cuny

Mr. Cuny is currently working on a full spectrum of healthcare implementation and strategy. He serves as an advisor and/or manager to healthcare organizations in the US, Britain, Argentina, Saudi Arabia, the UAE, Oman, Germany, Indonesia, South Korea, Brazil and Poland. Previously, he has served as acting President and CEO of Allied Medical based in Saudi Arabia and London. He led the building of an international health insurance product for the coverage of catastrophic diseases (owners/partners included worldwide investors and five prestigious US medical centers). He was also the former CEO of Anthem Blue Cross Insurance for Florida.

7 Jeff Nigriny

Mr. Nigriny is the Founder and President of CertiPath, a trust framework provider that certifies authentication and access control devices with a focus on high assurance for aerospace and defense industries and government agencies. CertiPath's customers include Boeing, Lockheed Martin, Northrop Grumman, Raytheon, EADS/Airbus and BAE Systems. He also wrote the government's first Identity Law for Common Wealth of Virginia, the US.

8 Jason Rouault

Mr. Rouault is the Senior Director of Engineering at Time Warner Cable (TWC) where he is responsible for the ongoing development, operation, and support of the TWC OpenStack Cloud. Prior to TWC, he worked as Chief Technology Officer (CTO) of the Hewlett-Packard's Identity Management business. He has over 20 years of experience in technology management and team building, including a detailed working knowledge of IT, software development, Cloud services, internet and e-business industry.

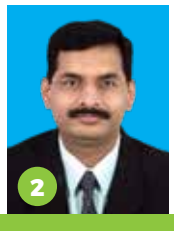
9 Charles Soto

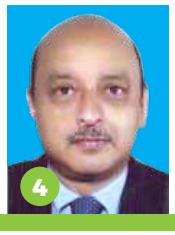
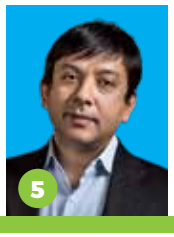
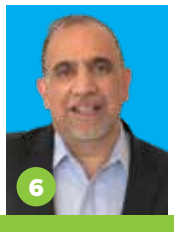
Mr. Soto is currently an Associate Partner with Steelpointe Partners where he provides and leads global management consulting solutions and services across multiple industries and business functions. Currently, he is engaged with Microsoft as an Advisor for the Quality Business Excellence group and a collaborative business partner with extensive experience running multi-million dollar portfolios with Fortune 100 companies. During his years serving as VP of IT at Motorola, he was accountable for overseeing Motorola Solutions (Enterprise Mobility, Government, Home and Network Mobility), innovative products and services and generating annual revenue of $20 billion. He has experience in managing architecture, applications development, Cloud computing and global business transformation/solution delivery.

10 Dinesh Yadav

Mr. Yadav is responsible for sales, channel and go-to-market distribution for IBM's security solutions, with a 17-year track record of success in the information security and software business across North American, Asia Pacific and South American regions. He has developed go-to-market models for nascent start-ups, as well as large enterprise software providers.

MANAGEMENT TEAM



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MANAGEMENT TEAM (CONTD.)

4 Ravi Chandran
Head of Indian Operations and Non-US Territory Sales

Mr. Chandran is the Head of Indian Operations and Non-US Territory Sales for 8K Miles. He has more than 32 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, he was heading the UK and Europe Operations for Ramco Systems and was instrumental in driving new customer acquisition. He has also worked as the Head of Global Sales and Marketing for RS Software and the Head of UK and Europe operations for Keane. Besides, he was with Keane APAC, Tecsol and IBM Singapore and Australia.

5 Anand Kumar
VP - Head of Cloud Sales

Mr. Kumar has over 17 years of international business leadership experience in creating highly effective sales teams and leading strategic sales efforts with large global enterprises. As a strategist, he uses his skills and experience to help drive innovation that ensures clients maximize the value that Cloud brings to organizations in a secure, compliant and optimized way. His background in IT security, compliance, and Governance, Risk Management and Compliance (GRC), combined with his deep domain expertise, uniquely positions him to be a trusted advisor helping guide clients through their entire enterprise Cloud business transformation. Prior to 8K Miles, he was the MD of Sales at MyCroft, a security and IAM solutions provider. He also led sales and business development efforts for ILANTUS, a global security solution provider where he was helped the organization grow more than 10-fold.

6 Sudish Mogli
VP - Head of Cloud Platforms

Mr. Mogli is responsible for engineering and operations for Cloud, Big Data, Data Lake, IoT and HPC solutions at 8K Miles for large enterprises in regulated industries. Prior to 8K Miles, he held several leadership positions at Cisco Systems, heading Product Strategy and Development groups in the areas of Cloud-based unified collaboration, network design and management, and enterprise video. He is recognized for transforming a vision into deployable and scalable solutions, for the Cloud for large Fortune 500 companies.

7 Shibu Kizhakevilayil
President – Global Healthcare

Mr. Kizhakevilayil, a serial entrepreneur, has successfully built and sold three IT companies specializing in enterprise content management, data warehousing and business intelligence solutions. He has over 20 years of experience in IT, particularly in the healthcare domain. His healthcare experience includes building on-site offshore model Business Process Outsourcing (BPO) practices and technology consulting firms. During his career, he has worked with multi-cultural teams globally and has been a part of various M&A activities. In his role as Global Healthcare President at 8K Miles, he is instrumental in establishing the Company in the US healthcare provider market, while identifying, acquiring and integrating key healthcare IT companies.

8 Keith Ryan
President – North American Healthcare

Mr. Ryan is a senior healthcare leader with over 20 years of experience. He has expertise in delivering strategic technology solutions and operational improvements to enhance core business processes, advance clinical quality and improve competitive positioning of healthcare delivery organizations. His clients included academic medical centers, multi-facility health systems, major teaching hospitals, community and critical access hospitals, as well as large and small physician practice groups. Prior to founding Cornerstone Advisors, he served as VP and CIO of Stamford Health System and Elmhurst Memorial Hospital. He also served as a Practice Director and business unit leader of First Consulting Group, Inc. and as a Principal Consultant at Andersen Consulting (now Accenture). He is a member of Healthcare Information and Management Systems Society (HIMSS) and College of Health Information Management Executives (CHIME).

9 Venkat Krishnan
VP Business Development

With 20+ experience, a visionary who is self motivated and result oriented. Strong clinical, technical and leadership skills. Global experience in design, engineering, research and commercial roles. Experienced in technology, sales, strategy, and leadership. Team builder, coach, and a mentor with a passion for success. Enjoys simplifying complex problems. Loves challenges and enjoys success. Key strength is loyalty with a high degree of integrity.

GLOSSARY OF CRITICAL TERMS

CLOUD TRANSFORMATION is a process to align, upgrade and modernize existing IT infrastructure to meet the business objectives of an enterprise.

8K Miles always ensures mandatory and basic principles of Cloud transformation. This means security, regulatory compliances, flexibility, operating cost and human expertise are properly analyzed and taken into consideration.

MULTI-CLOUD STRATEGY refers to the policy of an enterprise choosing to use more than one Public Cloud. An organization may not be able to fulfill its objectives with a single Public Cloud provider and each Public Cloud provider (AWS, Microsoft, Google, Oracle and IBM, among others) has its own advantages and unique offerings.

8K Miles properly analyzes the organization's needs vis-à-vis the merits of each Public Cloud provider, recommends and implements a proper strategy to meet the client's objectives.

HYBRID CLOUD STRATEGY refers to the policy of an enterprise choosing to integrate its own Private Cloud with one or more Public Clouds. Hybrid Cloud is typically an integration of multi-Cloud with the organization's Private Cloud.

8K Miles analyzes the organization's requirements and the intricacies to ensure proper integration across Clouds, while ensuring security and compliance needs are met.

DEVOPS is the IT methodology of having software developers and IT operations experts collaborate over an entire software lifecycle, using known tools and practices. When deployed properly, organizations can accomplish rapid and high-quality innovation that facilitate better business outcomes.

8K Miles is a DevOps expert and offers DevOps as a Service, under managed services, to its customers.

CONTINUOUS INTEGRATION/ CONTINUOUS DELIVERY (CI/ CD), with the rise of DevOps, is the software development practice where developed code is made available, often multiple times a day, for automated integration across all developers. It is subsequently delivered automatically to the target environment for testing, staging or production.

8K Miles is an expert of CI/CD, leveraging multiple popular products and tools and proven methods and practices to ensure smooth functioning of the software lifecycle.

SINGLE SIGN-ON (SSO) is the technology of integrating multiple related software applications and platforms, often across the internet, so that every organizational user's login credentials are centralized and verified centrally. This is critical for large enterprises with sensitive data of hundreds and thousands of users. For users, this is vital to their productivity since they do not have different user IDs and passwords across tens of applications; nor is it desirable that they log in to each one of these applications separately.

8K Miles, as security experts, is a leader in the implementation of this technology, given that it has chaired the SAML 2.0 protocol standards specification. 8K Miles MISP platform enables some of the Public Cloud providers to deliver SSO across hundreds of SaaS applications.

MULTI-FACTOR AUTHENTICATION (MFA) is a technology typically implemented across highly sensitive applications/organizations to verify the identity of a user by more than one mechanism (factor) as they log in. The factors could be any combination of user ID and password, hardware/software tokens, phone calls, text messages and/or biometric technology such as fingerprint scan, retina scan, facial ID, speech recognition and so on.

8K Miles, as security experts, is also a leader in MFA technology implementation. The Company is also launching MFA as a Service for medium and small enterprises that need to protect their sensitive data at a low-cost, pre-integrated list of differentiated services and factors.

FINANCIAL HIGHLIGHTS – 5 YEARS AT A GLANCE

₹ (in lakhs)

Sl No.	Particulars	2017-2018	2016-2017	2015-2016	2014-2015	2013-2014
1	**PROFIT & LOSS ACCOUNT**					
	Revenue from operations	84,923.87	52,833.50	27,193.10	12,485.30	4,405.52
	Other Income	845.23	89.80	21.29	28.58	4.70
	Total Income	**85,769.10**	**52,923.30**	**27,214.39**	**12,513.88**	**4,410.22**
	Earnings before Interest, Depreciation and Tax (EBITDA)	30,087.02	18,541.64	8,872.78	3,855.77	1,384.20
	Depreciation and amortization	2,518.68	1,351.63	2,022.88	911.95	430.85
	Profit before Interest and Tax (EBIT)	27,568.34	17,190.01	6,849.90	2,943.82	953.35
	Finance cost	971.49	135.30	20.95	44.76	37.20
	PBT	26,596.85	17,054.71	6,828.95	2,899.06	916.15
	Tax Expense	6,055.54	4,136.18	1,505.34	590.01	173.35
	Profit after Tax (PAT)	**20,541.31**	**12,918.53**	**5,323.61**	**2,309.05**	**742.80**
	Other comprehensive income / (loss)	10.83	-1.50	0.00	0.00	0.00
	Total comprehensive income for the period	**20,552.14**	**12,917.03**	**5,323.61**	**2,309.05**	**742.80**
2	**BALANCE SHEET**					
	Share Capital	1,525.88	1,525.88	1,089.41	1,034.41	1,004.41
	Reserves & Surplus	47,583.61	30,469.45	20,103.16	8,944.37	5,196.16
	Networth	**49,109.49**	**31,995.33**	**21,192.57**	**9,978.78**	**6,200.57**
	Loan Funds	7,599.42	3,578.26	1,001.77	0.00	371.18
	Capital Employed	**56,708.91**	**35,573.59**	**22,194.34**	**9,978.78**	**6,571.75**
	Deferred Tax Liability/(Asset)	308.40	159.35	23.63	57.79	45.48
	Total	**57,017.31**	**35,732.94**	**22,217.97**	**10,036.57**	**6,617.23**
	Net Fixed Assets	**38,639.82**	**20,812.13**	**18,044.85**	**9,901.87**	**7,183.41**
	Current Assets	38,692.76	27,566.39	14,460.44	4,587.40	2,110.68
	Current Liabilities & Provisions	12,663.89	5,875.25	4,231.79	1,474.59	650.47
	Net Current Assets	**26,028.87**	**21,691.14**	**10,228.65**	**3,112.81**	**1,460.21**
	EPS - Shares at the end of the year	56.24	34.43	36.34	18.35	6.05
	Face value per Equity Share	5	5	10	10	10

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Directors' Report

The Board of Directors of 8K Miles Software Services Limited have pleasure in presenting the Thirty Third Annual Report on the business & operations for the year ended 31st March 2018 along with the Audited Financial Statements for the year.

FINANCIAL PERFORMANCE

The Financial performance of the Company for the year ended 31st March 2018 & 31st March 2017 is summarized below. The financial statements for the year have been prepared in accordance with the new mandatory accounting standards Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, as applicable and necessary changes were made to the corresponding figures of the previous year.

Amount In ₹ Lakhs

Particulars	Consolidated		Standalone	
	FY18	FY17	FY18	FY17
Revenue	84,923.87	52,833.50	5,056.52	3,746.40
Earnings Before Interest & Depreciation	30,087.02	18,541.64	1,560.76	737.26
Interest	971.49	135.30	755.42	89.90
Depreciation and Amortization	2,518.68	1,351.63	83.87	304.28
Profit Before Tax (PBT)	26,596.85	17,054.71	721.47	343.08
Profit After Tax (PAT) before Minority Interest	20,541.31	12,918.53	487.84	163.28
Profit After Tax (PAT) after Minority Interest	17,161.62	10,447.08	487.84	163.28

FINANCIAL PERSPECTIVE (CONSOLIDATED)

On consolidated basis, revenue for the year is ₹ 84,923.87 lakhs signifying a growth of 60.74% in Rupee terms. EBITDA margin for the current year is 35.43% as compared to 35.09% in previous year. Profit After Tax (PAT) after Minority Interest has increased by 64.27% to ₹ 17,161.62 Lakhs as compared to ₹ 10,447.08 Lakhs in the previous year. Total employee benefit expenses have increased by 33.57%. However, Employee benefits expenses as a percentage to revenue, has decreased by only 5.64% on Revenue.

Highlights of performance are discussed in detail in the Management Discussion and Analysis Report attached as **Annexure D** to this Report.

SHARE CAPITAL

We have only one class of shares - equity shares of par value ₹ 5 each. The authorized share capital as at 31st March 2018 was ₹ 3,000 Lakhs divided into 600 Lakhs Equity shares of ₹ 5 each. The paid-up share capital as at 31st March 2018 was ₹ 1,525.88 lakhs divided into 3,05,17,605 equity shares of ₹ 5 each.

DIVIDEND

Your company is exploring new business opportunities; therefore it is necessary to conserve the funds to meet these investment opportunities, which your Board believes would enhance the shareholders' wealth in coming periods. Thus, your Board has not recommended any dividend for the financial year 2017-18.

TRANSFER TO RESERVES

The provisions of Section 124(5) of the Companies Act, 2013 do not apply, as the amount lying with unpaid dividend account is not more than seven years.

PUBLIC 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

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

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 as **Annexure B** to this report. The gap intervening between two meetings of the board is within the stipulated time frame prescribed in the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

INDEPENDENT DIRECTORS

Independent Directors of the company are not liable to retire by rotation. The company has received declarations from all the Independent Directors of the company confirming that they meet the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and Regulation 16 (1) (b) of the SEBI (LODR) Regulations, 2015. The terms of appointment of Independent Directors are available in the website of the company.

https://8kmiles.com/Investor/Policies/FamilirizationprogramforIndependentDirectors.pdf

SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year, a separate meeting of Independent Directors was held on 30th March 2018. The Independent Directors actively participated and provided guidance to the Company in all its spheres.

NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Committee of the Company reviews the composition of board to ensure that there is appropriate mix of talent, qualification, experience and diversity in the Board. Pursuant to Section 178 of the Companies Act, 2013, the Remuneration policy has been formulated to govern the terms of appointment and remuneration of Directors of the Company. The policy ensures that the remuneration paid is sufficient to retain and motivate the Directors of the company. The Remuneration policy is available in the website of the Company.

https://8kmiles.com/Investor/Policies/Remunerationpolicy.pdf

SUBSIDIARY COMPANIES

1) 8K Miles Software Services Inc. USA
   (i) Nexage Technologies USA Inc
   (ii) Cornerstone Advisors Inc. USA
2) 8K Miles Software Services FZE. UAE
3) 8K Miles Health Cloud Inc. USA
   (i) Serj Solutions Inc. USA
4) Mentor Minds Solutions and Services Inc. USA
5) Mentor Minds Solutions and Services (P) Ltd. India (Till 28th February 2018)

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 attached as **Annexure F** 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.

TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS

The Company continues to innovate, develop, adopt and use the latest technologies to improve the productivity and quality of its services. The Company's core business demands innovation & adoption of emerging technologies to stay ahead of competition. The Company has made significant investments in area of Product/framework to reduce the Cloud transformation time for our customers while staying ahead of competition.

The Company has taken following initiatives during the year to improve the productivity and quality of its services:

- Developed Patient-centric Health Exchange platform targeting to have Patient as the central and primary focus on the Blockchain technology. This will enable the platform to represent Patient's medical history effectively, which is the foundation for Healthcare and Health Information Exchange. Such Exchange can be integrated with any EHR/EMR solutions such as EPIC, Cerner and Meditech thus not impacting the way hospitals run today,

while enabling Patients to have direct access to his/her own medical records – on their mobile phones and tables. This not only ensures transparency but also enable the patients share the necessary medical records information with other Providers for effective continuation or validation of care.

- Integrating with Payers (Insurance companies) would extend Digital Experience of the patients so the Exchange becomes a primary point of interaction as it would be able to address Insurance related capabilities such as Viewing EOBs (Explanation of Benefits), Managing Claims, Paying Copays/Deductibles and so on. Having those capabilities on top of Public Cloud means not only an effective PaaS (Platform as a Service) solution but also makes it possible to provide Big Data Analytics and Artificial Intelligence, which will be very valuable for Pharma and Medical research.

Foreign Exchange Earnings and Outgo (₹ in Lakhs)

Particulars	2017-18
Earnings	4,953.57
Outflow	2,121.49

OTHER LAWS:

Disclosure as required under Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company is committed to provide a work environment that ensures every women employee is treated with dignity and respect. The Company has setup an Internal Complaints Committee (ICC). ICC has representation of men and women and is chaired by women employee and has an external women representation. The Company is also committed to promote equality at work and an environment that is conducive to the professional growth for all employees and encourages equal opportunity. Your Company does not tolerate any form of sexual harassment and is committed to take all necessary steps to ensure that its employees are not subjected to any form of harassment including sexual harassment.

The Company has in place a Prevention of Sexual Harassment (POSH) policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

APPOINTMENT OF DIRECTORS

Mr. Suresh Venkatachari, Managing Director retires by rotation at the forthcoming AGM and being eligible, offers himself for reappointment. The resolution seeking approval of the members for the re-appointment of Mr. Suresh Venkatachari, has been incorporated in the Notice of the AGM of the company.

Mr. R.S.Ramani, Whole-Time Director retires by rotation at the forthcoming AGM and being eligible, offers himself for reappointment. The resolution seeking approval of the members for the re-appointment of Mr.R.S.Ramani, has been incorporated in the Notice of the AGM of the company.

Mr. Vivek Prakash was appointed as an Additional Director (Independent Category) with effect from 17th July 2018 for a period of 5 years subject to approval of members at the forthcoming AGM.

During the year under review, Mrs. Sujatha Chandrasekaran (who was appointed as additional Director by the Board on 8th February 2017 and such appointment was subsequently regularized by the shareholders at the AGM held on 30th September 2017) resigned from the Board with effect from 17th July 2018. The Board wishes to place on record its appreciation for the valuable contributions made by her during her tenure as Director.

PARTICULARS OF EMPLOYEES

Information as required under the section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, attached as **Annexure A** to the Directors' Report.

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34 (3) and Schedule V of SEBI (LODR) Regulations, 2015 the Corporate Governance Report forms an integral part of this Report.

A detailed report on Corporate Governance is available as a separate section in this Annual Report as **Annexure B** to this report.

A Certificate from the Practising Company Secretary regarding compliance with the requirements of Corporate Governance attached as **Annexure C** to this report as stipulated in SEBI (LODR) Regulations, 2015.

The Chief Executive Officer & Managing Director/Chief Financial Officer (CEO/CFO) certification as required under the SEBI Listing Regulations is attached as **Annexure E** to this report.

AUDITORS

The Members of your company at the 32nd AGM of your company, held on 30th September 2017 appointed M/s Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of your company to hold office till conclusion of AGM in the year 2022.

The requirement of ratification of appointment of Statutory Auditors in every Annual General Meeting has been omitted under the Companies (Amendment) Act,

2017 which is effective from 7th May 2018. Accordingly, the Board has decided not to place the ratification before the Members of the Company at the 33rd Annual General Meeting.

Sr. NO	Observation	Response
1	According to the information and explanations given to us and based on our audit, a material weaknesses was identified in the Company's internal financial controls over financial reporting as at 31st March 2018 with regard to the adequacy and operating effectiveness of the management's oversight and review of the financial information and the book closing procedures at the subsidiaries, which could result in a material misstatement in the consolidated financial statements of the Company.	This being the first year of adoption of Indian Accounting Standards (IND AS), the financials had to be converted/translated effective 1st April 2016 and hence the delay in reporting. However, the Board has taken necessary steps and a process has been put in place to prepare the books of its subsidiaries under IND AS.

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 M/s. Chandra & Associates, Practising Company Secretaries, to undertake the Secretarial Audit of the Company for the year ended 31st March 2018.

The Secretarial Audit report forms part of the Annual Report attached as **Annexure H** to this report.

EXPLANATION TO OBSERVATION IN THE SECRETARIAL AUDIT REPORT

Reply to Observations in Secretarial Audit Report: -

S. NO	Particulars	Response
1.	The company has entered into Related Party Transactions in the ordinary course and at arms' length without taking prior approval of the Audit Committee under Clause 23 of the SEBI (Listing Obligations and Disclosure) Requirements (LODR) even though the transactions have been ratified at a later date.	Going forward the company will take suitable steps to obtain prior approval .
2.	The Company didn't file MGT-10 pursuant to sec.93 of the Companies Act, 2013 (Section since deleted) when one of the promoter sold 2.24% of equity shares in Company in January 2018.	The delay was due to inadvertence. The Company has taken sufficient precautions not to repeat such instances in the future.
3.	The Company had granted loans / made investments to its subsidiary after taking approval of the board of directors as required u/s.179 of the Companies Act, 2013 but the filing of the resolution pursuant to sec.117 of the Companies Act, 2013 has not been complied with. The company is in the process of making an application for the condonation of delay and for filing the aforesaid form with ROC.	The company is in the process of making an application for the condonation of delay and for filing the aforesaid form with ROC and such delay was due to inadvertence.
4.	It is seen from the copies of the Inter Depository Delivery Instructions (Form 15 of the Depositories' business Rules) by one of the promoters that he has transferred 16,50,000 equity shares of the Company before 31-03-2018 to his own account maintained with another depository, but the said shares are not reflected either in the Promoters' category or Public category in the name of the said promoter as per the Benpos dated 06-04-2018. The said transfer perhaps is reflected as 'disposal' in the system based disclosures of insider trading by the BSE Limited. The shareholding pattern filed by the Company to the stock exchanges doesn't reflect the aforesaid transaction	The promoter is in the process of taking up the same with the concerned for necessary corrective measures.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of Companies Act, 2013 an extract of Annual Return in form MGT 9 as on 31st March 2018 is attached as **Annexure I** to this report.

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 the interest of the company at large.

The details of the transactions with related parties are provided in the financial statements. Policy on Related Party transactions are available in the website.

https://8kmiles.com/Investor/Policies/PolicyonRelatedpartytransactions.pdf

The details of the related party transactions as required under the Companies Act, 2013 and rules made thereunder are attached in Form AOC-2 as **Annexure G**.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Provisions of section 135 of the Companies Act, 2013 are not applicable to the Company. However CSR activities are 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 2018. 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.

https://8kmiles.com/Investor/Policies/WhistleBlowerPolicy.pdf

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS.

There are no significant material orders passed by the regulators or courts or tribunals which would impact the going concern status 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. Detailed Note on the composition of the Board and its committees are provided in the Corporate Governance Report.

REPORTING OF FRAUD

During the year under review, neither the statutory auditors nor the secretarial auditors has reported any instances of fraud committed against the Company by its officers or employees, as specified under Section 143(12) of Companies Act, 2013.

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 judgments 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.

CAUTIONARY STATEMENT

The Directors' Report & Management Discussion and Analysis contains forward-looking statements, which may be identified by the use of words in that direction or connoting the same. All statements that address expectations or projections about the future including but not limited to statements about your Company's strategy for growth, product development, market positions, expenditures and financial results are forward looking statements.

Your Company's actual results, performance & achievements could thus differ materially from those projected in such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent development, information or events.

For and On behalf of the Board,
8K Miles Software Services Limited

Sd/-
Suresh Venkatachari
Managing Director & CEO

Place: Chennai
Date: 7th September 2018

Annexure A

Disclosure relating to remuneration under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- The ratio of the remuneration of each Director to the median remuneration of the employees of the company

Name of Director / KMP	Designation	Remuneration of KMP for the FY18	% of increase/ Decrease in remuneration in the FY18	Ratio of remuneration of each Director to median remuneration of employees
Mr.R.S.Ramani	Whole-time Director and CFO	39,99,996	110.17%	7.41
*Ms.Jayashree Jagannathan	Company Secretary	3,00,000	NA	0.55

* In service till 30th May 2018.

- The median remuneration of employees of the Company during the financial year was ₹ 5,40,000/-
- There were 197 employees on the rolls of Company as on 31st March 2018.
- It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- As per the provisions of Section 197(12) read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 dated 30th June 2016, the following are the top ten employees in terms of remuneration drawn.

S. NO	Name of the Employee	DESIGNATION	Remuneration (In Lakhs)
1	RAVI CHANDRAN S	EVP & HEAD - HR AND OPS.	42.00
2	RAMANI R S	WHOLE-TIME DIRECTOR & CFO	40.00
3	BALANAGENDRA VENKATAVARA PRASAD.V	VP-FINANCE AND ADMINISTRATION	38.00
4	RAJGOPALAN S	VICE PRESIDENT - IAM	37.11
5	DWARAKANATH R	PRINCIPAL CONSULTANT	35.42
6	DHAMODHARAN P	PRINCIPAL CONSULTANT	34.46
7	VIJAYAN NAGAMANI	VICE PRESIDENT - CMS	32.12
8	JAYAKUMAR KARUPPUSWAMY	DELIVERY HEAD	29.10
9	SENTHILKUMAR NAGABOOSHANAM	AVP - CLOUD EZ	27.65
10	GOWRISANKAR RADHAKRISHNAN	PRINCIPAL CONSULTANT	23.00

Annexure B

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 (8) Eight. Of the Eight Directors 5 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 30th September 2017 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 2017-18 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 2017-18		Whether last AGM Attended September 2017	Number of other Directorships and Committee Membership/ Chairmanships		
		Held	Attended		Other Directorships	Committee Memberships	Committee Chairmanships
Mr. Suresh Venkatachari Managing Director & CEO **DIN:** 00365522	Executive/ Non-Independent	7	7	Yes	3	1	Nil
Mr.Ramani Rama Subramani Whole-Time Director & CFO **DIN:** 03206751	Executive/ Non-Independent	7	7	Yes	3	1	Nil
Mr.Lakshmanan Kannappan Director **DIN:** 07141427	Non-Executive/ Non-Independent	7	7	Yes	Nil	1	Nil
Mrs.Padmini Ravichandran Director **DIN:** 02831078	Non-Executive/ Independent	7	7	Yes	2	2	1

Name of the Director	Category	Number of Board Meetings during the year 2017-18		Whether last AGM Attended September 2017	Number of other Directorships and Committee Membership/ Chairmanships		
		Held	Attended		Other Directorships	Committee Memberships	Committee Chairmanships
Mr.Gurumurthi Jayaraman Director **DIN:** 00416850	Non-Executive/ Independent	7	7	Yes	1	1	1
Mr.Dinesh Raja Punniamoorthy Director **DIN:** 03622140	Non-Executive/ Independent	7	7	Yes	1	2	1
Ms.Babita Singaram Director **DIN:** 07482106	Non-Executive/ Independent	7	7	Yes	Nil	2	Nil
Ms.Sujatha Chandrasekaran Additional Director **DIN:** 07711308	Non-Executive/ Non-Independent	7	4	Yes	Nil	1	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.

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

1. 10th May 2017
2. 19th May 2017
3. 28th August 2017
4. 5th September 2017
5. 1st December 2017
6. 14th February 2018
7. 19th March 2018

None of the Non – Executive Directors have 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 31st March 2018:
Mr. Gurumurthi Jayaraman, Chairman
Ms.Babita Singaram, Member
Mr.Dinesh Raja Punniamurthy, Member

The Audit Committee met 4 times during the year on 5th May 2017; 28th August 2017; 1st December 2017; 14th February 2018. 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	Ms.Babita Singaram, Member	Non- Executive Director- Independent	4	4
3	Mr. Dinesh Raja Punniamurthy, Member	Non- Executive Director- Independent	4	4

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 Disclosure of its financial information to ensure that the financial statements are correct, sufficient and creditable;
- Recommendation for 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.

The Committee's constitution and terms of reference are in compliance of the Companies Act, 2013, Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. There has been no change in the constitution or terms of the committee during the year.

The chairman of the Audit Committee was present at the last Annual General Meeting held on 30th September 2017.

B. Stakeholder Relationship Committee

The Stakeholder Relationship Committee comprised of following directors as on 31st March 2018:

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

Stakeholder Relationship Committee met twice during the year on 17th July 2017; 19th March 2018 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.

The Attendance details of the meeting are as follows:

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

Regular reporting procedures have 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 2017 -2018. Total Shareholders complaints/ Requests

Received	Redressed	Pending
2	2	0

C. Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) Comprised of following directors as on 31st March 2018:

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

The Nomination and Remuneration Committee met twice during the year on 31st July 2017; 7th March 2018. The Attendance details of the meeting are as follows:

Sl. No	Name of the Member	Status	Number of Meetings	
			Held	Attended
1	Mr.Dinesh Raja Punniamurthy, Chairman	Non-Executive Director-Independent	2	2
2	Mrs. Padmini Ravichandran, Member	Non-Executive Director-Independent	2	2
3	Ms.Babita Singaram, Member	Non-Executive Director-Independent	2	2

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—

(a) 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;

(b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) 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.

Remuneration to Directors

a) Non-Executive Directors

During the year the company paid Sitting fees as given below to the Non-Executive Directors for attending meetings of the Board and its Committees.

Details of Sitting fees paid to Independent Directors are as follows:

Name	Amount (₹)
Mr.Gurumurthi Jayaraman	12,250
Mrs.Padmini Ravichandran	12,500
Ms.Babita Singaram	14,000
Mr.Dinesh Raja Punniamurthy	14,000

During the year remuneration of $ 1,44,000 was paid to Mr.Lakshmanan Kannappan, Director of the Company from 8K Miles Software Services INC,USA (subsidiary of the company) for the period from April 2017 to March 2018.

b) Executive Directors

During the year remuneration of ₹ 3,33,333 Per month was paid to Mr. R.S.Ramani, Whole-time Director and CFO of the company for the period from April 2017 to March 2018.

During the year remuneration of $2,40,000 was paid to Mr.Suresh Venkatachari, Managing Director of the Company from 8K Miles Software Services INC,USA (subsidiary of the company) for the period from April 2017 to March 2018.

Board Evaluation

Pursuant to Section 134(3)(p) of the Companies Act, 2013 and Regulation 25(4) of the SEBI (LODR) Regulations, 2015, Independent Directors have evaluated the quality, quantity and timeliness of the flow of information between the Management and the Board, Performance of the Board as a whole and its Members and other required matters. Pursuant to Schedule II, Part D of SEBI (LODR) Regulations, 2015, the Nomination and Remuneration Committee has laid down evaluation criteria for performance evaluation of Independent Directors, which will be based on attendance, expertise and contribution brought in by the Independent Director at the Board Meeting, which shall be taken into account at the time of re-appointment of Independent Director. During the year, SEBI has issued a detailed guidance note vide its circular dated 05.01.2017 for the purpose of evaluation of Board and its Directors. Based on the guidance note, the criteria for evaluation of performance of Independent Directors and the Board of Directors the Committee carried out the evaluation of every Directors' performance. The Committee expressed its satisfaction and appreciation for the performance of the Chairperson of the Company, Independent Directors and Non-Independent Directors in discharging their expected roles.

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 30th March 2018 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 31st March 2018 are given below:

Name of the Director	Number of Equity Shares held
Mr. Suresh Venkatachari	17,029,533
Mr. R.S.Ramani	4,75,000
Mr. Gurumurthi Jayaraman	NIL
Mrs. Padmini Ravichandran	NIL
Mr. Lakshmanan Kannappan	NIL
Ms. Babita Singaram	NIL
Mr. Dinesh Raja Punniamurthy	NIL
Ms. Sujatha Chandrasekaran	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
30th September 2017	The Rain tree, St. Mary's Road, Alwarpet, Chennai – 600 018	11.00 AM
30th September 2016	The Rain tree, St. Mary's Road, Alwarpet, Chennai – 600 018	10.15 AM
18th September 2015	Tulip Hall, Dee Cee Manor, No.90, G.N.Chetty Road, T Nagar, Chennai 600017	3.30 PM

4. Related Party transaction

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.

https://8kmiles.com/Investor/Policies/PolicyonRelatedpartytransactions.pdf

5. CEO/CFO Certification:

The CEO 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 Mrs.B.Chandra ,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 31st March 2018.

Reporting of Internal Auditors

The Internal Auditors' report directly to the Audit Committee.

Vigil Mechanism / Whistle Blower Policy

The Board of directors of the Company at its meeting established a Policy on Vigil Mechanism for the Directors and Employees of the Company to report their genuine concerns or grievances relating to actual or suspected fraud, unethical behaviour, violation of the Company's Code of Conduct or Ethics Policy, and any other event which would adversely affect the interests of the business of the Company. Whistle Blowers may send their concerns/ complaints to the Chairman of Audit Committee in a sealed envelope marked confidential, for appropriate action.

The details of establishment of such mechanism has been also discussed on the website of the Company. It is affirmed that no personnel has been denied access to the Audit Committee.

https://8kmiles.com/Investor/Policies/WhistleBlowerPolicy.pdf

Prevention of Sexual Harassment of Women at Workplace

Your company is sensitive to women employees at workplace. As required under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal Act, 2013, the Company has a formal policy to ensure safety of women and prevention of sexual harassment and has set up prevention of sexual harassment and Internal Complaints Committee (ICC) at its work place to redress the complaints of women employees.

During the year, no complaint has been filed with ICC with allegation of Sexual Harassment.

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 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 are published in English national (Business Standard) newspaper and in one Tamil newspaper (Makkal Kural) 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: 29th September 2018
Time: 8.59 AM onwards
Venue: Aloft Chennai OMR- IT Expressway, 102, Rajiv Gandhi Salai, Sholinganallur, Chennai -600 119

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 29th September 2018.

b. Financial Year: 1st April to 31st March.

c. Financial reporting for the quarter ending for financial year ending 31st March 2019 (Tentative).

Financials Results for the quarter ending 30th June 2018	On or before 14th August 2018
Financials Results for the quarter ending 30th September 2018	On or Before 14th November 2018
Financials Results for the quarter ending 31st December 2018	On or Before 14th February 2019
Financials Results for the quarter ending 31st March 2019	On or Before 30th May 2019
Annual General Meeting 2018	Before end of September

11. Listing on Stock Exchanges :

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

ISIN-INE650K01021

Sl. No.	Name of the Stock Exchange	Stock Code
1	Bombay Stock Exchange 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- 400051	8KMILES

Annual Listing Fees have been paid to the above Stock Exchanges, for the financial year 2017-2018.

12. Market Price Data

High, Low (based on closing prices) and number of shares traded during each month in the financial year 2017-18 on BSE Limited and National Stock Exchange of India Limited:

Month	Bombay Stock Exchange Limited		National Stock Exchange of India Limited	
	High	Low	High	Low
April, 2017	618.40	472.35	617.65	472.05
May, 2017	709.00	539.00	645.00	541.00
June, 2017	619.20	532.10	619.05	534.45
July, 2017	567.00	507.05	567.60	507.20
August, 2017	547.50	480.00	548.85	480.10
September, 2017	507.00	364.75	507.05	364.70
October, 2017	679.95	370.00	680.00	373.00
November, 2017	1024.00	671.75	1029.95	670.75
December, 2017	1011.70	855.00	1011.00	852.35
January, 2018	922.00	710.10	921.85	710.00
February, 2018	866.65	580.85	866.45	585.00
March, 2018	750.00	651.20	753.70	656.00

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 Adroit at the address given below:

Adroit Corporate Services Private Limited, Industrial Estate, Makwana Road, Marol Naka Andheri (East), Mumbai – 59

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.

Distribution of Shareholding as on 31st March 2018

Sl. No.	Share or Debentures holding of nominal Value	Share/No. of Folios			Share/Debenture Amount	
		Number	% to Total	No. of Shares	Amount ₹	% to Total
1	Upto - 5000	19754	96.43	16,13,946	80,69,730	5.29
2	5001 - 10000	307	1.5	45,2,263	22,61,315	1.48
3	10001 - 20000	163	0.8	4,61,936	23,09,680	1.51
4	20001 - 30000	61	0.3	2,96,861	14,84,305	0.97
5	30001 - 40000	37	0.18	2,65,271	13,26,355	0.87
6	40001 - 50000	32	0.16	2,92,522	14,62,610	0.96
7	50001 - 100000	50	0.24	7,32,318	36,61,590	2.40
8	100001 and above	82	0.4	2,64,02,488	13,20,12,440	86.52
	Total	**20486**	**100**	**3,05,71,605**	**15,25,88,025**	**100**

14. Shareholding Pattern as on 31st March 2018

Category	Number of Holders	Shares	%
Promoter and Promoter Group	3	17,516,066	57.40
Mutual Funds	1	1,107,230	3.63
Foreign Portfolio Investors	17	215,516	0.71
Financial Institutions/Banks	2	36,576	0.12
Foreign Institutional Investors	2	68,142	0.22
Resident Individuals	18,950	8,301,018	27.2
Bodies Corporate	316	2,954,779	9.68
Clearing Member	87	28,617	0.09
NRI	397	271,236	0.89
Corporate Body-Broker	8	18,425	0.06
Grand Total	**19,783**	**30,517,605**	**100.00**

15. Details of Shares

Mode	Number of Shares	% to paid up Capital	Number of holders
Physical	39	0	4
Electronic			
NSDL	18,113,276	59.35	11,076
CDSL	12,404,290	40.65	9,406

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 INE650K01021
- 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,
No. 5, Cenotaph Road, Teynampet,
Chennai-600 018
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 – 59
Email : info@adroitcorporate.com
Website: www.adroitcorporate.com

19. Compliance Certificate from Practising Company Secretary

Certificate from M/s. B. Chandra & Associates ,Practising Company Secretaries, Chennai, confirming compliance with conditions of Corporate Governance as per SEBI Regulations,2015 is forming part of this Annual Report attached as **Annexure C**.

20. Secretarial Compliance Certificate from Secretarial Auditor

Secretarial Audit Report given by M/s. B. Chandra & Associates, Practising Company Secretaries, Chennai is forming part of this Annual Report attached as **Annexure H**.

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.

Annexure C

Certificate on Compliance with the Conditions of Corporate Governance under Regulation 34 (3) SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015

To: The Members of 8K MILES SOFTWARE SERVICES LIMITED

1. We have examined the compliance of conditions of Corporate Governance by M/s. **8K MILES SOFTWARE SERVICES LIMITED,** for the year ended on 31st March 2018, as stipulated under the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in the Listing Regulations for the period 1st April 2017 to 31st March 2018, with the relevant records and documents maintained by the Company and furnished to us and the Report on Corporate Governance as approved by the Board of Directors.

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

3. Based on the aforesaid examination and according to the information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations except that

   i. The company has entered into Related Party Transactions in the ordinary course and at arms' length without taking prior approval of the Audit Committee under Clause 23 of the SEBI (Listing Obligations and Disclosure) Requirements (LODR) even though the transactions have been ratified at a later date.

   ii. The Company is in the process of reviewing the investments of overseas subsidiaries by Audit Committee of the Company in accordance with Clause 24 of LODR

   iii. It is seen from the copies of the Inter Depository Delivery Instructions (Form 15 of the Depositories' business Rules) by one of the promoters that he has transferred 16,50,000 equity shares of the Company before 31-03-2018 to his own account maintained with another depository, but the said shares are not reflected either in the Promoters' category or Public category in the name of the said promoter as per the Benpos dated 06-04-2018. The said transfer perhaps is reflected as 'disposal' in the system based disclosures of insider trading by the BSE Limited. The shareholding pattern filed by the Company to the stock exchanges doesn't reflect the aforesaid transaction.

4. 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.

G Subhasree
Partner

M/s B. Chandra & Associates
Practising Company Secretaries

Place: Chennai
Dated: 7th September 2018

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, Tamilnadu

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 31st March 2018.

Place: Chennai
Dated: 7th September 2018

Suresh Venkatachari
Managing Director & CEO

Annexure D

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:

MACROECONOMIC OVERVIEW

The global economy grew by 3.8% in CY 2017, a 0.6% rise vis-à-vis CY 2016 and this is the highest rate of GDP growth since CY 2011. This growth was fueled by sustained and broad-based improvements in manufacturing activity, private consumption and investment. More than half of the world's economies witnessed an acceleration in output, supported by favorable global market sentiments and a revival in commodity prices.

Advanced nations surpassed expectations with a 0.6% growth in CY 2017 over CY 2016 . This increase was driven by higher investment spends, conducive monetary policies and an improved outlook that helped release pent-up demand for capital goods. On the other hand, emerging market and developing economies (EMDEs) witnessed a 0.4% growth in CY 2017 vis-à-vis CY 2016. This was led by the upswing in private consumption and fixed investment. Growth in emerging Asian economies like India and China was owing to a surge in exports. Commodity-exporting countries (notably Brazil and Russia, but also Angola, Ecuador, and Nigeria) contributed to global growth as well, following the upturn in commodity prices.

International trade rebounded strongly in CY 2017, stimulated by greater demand and private investments. World merchandise trade volume rose to 4.7% in CY 2017 from 1.8% in CY 2016, driven by rising import demand across regions, most notably Asian economies.

With the increase in fuel prices since September 2017, headline consumer price inflation has picked up again. Core inflation has strengthened in the US and to a small extent in the Euro zone as well. Core inflation in emerging markets has also increased, reflecting pass-through effects from currency depreciation in some cases and second-round effects of higher fuel prices in others.

Source: International Monetary Fund (IMF); World Trade Organization (WTO)

World output growth (in %)

	2017	2018 (P)	2019 (P)
World output	3.7	3.9	3.9
Advanced economies	2.4	2.4	2.2
USA	2.3	2.9	2.7
Euro zone*	2.4	2.2	1.9
Japan	1.7	1.0	0.9
EMDEs	4.7	4.9	5.1
India	6.7	7.3	7.5
China	6.9	6.6	6.4

*Germany, France, Italy and Spain | Source: International Monetary Fund (IMF) | P: Projection

Outlook

Global tailwinds are likely to propel overall GDP growth to rise to 3.9% in CY 2018 and CY 2019. That said, impediments may arise from ongoing geopolitical constraints, protectionist policies of large nations, rising crude oil prices and appreciation of the US dollar.

Advanced economies are projected to grow at 2.5% in CY 2018 on the back of improving domestic demand, industrial activity, moderate inflation and private investment. Long-term growth prospects for advanced nations remain subdued, once the positive cyclical effects of US fiscal policy run their course. Ageing populations and stagnating incomes for the middle class further pose as challenges to growth in the developed economies of USA, Europe and Japan.

In contrast, EMDEs are expected to maintain momentum, growing at a rate of 4.9% in CY 2018, through enhanced capacity utilization for labor and capital. This follows from the projected strong economic performance of India and China and implies improved outlook for commodity exporters as well. In addition, robust and comprehensive structural reforms implemented in India over the last three years augur well for the domestic economy's growth prospects.

Meanwhile, merchandise trade volume growth is estimated to moderate to 4.4% in CY 2018, roughly at par with the 4.7% increase recorded for CY 2017.

Source: International Monetary Fund (IMF); World Trade Organization (WTO)

Industry overview

Information Technology (IT) spending of companies has consistently improved over the last decade, regardless of global economic outcomes and the size of the organisation. Enterprise IT has observed a rising trend in consumption, right from an individual business unit level demand to company-wide requirements. Management teams are cognizant of the organization-wide impact of IT and pay greater attention to the IT component of business strategy. Evolving IT technologies have driven disruptions in business models, leading to vast changes in revenue channels and operating structures of various industry verticals such as healthcare, retail, banking, education and media.

Cloud Computing

In simple terms, cloud computing is the ability of storing and accessing data as well as run IT applications over the internet. The main advantage of this technology, over storing and running applications on a local server, is that computing can be made available on-demand. This means organizations can rent computing infrastructure, pay for only what they have used and save cost. However, this also means not only multiple IT applications can share the infrastructure but also multiple organizations across the world. On such a shared infrastructure, in order for organizations to protect their data and prevent security breaches, cloud computing requires protection both during while its static on the cloud and in-transit while accessing from the Cloud. Increasing public cloud usage with security enhancements such as digital watermarking techniques, helps augment revenue for clients and in turn, the cloud service providers.

Over the years, spending on cloud solutions as part of a company's overall IT budget has grown year-on-year. Cloud computing has emerged as the preferred partner for various IT use cases, owing to the bundled opportunities that it opens up across storage, analytics, collaboration and marketing, among others. Cloud allows organizations to optimize costs and improve operations. The cloud business model supports on-demand, internet-based IT services that offer huge economies of scale.

Healthcare cloud solutions

Highly regulated industries like healthcare and life science face major compliance challenges while embracing cloud transformation. It is primarily due to the large amount of sensitive data at stake. Organizations face many Health Insurance Portability and Accountability Act (HIPAA; 1966) regulatory requirements when it comes to cloud as not all solutions can meet the needs required for health data and Protected Health Information (PHI). Thus, there is a constant need to establish the right equilibrium across security, privacy and performance, within a limited IT budget. At the same time, healthcare cloud solutions need to strike a balance between being HIPAA-compliant and secure, as well as flexible and adaptive to technological advancements.

Another major challenge is the absence of on-site experts to provide support for hybrid cloud environments and deployments. However, as technologies improve and real-world examples demonstrate their reliability, cloud computing is on track to become the new norm in health IT infrastructure. Clients are keen on taking advantage of Software as a Service (SaaS) offerings such as Electronic Health Record (EHR) solutions and service desk assistance.

The increased interest in the healthcare cloud has inspired vendors and service providers to strengthen their support for business associate agreements and third-party privacy and security assessments. Healthcare data management includes strict requirements for security, confidentiality, privacy, traceability of access, reversibility of data and long-term preservation. As hospitals and health systems progressively test and decide on ideas and applications that range from patient health applications to Artificial Intelligence (AI), they need a HIPAA-compliant cloud hosting platform to build or test those applications upon. A reliable cloud advisory firm with such capabilities can double up as an integral implementation partner and manage the system on public cloud.

Outlook

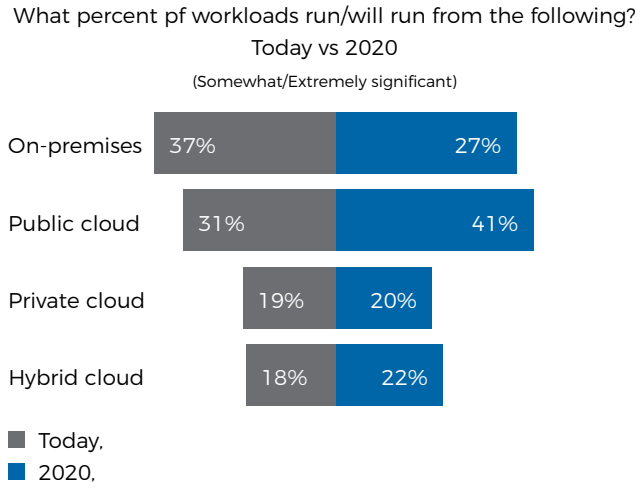
According to International Data Corporation (IDC) forecasts, worldwide spending on public cloud computing will reach $162 billion in 2020 from $67 billion in 2015, growing at a CAGR of 19%. Gartner projects that the shift to cloud will generate more than $302 billion in revenue by 2020 for global cloud service providers. Of this, cloud Infrastructure as a Service (IaaS) solutions will account for nearly $84 billion. Another relevant market insight is that 83% of enterprise workloads will be in cloud by 2020, indicative of the widespread ongoing migration to the internet cloud.

Blockchain technology has emerged as a strong candidate for strengthening cloud solutions. IDC estimates that worldwide spending on blockchain solutions will reach $2.1 billion in 2018, more than twice the $945 million spent in 2017. Additionally, IDC expects blockchain spending to grow at a robust pace of 81.2% CAGR over the 2016-2021 period and reach $9.7 billion in 2021.

Global blockchain healthcare market will reach a staggering $5.61 billion by 2025 from $176.8 million in 2018, growing at a CAGR of 63.85%. At $1.89 billion, Health Information Exchange (HIE) using blockchain will contribute to the single largest market share. Insurance providers are likely to save up to $1 billion every year,

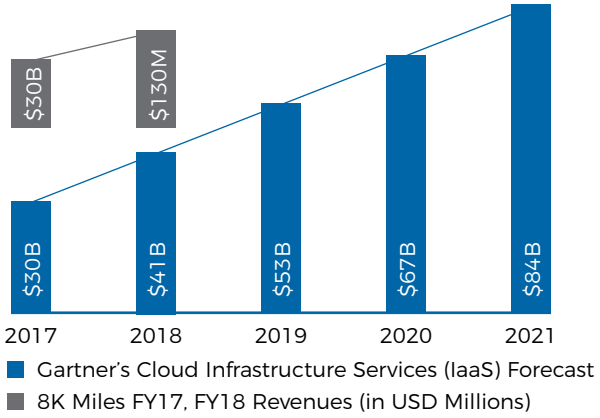
through blockchain-based solutions. As many as 86% of surveyed healthcare executives were keen on backing blockchain applications in at least across nine different categories (Source: BIS Research).

Enterprise workload projection



Source: Logic Monitor's Cloud Vision 2020: The Future of The Cloud Study

Cloud IaaS projection



COMPANY OVERVIEW

8K Miles Software Services Limited (8K Miles) is a leading solution provider in next generation cloud technology. It is a cloud solution specialist in healthcare, life science, finance and other verticals. The Company is the preferred partner for most public cloud providers – Amazon Web Services (AWS), Microsoft Azure (Azure) and Google Cloud – for transformation and managed services in healthcare industry. Its Next Generation Cloud Managed Services are certified and recognized by AWS. Besides, 8K Miles is a Gold-certified cloud partner of Microsoft. The Company and its subsidiaries provide cloud migration advisory and implementation services, DevOps and ongoing upgrades, managed services, big data and analytics, digital transformation and maintenance, cloud solutions for business issues and infrastructure management.

Deep domain expertise, lasting client relationships, industry-specific knowhow, agile innovation and execution, qualified in-house talent and superior quality control form the driving force of the Company. Its products, tools and accelerators include CloudEzRX™, CloudEzCare™, EzIAM™, and MISP™ in the areas of cloud and digital transformation for healthcare and life science sectors. 8K Miles is a public limited company, incorporated and domiciled in India with a registered office in Chennai, Tamil Nadu.

Key enablers

Platform-centric solutions

The Company has built an extensive portfolio with over a decade of hands-on experience and industry exposure. It comprises one-stop shop platforms that are compatible with the public clouds of AWS, Azure, Google and Oracle. The Company can wholly manage and secure the virtual private clouds of its customers, as well as ensure regulatory compliance.

8K Miles offers high-quality multi-cloud vendor-agnostic solutions to produce faster results and reduce risks at reasonable costs. This is primarily because it easily acquires customers, because of the platform centric approach, who subsequently become partner since they seek cost-effective innovations. The Company is able to drive loyalty across its product range since its offerings are fully integrated into customers' enterprise IT infrastructure. It is uniquely positioned to provide end-to-end cloud transformation, seamlessly moving its clients to adopt Managed Services.

Next Generation Cloud Managed Services

8K Miles has services that drive both non-recurring and recurring revenue, while ensuring clients have cloud security, regulatory compliance and cloud management/governance. Most large Indian IT vendors supply staff and services at different hourly rates. However, 8K Miles convinces clients to install its products across their enterprise and enlist its services for years to come by providing superior quality services.

While project-based services drive non-recurring revenue, the Company's state-of-the art Next Generation Managed Services contribute to its recurring revenue. These managed services include cloud competency services, cloud strategy, implementation of latest software development methodologies like DevOps and CI/CD, advanced and smart automation, end-to-end application infrastructure development services and DevOps as a Service.

Strategic partnerships

8K Miles' enduring partnerships with public cloud providers is the foundation for its long-term success. The Company primarily engages with its technology partners — who are also its customers — to drive sales.

It provides diverse technology services that leads to shared success.

Value-based acquisitions

The Company has acquired several businesses to add expertise, acquire products and expand client base, propelling growth and expanding its product portfolio throughout the last decade. The strategic acquisitions help in access to captive customers and enhance cross- and up-selling that enable 8K Miles' platforms to be more robust, while addressing domain-specific compliance and security requirements.

Stellar advisory panel

8K Miles Advisory Board (members listed separately) brings great minds together

- Entrepreneurs, Innovators, Founders, Chairman & CEOs as well as CxOs
- Across many Industries, Technologies as well as Government entities
- Years of global experience

These great minds help accelerate 8K Miles growth by offering many of the following and more:

1. Market Insights & Needs
2. Industry Expertise
3. Executive Introductions and Business Development
4. Validating Business Directions
5. Strategic Product and Technology Investment Decisions
6. Serve as a Reference for our potential Enterprise Customers
7. Provide Sales Support

Our strength

We believe our strengths give us the competitive advantage to position ourselves as the leading global solutions and services company.

Sector and domain expertise: Our specific industry expertise in healthcare and life science and technology expertise in secure cloud environment enables us to transform client's business with innovative, secure, reliable and scalable solutions. Our expertise helps our clients enhance their business performance and IT efficiencies, increase agility and flexibility, reduce costs, and achieve measurable business value.

Intellectual property: Our products, platforms and solutions are geared to fulfill and serve the needs of cloud and digital consumers as well as leverage the potential of larger connected ecosystem. Our CloudEz platform is a result of several man-years of cloud consulting and implementation experiences across assignments and organizations of various sizes. It has in-built solutions for significant number of business problems of the clients/ potential clients in highly regulated industry verticals. Our timely acquisition of IPs like EzIAM has strengthened our positioning in the market.

Deep client relationships and cloud specialists brand: Over last few years, we have been privileged to work with Fortune 500 organizations and several other pharma companies as clients. Our track record in delivering high-quality cloud and business solutions to pharma and healthcare clients has yielded in strong growth trajectory for our top 15 client accounts. Our strong branding in healthcare and life sciences verticals and our close association with technology partners has helped us bolster these relationships and further gain new client logos with each passing quarter. This history of client retention allows us to showcase and strengthen our brand.

Agile execution and DevOps: Our automated tools and accelerators allow us to continuously optimize and enhance already implemented client systems. Our platform creates visual dashboards on real-time basis for ease of decision making by the managers.

High-quality talent: We have a strong ecosystem for employee attraction, competency development, career progression and retention through a trusted partnership with our stakeholders. We have a culture of performance and innovation in an open and collaborative environment.

Financial Performance:

Financial particulars	2017-18 ₹ In lakhs	2017-18 % of Revenue	2016-17 ₹ In lakhs	2016-17 % of Revenue	Growth Inc / (Dec)%
Income					
Revenue from operations	84,923.87	100.00%	52,833.50	100.00%	60.74%
Expenditure					
Employee benefits expense	23,557.56	27.74%	17,636.22	33.38%	33.57%
Finance costs	971.49	1.14%	135.30	0.26%	618.03%
Depreciation and amortization expense	2,518.68	2.97%	1,351.63	2.56%	86.34%
Other expenses	32,124.52	37.83%	16,745.44	31.69%	91.84%
Total	**59,172.25**	**69.68%**	**35,868.59**	**67.89%**	**64.97%**
Profit before tax	26,596.85	31.32%	17,054.71	32.28%	55.95%
Tax expense	6,055.54	7.13%	4,136.18	7.83%	46.40%
Profit after tax	20,541.31	24.19%	12,918.53	24.45%	59.01%

On consolidated basis, revenue for the year was ₹ 84,923.87 lakhs signifying a growth of 60.74% in Rupee terms.

EBITDA margins have increased marginally by 0.33% from 35.09% in the previous year to 35.43% in the current year. Total employee benefit expenses have decreased by 5.64%. Employee benefits expense, as a percentage to revenue, is 33.38% in the previous year to 27.74%. The increase was ₹ 5,921.34 lakhs in line with increase in revenue. Other expenses increased due to increase in Professional & Consultancy Charges, subcontractor expenses, Traveling expenses, Cloud hosting & Communication expenses and Other expenses.

Our effective tax rate is at 22.67% when compared to 23.87% in the previous year. PAT has grown by 53.33% and as a percentage of revenue, has decreased from 24.28% to 23.19% in the current year, mainly on account of increase in revenue, other income and foreign exchange gain in the current year as compared to forex loss in the previous year.

On standalone basis, revenue for the year was ₹ 5056.52 Lakhs signifying a growth of 34.97% in Rupee terms. EBITDA margins have increased marginally from 19.68% in the previous year to 30.87%. The growth in revenue (34.97%) was higher than the growth in employee benefits expense (22.62%). Other expenses increased due to Professional & Consultancy Charges, subcontractor expenses, Rent, Traveling expenses, and Other expenses Our effective tax rate is at 32% when compared to 52% in the previous year. PAT has increased by 198.77% to ₹ 487.74 Lakhs as compared to ₹ 163.28 Lakhs in the previous year mainly on account of increase in revenue, other income and foreign exchange gain in the current year as compared to forex loss in the previous year.

DETAILS OF INTANGIBLE ASSETS:

CloudEz - Cloud Management Platform for Healthcare, Pharma and Lifesciences Enterprises

CloudEz platform builds a GxP environment for applications such LIMS, Real World Evidence (RWE), Big Data and Analytics, IoT, etc. and automates the qualification process, ensuring ongoing compliance with FDA and EMEA regulations. Our CloudEz platform balances security, compliance, automation, and cost optimization with self service capabilities.

- CloudEz platform is a Service Automation Platform that integrates ITSM capabilities such as Service Catalog, Service orchestration and ITIL with Cloud Automation. Service Orchestration and Automation is achieved through the integration between the CloudEz Business Services Engine and an ITSM platform such as ServiceNow.

- CloudEz Business Services Operation and Management Portal is an ITSM platform like ServiceNow which manages and enforces the ITIL processes such as incident, change and release management. It also has Service Catalog and Service Orchestration capabilities that allow it to offer Cloud Services in a self-service manner

- CloudEz Business Services Engine orchestrates the execution of automation script and makes API calls in order to deploy the Business Service in the Cloud. It has the capability of integrating with various tools and technologies such as Chef, Puppet, Cloud APIs, Document Management Systems etc.

CloudEz platform is built upon a suite of frameworks to securely manage the lifecycle Cloud Services for Healthcare/Life Sciences Company:

- Application Automation Framework – Business Services Engine
- Security Framework
- Portability Framework
- Operations Automation Framework
- Enterprise Integration Framework
- Governance Framework

MULTI-DOMAIN IDENTITY SERVICES PLATFORM (MISP) AND EZIAM

Identity and Access Management (IAM) has emerged as a critical need for realizing the business benefits in terms of cost savings, management control and operational efficiency. Enterprises need to manage access to information and applications scattered across internal and external application systems. Moreover, they must provide this access for a growing number of identities, both inside and outside the organization, without compromising security or exposing sensitive information.

8KMiles is a leading provider of Cloud based Federated Identity Management Solutions for large distributed enterprises, Government agencies, service and SaaS providers, SMB's and online services. 8K Miles helps enterprises rapidly establish, scale, and manage identity federations. MISP™ (Multi-Domain Identity Services Platform®) is a toolkit based on industry standards to setup Federation, on-board partners rapidly and monitor deployments, including risk reduction through real-time compliance certification. This patent-pending platform includes Cloud ID Broker Services™ enables secure Federated Single Sign-On and the sharing of identity information.

MISP™ enables customers to leverage the latest developments in Identity Federation & Identity Management Systems and comply with Security and Governance Policies, through a systematic approach that guarantees interoperability of deployments and management of federations.

The hosting capability will allow the MISP™ to offer a more complete federation service and management offering. Besides the service to help an enterprise partner federation assessment, on-boarding, certification, and monitoring service, the solution will add value to an enterprise federation by providing the last mile integration that the SMBs will need to federate and that otherwise would not be able to participate.

This product is approved by US Patent: MISP: US patent 8,434,129 an abstract of which is given below:

MISP is a method and apparatus to provide identity management deployment interoperability and compliance verification. In one embodiment, the system also provides on-demand services including automated certification, monitoring, alerting, routing, and translation of tokens for federated identity related interactions between multi-domain identity management systems is provided.

BREMA – A BLOCKCHAIN RECORDS MANAGEMENT PLATFORM OVERVIEW

Here is a brief overview of Blockchain technology and its benefits as well as the overview of BREMA – Blockchain Records Management, a Platform designed to implement generic Management of any type of Records (financial, health, inventory and etc.)

About Blockchain

Blockchain, invented by Satoshi Nakamoto in 2008, is a shared immutable (tamper-proof) ledger technology network for recording any type of transactions. Though this technology is applicable across all industry verticals given that every industry deal with a network of participants as well as chain of events,i.e., transactions that needed to be recorded and managed properly, Blockchain became popular with Bit Coin, which is its ultimate use case of Currency Management – aka Cryptocurrency.

Ginni Rometty, CEO of IBM famously said, "What the internet did for communications, blockchain will do for trusted transactions" as the benefits of Blockchain technology across industries – not just Cryptocurrencies – can't be understated.

Why Blockchain? - Key Strengths

In the eco-system of every industry where trusted transactions (orders, payments, accounting, tracking etc.) happen continuously and concurrently, today, each participant is having to maintain his/her own ledger. Thus, everyone is maintaining their own version of truth. This is a recipe for human error, fraud and inefficiencies such as paper-trail processes, audits and time & money spent in addressing discrepancies. The goal is to see a transaction end-to-end and reduce those vulnerabilities for everyone involved in the business network.

How Blockchain Works

The following are the basic aspects of Blockchain transaction management:

- Single shared ledger that is tamper-proof. Once recorded, transactions cannot be altered
- All parties must give consensus before a new transaction is added to the network
- Eliminates or reduces paper processes, speeding up transaction times and increasing efficiencies

As each transaction happens, the details of it will be put in a block. Each block is part of a continuous linked-list, so that each block is connected to the one before it as well as the one after it using the hash computed based on the contents of the block. The process of maintaining and updating the blocks are applied independently across the network of nodes. Thus, the transactions are irreversible and immutable – i.e., tamper-proof.

Benefits of Blockchain

Blockchain offers critical benefits to enterprises across the board by offering a distributed, permissioned and secured framework by implementing business processes, i.e., contracts that can be fully or partially executed or enforced without any manual interaction – 'Smart Contracts' aka 'Chain codes'.

This means that enterprises can have a shared system of record across the participants (nodes) in the network, which makes the framework highly scalable yet eliminates the need for maintaining and reconciling disparate ledgers.

In this network, each member of the network has access rights so that confidential information is shared on a need-to-know basis.

Security is inherent as consensus is required from all network members and all validated transactions are permanently recorded. No one, not even a system administrator, can delete.

Given that Blockchain eliminates intermediaries (middle-men / 3rd parties) and directly enables trust, it allows businesses to come together in new ways – Exploit new business models and drive new values, optimize the entire eco-system to improve efficiency and save costs and finally reduce risks by enabling transparency and trust.

BREMA is a generic Transactions or Records Management Platform using the Blockchain technology. More specifically, it uses Linux Foundations Hyper ledger Fabric in conjunction with Hyper ledger Composer with pre-built modules that are standard and must for a typical enterprise grade platform.

This means that enterprises will have an out of the box platform that's ready to model any uses cases thus reducing cost & time necessary to implement a Blockchain based solution.

For example, in the Healthcare vertical, our platform can be integrated with any EHR/EMR solutions such as EPIC, Cerner and Meditech in order to build a platform that will host Electronic Medical Records in Blockchain.

Such platform will not only impact the way hospitals run today, but also enables patients to have direct access to his/her own medical records – on their mobile phones and tables.

Part of the objectives of BREMA is to also make the Blockchain platform 'Cloud ready', which means the blockchain network will be ready to operate across the nodes of Cloud based VPCs (Virtual Private Cloud) such that implementors of our platform can go-live almost instantly by simply creating a Cloud agreement with any/all of the major public Cloud vendors such as AWS, Microsoft Azure, Oracle or Google.

In other words, our platform can go-live out of the box without taking any time for physical HW infrastructure.

Having the network of Blockchain nodes run on the Cloud also means effective Big Data, Artificial Intelligence, Machine Learning and Deep Learning capabilities as well.

AUTOMATON

Cloud is treated as a Computing platform and infrastructure as piece of code. Managing such dynamic infrastructures is a huge challenge for enterprises running multiple applications. Once these applications are deployed in the Cloud, there are unique operational challenges such as, continuing to remain secure, continuous monitoring, high availability and disaster recovery. Thousands of configurations and parameters can change in a second in the environment. Such changes can introduce security and optimization loopholes in the cloud infrastructure. Managing these configuration drifts, identifying these loopholes immediately is not possible manually in cloud. This requirement necessitates highly intelligent programs which can detect and fix problems on the cloud every minute.

Automaton is a Cloud Operations engine that is designed and developed to seamlessly work with Amazon Web Services (AWS) to help different domains and businesses to detect and manage security risks of their entire AWS infrastructure. This is achieved via automated threat detection, incident response and compliance through continuous monitoring and analysis of all AWS configuration and usage of metadata-logs. Automaton also ensures that the infrastructure on the AWS follow the best practices – as per the AWS and community recommendations.

The following section describes the modules and features in the Automaton Operations Engine:

- **Identifiers:** Background Jobs that checks for loopholes in Best practices, Security, Cost optimization, Compliance in Cloud infrastructure

like Amazon Web Services, Azure and Google Cloud every 15 minutes. Identifiers results will be shown in Dashboard, including Identifiers results and Reports

- **Rules:** Customers can define compliance rules which will be executed by the Rule Engine. Example: Customers can define a rule to fix a security group loophole that is observed by the Identifier module

- **Fixers:** Fixers are intelligent programs that are triggered by events or when rules match a loophole. Pre- approved fixers will automatically fix a problem when it encounters. Manually approved fixers will log the details in the ITSM system and will initiate fixing action based on the user authorization

- **Traffic Analysis:** AWS and Azure generates the traffic information between the Virtual Machines as Flow logs. These flow logs contain information like Source IP, Port, Destination IP, Port, Protocol, Bytes, Count of bytes transferred. Traffic flow analysis module enriches this flow log information with VM and network details and provides real time analysis of the traffic patterns, anomalies and threshold breaches.

- **Reports:** Hourly, Daily and weekly consolidated reports of loopholes, fixes and Traffic analysis are generated and sent to customers via email registered.

Acquisitions thus far

FuGen Solutions Inc. (May 2013) FuGen's acquisition includes its market leading patented Cloud Identity Broker and Multi-domain Identity Services Platform (MISP™), an on-demand partner onboarding platform that extends the capabilities of existing Identity Management (IDM), SSO solutions and legacy services to allow enterprise customers and their partners to establish, scale and manage their federated access, certification and SSO, and web services via the cloud. The platform is complementary to 8KMiles' public cloud expertise, serving as an added layer of security, while streamlining authentication and enabling secure single sign-on access across multiple cloud-based business systems.

SERJ Solutions (November 2014), a provider of innovative Epic EHR consulting, custom application development, and support solutions for the Healthcare market. This move solidifies 8K Miles' goal to offer a unique and differentiated cloud-managed solution to the Healthcare sector. By leveraging its expertise in cloud solutions, 8K Miles hopes to help hospitals and healthcare providers by providing the industry's first truly end to end Software as a Service (SaaS) technology platform.

Mindprint Inc. (March 2015) specializes in providing SaaS analytics and operational software to Clinical Research Organizations and Pharmaceutical companies based in Markham, Ontario, Canada. Mindprint brings clarity and transparency to its clients as they benefit from increased profitability, better predictability, streamlined business processes, and superior customer value. Mindprint has partnered with a number of leading CROs and understands the life cycle of a clinical study as well as the business challenges unique to the life sciences industry.

Cintel Systems, Inc. (April 2015) is a leading IT development and services company based in Pleasanton, California, and one of the fast-growing UI and UX design firms in the USA, with more than 7 years of experience creating highly usable and intuitive designs for enterprise customers. Cintel offers UI design and UX development, Mobile Application Development services for a range of key verticals such as Banking & Financial Services, Insurance & Health care, Hi-Tech, Education, Retail and Manufacturing. Cintel's customers includes SaaS and Cloud applications providers which requires a great look and feel in addition to value added features to attract any type of enterprise users.

NexAge Technologies USA Inc. (September 2015) is an East Coast based company with deep domain expertise in Regulatory Compliance and proprietary IT solutions for the US Life Sciences Industry. The company's 15 year track record in the areas of Computer Systems Validation, Quality Review, Vendor Audits, Data Analysis and Migration, Analytics, Change Management, and Governance has earned it expertise, unique insights, wide collaborative partner networks, and industry-wide respect.

Cornerstone Advisors Group (May 2017) is a national Health Information Technology professional services firm based in Georgetown, Connecticut. Cornerstone Advisors provides a higher-level of Information Technology Advisory Services and Implementation Expertise to the healthcare industry. Inspired by trusted relationships, Cornerstone Advisors partners with every client to drive change, add-value, and maximize the return of their Health Information Technology investment.

₹ (in lakhs)

Particulars	Under IND AS				Under US/Indian GAAP			
	31-Mar-18		31-Mar-17		31-Mar-18		31-Mar-17	
	Cost	NBV	Cost	NBV	Cost	NBV	Cost	NBV
Capitalized Software								
Cloud Ez	10,399.92	8,255.73	6,765.51	4,312.94	10,399.92	8,255.73	6,765.51	4,312.94
EzIAM	5,875.85	4,728.40	2,192.27	1,539.09	5,875.85	4,728.40	2,192.27	1,539.09
BREMA	5,367.10	5,367.10	-	-	5,367.10	5,367.10	-	-
Total	**21,642.87**	**18,351.22**	**8,957.78**	**5,852.03**	**21,642.87**	**18,351.22**	**8,957.78**	**5,852.03**
Patents / Trademark	**454.76**	**241.87**	**454.06**	**317.15**	**454.76**	**241.87**	**454.06**	**317.15**
Intangibles Due to Acquisitions								
FuGen Technologies Inc	-	-	-	-	4,612.22	3,574.78	4,605.11	3,875.97
Serj Solutions Inc	-	-	-	-	1,620.50	1,294.35	1,618.00	1,400.11
Cintel Systems Inc	-	-	-	-	2,333.52	1,866.97	2,329.92	2,019.26
Mindprint Inc	-	-	-	-	226.87	181.51	226.52	196.32
8K Miles Inc	-	-	-	-	740.00	-	740.00	-
Cornerstone Advisory Group LLC	4,437.68	3,996.93	-	-	4,437.68	3,996.93	-	-
Total	**4,437.68**	**3,996.93**	**-**	**-**	**13,970.79**	**10,914.54**	**9,519.55**	**7,491.66**
Goodwill								
FuGen Technologies Inc	4,936.32	4,936.32	4,928.71	4,928.71	324.10	324.10	323.60	323.60
Serj Solutions Inc	1,719.14	1,719.14	1,716.49	1,716.49	98.64	98.64	98.49	98.49
Cintel Systems Inc	2,430.75	2,430.75	2,427.00	2,427.00	97.23	97.23	97.08	97.08
Mindprint Inc	259.28	259.28	258.88	259.23	32.41	32.41	32.36	32.36
8K Miles Inc	740.00	-	740.00	-				
NexAge Technologies Inc., USA	972.61	972.61	971.10	971.10	972.61	972.61	971.10	971.10
Cornerstone Advisory Group LLC	866.12	866.12	-	-	866.12	866.12	-	-
Mentor Minds - India	810.25	810.25	809.00	809.00	810.25	810.25	809.00	809.00
Mentor Minds - USA	-	-	9.61	9.61	-	-	9.61	9.61
Total	**12,734.47**	**11,994.47**	**11,860.79**	**11,121.14**	**3,201.36**	**3,201.36**	**2,341.24**	**2,341.24**
Product Under Development (Not Capitalized yet)	**2,795.68**	**2,795.68**	**2,072.24**	**2,072.24**	**2,795.68**	**2,795.68**	**2,072.24**	**2,072.24**

Note:

1. Capitalized Software and Patent/Trademark are amortized over a period of 6 years
2. Intangibles due to Acq. Of Cornerstone are amortized as (a) Trademark - 10 Years (b) Customer Relationship - 10 years (c) Non Compete - 5 years
3. Intangibles Due to Acquisitions are amortized over a period of 15 years per US GAAP and are NOT amortized under IND AS since considered as Goodwill
4. Acquisition of 8K Miles Inc. by Standlone entity are amortized fully
5. Goodwill due to acquisitions of businessess and are not amortized as per Accounting Standards
6. Amortization as stated above are till the year ended 31st March 2018

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.

Our strategy

Our strategic objective is to remain relevant for our clients and to generate profitable growth for our all stakeholders. We shall continue to invest in people, processes, tools and operations. Our focus on innovation and shorter time to market has differentiated us from competition and these would continue to be core pillars of growth and of profitability.

Alliances and Partnerships

Infrastructure: AWS, Azure, Google Cloud Services, IBM Smart Cloud and VMWare

Security: CA, ForgeRock, Sophos, Trend Micro, Gemalto, IBM Security, New Relic

Operations: ServiceNow, Splunk, DataDog, Cloud Checker

HUMAN RESOURCES

8k Miles's business performance relies, first and foremost, on its employees. Talent and development activities are aligned to three priorities: building leadership capabilities and developing future leaders; fostering an environment that supports sustainable performance; and promoting continual professional and personal development for all employees. It is therefore important to attracting the right talent with right skill-sets.

We recruit the best talent from top institutions like NIT and best engineering and business schools. We have hired over 30% of our last year recruits through campus to nurture and grow leaders internally. As an equal opportunity employer our women employees form 18% of our strength.

The **'Mitr – My Friend'** employee referral program ensures that current employees contribute positively to building our Human Capital by referring their friends to the Company.

First Mile

Our on-boarding program is rightly named 'First Mile', with our focus moving towards campus recruitment, we at 8k Miles take all care to ensure that the new employee joining the company is comfortably and properly aligned within the organization as well as the functional role. First Mile includes interaction with key business leaders. The campus recruits are offered improved career opportunities and flexibility, a key factor determining 8K Miles's overall ability to retain people with the requisite skills.

The SBU/Department heads take special care to ensure that there is a seamless acquaintance within teams and the new employees have a clear roadmap of the way ahead.

STEP

Reflecting on 8K Miles's technological transformation, strategic objectives and changing demands from the client, it is continuously developing its employer brand. This includes positioning the organization as an employer of choice. Our Systematic Training for Effective Programing 'STEP' is an integral part of our continuous learning and Knowledge Management System (KMS) – an invaluable repository of training material in various technologies.

Any employee can access the internal STEP portal and learn from the vast knowledge database, that continues to keep getting updated. To further ensure that continuous learning and knowledge development, all employees undergo a 3-month online project and training program. Further, employees are encouraged to get more professional certifications in areas like AWS, Azure, IAM, Big-Data Analytics where they specialize. We are proud to state that nearly 70% of our technical staff hold professional certification.

One key aspect of ensuring continuous learning at 8K Miles is the weekly meetings called WWW2 - What Worked Well and What Went Wrong. This one-hour interactive knowledge-sharing session ensures that project experiences are shared by cross-function teams.

Hackathons

Based on the belief that 'More than coding, Hacking is the way of learning', we hold quarterly competitions to build fool-proof applications on given topics.

Reward and Recognition

One of the distinguishing factor for any performing organization is its rewards package. We have one of the best compensation packages in the industry backed that is constantly aligned to match the industry. Further with an objective Performance Management System that rewards outstanding performers.

We have the following rewards:

Miler of the Year

Team of the Quarter

Milestone Awards

Other People Initiatives @ 8K Miles

Technopreneur@8K Miles
The strength of any technically oriented organization is in developing innovative and effective solutions that meet the customer needs. Technopreneur@8K Miles enables independent thinkers who are given their time and space to ideate and create new and groundbreaking ideas.

ComPass
To groom future leaders, each employee is assigned a senior management mentor who nurture them to be leaders of the future.

SMile
A social initiative driven employee group that undertakes socially helpful projects that bring smile to the people.

Fun@Work
These fun-filled evenings are regularly organized to relieve the stress of employees, and more importantly, ensure that they have fun at work.

INTERNAL CONTROL SYSTEMS AND ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Audit committee defines the scope and authority of the Internal Auditor. The Audit Committee, comprises of professionally qualified Directors, who interact with the statutory auditors, internal auditors and management in dealing with matters within its terms of reference.

The Company has a proper and adequate system of internal controls. Adequate internal controls ensures transactions are authorized, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls. An extensive program of internal audits and management reviews supplements the process of internal financial control framework. Documented policies, guidelines and procedures are in place for effective management of internal financial controls.

Annexure E

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 Profit and Loss Account 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 contain 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	**Suresh Venkatachari**	**R.S.Ramani**
Dated: 7th September 2018	Managing Director & CEO	Chief Financial Officer

Annexure F

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 Lakhs)

S. No	Name of the Subsidiary	Reporting Period	Reporting Currency	Exchange Rate		Share capital	Reserves & surplus	Total assets	Total Liabilities Incl. Equity	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	% of share holding
				Closing	Average										
1	8K Miles Software Services Inc. USA	31-Mar-18	USD	1 USD =64.82	1 USD =64.33	20.22	39,333.71	56,637.18	56,637.18	-	47,603.55	11,666.81	3,369.10	8,297.71	63.38
2	8K Miles Software Services FZE - UAE	31-Mar-18	AED	1 AED =17.65	1 AED =17.60	26.48	10,068.36	10,216.28	10,216.28	-	13,481.61	5,278.55	-	5,278.55	100.00
3	8K Miles Health Cloud Inc. USA	31-Mar-18	USD	1 USD =64.82	1 USD =64.33	1.69	9,135.38	13,080.29	13,080.29	-	23,114.47	7,393.63	2,092.70	5,300.93	100.00
4	Mentor Minds Solutions and Services Inc. USA	31-Mar-18	USD	1 USD =64.82	1 USD =64.33	0.65	3,877.56	3,878.21	3,878.21	-	-	0.57	-	0.57	100.00
5	Mentor Minds Solutions and Services Private Ltd. India (Till 28-Feb-2018)	31-Mar-18	₹	NA	NA	-	-	-	-	-	-	-0.19	-	-0.19	-

Annexure G

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS:

8K Miles Software Services Limited (the Company) has not entered into any contract/ arrangement/transaction with its related parties which is not in ordinary course of business or at arm's length during Financial Year 2017-18.

a. Name(s) of the related party and nature of relationship: Not Applicable

b. Nature of contracts/arrangements/transactions: Not Applicable

c. Duration of the contracts/arrangements/transactions: Not Applicable

d. Salient terms of the contracts or arrangements or transactions including the value, if any: Not Applicable

e. Justification for entering into such contracts or arrangements or transactions: Not Applicable

f. Date(s) of approval by the Board: Not Applicable

g. Amount paid as advances, if any: Not Applicable

h. Date on which the special resolution was passed in general meeting as required under first proviso to Section 188: Not Applicable

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENT OR TRANSACTIONS AT ARM'S LENGTH BASIS:

There were certain transactions entered by the Company with its foreign subsidiaries and other parties who are related within the meaning of Indian Accounting Standard (Ind AS) 24 and Section 188 of the Act. Attention of Members is drawn to the disclosure of transactions with such related parties set out in Note No. 31 of the Standalone Financial Statements, forming part of this Annual Report.

Annexure H

Secretarial Audit Report

To,
The Members,
8K MILES SOFTWARE SERVICES LIMITED,
#5, Cenotaph Road, II Floor Srinivasa Towers,
Teynampet, Chennai TN 600018 IN

OUR REPORT OF EVEN DATE IS TO BE READ ALONG WITH THIS LETTER.

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

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. 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 procedures on test basis.

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

Place: Chennai
Date: 7th September 2018

Sd/-
G. Subhasree
Partner

M/s B. Chandra& Associates
ACS No.: 21014
C P No.: 13312

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2018

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

To
The Members,
8K MILES SOFTWARE SERVICES LIMITED,
#5, Cenotaph Road, II Floor Srinivasa Towers,
Teynampet, Chennai TN 600018 IN

We 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 our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that, in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2018, according to the provisions of:

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

(ii) The Companies Act 1956 (to the extent applicable);

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

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

(v) 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;

(vi) 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 2015;

c. 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;

d. The Securities and Exchange Board of India (Listing obligations and Disclosure requirements) Regulations 2015;

We are informed that the company, during the year, was not required to comply with the following regulations and consequently not required to maintain any books, papers, minute books or other records or file any forms/ returns under:

a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009

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

c. The Securities and Exchange Board of India (Issue and Listing of Debt securities) Regulations 2008

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

e. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998;

(vi) Based on the study of the systems and processes in place and a review of the reports of (1) the heads of the Departments (2) the Internal Audit

Reports submitted to the Company, we report that the Company has complied with the provisions of the following labour laws and the rules made there under and that there are no industry specific statutes applicable to them.

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.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except that:

1. The company has entered into Related Party Transactions in the ordinary course and at arms' length without taking prior approval of the Audit Committee under Clause 23 of the SEBI (Listing Obligations and Disclosure) Requirements (LODR) even though the transactions have been ratified at a later date.

2. The Company didn't file MGT-10 pursuant to sec.93 of the Companies Act, 2013 (Section since deleted) when one of the promoter sold 2.24% of equity shares in Company in January 2018.

3. The Company had granted loans / made investments to its subsidiary after taking approval of the board of directors as required u/s.179 of the Companies Act, 2013 but the filing of the resolution pursuant to sec.117 of the Companies Act, 2013 has not been complied with. The company is in the process of making an application for the condonation of delay and for filing the aforesaid form with RoC.

4. It is seen from the copies of the Inter Depository Delivery Instructions (Form 15 of the Depositories' business Rules) by one of the promoters that he has transferred 16,50,000 equity shares of the Company before 31-03-2018 to his own account maintained with another depository, but the said shares are not reflected either in the Promoters' category or Public category in the name of the said promoter as per the Benpos dated 06-04-2018. The said transfer perhaps is reflected as 'disposal' in the system based disclosures of insider trading by the BSE Limited. The shareholding pattern filed by the Company to the stock exchanges doesn't reflect the aforesaid transaction.

I further report that

5. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Even though less than 2/3rd of the directors had been retiring at every annual general meeting the appointment of the whole time directors have the approval of the members thus satisfying the spirit of Section 152 of the Companies act 2013.

   - 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 was required to be captured and recorded as part of the minutes.

I further report that the company is in the process of setting up adequate systems and processes in the company including compliance with Secretarial standards, LODR and other regulations laid down, 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.

I further report that during the audit period 2017-18 and till the date of the report the following events have taken place in the company

1. The consolidated accounts for the year 2017-18 have been approved by the Board of Directors belatedly in the meeting held on 17th July 2018.

2. The board of directors in the meeting held on 10.05.2017 had recommended dividend pay out of ₹ 7 per equity share and duly notified to the Stock Exchange but was later revised to ₹ 1/- per equity share in the BM held on 05.09.2017; during the interregnum one of the promoter has sold 10,00,000 shares.

3. During the year the Company has not received any foreign Direct Investment; however the Company

is in the process of seeking the composition of the offence under FEMA for the delayed reporting of the FDI received in the earlier years by the non resident promoter.

4. The Company is in the process of reviewing the investments of overseas subsidiaries by Audit Committee of the Company in accordance with Clause 24 of LODR.

5. The Company has filed an application seeking approval of the appointment of a non-resident as Managing Director of the Company for the present and the previous term of five years each. The incumbent has however not drawn any remuneration from the Company since the commencement of his appointment.

Place: Chennai
Date: 7th September 2018

Sd/-
G. Subhasree
Partner

M/s B. Chandra& Associates
ACS No.: 21014
C P No.: 13312

Annexure I

Form No.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31st March 2018

[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 – 600018, 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.	620	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	63.38%	2 (87) (ii)
	(i) Nexage Technologies USA Inc	-	Subsidiary	100%	2 (87) (ii)
	(ii) Cornerstone Advisors Inc. USA	-	Subsidiary	100%	2 (87) (ii)
2	8K Miles Software Services (FZE)(UAE)	-	Subsidiary	100%	2 (87) (ii)
3	8K health Cloud Inc (USA)	-	Subsidiary	100%	2 (87) (ii)
	(i) Serj Solutions 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. (till 28th February 2018)	U72300TN1999PTC043823	Subsidiary	-	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	% of change in shareholding during the year
1	Suresh Venkatachari	17029533	55.80	14,50,000	17029533	55.80	19,00,000	-
2	R S Ramani	2157506	7.07	2,50,000	475000	1.56	0.00	(5.51)
3	M V Bhaskar	164786	0.54	0.00	11533	0.04	0.00	(0.5)
	Total	**19351825**	**63.41**	**17,00,000**	**17516066**	**57.40**	**19,00,000**	**(6.01)**

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	Suresh Venkatachari	01/04/2017	17029533	55.80	17029533	55.80
	Date wise Increase/ Decrease in Promoters holding during the year		NIL				
	At the end of the year		31/03/2018	17029533	55.80	17029533	55.80
2	At the beginning of the year	R.S.Ramani	01/04/2017	2157506	7.07	2157506	7.07
	Date wise Increase/ Decrease in Promoters holding during the year		12/05/2017	-625000	2.05	1532506	5.02
			13/05/2017	-225000	0.74	1307506	4.28
			20/05/2017	-150000	0.49	1157506	3.79
			24/01/2018	-682506	2.24	475000	1.56
	At the end of the year		31/03/2018	475000	1.56	475000	1.56
3	At the beginning of the year	M V Bhaskar	01/04/2017	164786	0.54	164786	0.54
	Date wise Increase/ Decrease in Promoters holding during the year		24/10/2017	-153253	0.50	11533	0.04
	At the end of the year		31/03/2018	11533	0.04	11533	0.04

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

S. No	Description	Name of the shareholder	As On Date	No. of Shares	% of total shares of the company	Cumulative Shareholding during the year	
						No. of shares	% of total shares of the company
1	At the beginning of the year	Sandeep Tandon	01/04/2017	1832613	6.01	1832613	6.01
	At the end of the year Date wise Increase / Decrease in Shareholding during the year		31/03/2018	-1100000	3.60	732613	2.40
	At the end of the year		31/03/2018	732613	2.40	732613	2.40
2	At the beginning of the year	Nirmal Bang Financial Services	01/04/2017	416	0.00	416	0.00
	Date wise Increase / Decrease in Shareholding during the year		07/04/2017	416	0.00	832	0.00
			28/04/2017	-832	0.00	0	0.00
			12/05/2017	416	0.00	416	0.00
			14/07/2017	416	0.00	832	0.00
			08/09/2017	-50	0.00	782	0.00
			15/09/2017	1000	0.00	1782	0.01
			22/09/2017	-200	0.00	1582	0.01
			29/09/2017	-486	0.00	1096	0.00
			06/10/2017	-1096	0.00	0	0.00
			13/10/2017	50000	0.16	50000	0.16
			10/11/2017	17060	0.06	67060	0.22
			01/12/2017	1015	0.00	68075	0.22
			08/12/2017	2019	0.01	70094	0.23
			15/12/2017	220	0.00	70314	0.23
			22/12/2017	5200	0.02	75514	0.25
			29/12/2017	1446	0.00	76960	0.25
			05/01/2018	-5000	0.02	71960	0.24
			12/01/2018	5000	0.02	76960	0.25
			25/01/2018	-28168	0.09	48792	0.16
			09/02/2018	-38042	0.12	10750	0.04
			16/02/2018	-5250	0.02	5500	0.02
			23/02/2018	5539	0.03	11039	0.06
			09/03/2018	33	0.00	11072	0.04
			23/03/2018	78	0.00	11150	0.04
			30/03/2018	1100000	3.60	1111150	3.64
	At the end of the year		31/03/2018	1111150	3.64	1111150	3.64

S. No	Description	Name of the shareholder	As On Date	No. of Shares	% of total shares of the company	Cumulative Shareholding during the year	
						No. of shares	% of total shares of the company
3	At the beginning of the year	DSP Blackrock Small Cap Fund	01/04/2017	680949	2.23	680949	2.23
	Date wise Increase / Decrease in Shareholding during the year		25/01/2018	426281	1.40	1107230	3.63
	At the end of the year		31/03/2018	1107230	3.63	1107230	3.63
4	At the beginning of the year	Canara HSBC Oriental Bank of Commerce	01/04/2017	0	0.00	0	0.00
	Date wise Increase / Decrease in Shareholding during the year		27/10/2017	341362	1.12	341362	1.12
			31/10/2017	12333	0.04	353695	1.16
			03/11/2017	170694	0.56	524389	1.72
			10/11/2017	66427	0.22	590816	1.94
			17/11/2017	54393	0.18	645209	2.11
			01/12/2017	3428	0.01	648637	2.13
			08/12/2017	-1652	0.01	646985	2.12
			22/12/2017	1173	0.00	648158	2.12
			29/12/2017	-4245	0.01	643913	2.11
			05/01/2017	29658	0.10	673571	2.21
			12/01/2018	-320	0.00	673251	2.21
			19/01/2018	3581	0.01	676832	2.22
			25/01/2018	60088	0.20	736920	2.41
			02/02/2018	4183	0.01	741103	2.43
			09/02/2018	4348	0.01	745451	2.44
			16/02/2018	-1063	0.00	744388	2.44
			23/02/2018	1940	0.01	746328	3.85
			02/03/2018	2133	0.01	748461	2.45
			09/03/2018	3451	0.01	751912	2.46
			16/03/2018	2656	0.01	754568	2.47
			23/03/2018	-562	0.00	754006	2.47
			30/03/2018	3325	0.01	757331	2.48
	At the end of the year		31/03/2018	757331	2.48	757331	2.48
5	At the beginning of the year	Vimal Sagarmal Jain	01/04/2017	670533	2.20	670533	2.20
	Date wise Increase / Decrease in Shareholding during the year			NIL	NIL		
	At the end of the year		31/03/2018	670533	2.20	670533	2.20
6	At the beginning of the year	Archana Sandeep Tandon	01/04/2017	446298	1.46	446298	1.46
	Date wise Increase / Decrease in Shareholding during the year		28/07/2017	-190000	0.62	256298	0.84
	At the end of the year		31/03/2018	256298	0.84	256298	0.84
7	At the beginning of the year	Karthik Ramakrishnan	01/04/2017	266666	0.87	266666	0.87
	Date wise Increase / Decrease in Shareholding during the year			NIL	NIL		
	At the end of the year		31/03/2018	266666	0.87	266666	0.87
8	At the beginning of the year	Sandeep Tandon HUF	01/04/2017	266666	0.87	266666	0.87
	Date wise Increase / Decrease in Shareholding during the year			NIL	NIL		
	At the end of the year		31/03/2018	266666	0.87	266666	0.87
9	At the beginning of the year	Nikesh K Shah HUF	01/04/2017	246507	0.81	246507	0.81
	Date wise Increase / Decrease in Shareholding during the year		21/04/2017	-1599	0.01	244908	0.80
	At the end of the year		31/03/2018	244908	0.80	244908	0.80

S. No	Description	Name of the shareholder	As On Date	No. of Shares	% of total shares of the company	Cumulative Shareholding during the year	
						No. of shares	% of total shares of the company
10	At the beginning of the year	Nikesh K Shah	01/04/2017	243699	0.80	243699	0.80
	Date wise Increase / Decrease in Shareholding during the year		25/01/2018	-9000	0.03	234699	0.77
			09/03/2018	-9000	0.03	225699	0.74
	At the end of the year		31/03/2018	225699	0.74	225699	0.74

C. Shareholding of Directors & Key Managerial Personnel

Sl. No.	Description	Name of the Promoter	As on Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	At the beginning of the year	Suresh Venkatachari	01/04/2017	17029533	55.80	17029533	55.80
	Date wise Increase / Decrease in Shareholding during the year			NIL	NIL		
	At the end of the year		31/03/2018	17029533	55.80	17029533	55.80
2	At the beginning of the year	R S Ramani	01/04/2017	2157506	7.07	2157506	7.07
	Date wise Increase / Decrease in Shareholding during the year		12/05/2017	-625000	2.05	1532506	5.02
			13/05/2017	-225000	0.74	1307506	4.28
			20/05/2017	-150000	0.49	1157506	3.79
			24/01/2018	-682506	2.24	475000	1.56
	At the end of the year		31/03/2018	475000	1.56	475000	1.56

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	325,695,474	-	-	325,695,474
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	13,97,584	-	-	13,97,584
Total (i+ii+iii)	**327,093,058**	**-**	**-**	**327,093,058**
Change in Indebtedness during the financial year				
-Addition	1,110,837,682	375,000,000		1,485,837,682
-Reduction	1,085,118,250	-	-	1,085,118,250
Net Change	25,719,432	375,000,000	-	400,719,432
Indebtedness at the end of the financial year				
i) Principal Amount	351,414,905	375,000,000	-	726,414,905
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,066,575	20,911,932	-	21,978,507
Total (i+ii+iii)	**352,481,480**	**395,911,932**	**-**	**748,393,412**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
1	Gross salary	R.S.Ramani-WTD/CFO				
	(a) Salary as per provisions contained in section17(1) of the Income-tax Act, 1961	39,99,996	-	-	-	39,99,996
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	Profits in lieu of salary undersection17(3) Income-taxAct,1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	-as % of profit	-	-	-	-	-
	-Others, specify...	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
6	Total(A)	39,99,996	-	-	-	39,99,996
	Ceiling as per the Act	84,00,000	-	-	-	84,00,000

B. Remuneration to other directors:

Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
Independent Directors	Padmini Ravichandran	J Gurumurthi	Dinesh Raja Punniamurthy	Babita Singaram	
Fee for attending board committee meetings	12,500	12,250	14,000	14,000	52,750
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
Total (1)	12,500	12,250	14,000	14,000	52,750
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	Not more than 100000 per meeting as sitting fee				

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		3,00,000		3,00,000
	(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 undersection 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					
	Punishment					
	Compounding					
B.	**Directors**					
	Penalty					
	Punishment					
	Compounding					
C.	**Other officers in Default**					
	Penalty					
	Punishment					
	Compounding					

On behalf of the Board of Directors
Suresh Venkatachari
Managing Director & CEO

Place: Chennai
Date: 7th September 2018

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Independent Auditor's Report

To The Members of 8K Miles Software Services Limited

REPORT ON THE STANDALONE IND AS FINANCIAL STATEMENTS

We have audited the accompanying standalone Ind AS financial statements of **8K Miles Software Services Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE IND AS 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 of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

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

In conducting 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 and the Order issued under section 143(11) of the Act.

We conducted our audit of the standalone Ind AS financial statements 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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS 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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2018, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

OTHER MATTERS

The comparative financial information of the Company for the year ended 31 March 2017 and the transition date opening balance sheet as at 1 April 2016 included

in these standalone Ind AS financial statements, have been prepared after adjusting the previously issued standalone financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS. The previously issued standalone financial statements were audited by the predecessor auditor whose report for the year ended 31 March 2017 and 31 March 2016 dated 10 May 2017 and 9 May 2016, respectively, expressed an unmodified opinion on those standalone financial statements. Adjustments made to the previously issued standalone financial statements to comply with Ind AS have been audited by us.

Our opinion on the standalone Ind AS financial statements is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit 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 purposes of our audit.

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.

   e) On the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements;

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

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

V. Balaji
Partner (Membership No. 203685)

Place : Mumbai
Date : 7th September 2018

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING 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 31 March 2018 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of 31 March 2018, based on the criteria for internal control over financial reporting 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 Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

V. Balaji
Partner (Membership No. 203685)

Place : Mumbai
Date : 7th September 2018

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) In respect of its property, plant and equipment:

(a) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification, which, in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) The Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under clause (i) (c) of the Order is not applicable.

(ii) The Company does not have any inventory and, hence, reporting under clause (ii) of the Order is not applicable.

(iii) According to the information and explanation given to us, the company has granted unsecured loans to companies covered in the register maintained under Section 189 of the Companies Act, 2013, in respect of which:

(a) The terms and conditions of the grant of such loans as applicable are, in our opinion, *prima facie*, not prejudicial to the Company's interest.

(b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per applicable stipulations.

(c) There is no overdue amount remaining outstanding as at the balance sheet date.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans and making investments. The Company has not provided guarantees and securities.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year.

(vi) Having regard to the nature of the Company's business/ activities, reporting under clause (vi) of the Order with regard to maintenance of cost records is not applicable.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been generally regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Goods and Services Tax, Service Tax, Customs Duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. Excise duty is not applicable to the Company.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Goods and Services Tax, Service Tax, Customs Duty, Value Added Tax, Cess and other material statutory dues in arrears as at 31 March 2018 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax which have not been deposited as on 31 March 2018 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the amount relates (Financial Year)	Amount involved (₹ in lakhs)	Amount unpaid (₹ in lakhs)
Income Tax Act, 1961	Income Tax	Assistant Commissioner of Income Tax	2007-08	9.51	9.51
			2009-10	56.76	56.76
			2010-11	1.39	1.39
			2011-12	11.91	11.91
			2012-13	0.25	0.25
			2014-15	15.16	15.16

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

(ix) In our opinion and according to the information and explanations given to us, money raised by way of term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds. Further, the Company has not raised money by way of initial public offer or further public offer (including debt instruments).

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and, hence, reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with the Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and, hence, reporting under clause (xiv) of the Order is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions during the current year with any of the directors of the Company or its holding, subsidiary or associate company or a person connected with him and, hence, the provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

V. Balaji
Partner (Membership No. 203685)

Place : Mumbai
Date : 7th September 2018

Standalone Balance Sheet

as at 31st March 2018

₹ (in lakhs)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A ASSETS				
1 Non-current assets				
(a) Property, plant and equipment	5A	83.25	99.33	138.10
(b) Capital work-in-progress		10.60	-	-
(c) Intangible assets	5B	-	287.81	539.76
(d) Intangible assets under development		-	90.18	43.04
(e) Financial assets				
(i) Investments	6	9,352.04	8,918.91	4,719.41
(ii) Loans	8	2,618.37	131.77	39.05
(f) Deferred tax assets (Net)	34	233.62	227.32	239.20
(g) Other non-current assets	10	169.00	50.45	11.58
Total non-current assets		**12,466.88**	**9,805.77**	**5,730.14**
2 Current assets				
(a) Financial assets				
(i) Trade receivables	7	3,679.84	1,223.54	970.97
(ii) Cash and cash equivalents	11	14.37	488.55	302.00
(iii) Bank balances other than (ii) above	12	76.00	96.00	-
(iv) Loans	8	-	11.13	10.55
(v) Other financial assets	9	248.06	0.10	0.07
(b) Other current assets	10	116.92	49.88	28.07
Total Current Assets		**4,135.19**	**1,869.20**	**1,311.66**
Total assets		**16,602.07**	**11,674.97**	**7,041.80**
B EQUITY AND LIABILITIES				
3 Equity				
(a) Equity share capital	13	1,525.88	1,525.88	1,089.41
(b) Other equity	14	6,294.39	6,163.03	4,820.49
Total equity		**7,820.27**	**7,688.91**	**5,909.90**
4 Non-current liabilities				
(a) Financial liabilities				
- Borrowings	15	5,007.15	2,005.76	366.25
(b) Provisions	18	63.10	47.64	31.10
(c) Other non-current liabilities	19	10.61	12.52	12.94
Total non-current liabilities		**5,080.86**	**2,065.92**	**410.29**
5 Current Liabilities				
(a) Financial liabilities				
(i) Borrowings	15	1,198.60	732.02	238.72
(ii) Trade payables	16	948.02	377.02	253.66
(iii) Other financial liabilities	17	1,269.33	637.17	130.54
(b) Other current liabilities	19	125.07	54.39	36.08
(c) Provisions	18	32.17	39.75	16.74
(d) Current tax liabilities (Net)	20	127.75	79.79	45.87
Total Current Liabilities		**3,700.94**	**1,920.14**	**721.61**
Total equity and liabilities		**16,602.07**	**11,674.97**	**7,041.80**

See accompanying notes forming part of the Standalone Ind AS financial statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

For and on behalf of **the Board of Directors**

V. Balaji
Partner

Suresh Venkatachari
Managing Director
DIN : 00365522

R. S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Mumbai
Date : 7th September 2018

Place : Chennai
Date : 7th September 2018

Standalone Statement of Profit and Loss

for the year ended 31st March 2018

₹ (in lakhs)

Particulars		Note No.	For the year ended 31 March 2018	For the year ended 31 March 2017
I	Revenue from operations	21	5,056.52	3,746.40
II	Other income	22	359.84	7.78
III	**Total income (I+II)**		**5,416.36**	**3,754.18**
IV	**Expenses**			
	Employee benefits expense	23	1,452.95	1,184.91
	Finance costs	25	755.42	89.90
	Depreciation and amortisation expense	5	83.87	304.28
	Other expenses	24	2,402.65	1,832.01
	Total expenses		**4,694.89**	**3,411.10**
V	**Profit before tax (III-IV)**		**721.47**	**343.08**
VI	**Tax expense**			
	(a) Current tax (including prior years)	34	244.05	167.18
	(b) Deferred tax	34	(10.42)	12.62
			233.63	**179.80**
VII	**Profit for the year (V-VI)**		**487.84**	**163.28**
VIII	**Other comprehensive income / (loss)**			
	Items that will not be reclassified subsequently to the statement of profit and loss:			
	(a) Remeasurements of the defined benefit plans	29	14.95	(2.24)
	(b) Income tax relating to items that will not be reclassified to profit or loss	34	(4.12)	0.74
	Total other comprehensive income / (loss)		**10.83**	**(1.50)**
IX	**Total comprehensive income for the year (VII+VIII)**		**498.67**	**161.78**
X	**Earnings per equity share (face value of ₹ 5 each)**	26		
	(a) Basic (in ₹)		1.60	0.54
	(b) Diluted (in ₹)		1.60	0.54

See accompanying notes forming part of the Standalone Ind AS financial statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

V. Balaji
Partner

Place : Mumbai
Date : 7th September 2018

For and on behalf of **the Board of Directors**

Suresh Venkatachari
Managing Director
DIN : 00365522

R. S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Chennai
Date : 7th September 2018

Standalone Cash Flow Statement

for the year ended 31st March 2018

₹ (in lakhs)

Particulars	Note No.	For the year ended 31 March 2018	For the year ended 31 March 2017
A. CASH FLOW FROM OPERATING ACTIVITIES			
Profit for the year		487.84	163.28
Adjustments for:			
Income tax expense recognised in the statement of profit and loss	34	233.63	179.80
Finance cost recognised in profit or loss	25	755.42	89.90
Depreciation and Amortisation Expense	5	83.87	304.28
Gain on Sale of Other intangibles assets	22	(61.34)	-
Interest Income on bank deposits and loans	22	(249.58)	(0.28)
Gain on sale of investment	22	(6.12)	-
Allowance for Expected Credit Losses	22	(1.49)	9.63
Net Unrealised Exchange Loss / (Gain)	22	(12.79)	-
Operating Profit before Working Capital / Other Changes		**1,229.44**	**746.61**
Adjustments for (increase)/decrease in operating assets:			
Trade Receivables	7, 22	(2,433.42)	(262.20)
Other Non Current Financial Assets	8	(7.23)	(92.72)
Other Non Current Assets	10	8.52	(38.87)
Other Current Financial Assets	8	11.13	(0.61)
Other Current Assets	10	(67.04)	(21.81)
Adjustments for increase/(decrease) in operating liabilities:			
Trade Payables	16, 22	555.98	123.36
Other Non Current Financial Liabilities		-	-
Provisions (Non-current)	18, 29	30.41	14.30
Provisions (current)	18	(7.58)	23.01
Other Non Current Liabilities	19	(1.91)	(0.42)
Other Current Financial Liabilities	16	(122.56)	0.75
Other Current Liabilities	19	70.68	18.31
Cash Generated (used in) / from Operations		**(733.58)**	**509.71**
Net income tax paid (including interest paid there on)		(196.09)	(133.25)
Net Cash Flow (Used in) / From Operating Activities (A)		**(929.67)**	**376.46**
B. CASH FLOW FROM INVESTING ACTIVITIES			
Capital Expenditure on Property, Plant and Equipment	5, 10	(155.19)	(60.68)
Proceeds from Sale of Property, Plant and Equipment	5, 22	394.81	-
Investment made during the year	6	(521.21)	(4,199.50)
Proceeds from sale of investments during the year	6	94.21	-
Bank balances not considered as Cash and cash equivalents	12	20.00	(96.00)
Loan granted to Subsidiary	8, 22	(2,478.72)	-
Interest received	9, 22	1.62	0.25
Net Cash Flow (Used in) Investing Activities (B)		**(2,644.48)**	**(4,355.93)**

Standalone Cash Flow Statement

for the year ended 31st March 2018

₹ (in lakhs)

Particulars	Note No.	For the year ended 31 March 2018	For the year ended 31 March 2017
C. CASH FLOW USED IN FINANCING ACTIVITIES			
Proceeds from issue of Equity Shares (including premium)	14	-	1,617.23
Dividend paid (including tax thereon)	14, 17	(366.60)	-
Borrowings taken during the year	15, 17	15,481.86	13,154.10
Borrowings repaid during the year	15, 17	(11,465.68)	(10,529.39)
Finance Costs	25, 17	(549.61)	(75.92)
Net Cash Flow from Financing Activities (C)		**3,099.97**	**4,166.02**
Net Increase in Cash and Cash Equivalents (A) + (B) + (C)		**(474.18)**	**186.55**
Cash and Cash Equivalents at the Beginning of the Year (Refer Note 11)	11	488.55	302.00
Cash and Cash Equivalents at the End of the Year (Refer Note 11)		**14.37**	**488.55**

See accompanying notes forming part of the Standalone Ind AS financial statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

V. Balaji
Partner

Place : Mumbai
Date : 7th September 2018

For and on behalf of **the Board of Directors**

Suresh Venkatachari
Managing Director
DIN : 00365522

R. S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Chennai
Date : 7th September 2018

Statement of Changes in Equity

for the year ended 31st March 2018

A. EQUITY SHARE CAPITAL

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Balance as at beginning of the Year	1,525.88	1,089.41	1,089.41
Changes in equity share capital during the year:			
- By conversion of Warrants	-	55.00	-
- By Bonus Issue	-	381.47	-
Closing Balance	**1,525.88**	**1,525.88**	**1,089.41**

B. OTHER EQUITY

₹ (in lakhs)

Statement of changes in equity	Reserves and Surplus					Total Other Equity
	Securities premium	General Reserve	Subsidy Reserve	Retained earnings	Application money pending allotment	
Balance as at 1 April 2016	**4,363.85**	**195.80**	**14.23**	**(328.46)**	**575.07**	**4,820.49**
Profit for the year	-	-	-	163.28	-	163.28
Other Comprehensive Income: (Remeasurements of the defined benefit plans)	-	-	-	(1.50)	-	(1.50)
Allotment of share application money during the year	-	-	-	-	(575.07)	(575.07)
Premium on shares issued during the year	2,137.30	-	-	-	-	2,137.30
Issue of Bonus shares during the year	(381.47)	-	-	-	-	(381.47)
Movement during the year	**1,755.83**	**-**	**-**	**161.78**	**(575.07)**	**1,342.54**
Balance as at 31 March 2017	**6,119.68**	**195.80**	**14.23**	**(166.68)**	**-**	**6,163.03**
Profit for the year	-	-	-	487.84	-	487.84
Other Comprehensive Income: (Remeasurements of the defined benefit plans)	-	-	-	10.83	-	10.83
Dividend Distribution	-	-	-	(305.18)	-	(305.18)
Dividend Distribution tax on equity shares	-	-	-	(62.13)	-	(62.13)
Movement during the year	**-**	**-**	**-**	**131.36**	**-**	**131.36**
Balance as at 31 March 2018	**6,119.68**	**195.80**	**14.23**	**(35.32)**	**-**	**6,294.39**

See accompanying notes forming part of the Standalone Ind AS financial statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

For and on behalf of **the Board of Directors**

V. Balaji
Partner

Suresh Venkatachari
Managing Director
DIN : 00365522

R. S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Mumbai
Date : 7th September 2018

Place : Chennai
Date : 7th September 2018

Notes

forming part of the financial statements for the year ended 31st March 2018

1 CORPORATE INFORMATION

8K Miles Software Services Limited ("8K Miles" or "the Company") was 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 1998 and subsequently to 8K Miles Software Services Limited in October 2010. The Company is a distributed platform that blends a global talent market place with collaboration tools and cloud infrastructure, helping small and medium enterprises (SMB's) and large enterprise customers to integrate Cloud computing and Identity Security into their Information and Technology ("IT") and business strategies.

2 APPLICATION OF NEW AND REVISED IND AS

All the Indian Accounting Standards issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorised have been considered in preparing these financial statements.

Recent Accounting Pronouncements:

Recent Standards notified but not effective:

Ind AS 115 - "Revenue from Contracts with Customers":

On March 28, 2018, the Ministry of Corporate Affairs (MCA), notified Ind AS 115, Revenue from Contracts with Customers, as part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The new standard is based on IFRS 15, Revenue from Contracts with Customers. The standard is effective for the accounting periods commencing on or after 1 April 2018.

Ind AS 115 replaces Ind AS 11 Construction contracts and Ind AS 18 Revenue. The core principle of Ind AS 115 is that an entity recognises revenue to depict the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This core principle is delivered in a five-step model framework:

(a) Identify the contract(s) with a customer – assess whether the contract is within the scope of Ind AS 115. 'Customer' has now been defined.

(b) Identify the performance obligations in the contract – determine whether the goods and services in a contract are distinct.

(c) Determine the transaction price – transaction price will include fixed, variable and non cash considerations.

(d) Allocate the transaction price to the performance obligations in the contract – allocation based on a stand-alone selling price basis using acceptable methods.

(e) Recognise revenue when (or as) the entity satisfies a performance obligation – i.e. recognise revenue at a point in time or over a period of time based on performance obligations.

The Company is evaluating the requirements of the standards, and the transition effects on the financial statements.

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from 1 April 2018. The Company is evaluating the effect of this on the financial statements.

Standards yet to be notified:

Ind AS 116 - "Leases":

On July 18, 2017, the Accounting Standards Board (ASB) of the Institute of Chartered Accountants of India (ICAI) issued an Exposure Draft (ED) of Ind AS 116, Leases. Ind AS 116 is largely converged with IFRS 16. When notified, Ind AS 116 will replace Ind AS 17 Leases.

Ind AS 116 sets out a comprehensive model for identification of lease arrangements and their treatment in the financial statements of the lessor and lessee. Ind AS 116 applies a control model for the identification of leases, distinguishing between leases and service contracts on the basis

of whether there is an identified asset controlled by the customer. The Company is evaluating the requirement of the standard and the effect on the financial statements.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Statement of Compliance

On 16 February 2015, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Rules, 2015. The Rules specify the Indian Accounting Standards (Ind AS) to certain class of companies and sets out the date of applicability. 8K Miles Software Services Limited, being a listed company with net worth of less than ₹ 500 Crores, for whom Ind AS is applicable in Phase II as defined in the said notification, is required to apply the standards as specified in the Companies (Indian Accounting Standards) Rules, 2015.

As stated above, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from 1 April 2016. Upto the year ended 31 March 2017, the Company prepared its financial statements in accordance with the requirements of previous GAAP, which includes standards notified under the Companies (Accounting Standards) Rules, 2006. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is 1 April 2016. Previous year figures in the financial statements have been restated to Ind AS. In accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under Companies (Accounting Standards) Rules, 2006 ("previous GAAP") to Ind AS Shareholder's equity as at 31 March 2017 and 1 April 2016 and of the Other Comprehensive Income for the year ended 31 March 2017. Refer Note 35.

3.2 Basis of Preparation and Presentation

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

(i) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

(ii) Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

(iii) Level 3 inputs are unobservable inputs for the asset or liability.

3.3 Use of estimates

The preparation of the financial statements requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Examples of such estimates include provision for doubtful debts/advances, provision for employee benefits, useful lives of fixed assets, provision for taxation, provision for contingencies etc. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results may vary from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively in the year in which the estimate is revised and/or in future years, as applicable.

Notes

forming part of the financial statements for the year ended 31st March 2018

3.4 Cash and cash equivalents (for purposes of cash flow statement)

Cash comprises cash on hand, balances with banks in current accounts and demand deposits with banks. Cash equivalents are short-term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Bank balances other than the balance included in cash and cash equivalents represents balance on account of unpaid dividend and margin money deposit with banks.

3.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and 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 based on the available information.

3.6 Property, Plant and Equipment ("PPE")

Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment loss (if any). The cost of Property, Plant and Equipment comprises its purchase price net of any trade discounts and rebates and includes taxes, duties, freight, incidental expenses related to the acquisition and installation of the assets concerned and is net of Value Added Tax (VAT)/ Goods and Service Tax(GST), wherever the credit is availed. Borrowing costs paid during the period of construction in respect of borrowed funds pertaining to construction / acquisition of qualifying property, plant and equipment is adjusted to the carrying cost of the underlying property, plant and equipment.

Any part or components of Property, Plant and Equipment which are separately identifiable and expected to have a useful life which is different from that of the main assets are capitalised separately, based on the technical assessment of the management.

Cost of modifications that enhance the operating performance or extend the useful life of Property, Plant and Equipment are also capitalised, where there is a certainty of deriving future economic benefits from the use of such assets.

Depreciation:

Depreciation on property, plant and equipment is provided on the basis of the Written Down Value method, pro-rata from the month of capitalization over the period of use of the assets and Intangible assets are amortized on straight line method over their respective individual estimated useful lives as determined by the management, assessed as below:

Asset category	Useful Lives
Furniture & Fixtures	10 Years
Computers & Accessories	3 Years
Office Equipment	5 Years
Motor Vehicles	8 Years
Computer Software	5 - 6 Years

The estimated useful lives mentioned above are different from the useful lives specified for certain categories of these assets, where applicable, as per the Schedule II of the Companies Act, 2013. The estimated useful lives followed in respect of these assets are based on Management's assessment and technical advise, taking into account factors such as the nature of the assets, the estimated usage pattern of the assets, the operating conditions, past history of replacement, anticipated technological changes and maintenance support etc.

Derecognition of Property, Plant and Equipment:

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1 April 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.7 Impairment of Tangible and Intangible Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets or cash generating units to determine whether there is any indication that

those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, or whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit and loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.8 Revenue recognition

Revenue from Operations primarily comprises of income from Information Technology Enabled Services which is recognised on rendering the service as per the terms of contracts with customers and when there is no uncertainty in receiving the same. In respect of expired contracts under renewal, revenue is recognised based on the erstwhile contracts/provisionally agreed terms and conditions.

Unbilled revenue represents accrual of income relating to services provided but not billed as at the year end.

Dividend income from investments is recognised when the shareholder's right to receive the payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income from a financial asset is recognised when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

3.9 Foreign currencies

In preparing the financial statements of the Company, transactions in currencies other than entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3.10 Government grants

Government grants are not recognized until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognized in profit or loss on a systematic basis over the periods in which the Company recognizes as expenses the related costs

Notes

forming part of the financial statements for the year ended 31st March 2018

for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets are recognized as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognized in profit or loss in the period in which they become receivable.

3.11 Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

3.11.1 Financial Assets

(a) Recognition and initial measurement

(i) The Company initially recognises loans and advances, deposits, debt securities issues and subordinated liabilities on the date on which they originate. All other financial instruments (including regular way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument. A financial asset or liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue.

(ii) The Company has elected to apply the requirements pertaining to Level III financial instruments of deferring the difference between the fair value at initial recognition and the transaction price prospectively to transactions entered into on or after the date of transition to Ind AS.

(b) Classification of financial assets

On initial recognition, a financial asset is classified to be measured at amortised cost, fair value through other comprehensive income (FVTOCI) or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy in financial assets measured at amortised cost, refer Note 3.11.e

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognized at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive

income'. When the investment is disposed of, the cumulative gain or loss previous accumulated in this reserve is reclassified to profit or loss.

For the impairment policy in financial assets measured at amortised cost, refer Note 3.11.e

All other financial assets are subsequently measured at fair value.

(c) Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or where appropriate, a shorter period, to the gross carrying amount on initial recognition

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other Income" line item.

(d) Financial assets at fair value through profit or loss (FVTPL)

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

(e) Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

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forming part of the financial statements for the year ended 31st March 2018

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet

(f) Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

(g) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL,

the exchange differences are recognised in Statement of Profit and Loss except for those which are designated as hedging instruments in a hedging relationship.

- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

3.11.2 Financial Liabilities and Equity Instruments

(a) Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(b) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by an entity are recognised at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(c) Financial Liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL. However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

(d) Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL. A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a Group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Company is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised

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and the consideration paid and payable is recognised in Statement of Profit and Loss. However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss. Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss."

(e) Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

(f) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified parties fails to make payments when due in accordance with the terms of a debt instrument. Financial guarantee contracts issued by an entity are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of: the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

(g) Foreign exchange gains and losses

"For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'. The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss."

(h) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3.12 Employee Benefits

Retirement benefit costs and termination benefits:

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

"For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other

comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in the Statement of profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement"

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee Benefits Expenses'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

Short-term and other long-term employee benefits:

"A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees upto the reporting date."

Employee benefits include provident fund, gratuity and compensated absences.

Defined Contribution Plans

Provident Fund

Contributions towards Employees' Provident Fund are made to the Employees' Provident Fund Scheme maintained by the Central Government and the Company's contribution to the fund are recognized as an expense in the year in which the services are rendered by the employees.

Provision for Gratuity

The Company accounts for its provision towards gratuity based on actuarial valuation done as at the Balance Sheet date by an independent actuary using the Projected Unit Credit Method. The liability includes the long term component accounted on a discounted basis and the short term component which is accounted for on an undiscounted basis.

Provision for Compensated absences

Provision for Short Term Compensated Absences is made at current encashable salary rates for the unavailed leave balance standing to the credit of the employees as at the date of the Balance Sheet in accordance with the rules of the Company.

3.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as a lessee:

Finance lease:

"Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognises immediately in the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's

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general policy on borrowing costs (Refer Note 3.20 below). Contingent rentals are recognised as expenses in the periods in which they are incurred."

Operating lease:
Rental expense from operating leases is generally recognised on a straight-line basis over the term of relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in which such benefits accrue. Contingent rentals arising under operating leases are recognised as an expense in the periods in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

3.14 Earnings per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3.15 Taxation

Current Tax:
The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax:
Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

MAT Credit Entitlement:
Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is

convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT Credit becomes eligible to be recognized as an asset, in accordance with the provisions contained in the Guidance Note issued by the Institute of Chartered Accountants of India (ICAI), the said asset is created by way of credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

Current and deferred tax for the year :
Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

3.16 Provisions and Contingencies

Provisions are recognized when the Company has a present obligation (legal/ constructive) as a result of past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

Contingent Liability:
Contingent liability is disclosed for (i) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

3.17 Segment Reporting

Operating segments reflect the Company's management structure and the way the financial information is regularly reviewed by the Company's Chief operating decision maker (CODM). The CODM considers the business from both business and product perspective based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / (loss) amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

3.18 Indirect Tax Input Credit

Indirect tax input credit is accounted for in the books during the period when the underlying service received is accounted and when there is no uncertainty in availing / utilizing the credits.

3.19 Insurance Claims

Insurance claims are accrued for on the basis of claims admitted / expected to be admitted and to the extent there is no uncertainty in receiving the claims.

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3.20 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.21 Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

"In the application of the Company's accounting policies, which are described in note 3, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if revision affects both current and future periods."

"The following are the significant areas of estimation, uncertainty and critical judgements in applying accounting policies:

- Useful lives of Property, plant and equipment and intangible assets (Refer Note 3.6)
- Provision for taxation (Refer Note 3.15)
- Provision for disputed matters (Refer Note 3.16)
- Provision for Employee benefits (Refer Note 3.12)

Determination of functional currency:

Currency of the primary economic environment in which the Company operates ("the functional currency") is Indian Rupee (INR) in which the company primarily generates and expends cash. Accordingly, the Management has assessed its functional currency to be Indian Rupee (INR).

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5A PROPERTY, PLANT AND EQUIPMENT

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Carrying amounts of :			
Furniture and Fixtures	33.63	44.68	59.66
Computers & accessories	24.45	15.27	19.60
Office Equipment	2.75	4.89	8.71
Vehicles	22.42	34.48	50.14
Total	**83.25**	**99.33**	**138.10**

5A.1 DETAILS OF MOVEMENT IN THE CARRYING AMOUNTS OF PROPERTY, PLANT AND EQUIPMENT

₹ (in lakhs)

Description of Assets	Furniture and Fixtures	Computers & accessories	Office Equipment	Vehicles	Total
I. Gross carrying value					
As at 1 April 2016	59.66	19.60	8.71	50.14	138.10
Additions	0.56	12.82	0.17	-	13.55
Disposals / Adjustments during the year	-	-	-	-	-
As at 31 March 2017	**60.22**	**32.41**	**8.88**	**50.14**	**151.65**
As at 1 April 2017	60.22	32.41	8.88	50.14	151.65
Additions	0.66	22.49	0.13	-	23.28
Disposals / Adjustments during the year	-	-	-	(2.95)	(2.95)
As at 31 March 2018	**60.88**	**54.90**	**9.01**	**47.19**	**171.98**
II. Accumulated depreciation and impairment					
As at 1 April 2016	-	-	-	-	-
Charge for the year	15.54	17.14	3.99	15.66	52.32
Disposals / Adjustments during the year	-	-	-	-	-
As at 31 March 2017	**15.54**	**17.14**	**3.99**	**15.66**	**52.32**
As at 1 April 2017	15.54	17.14	3.99	15.66	52.32
Charge for the year	11.71	13.31	2.28	10.35	37.65
Disposals / Adjustments during the year	-	-	-	(1.24)	(1.24)
Balance as at 31 March 2018	**27.25**	**30.45**	**6.27**	**24.76**	**88.73**
Net carrying value as at 31 March 2018	**33.63**	**24.45**	**2.75**	**22.42**	**83.25**
Net carrying value as at 31 March 2017	44.68	15.27	4.89	34.48	99.33
Net carrying value as at 1 April 2016	59.66	19.60	8.71	50.14	138.10

5B. INTANGIBLE ASSETS

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Carrying amounts of :			
Software	-	287.81	539.76
Total	**-**	**287.81**	**539.76**

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5B.1 DETAILS OF MOVEMENT IN THE CARRYING AMOUNTS OF INTANGIBLE ASSETS

Description of Assets	Software	Total
I. Gross carrying value		
As at 1 April 2016	539.76	539.76
Additions	-	-
Disposals / Adjustments during the year	-	-
As at 31 March 2017	**539.76**	**539.76**
As at 1 April 2017	539.76	539.76
Additions	-	-
Disposals / Adjustments during the year	(539.76)	(539.76)
As at 31 March 2018	**-**	**-**
II. Accumulated depreciation and impairment		
As at 1 April 2016	-	-
Charge for the year	251.95	251.95
Disposals / Adjustments during the year	-	-
Adjustments during the year	-	-
As at 31 March 2017	**251.95**	**251.95**
As at 1 April 2017	251.95	251.95
Charge for the year	46.23	46.23
Disposals / Adjustments during the year	(298.18)	(298.18)
Adjustments during the year	-	-
Balance as at 31 March 2018	-	-
Net carrying value as at 31 March 2018	**-**	**-**
Net carrying value as at 31 March 2017	287.81	287.81
Net carrying value as at 1 April 2016	539.76	539.76

6 INVESTMENTS

₹ (in lakhs)(except no. of shares)

Particulars	As at 31 March 2018			As at 31 March 2017			As at 1 April 2016		
	QTY	Current	Non-Current	QTY	Current	Non-Current	QTY	Current	Non-Current
A. COST									
Unquoted Investments (all fully paid)									
Investments in Equity Instruments of Subsidiaries									
(a) 8K Miles Health Cloud Inc USA (Face Value per share: USD 0.001)	2,600,000	-	1,014.91	2,600,000	-	1,014.91	2,600,000	-	1,014.91
(b) 8K Miles Software Services FZE- UAE (Face Value per share: AED 150,000)	1	-	18.41	1	-	18.41	1	-	18.41
(c) 8K Miles Software Services Inc. - USA (Face Value per share: USD 0.001)	19,775,000	-	7,168.60	19,575,000	-	6,647.39	18,000,000	-	2,447.89
(d) Mentor Minds Solutions & Services Inc - USA (Face Value per share: USD 0.001)	1,000,000	-	1,150.12	1,000,000	-	1,150.12	1,000,000	-	1,150.12
(e) Mentorminds Solutions & Services Pvt. Ltd. (Face Value per share: ₹ 10)	-	-	-	76,587	-	88.08	76,587	-	88.08
Total Unquoted Investments		**-**	**9,352.04**		**-**	**8,918.91**		**-**	**4,719.41**
TOTAL INVESTMENTS		**-**	**9,352.04**		**-**	**8,918.91**		**-**	**4,719.41**
Aggregate Value of investments			**9,352.04**			**8,918.91**			**4,719.41**

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7 TRADE RECEIVABLES

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
Trade receivables						
(a) Unsecured, considered good	3,679.84		1,223.54		970.97	
(b) Doubtful	23.74	633.73	25.23	633.73	15.60	633.73
	3,703.58	**633.73**	**1,248.77**	**633.73**	**986.57**	**633.73**
Less: Allowance for expected credit losses	(23.74)	(633.73)	(25.23)	(633.73)	(15.60)	(633.73)
TOTAL	**3,679.84**	**-**	**1,223.54**	**-**	**970.97**	**-**

7.1 The above includes amount receivable from related parties

(Refer Note 31)

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
8K Miles Software Services Inc. ("the Subsidiary")						
(a) For services rendered on a direct contract	1,263.83	-	-	-	-	-
(b) For collections to be made from the Company's customers on behalf of the Company	1174.93	-	1,181.51	-	967.08	-
TOTAL	**2,438.76**	**-**	**1,181.51**	**-**	**967.08**	**-**

7.2 Credit period and risk

The average credit period for the services rendered:

(a) Trade receivables (Domestic) are non-interest bearing and are generally on terms of upto 30 days.

(b) Trade receivables (International & Related Party) are non-interest bearing and are generally on terms of upto 3 - 9 months.

No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

7.3 Expected credit loss allowance

The Company has used a practical expedient by computing the expected loss allowance for trade receivables based on provision matrix. The provision matrix takes into account the historical credit loss experience and adjustments for forward looking information.

Age of receivables

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Domestic Customers:			
(i) Within Credit period	64.42	34.73	17.92
(ii) 0 - 1 year	2.24	31.96	1.57
(iii) 1 - 2 years	0.30	0.57	-
(iv) 2 - 3 years	-	-	-
(v) More than 3 years	633.73	633.73	633.73
Sub-total (A)	**700.69**	**700.99**	**653.22**

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₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
International Customers:			
(i) Within Credit period	3,563.74	1,181.51	967.08
(ii) 0 - 1 year	72.88	-	-
(iii) 1 - 2 years	-	-	-
(iv) 2 - 3 years	-	-	-
(v) More than 3 years	-	-	-
Sub-total (B)	3,636.62	1,181.51	967.08
Grand Total (A + B)	**4,337.31**	**1,882.50**	**1,620.30**

Based on the assessment of the Company, there is no risk associated with the dues from the related parties both from a credit risk or time value of money as these are managed through the group's cash management process and can be recovered on demand by the Company. Accordingly, no provisions has been considered necessary.

With regard to other parties, the company had, based on past experience, wherein collections are done within a year of it being due and expectation in the future Credit loss, has made necessary provisions.

7.4 Movement in the allowance for doubtful receivables (including expected credit loss allowance)

₹ (in lakhs)

Particulars	For the Year Ended 31 March 2018	For the Year Ended 31 March 2017
Balance at beginning of the year	658.96	649.33
Movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	(1.49)	9.63
Balance at end of the year	**657.47**	**658.96**

During the year, the Company made no write-offs of trade receivables, it does not expect to receive future cash flows/recoveries from trade receivables previously written off.

8 LOANS

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Security deposits						
- Unsecured, considered good	-	139.00	11.13	131.77	10.55	39.05
- Doubtful	-	-	-	-	-	-
Total	**-**	**139.00**	**11.13**	**131.77**	**10.55**	**39.05**
(b) Loans to related parties (Refer Note 8.1)						
- Unsecured, considered good	-	2,479.37	-	-	-	-
- Doubtful	-	-	-	-	-	-
Total	**-**	**2,479.37**	**-**	**-**	**-**	**-**
Grand Total	**-**	**2,618.37**	**11.13**	**131.77**	**10.55**	**39.05**

NOTE 8.1:

Particulars	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	Purpose of Loan Utilisation by the Receiver of Loan	Principal Outstanding as at 31 March 2018
Loan to 8K Miles Software Services Inc.	12	11.45%	12	Principal Monthly, Interest quarterly	Working Capital and Investment in new acquisition	2,479.37

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9 OTHER FINANCIAL ASSETS

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
Financial assets at amortised cost						
(a) Interest income accrued, not due	5.14	-	0.10	-	0.07	-
(b) Interest income accrued, not due from subsidiary	242.92	-	-	-	-	-
TOTAL	**248.06**	**-**	**0.10**	**-**	**0.07**	**-**

10 OTHER ASSETS

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Prepaid expenses	13.80	41.93	8.85	50.45	3.08	11.58
(b) Other non-financial advances	0.10	-	3.00	-	0.07	-
(c) Balances with government authorities						
- Goods & Service tax receivables	103.02	-	-	-	-	-
- Service tax receivables	-	-	25.03	-	24.92	-
(d) Capital Advances	-	127.07	-	-	-	-
(e) Other Advances	-	-	13.00	-	-	-
Total	**116.92**	**169.00**	**49.88**	**50.45**	**28.07**	**11.58**

11 CASH AND CASH EQUIVALENTS

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Cash on hand	1.09	1.66	0.06
(b) Balances with Bank			
(i) In Current Accounts	12.57	486.02	51.94
(ii) In EEFC Accounts	-	0.87	-
(iii) In Earmarked Accounts	0.71	-	-
(c) Term deposits (Less than 3 months)	-	-	250.00
Total	**14.37**	**488.55**	**302.00**

12 OTHER BANK BALANCES

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Term Deposits (between 3 to 12 months maturity)	76.00	96.00	-
Total	**76.00**	**96.00**	**-**

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13 EQUITY SHARE CAPITAL

₹ (in lakhs)(except No. of shares)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
Authorised:						
Fully paid equity shares of ₹ 5/- each	60,000,000	3,000.00	60,000,000	3,000.00	20,000,000	2,000.00
Issued, subscribed and fully paid:						
Fully paid equity shares of ₹ 5/- each (Previous year ₹ 5/- each and FY 2015-16 ₹ 10/- each)	30,517,605	1,525.88	30,517,605	1,525.88	10,894,102	1,089.41
Total	**30,517,605**	**1,525.88**	**30,517,605**	**1,525.88**	**10,894,102**	**1,089.41**

(i) Reconciliation of number of shares

₹ (in lakhs)(except No. of shares)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
Equity shares						
Balance as at beginning of the year	30,517,605	1,525.88	10,894,102	1,089.41	10,894,102	1,089.41
Add: Issued during the year						
Upon conversion of warrants	-	-	550,000	55.00	-	-
Upon Split of Face Value of Share	-	-	11,444,102	-	-	-
Upon Bonus issue of Shares	-	-	7,629,401	381.47	-	-
Balance as at end of the year	**30,517,605**	**1,525.88**	**30,517,605**	**1,525.88**	**10,894,102**	**1,089.41**

(ii) Terms/rights attached to equity shares

The Company has one class of equity shares having a par value of ₹ 5/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Number of Shares	Percentage	Number of Shares	Percentage	Number of Shares	Percentage
Suresh Venkatachari	17,029,533	55.80%	17,029,533	55.80%	5,936,075	54.49%
R. S. Ramani	4,75,000	1.56%	2,158,021	7.07%	809,258	7.43%

(iv) There are no shares which are reserved for issuance and there are no securities issued/ outstanding which are convertible into equity shares.

(v) Issue of Bonus Shares during immediately preceding 5 years.

Particulars	2016-17	2015-16	2014-15	2013-14	2012-13
No. of Bonus Equity Shares issued	7,629,401	-	-	-	4,017,641

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14 OTHER EQUITY

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Securities Premium Account			
Opening balance	6,119.68	4,363.85	4,363.85
Add : Premium on shares issued during the year	-	2,137.30	-
Less : Issue of Bonus shares during the period	-	(381.47)	-
Closing balance	**6,119.68**	**6,119.68**	**4,363.85**
(b) General Reserve			
Opening balance	195.80	195.80	195.80
Add : Transferred from Surplus in the statement of Profit & Loss	-	-	-
Closing balance	**195.80**	**195.80**	**195.80**
(c) Subsidy Reserve			
Opening balance	14.23	14.23	14.23
Add : Movements during the year	-	-	-
Closing balance	**14.23**	**14.23**	**14.23**
(d) Surplus in the statement of Profit & Loss			
Opening balance	(166.68)	(328.46)	(328.46)
Add : Total Comprehensive Income for the period	498.67	161.78	-
Less : Apportionment for Dividend	(305.18)	-	-
Less : Dividend Distribution tax	(62.13)	-	-
Closing balance	**(35.32)**	**(166.68)**	**(328.46)**
(e) Share Application Money			
Opening balance	-	575.07	575.07
Add : Share allotment made during the year	-	(575.07)	-
Closing balance	**-**	**-**	**575.07**
Total	**6,294.39**	**6,163.03**	**4,820.49**

15 BORROWINGS

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Non-Current			
Borrowings measured at amortized cost: (Refer Note (15.1) below)			
Secured borrowings:			
(a) Term Loans			
(1) From Banks	259.76	15.32	24.93
(2) From Other Parties (including Financial institutions)	997.39	1,990.44	-
Unsecured borrowings:			
(a) Loans from Related Parties	3,750.00	-	341.32
Total	**5,007.15**	**2,005.76**	**366.25**
Current			
Secured Borrowings			
(a) Loans Repayable on Demand	1,198.60	732.02	238.72
Total	**1,198.60**	**732.02**	**238.72**

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15.1 Details of Term Loan from Banks / Others - Secured

The details of tenor, interest rate, repayment terms of the same are given below:

₹ (in lakhs)

I - Term Loans from Indian Bank (Refer Note (i) below)

S. No.	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	73	MCLR (1Y)+3.65%-0.5%	73	Principal Monthly, Interest Monthly	300.23	-	-
			Sub-Total		**300.23**	**-**	**-**

II - Vehicle Loans from HDFC Bank, (Refer Note (ii) below)

S. No.	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	48	9.71%	17	Principal Monthly, Interest Monthly	15.32	24.93	33.66
			Sub-Total		**15.32**	**24.93**	**33.66**
	Total of borrowings from Banks				**315.55**	**24.93**	**33.66**
	Less : Current Maturities of long-term borrowings (Refer Note 17)				55.79	9.61	8.73
	Long-term Borrowings from Banks				**259.76**	**15.32**	**24.93**

III - Term Loans from IFCI (Refer Note (iii) below)

S. No.	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	10	11.45%	8	Principal Quarterly, Interest Monthly	1,990.43	2,481.47	-
	Total of borrowings from Others				**1,990.43**	**2,481.47**	**-**
	Less : Current Maturities of long-term borrowings (Refer Note 17)				993.04	491.02	-
	Long Term Borrowings from Others				**997.39**	**1,990.44**	**-**

IV - Term Loans from Related Parties (Unsecured)

S. No.	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	4	10.00%	4	Principal Half yearly, Interest Monthly	3,750.00	-	341.32
			Sub-Total		**3,750.00**	**-**	**341.32**

V - Loans Repayable on Demand

S. No.	Name of the Bank	Interest Rate	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	Indian Bank	MCLR (1Y)+3.65%-0.5%	Loans Repayable on Demand	873.92	732.02	238.72
2	Indian Bank	Card Rate	Loans Repayable on Demand	324.68	-	-
		Sub-Total		**1,198.60**	**732.02**	**238.72**

Notes:

(i) The details of Security provided against the Term Loans & Loans Repayable on Demand are as follows:

(a) Indian Bank Term Loan and working capital loan are Secured against Hypothecation of Book Debts (Accounts receivable), Fixed Assets and personal guarantee of Managing Director and Whole Time Director.

(b) Collateral security provided is the property situated at 168, Eldams Road, Chennai -18 owned by Managing Director.

(c) The loan is also further secured by pledge of 300,000 shares of 8K Miles Software Services Limited held by Managing Director.

(d) Collateral security provided is the property situated at 44, Anna Salai Lane, Saidapet, Chennai - 15 owned by Ms. T.P. Saira (Former Director)

(ii) The loan is secured by hypothecation of respective vehicle financed by the Bank.

(iii) The details of Security provided against the IFCI Term Loan are as follows:

(a) Secured against pledge of 8K Miles Software Services Limited shares at least 2.5 times of outstanding loan amount and personal guarantee of Managing Director and Whole Time Director.

(b) Lien marked Fixed Deposit in favour of IFCI equivalent to 3 months interest due and PDCs for Interest and principal repayments

(iv) During the current year ended March 31, 2018, the Company has obtained an unsecured loan of ₹ 3,750 lakhs from R.S. Ramani, Whole Time Director. The Company has obtained a declaration from the Director that the loan has not been given out of funds borrowed or deposits accepted from others.

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16 TRADE PAYABLES

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Dues of Micro and small enterprises (MSME) (Refer Note 33.1)	-	-	-	-	-	-
(b) Others	948.02	-	377.02	-	253.66	-
TOTAL	**948.02**	**-**	**377.02**	**-**	**253.66**	**-**

17 OTHER FINANCIAL LIABILITIES

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Current maturities of long term loans (Refer Not 15.1)	1,048.83	-	500.63	-	8.73	-
(b) Dividend Payable	0.71	-	-	-	-	-
(c) Interest accrued and not due on borrowings	219.79	-	13.98	-	-	-
(c) Payable to Related Parties	-	-	122.56	-	121.81	-
TOTAL	**1,269.33**	**-**	**637.17**	**-**	**130.54**	**-**

18 PROVISIONS

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Provision for Employee Benefits						
- Provision for Gratuity (Refer Not 29)	6.82	63.10	5.58	47.64	4.04	31.10
- Provision for Compensated Absences (Refer Not 29)	25.35	-	34.17	-	12.70	-
TOTAL	**32.17**	**63.10**	**39.75**	**47.64**	**16.74**	**31.10**

19 OTHER LIABILITIES

₹ (in lakhs)

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Statutory Payables	123.16	-	53.97	-	40.48	-
(b) Rent Equilisation Reserve	1.91	10.61	0.42	12.52	(4.40)	12.94
Total	**125.07**	**10.61**	**54.39**	**12.52**	**36.08**	**12.94**

20 CURRENT TAX LIABILITIES (NET)

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Provison for Income Taxes (Net of Advance Taxes 2018: ₹ 211.89 (in Lakhs) 2017: ₹ 178.26 (in Lakhs) 2016: ₹ 45.00 (in Lakhs)	127.75	79.79	45.87
Total	**127.75**	**79.79**	**45.87**

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21 REVENUE FROM OPERATIONS

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Revenue from Information Technology Enabled Services		
(a) International	4,535.16	3,535.16
(b) Domestic	345.87	211.24
Other operating income	175.49	-
Total	**5,056.52**	**3,746.40**

22 OTHER INCOME

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Interest Income		
- On Term Deposits	6.66	0.28
- On Loans	242.92	-
(b) Miscellaneous Income	9.63	7.50
(c) Gain on Foreign Exchange Fluctuations (Net)	31.68	-
(d) Gain on Sale of Intangibles	61.34	-
(e) Gain on Sale of Investments	6.12	-
(f) Allowances for Expected Credit Losses reversed (Refer Note 7)	1.49	-
Total	**359.84**	**7.78**

23 EMPLOYEE BENEFITS EXPENSE

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Salaries and wages, including bonus	1,356.80	1,119.06
(b) Gratuity Expenses (Refer Note 29)	32.35	15.84
(c) Contribution to Provident Fund	28.63	23.17
(d) Staff welfare expenses	35.17	26.84
Total	**1,452.95**	**1,184.91**

24 OTHER EXPENSES

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Professional and Consultancy Charges	1,995.48	1,397.48
(b) Traveling and logistics expenses	40.19	28.33
(c) Power and Fuel	22.46	23.15
(d) Rent	226.74	167.63
(e) Repair and maintenance	23.60	15.89
(f) Insurance expenses	1.09	1.33
(g) Fees, Rates and taxes	8.36	20.03
(h) Sales and Marketing Expenses	1.07	9.82
(i) Cloud Hosting and Communication Charges	17.68	22.48
(j) Business Promotion Expenses	18.52	28.05

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₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(k) Audit Fees		
(a) Statutory Audit	22.00	3.00
(b) Tax Audit	2.00	1.00
(c) Limited Review	3.00	-
(d) Other Services	-	1.76
(e) Reimbursement of out of pocket expenses	0.15	-
(l) Bank Charges	1.89	4.07
(m) Directors's Sitting Fees	0.53	0.75
(n) Allowance for Expected Credit Losses (Refer Note 7)	-	9.63
(o) Loss on foreign currency transactions (net)	-	75.74
(p) Miscellaneous expenses	17.89	21.87
Total	**2,402.65**	**1,832.01**

25 FINANCE COSTS

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Interest expense	755.42	89.90
Total	**755.42**	**89.90**

26 EARNINGS PER SHARE

The earnings and weighted average number of ordinary equity shares used in the calculation of basic and diluted earnings per share are as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Profit for the year attributable to equity shareholders of the Company (Amount in ₹ Lakhs)	487.84	163.28
Weighted average number of equity shares for the purpose of calculating Basic & Diluted EPS	30,517,605	30,346,308
Nominal value of equity shares (in ₹)	5.00	5.00
Basic and Diluted EPS (in ₹)	**1.60**	**0.54**

27 LEASE ARRANGEMENTS

(a) Operating Leases

The Company has entered into operating lease agreements primarily for Office premises. An amount of ₹ 226.74 lakhs (Previous Year - ₹ 167.63 lakhs) has been debited to the Statement of Profit and Loss towards lease rentals and other charges for the current year. The leases are non cancellable for periods of 3 to 9 years and may be renewed based on mutual agreement of the parties.

The future minimum lease payments for office premises under operating lease contracted are as follows:

₹ (in lakhs)

Lease Obligation	Expected Minimum Lease Commitment		
	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Payable - Not later than one year	210.52	225.95	82.65
Payable - Later than one year but not later than five years	685.63	753.78	266.94
Payable - Later than five years	362.06	504.43	-
Total	**1,258.21**	**1,484.16**	**349.59**

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28 COMMITMENTS AND CONTINGENCIES

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
A. Contingent Liabilities			
(a) Claims against the company not acknowledged as debts	-	-	-
(b) Income tax - Disputed	94.98	94.98	79.82
Total (A)	**94.98**	**94.98**	**79.82**
B. Commitments			
(a) Estimated amount of contracts remaining to be executed on capital account & not provided for	129.81	-	-
(b) Others	-	-	-
Total (B)	**129.81**	**-**	**-**

Note:
The amounts shown above as Contingent Liabilities and other disputed claims represent the best possible estimates arrived at on the basis of the available information. The uncertainties and possible reimbursement are dependent on the outcome of the various legal proceedings which have been initiated by the Company or the claimants, as the case may be and, therefore, cannot be predicted accurately. The Company expects a favourable decision with respect to all the above disputed demands / claims based on professional advice and, accordingly, believes that no specific adjustment/provision is required in respect of these matters at this stage.

29 EMPLOYEE BENEFITS

(I) Defined Contribution Plan

The Company makes provident fund contribution which is defined contribution plan, for qualifying employees. Under the scheme, the company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to the plan by the Company are at rates specified in the rules of the scheme.

Expenses recognised :

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Included under 'Contributions to Provident Fund' (Refer Note 23 (c))		
Contributions to provident funds	28.63	23.17

(II) Defined Benefit Plans:

The Company offers 'Gratuity' (Refer Note 23 – Employees Benefits Expense) as a post employment benefit for qualifying employees and operates a gratuity plan. The benefit payable is calculated as per the Payment of Gratuity Act, 1972 and the benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company's obligation towards its gratuity liability is a defined benefit plan.

Description of Risk Exposures

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

A) Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

B) Salary Escalation Risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

C) Demographic Risk: The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

D) Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availabilty of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

In respect of the plan, the most recent actuarial valuation of the present value of the defined benefit obligation were carried out as at 31 March 2018 by Sapna Malhotra, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and paid service cost, were measured using the projected unit credit method.

(a) Amount recognised in the statement of profit & loss in respect of the defined benefit plan are as follows:

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Components of defined benefit cost for the year ended recognised in the total comprehensive income under employee benefit expense is as follows		
Service Cost		
- Current Service Cost	15.92	12.98
- Past service cost and (gains)/losses from settlements	12.49	-
Net interest expense	3.94	2.86
Components of defined benefit costs recognised in profit or loss	**32.35**	**15.84**
Remeasurement on the net defined benefit liability:		
Return on plan assets (excluding amount included in net interest expense)	-	-
Actuarial gains and loss arising form changes in financial assumptions	(4.62)	4.58
Actuarial gains and loss arising form experience adjustments	(10.33)	(2.34)
Actuarial gains and loss arising form changes in demographic assumptions	-	-
Components of defined benefit costs recognised in other comprehensive (income)/ loss	**(14.95)**	**2.24**
Total defined benefit cost recognised in Statement of Profit and Loss and Other Comprehensive Income	**17.40**	**18.08**

(i) The current service cost and interest expense for the year are included in the "Employee Benefit Expense" in the statement of profit & loss under the line item "Gratuity Expenses"

(ii) The remeasurement of the net defined benefit liability is included in other comprehensive income.

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(b) The amount included in the balance sheet arising from the entity's obligation in respect of defined benefit plan is as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
I. Net Asset/(Liability) recognised in the Balance Sheet			
1. Present value of defined benefit obligation	69.92	53.22	35.14
2. Fair value of plan assets	-	-	
3. Surplus/(Deficit)	(69.92)	(53.22)	(35.14)
4. Current portion of the above	(6.82)	(5.58)	(4.04)
5. Non current portion of the above	(63.10)	(47.64)	(31.10)

(c) Movement in the present value of the defined benefit obligation are as follows:

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Change in the obligation during the year ended 31 March		
Present value of defined benefit obligation at the beginning of the year	53.22	35.14
Expenses Recognised in Statement of Profit and Loss:		
- Current Service Cost	15.92	12.98
- Past Service Cost and (gains)/losses from settlements	12.49	-
- Interest Expense (Income)	3.94	2.86
Recognised in Other Comprehensive Income:		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions	-	-
ii. Financial Assumptions	(4.62)	4.58
iii. Experience Adjustments	(10.33)	(2.34)
Benefit payments	(0.70)	-
Liabilities assumed / (settled)		
Present value of defined benefit obligation at the end of the year	**69.92**	**53.22**

(d) Movement in fair value of plan assets are as follows :

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Change in fair value of assets during the year ended 31 March		
Fair value of plan assets at the beginning of the year	-	-
Expenses Recognised in Statement of Profit and Loss:		
- Expected return on plan assets	-	-
Recognised in Other Comprehensive Income:		
Remeasurement gains / (losses)		
- Actuarial gains and loss arising from changes in financial assumptions	-	-
- Return on plan assets (excluding amount included in net interest expense)	-	-
Contributions by employer	0.70	-
Benefit payments	(0.70)	-
Fair value of plan assets at the end of the year	**-**	**-**

(e) The principal assumptions used for the purpose of actuarial valuation were as follows :

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Discount rate	7.88%	7.50%	8.13%
Expected rate of salary increase	Refer Table below	Refer Table below	Refer Table below
Withdrawal Rate	Refer Table below	Refer Table below	Refer Table below
Expected return on plan assets	NA	NA	NA
Expected average remaining working life	35.38 Yrs	29.55 Yrs	30.16 Yrs
Mortality	100% of IALM 2006-08*	100% of IALM 2006-08*	100% of IALM 2006-08*

* Based on India's standard mortality table (100% of industry mortality table IALM 2006-08)

Particulars	Year 1	Year 2	Year 3	Year 4	Year 5	Above Year 5
For the Year Ended 31 March 2018						
Expected rate of salary increase	7.83%	12.36%	18.71%	11.07%	20.69%	7.46%
Withdrawal Rate	12.28%	13.11%	4.09%	2.40%	1.63%	0.00%
For the Year Ended 31 March 2017						
Expected rate of salary increase	7.83%	12.36%	18.71%	11.07%	20.69%	7.46%
Withdrawal Rate	12.28%	13.11%	4.09%	2.40%	1.63%	0.00%
As at 1 April 2016						
Expected rate of salary increase	7.83%	12.36%	18.71%	11.07%	20.69%	7.46%
Withdrawal Rate	12.28%	13.11%	4.09%	2.40%	1.63%	0.00%

Significant actuarial assumptions for the determination of defined obligation are discount rate, expected salary increase and withdrawal rate. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant. The results of sensitivity analysis is given below:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Amount of Impact			
Discount Rate			
- 0.5% Increase	(5.40)	3.69	2.18
- 0.5% Decrease	6.19	(4.16)	(2.44)
Salary Growth Rate			
- 1% Increase	8.97	(5.38)	(3.14)
- 1% Decrease	(7.84)	5.13	2.85
Attrition Rate			
- 1% Increase	2.13	(0.72)	(1.03)
- 1% Decrease	0.15	(0.23)	0.12

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There is no change in the methods and assumptions used in preparing the sensitivity analysis from the prior years. The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

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(III) Compensated Absences

Provision for Short Term Compensated Absences is made at current encashable salary rates for the unavailed leave balance standing to the credit of the employees as at the date of the Balance Sheet in accordance with the rules of the Company.

30 FINANCIAL INSTRUMENTS

(I) Capital Management

The Company's capital management is intended to maximise the return to shareholders for meeting the long-term and short-term goals of the Company through the optimization of the debt and equity balance. The Company determines the amount of capital required on the basis of annual and long-term operating plans and strategic investment plans. The funding requirements are met through equity and long-term/short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. The Company ensures that it will be able to continue as a going concern while maximising its returns to its shareholders by managing its capital by optimisation of the debt and equity balance. The following table summarises the capital of the Company:

Gearing Ratio:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Debt (includes Borrowings and interest accrued and due on borrowings)	7,474.37	3,252.39	613.70
Cash and Bank Balances (includes Cash and Cash equivalents and Other Bank Balances)	(90.37)	(584.55)	(302.00)
Net Debt	**7,384.00**	**2,667.84**	**311.70**
Total Equity	7,820.27	7,688.91	5,909.90
Net Debt to equity ratio	**0.94**	**0.35**	**0.05**

(II) Categories of Financial Instruments

The carrying value of financial instruments by categories as at 31 March 2018, 31 March 2017 and 1 April 2016 is as follows:

₹ (in lakhs)

Particulars	Carrying Value		
	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Financial Assets			
Measured at cost			
- Investment in subsidiaries	9,352.04	8,918.91	4,719.41
Measured at amortised cost			
- Cash and Bank balances	90.37	584.55	302.00
- Trade receivables	3,679.84	1,223.54	970.97
- Loans	2,618.37	142.90	49.60
- Other financial assets	248.06	0.10	0.07
Total assets	**15,988.68**	**10,870.00**	**6,042.05**
(b) Financial Liabilities :			
Measured at amortised cost			
- Borrowings	6,205.75	2,737.78	604.97
- Trade Payables	948.02	377.02	253.66
- Other financial liabilities	1,269.33	637.17	130.54
Total liabilities	**8,423.10**	**3,751.97**	**989.17**

The Management assessed that the fair value of cash and cash equivalents, trade receivables, loans, borrowings, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments

The fair value of the financial assets and labilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value/ amortised cost:

a) Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

b) Fair values of the Company's interest-bearing borrowings and loans are determined by using discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non- performance risk as at 31 March 2018 was assessed to be insignificant.

(III) Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: liquidity risk, credit risk and market risk (including currency, interest rate and other market related risks). The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Chief Financial Officer is responsible for overseeing the Company's risk assessment and management policies and processes.

(a) Liquidity Risk Management :

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company believes that the working capital and its cash and cash equivalent are sufficient to meet its short and medium term requirements.

The following tables detail the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods and the maturity periods of its financial assets. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Liquidity exposure as at :

Maturity table of financial liabilities

₹ (in lakhs)

Particulars	Within 1 year	1 to 5 years	5 years and above	Total
31 March 2018				
Non-derivative financial liabilities:				
Variable Interest rate instruments:				
(i) Borrowings	2,247.43	5,007.15	-	7,254.58
Non-Interest bearing:				
(ii) Trade payables	948.02	-	-	948.02
(iii) Other financial liabilities	220.50	-	-	220.50
Total	**3,415.95**	**5,007.15**	**-**	**8,423.10**

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₹ (in lakhs)

Particulars	Within 1 year	1 to 5 years	5 years and above	Total
31 March 2017				
Non-derivative financial liabilities:				
Variable Interest rate instruments:				
(i) Borrowings	1,232.65	2,005.76	-	3,238.41
Non-Interest bearing:				
(ii) Trade payables	377.02	-	-	377.02
(iii) Other financial liabilities	136.54	-	-	136.54
Total	**1,746.21**	**2,005.76**	**-**	**3,751.97**
1 April 2016				
Non-derivative financial liabilities:				
Variable Interest rate instruments:				
(i) Borrowings	247.45	366.25	-	613.70
Non-Interest bearing:				
(ii) Trade payables	253.66	-	-	253.66
(iii) Other financial liabilities	121.81	-	-	121.81
Total	**622.92**	**366.25**	**-**	**989.17**

The following table details the Company's expected maturity for its financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Maturity table of financial assets

₹ (in lakhs)

Particulars	Within 1 year	1 to 5 years	5 years and above	Total
As at 31 March 2018				
Non derivative assets:				
Interest bearing:				
(i) Loans	-	2,479.37	-	2,479.37
(ii) Cash and Bank balance	76.00	-	-	76.00
Non-interest bearing:				
(i) Investments	-	-	9,352.04	9,352.04
(ii) Trade receivables	3,679.84	-	-	3,679.84
(iii) Cash and Bank balance	14.37	-	-	14.37
(iv) Loans	-	43.88	95.12	139.00
(v) Other financial assets	248.06	-	-	248.06
Total	**4,018.27**	**2,523.25**	**9,447.16**	**15,988.68**
As at 31 March 2017				
Non derivative assets				
Interest bearing:				
(i) Cash and Bank balance	96.00	-	-	96.00
Non-interest bearing:				
(i) Investments	-	-	8,918.91	8,918.91
(ii) Trade receivables	1,223.54	-	-	1,223.54
(iii) Cash and Bank balances	488.55	-	-	488.55
(iv) Loans	11.13	41.39	90.38	142.90
(v) Other financial assets	0.10	-	-	0.10
Total	**1,819.32**	**41.39**	**9,009.29**	**10,870.00**

₹ (in lakhs)

Particulars	Within 1 year	1 to 5 years	5 years and above	Total
As at 1 April 2016				
Non derivative assets				
Interest bearing :				
(i) Cash and Bank balance	250.00	-	-	250.00
Non-interest bearing :				
(i) Investments	-	-	4,719.41	4,719.41
(ii) Trade receivables	970.97	-	-	970.97
(iii) Cash and cash equivalents	52.00	-	-	52.00
(iv) Loans	10.55	39.05	-	49.60
(v) Other financial assets	0.07	-	-	0.07
Total	**1,283.59**	**39.05**	**4,719.41**	**6,042.05**

(b) Credit Risk :

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Trade receivables: The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. The Company uses financial information and past experience to evaluate credit quality of majority of its customers and individual credit limits are defined in accordance with this assessment. Outstanding receivables and the credit worthiness of its counter parties are periodically monitored and taken up on case to case basis.

Credit risk on current investments, cash & cash equivalent and derivatives is limited as the Company generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

(c) Market Risk :

Market risk is the risk of loss of any future earnings, in realizable fair values or in future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short-term debt. The Company is exposed to market risk primarily related to foreign exchange currency risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

i. Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company manages this by considering only short-term borrowings.

ii. Foreign exchange rate risk:

The Company's foreign currency risk arises from its foreign currency revenues and expenses, (primarily in USD). A significant portion of the Company's revenues is in USD, while a significant portion of its costs are in Indian rupees. As a result, if the value of the Indian rupee appreciates relative to this foreign currency, the Company's revenues measured in Indian rupees may decrease and vice versa. The exchange rate between the Indian

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rupee and US Dollar has not been subjected to significant changes in recent periods. The Company has a forex policy in place whose objective is to reduce foreign exchange risk by maintaining reasonable open exposures within approved parameters depending on the future outlook on currencies.

The Company does not enter into or trade financial instruments including derivative financial instruments for speculative purpose.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of each reporting period are as follows :

₹ (in lakhs)

Particulars	Currency	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
		Foreign Currency	Reporting Currency	Foreign Currency	Reporting Currency	Foreign Currency	Reporting Currency
Loans and Advance to Related Parties	USD	38.25	2,479.37	-	-	-	-
Trade Payables	USD	11.54	748.22	5.11	331.00	2.08	137.81
Borrowings	USD	5.01	324.68	-	-	-	-
Foreign Currency in Hand & in Bank	USD	0.01	0.37	0.16	10.47	-	-
	EUR	0.01	0.48	-	-	-	-
Trade Receivables	USD	56.10	3,636.62	18.26	1,181.51	14.63	967.08
Interest Receivable for Loan to Related Parties	USD	3.75	242.92	-	-	-	-

Out of the above foreign currency exposures, none of the monetary assets and liabilities are hedged by derivative instruments or otherwise.

Foreign Currency sensitivity analysis:

The following table details the Company's sensitivity to a 5% increase and decrease in INR against the relevant foreign currencies. 5% is the rate used in order to determine the sensitivity analysis considering the past trends and expectation of the management for changes in the foreign currency exchange rate. The sensitivity analysis includes the outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. A positive number below indicates a increase in profit / decrease in loss and increase in equity where the INR strengthens 5% against the relevant currency. For a 5% weakening of the INR against the relevant currency, there would be a comparable impact on the profit or loss and equity and balance below would be negative.

The Company is mainly exposed to the following foreign currencies.

(i) Impact on Statement of the Profit and loss for the year

₹ (in lakhs)

Particulars	2017-18	2017-18	2016-17	2016-17	As at 1 April 2016	As at 1 April 2016
Profit/(loss) for the year	Increase by 5%	Decrease by 5%	Increase by 5%	Decrease by 5%	Increase by 5%	Decrease by 5%
USD	264.32	(264.32)	43.05	(43.05)	41.46	(41.46)
EUR	0.02	(0.02)	-	-	-	-

(ii) Impact on total equity as at the end of the reporting period

₹ (in lakhs)

Particulars	2017-18	2017-18	2016-17	2016-17	As at 1 April 2016	As at 1 April 2016
	Increase by 5%	Decrease by 5%	Increase by 5%	Decrease by 5%	Increase by 5%	Decrease by 5%
USD	264.32	(264.32)	43.05	(43.05)	41.46	(41.46)
EUR	0.02	(0.02)	-	-	-	-

Note:
This is mainly attributable to the exposure of receivable and payable outstanding in the above mentioned currencies to the Company at the end of the reporting period.

31 RELATED PARTY DISCLOSURES

a. Names of Related Parties and Nature of Relationship

Nature of Relationship*	For the Year Ended 31 March 2018	For the Year Ended 31 March 2017
Subsidiary Companies	8K Miles Software Services Inc.	8K Miles Software Services Inc.
	8K Miles Software Services FZE	8K Miles Software Services FZE
	8K Miles Health Cloud Inc.	8K Miles Health Cloud Inc.
	Mentor Minds Solutions & Services Inc.	Mentor Minds Solutions & Services Inc.
	Mentor Minds Solutions & Services (P) Limited (Upto 28 February 2018)	Mentor Minds Solutions & Services (P) Limited
	NexAge Technologies USA Inc.	NexAge Technologies USA Inc.
	Serj Solutions Inc.	Serj Solutions Inc.
	Cornerstone Advisors Group LLC	
Enterprises Significantly Influence by Key Management Personnel or their relatives	8K Miles Media Private Limited	8K Miles Media Private Limited
	8K India Abroad Publications private Limited	8K India Abroad Publications private Limited
	8K Miles Sports Management Private Limited	-

* Related Party relationships are as identified by the Management.

b. Key Management Personnel

Nature of Relationship*	For the Year Ended 31 March 2018	For the Year Ended 31 March 2017
Key Management Personnel of the Company and the Holding Company	Venkatachari Suresh, Managing Director	Venkatachari Suresh, Managing Director
	R S Ramani, Whole Time Director and Chief Financial Officer	R S Ramani, Whole Time Director and Chief Financial Officer
	Gurumurthi Jayaraman	Gurumurthi Jayaraman
	Padmini Ravichandran	Padmini Ravichandran
	Babita Singaram	Babita Singaram
	Dinesh Raja Punniamurthy	Dinesh Raja Punniamurthy
	Lakshmanan Kannappan	Lakshmanan Kannappan
	Sujatha Chandrasekaran	Sujatha Chandrasekaran
	Jayashree Jagannathan, Company Secretary	Jayashree Jagannathan, Company Secretary

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c. Particulars of Material Transactions and Balances with Related Parties:

₹ (in lakhs)

Transaction	Related Party	Year Ended 31 March 2018	Year Ended 31 March 2017
Transactions during the Year			
Income			
Revenue from Information Technology Enabled Services	8K Miles Software Services Inc.	1,261.83	-
Interest Income	8K Miles Software Services Inc.	242.92	-
Sale of Intangibles	8K Miles Software Services Inc.	301.98	-
Expenditure			
Interest on Borrowings	R S Ramani	232.35	-
Rental Expenses	Venkatachari Suresh	143.30	76.77
Others			
Investment in Subsidiary	8K Miles Software Services Inc.	521.21	-
Loans taken	R S Ramani	3,750.00	-
Loans Given	8K Miles Software Services Inc.	2,478.72	-
Advances given	8K Miles Media Private Limited	124.00	-
Compensation of key management personnel			
Transactions during the Year			
Short-term employee benefits			
Remuneration	R S Ramani (Refer Note (ii) & (iii) below)	40.00	19.03
Others			
Director sitting fees	Gurumurthi Jayaraman	0.12	0.18
	Padmini Ravichandran	0.13	0.17
	Babita Singaram	0.14	0.20
	Dinesh Raja Punniamurthy	0.14	0.20
Balances at the Year End (Refer Note (iv) below)			
Other Payable as at the Year End (Net)	Venkatachari Suresh - Rent Payable	8.20	0.45
	R S Ramani - Interest Payable	209.12	-
Security Deposit (Rent)	Venkatachari Suresh	140.00	140.00
Borrowings	R S Ramani	3,750.00	18.41
Investment in Subsidiary	8K Miles Software Services Inc.	7,168.61	6,647.39
	8K Miles Software Services FZE	18.41	18.41
	8K Miles Health Cloud Inc.	1,014.91	1,014.91
	Mentor Minds Solutions & Services Inc.	1,150.12	1,150.12
	Mentor Minds Solutions & Services (P) Limited (Upto 28 February 2018)	-	88.08
Advances outstanding at the year end	8K Miles Media Private Limited	-	-
Loan to Subsidiary	8K Miles Software Services Inc.	2,479.37	-
Due to Subsidiary	Mentor Minds Solutions & Services (P) Limited		103.70
Trade Receivable	8K Miles Software Services Inc.	2,438.76	-
Interest Receivable	8K Miles Software Services Inc.	242.92	-
Director's Remuneration Payable (Short term benefit)	R S Ramani - Salary Payable (Refer Note (ii) & (iii) below)	2.84	-

Notes:

(i) The Company accounts for costs incurred by / on behalf of the Related Parties based on the actual invoices / debit notes raised and accruals as confirmed by such related parties. The Related Parties have confirmed to the Management that as at 31 March 2018 and 31 March 2017, there are no further amounts payable to / receivable from them, other than as disclosed above. The Company incurs certain costs on behalf of other companies in the group. These costs have been allocated/recovered from the group companies on a basis mutually agreed to with the group companies.

(ii) Excludes gratuity and compensated absences which cannot be separately identifiable from the composite amount advised by the actuary.

(iii) The remuneration payable to key management personnel is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.

(iv) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. There have been no instances of amounts due to or due from related parties that have been written back or written off or otherwise provided for during the year.

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32 SEGMENT REPORTING

The Company is engaged in Information and Technology Services. Based on the "management approach" as defined in Ind-AS 108 - Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by the overall business / operating segment.

As the allocation of resources and profitability of the business is evaluated by the CODM on an overall basis, with evaluation into individual categories to understand the reasons for variations, no separate segments have been identified. Accordingly, the amounts appearing in these financial statements relate to this operating segment.

32.1 Geographical Information:

The Company has operations within India as well as in other countries. The operations in United States of America constitute the major part of the operations. Management has reviewed the geographical areas vis-à-vis the risks and returns that encompass them. While arriving at this, management has reviewed the similarity of the economic and political conditions, relationships between operations in these geographical areas, proximity of operations, and special risks if any associated with operations in these areas.

₹ (in lakhs)

Particulars	Revenue from customers	
	For the year ended 31 March 2018	For the year ended 31 March 2017
United States of America	3,805.83	3,283.82
Middle East and North Africa (MENA)	904.82	251.34
India	345.87	211.24
Total	**5,056.52**	**3,746.40**

₹ (in lakhs)

Particulars	Non - Current Assets *		
	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
United States of America	-	-	-
Middle East and North Africa (MENA)	-	-	-
India	262.85	527.77	732.48
Unallocated	-	-	-

* Non-current assets exclude those relating to Investments, Deferred tax assets and Non-current financial assets.

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33 ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENTS

33.1 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Based on and to the extent of information received by the Company from the suppliers during the year regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), which has been relied upon by the Auditors, the relevant particulars are furnished below.

₹ (in lakhs)

Particulars		For the year ended 31 March 2018	For the year ended 31 March 2017
(i)	Principal amount remaining unpaid to MSME suppliers as on	-	-
(ii)	Interest due on unpaid principal amount to MSME suppliers as on	-	-
(iii)	The amount of interest paid along with the amounts of the payment made to the MSME suppliers beyond the appointed day	-	-
(iv)	The amount of interest due and payable for the year (without adding the interest under MSME Development Act)	-	-
(v)	The amount of interest accrued and remaining unpaid as at the Balance sheet date	-	-
(vi)	The amount of interest due and payable to be disallowed under Income Tax Act, 1961	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

34 TAXATION

34.1 Income tax expense

34.1.1 Recognised in Statement of Profit and Loss

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Current Tax:		
In respect of the current year	248.77	167.18
Adjustments in respect of prior years	(4.72)	
	244.05	**167.18**
Deferred Tax		
In respect of the current year	(10.42)	12.62
	(10.42)	**12.62**
Total income tax expense recognised in statement of profit and loss	**233.63**	**179.80**

34.1.2 Recognised in Other Comprehensive Income

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Deferred Tax		
Remeasurements of the defined benefit liabilities/ (asset)	(4.12)	0.74
Total income tax recognised in other comprehensive income	**(4.12)**	**0.74**
Bifurcation of the income tax recognised in other comprehensive income into:-		
Items that will not be reclassified to profit or loss	(4.12)	0.74
Items that may be reclassified to profit or loss	-	-

34.1.3 Reconciliation of income tax

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows :

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Profit before tax	721.47	343.08
Enacted income tax rate in India	33.063%	33.063%
Computed expected tax expense	238.54	113.43
Adjustments :		
- Fixed Assets	-	16.04
- Prior period Tax	(4.72)	-
- Impact of differential tax rate for capital gains	(2.03)	-
- On account of tax rate changes and others	1.84	50.33
Total income tax expense recognised in the statement of profit and loss	**233.63**	**179.80**

The actual tax rates under Indian Income Tax Act, for the tax years ended 31 March 2018 and 31 March 2017 were 33.063%.

34.2 Deferred Tax Balances

The following is the analysis of the net deferred tax asset/(liability) position as presented in the financial statements

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Deferred tax assets	236.25	232.42	239.20
Less: Deferred tax liabilities	2.63	5.10	-
Deferred tax asset (net)	233.62	227.32	239.20

Movement in the deferred tax balance :

₹ (in lakhs)

Particulars	For the year 2017-2018			
	Opening Balance	Recognised in Profit or Loss	Recognised in Other Comprehensive Income	Closing Balance
Depreciation on Property, Plant and Equipment & Others	22.91	1.90	-	24.81
Employee Benefit Expenses	24.07	6.30	(4.12)	26.25
Allowances for Expected Credit Loss on Financial Assets	181.56	(0.41)	-	181.15
Amortised Cost adjustments - Financial Assets	0.33	0.28	-	0.61
Amortised Cost adjustments - Financial Liabilities	(5.10)	2.47	-	(2.63)
Rent Equalisation	3.55	(0.12)	-	3.43
	227.32	**10.42**	**(4.12)**	**233.62**

Notes

forming part of the financial statements for the year ended 31st March 2018

₹ (in lakhs)

Particulars	For the year 2016-2017			
	Opening Balance	Recognised in Profit or Loss	Recognised in Other Comprehensive Income	Closing Balance
Depreciation on Property, Plant and Equipment & Others	5.72	17.19	-	22.91
Employee Benefit Expenses	15.82	7.51	0.74	24.07
Allowances for Expected Credit Loss on Financial Assets	214.69	(33.13)	-	181.56
Amortised Cost adjustments - Financial Assets	0.16	0.17	-	0.33
Amortised Cost adjustments - Financial Liabilities	-	(5.10)	-	(5.10)
Rent Equalisation	2.81	0.74	-	3.55
Net Tax Asset /(Liabilities)	**239.20**	**(12.62)**	**0.74**	**227.32**

35 TRANSITION TO INDIAN ACCOUNTING STANDARDS (IND AS)

35.1 First-time adoption - mandatory exceptions, optional exemptions

The Company's financial statements for the year ended 31 March 2018 are prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015. The adoption of Ind AS was carried out in accordance with Ind AS 101, using 1 April 2016 as the transition date. Ind AS 101 requires that all Ind AS standards and interpretations that are effective for the Ind AS financial statements for the year ended 31 March 2018, be applied consistently and retrospectively for all fiscal years presented. All applicable Ind AS have been applied consistently and retrospectively wherever required. The resulting difference between the carrying amounts of the assets and liabilities in the financial statements under both Ind AS and previous GAAP as at the transition date have been recognized directly in equity at the transition date.

Mandatory Exceptions and Optional Exemptions

(a) Deemed Cost for Property, plant and equipment and intangible assets

The Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognized as at 1 April 2016 (transition date) measured as per the previous Indian GAAP ('I GAAAP') and use that carrying value as its deemed cost as of the transition date.

(b) Classification and measurement of financial assets

The company has opted not to apply EIR principles retrospectively and thus opted to consider the carrying cost of financial asset as its amortised cost as at transition date.

Key Sources of estimation uncertainity

The estimates at 1 April 2016 and at 31 March 2017 are consistent with those made for the same dates in accordance with previous GAAP (after adjustments to reflect any differences in accounting policies). The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April 2016, the date of transition to Ind AS and as of 31 March 2017.

First time IND AS Adoption Reconciliation :

The following reconciliations provide the effect of transition to Ind AS from IGAAP in accordance with Ind AS 101:

1. Equity as at 1 April 2016 and 31 March 2017
2. Net profit and total comprehensive income for the year ended 31 March 2017 and
3. Cash flows for the year ended 31 March 2017.

35.2 Reconciliation of equity as reported as per previous GAAP to Ind AS

₹ (in lakhs)

Particulars	Notes	As at 31 March 2017	As at 1 April 2016
(a) Equity Share capital		1,525.88	1,089.41
(b) Reserves and Surplus		6,679.94	5,273.67
Equity as reported under previous GAAP		**8,205.82**	**6,363.08**
Adjustments			
Provision for employee benefits and rent equalisation - not accrued earlier	(b)	(100.33)	(56.38)
Deferred tax on the above (including rate changes)		27.64	18.64
Other deferred tax items not recognised under Indian GAAP (including rate changes)		20.59	36.63
Total Equity as reported under IGAAP (as adjusted)	A	**8,153.72**	**6,361.97**
Ind AS Adjustments			
Amortised cost adjustments - Financial Assets	(c)	(1.18)	(0.48)
Measurement of borrowings at amortized cost based on Effective Interest Rate	(d)	18.54	-
Allowances for Expected Credit Loss on Financial Assets	(e)	(658.96)	(649.33)
Amortisation of goodwill reversed (as already recognised on transition)	(f)	-	(25.55)
Deferred tax impact on the above adjustments	(h)	176.79	223.29
	B	**(464.81)**	**(452.07)**
Total Equity as reported under IND AS	A + B	**7,688.91**	**5,909.90**
Share Capital		1,525.88	1,089.41
Other Equity		6,163.03	4,820.49
Total Equity as reported under IND AS		**7,688.91**	**5,909.90**

35.3 Reconciliation of profit and total comprehensive income for the year ended 31 March 2017

₹ (in lakhs)

Particulars	Notes	Year ended 31 March 2017 (latest period presented under previous GAAP)
Profit after tax as per Previous GAAP		**225.52**
Adjustments		
Provision for employee benefits and rent equalisation - not accrued earlier	(b)	(43.95)
Deferred tax on the above		9.00
Other deferred tax items not recognised under Indian GAAP		(16.04)
Net profit under IGAAP (as adjusted)		**174.53**
Ind AS Adjustments		
Amortised cost adjustments - Financial Assets	(c)	(0.70)
Measurement of borrowings at amortized cost based on Effective Interest Rate	(d)	18.54
Allowances for Expected Credit Loss on Financial Assets	(e)	(9.63)
Amortisation of goodwill reversed (as already recognised on transition)	(d)	25.55
Actuarial Loss on employee defined benefit plans recognised in Other comprehensive income	(g)	2.24
Defered Tax impact on the above (including rate changes)	(h)	(47.25)
		(11.25)
Net profit for the period under Ind AS	A	163.28
Other comprehensive income (net of tax)		(1.50)
Total of Other comprehensive income	B	**(1.50)**
Total Comprehensive Income under Ind AS	A + B	**161.78**

Note : Under previous GAAP, total comprehensive income was not reported.Therefore the above reconciliation starts with profit after tax under previous GAAP.

Notes

forming part of the financial statements for the year ended 31st March 2018

35.4 Adjustments to the statement of cash flows

₹ (in lakhs)

Particulars	Year ended 31 March 2017 (latest period presented under previous GAAP)			
	Notes	Previously Reported (Refer Note 35.5 (a) below	Effect of Transition to IND AS	IND AS
Previous GAAP				
Net cash flows from operating activities		1,300.65	(924.19)	376.46
Net cash flows from investing activities	(i)	(4,400.18)	44.25	(4,355.93)
Net cash flows from financing activities		3,286.07	879.95	4,166.02
Net increase (decrease) in cash and cash equivalents		**186.54**	**-**	**186.54**
Cash and cash equivalents at beginning of period		302.00	-	302.00
Effects of exchange rate changes on the balance of cash held in foreign currencies		-	-	-
Cash and cash equivalents at end of period		**488.54**	**-**	**488.54**

Note 35.5 Notes on Reconciliation

(a) Previous GAAP balances have been regrouped to comply with the Companies (Accounting Standard) Rules, 2006 , certain account balances have been regrouped as per the format prescribed under Division II of Schedule III to the Companies Act 2013.

(b) The company had not recognised the provision for employee benefits and rent equalistion for the year ended 31 March 2017 and 31 March 2016, and the same has been recognised in the respective financial years.

(c) Under previous GAAP, the interest free security deposits, with fixed terms, were considered at historical cost. Under Ind AS these financial assets have been adjusted to be carried at amortized cost. The notional cost of interest on deposits under Ind AS has been recognised as rental expense and the interest accrual has been recognised as interest income earned on financial assets that are not designated as at fair value through profit or loss.

The effect of this change is decrease in financial assets by ₹ 60.20 lakhs as at 31 March 2017 (decrease by ₹ 13.51 lakhs as at 1 April 2016) and increase in other current assets by ₹ 59.02 lakhs as at 31 March 2017 (increase by ₹ 13.03 lakhs as at 1 April 2016) and decrease in total equity by ₹ 0.70 Lakhs (decrease by ₹ 0.48 lakhs as at 1 April 2016). There had been increase in other income by ₹ 5.00 lakhs and other expenses by ₹ 5.70 lakhs for the year ended 31 March 2017 and consequently increase in deferred tax asset by ₹ 0.33 lakhs as at 31 March 2017 (₹ 0.16 Lakhs as at 1 April 2016).

(d) Under previous GAAP, Borrowing cost and processing fees related to loans and financial liabilities were charged off to the statement of profit and loss. Under Ind AS, the Company needs to measure the borrowings at fair value using Effective interest rate (EIR) also considering the Upfront fees and Processing fees paid and any interest free loan at the time of obtaining the borrowings.

The net effect of change is decrease in borrowings under non current liabilities by ₹ 18.54 lakhs as at 31 March 2017 (₹ NIL as at 1 April 2016) and increase in total equity by ₹ 18.54 lakhs as at 31 March 2017 (₹ NIL lakhs as at 1 April 2016). There had been decrease in finance cost by ₹ 18.54 lakhs and decrease in deferred tax asset by ₹ 5.10 lakhs as at 31 March 2017 (₹ NIL as at 1 April 2016).

(e) Under previous GAAP, the Company made provision for doubtful debts for Trade Receivables based on the ageing analysis and individual debtor assessment of recoverability. Under IND AS the impairment model of financial asset is based on Expected Credit Loss model. Accordingly, the Company has provided loss allowance based on Expected credit loss and as a result trade receivables and other receivables has decreased by ₹ 658.96 lakhs as at 31 March 2017 (decreased by ₹ 649.33 lakhs as at 1 April 2016). Retained earnings under other Equity decreased by ₹ 649.33 lakhs as at 1 April 2016. Consequently, allowance for expected credit losses under other expenses decreased by ₹ 9.63 lakhs for the year ended 31 March 2017.

(f) Based on the evaluation made by the management, the entire balance of goodwill as at 1 April 2016 has been impaired. Accordingly, the goodwill amounting to ₹ 25.55 lakhs which was amortised under previous GAAP has been reversed during the financial year ended 31 March 2017.

(g) Under previous GAAP, actuarial gains and losses were recognised in profit and loss. Under Ind AS, the actuarial gains and losses form part of remeasurement of net defined liability/asset which is recognised in other comprehensive income. Consequently, the tax effect of the same has also been recognised in other comprehensive income. The actuarial loss for the year ended 31 March 2017 was ₹ 2.24 lakhs and tax effect was ₹ 0.74 lakhs (tax reversal) and deferred tax asset increased by ₹ 0.74 lakhs as at 31 March 2017.

(h) Under previous GAAP the deferred tax was accounted based on timing differences impacting the Statement of Profit and Loss for the period. Deferred tax under Ind AS has been recognised for temporary differences between tax base and the book base of the relevant assets and liabilities. As a result thereof, the deferred tax asset has increased by ₹ 176.79 lakhs as at 31 March 2017 (increased by ₹ 223.29 lakhs as at 1 April 2016).

(i) The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this date.

36 PREVIOUS YEAR FIGURES

As stated in Note 3.1, the Company has adopted Indian Accounting Standards with effect from 1 April 2017 with date of transition to Ind AS being 1 April 2016. Accordingly, previous year figures in the financial statements have been restated to Ind AS.

The standalone financial statements pertaining to the corresponding year ended 31 March 2017 and the equity balance as at 01 April 2016 have been complied under Ind AS after adjusting the previously issued standalone financial statements prepared in accordance with IGAAP which were audited by the predecessor auditors, on which they issued an unmodified opinion. The adjustments made to the previously issued IGAAP standalone financial statements to comply with Ind AS have been audited by the statutory auditors of the Company.

Notes

forming part of the financial statements for the year ended 31st March 2018

37 APPROVAL OF FINANCIAL STATEMENTS

The Board of Directors of the Company has reviewed the realisable value of all the current assets and has confirmed that the value of such assets in the ordinary course of business will not be less that the value at which these are recognized in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in the meeting in accordance with the provisions of Companies Act, 2013.

For and on behalf of **the Board of Directors**

Suresh Venkatachari	**R. S. Ramani**	**Ashwin J**
Managing Director	Whole Time Director	Company Secretary
DIN : 00365522	DIN : 03206751	M. No. A34549

Place : Chennai
Date : 7th September 2018

INDEPENDENT AUDITOR'S REPORT

To
The Members of
8K Miles Software Services Limited

REPORT ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

We have audited the accompanying consolidated Ind AS financial statements of 8K Miles Software Services Limited (hereinafter referred to as "the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at 31 March 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

The Parent's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. The respective Board of Directors / those charged with governance of the companies / entities included in the Group are responsible for 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 consolidated Ind AS 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 Ind AS financial statements by the Directors of the Parent, as aforesaid.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. In conducting 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 require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent's preparation of the consolidated Ind AS 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 the accounting policies used and the reasonableness of the accounting estimates made by the Parent's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements/ financial information of the subsidiaries referred to below in the Other Matters paragraph, the aforesaid consolidated Ind AS 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 Ind AS and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2018, and their consolidated profit, consolidated total

comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

OTHER MATTERS

(a) We did not audit the financial statements / financial information of 5 (five) subsidiaries, whose financial statements/ financial information reflect total assets of ₹ 86,515.51 lakhs as at 31 March 2018, total revenues of ₹ 84,261.44 lakhs and net cash outflows amounting to ₹ 7,372.77 lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated Ind AS financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

(b) The comparative financial information of the Group for the year ended 31 March 2017, and the related transition date opening balance sheet as at 1 April 2016 included in these consolidated Ind AS financial statements, have been prepared after adjusting the previously issued consolidated financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS. The previously issued consolidated financial statements were audited by the predecessor auditor whose reports for the years ended 31 March 2017 and 31 March 2016 dated 10 May 2017 and 9 May 2016, respectively, expressed an unmodified opinion on those consolidated financial statements. Adjustments made to the previously issued consolidated financial statements to comply with Ind AS have been audited by us.

Our opinion on the consolidated Ind AS financial statements is not modified in respect of the above matter on the comparative financial information.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by Section 143(3) of the Act, based on our audit and on the consideration of the other auditor on separate financial statements and the other financial information of a subsidiary incorporated in India referred in the Other Matters paragraph above 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 purposes of our audit of the aforesaid consolidated Ind AS financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Parent as on 31 March 2018 taken on record by the Board of Directors of the Parent, none of the directors of the Parent is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act. The Parent did not have any subsidiary incorporated in India as at 31 March 2018.

(f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses a qualified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting, for the reasons stated therein.

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

i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary company incorporated in India.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

V. Balaji
Partner
(Membership No. 203685)

Place: Mumbai
Date: 7th September 2018

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

In conjunction with our audit of the consolidated Ind AS financial statements of 8K Miles Software Services Limited (hereinafter referred to as "Parent") as of and for the year ended 31 March 2018, we have audited the internal financial controls over financial reporting of the Parent as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the Parent, 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 ("the 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 the Parent'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.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Parent'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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 qualified audit opinion on the Parent'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.

BASIS FOR QUALIFIED OPINION

According to the information and explanations given to us and based on our audit, a material weaknesses was identified in the Company's internal financial controls over financial reporting as at 31 March 2018 with regard to the adequacy and operating effectiveness of the management's oversight and review of the financial information and the book closing procedures at the subsidiaries, which could result in a material misstatement in the consolidated financial statements of the Company.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

QUALIFIED OPINION

In our opinion to the best of our information and according to the explanations given to us, except for the possible effects of the material weakness described in Basis for Qualified Opinion paragraph above on the achievement of the objectives of the control criteria, the Parent, has, in all material respects, maintained adequate internal financial controls system over financial reporting as of 31 March 2018, based on criteria for 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, and the Parent's internal financial controls over financial reporting were operating effectively as of 31 March 2018.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the consolidated Ind AS financial statements of the Company for the year ended 31 March 2018, and the material weakness does not affect our opinion on the said consolidated Ind AS financial statements of the Company.

OTHER MATTER

As at March 31, 2018, the Group did not have any subsidiaries that were companies incorporated in India. Accordingly, the report on internal financial controls over financial reporting relates to such controls designed and operating at the Parent in relation to the consolidated Ind AS financial statements of the Parent.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

V. Balaji
Partner
(Membership No. 203685)

Place: Mumbai
Date: 7th September 2018

Consolidated Balance Sheet

as on 31st March 2018

₹ (in lakhs)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A ASSETS				
1 Non-current assets				
(a) Property, plant and equipment	5A	1,249.05	1,449.94	1,084.60
(b) Capital work-in-progress		10.60	-	-
(c) Goodwill	5B	11,994.47	11,120.78	11,357.71
(d) Other intangible assets	5C	22,590.02	6,169.17	3,789.85
(e) Intangibles assets under development		2,795.68	2,072.24	1,812.69
(f) Financial assets				
(i) Loans	7	171.42	192.32	39.05
(g) Deferred tax assets (Net)	33	-	-	23.63
(h) Other non-current assets	9	4,382.27	2,348.04	11.58
Total non-current assets		**43,193.51**	**23,352.49**	**18,119.11**
2 Current assets				
(a) Financial assets				
(i) Trade receivables	6	25,252.35	12,948.00	7,608.89
(ii) Cash and cash equivalents	10	1,023.13	8,883.24	2,828.81
(iii) Bank balances other than (ii) above	11	76.00	96.00	-
(iv) Loans	7	6,518.41	2,304.75	2,864.47
(v) Other financial assets	8	3,306.36	2,368.20	660.89
(b) Other current assets	9	2,516.51	966.20	497.38
Total Current Assets		**38,692.76**	**27,566.39**	**14,460.44**
Total assets		**81,886.27**	**50,918.88**	**32,579.55**
B EQUITY AND LIABILITIES				
3 Equity				
(a) Equity share capital	12	1,525.88	1,525.88	1,089.41
(b) Other equity	13	47,583.61	30,469.45	20,103.16
Equity attributable to owners of the company		**49,109.49**	**31,995.33**	**21,192.57**
Non Controlling Interest		14,723.63	10,822.58	6,744.90
Total Equity		**63,833.12**	**42,817.91**	**27,937.47**
4 Non-current liabilities				
(a) Financial liabilities				
(i) Borrowings	14	5,007.15	2,006.21	366.25
(b) Provisions	17	63.10	47.64	31.10
(c) Deferred Tax Liabilities	34	308.40	159.35	-
(d) Other non-current liabilities	18	10.61	12.52	12.94
Total non-current liabilities		**5,389.26**	**2,225.72**	**410.29**
5 Current Liabilities				
(a) Financial liabilities				
(i) Borrowings	14	2,592.27	1,572.05	635.52
(ii) Trade payables	15	4,136.41	1,598.05	1,748.55
(iii) Other financial liabilities	16	3,412.47	515.74	267.33
(b) Other current liabilities	18	750.35	54.39	36.08
(c) Provisions	17	32.17	39.75	16.74
(d) Current tax liabilities (Net)	19	1,740.22	2,095.27	1,527.57
Total Current Liabilities		**12,663.89**	**5,875.25**	**4,231.79**
Total equity and liabilities		**81,886.27**	**50,918.88**	**32,579.55**

See accompanying notes forming part of the Consolidated Ind AS Financial Statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

V. Balaji
Partner

Place : Mumbai
Date : 7th September 2018

For and on behalf of **the Board of Directors**

Suresh Venkatachari
Managing Director
DIN : 00365522

R.S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Chennai
Date : 7th September 2018

Consolidated Statement of Profit and Loss

for the period ended 31st March 2018

₹ (in lakhs)

	Particulars	Note No.	For the year ended 31 March 2018	For the year ended 31 March 2017
I	Revenue from operations	20	84,923.87	52,833.50
II	Other income	21	845.23	89.80
III	**Total income (I+II)**		**85,769.10**	**52,923.30**
IV	**Expenses**			
	Employee benefits expense	22	23,557.56	17,636.22
	Finance costs	24	971.49	135.30
	Depreciation and amortisation expense	5	2,518.68	1,351.63
	Other expenses	23	32,124.52	16,745.44
	Total expenses		**59,172.25**	**35,868.59**
V	**Profit before tax (III-IV)**		**26,596.85**	**17,054.71**
VI	**Tax expense**			
	(a) Current tax (including prior years)	33	5,910.31	3,952.46
	(b) Deferred tax	33	145.23	183.72
	Total		**6,055.54**	**4,136.18**
VII	**Profit for the year (V-VI)**		**20,541.31**	**12,918.53**
	Attributable to:			
	Owners of the company		17,161.62	10,447.08
	Non controlling Interest		3,379.69	2,471.45
VIII	**Other comprehensive income / (loss)**			
	Items that will not be reclassified subsequently to the statement of profit and loss:			
	(a) Remeasurements of the defined benefit plans	28	14.95	(2.24)
	(b) Income tax relating to items that will not be reclassified to profit or loss	33	(4.12)	0.74
	Total other comprehensive income / (loss)		**10.83**	**(1.50)**
	Attributable to:			
	Owners of the company		10.83	-1.50
	Non controlling Interest		-	-
IX	**Total comprehensive income for the period (VII+VIII)**		**20,552.14**	**12,917.03**
	Attributable to:			
	Owners of the company		17,172.45	10,445.58
	Non controlling Interest		3,379.69	2,471.45
X	**Earnings per equity share [Face value of ₹ 5/- each]**	25		
	(a) Basic		56.24	34.43
	(b) Diluted		56.24	34.43

See accompanying notes forming part of the Consolidated Ind AS Financial Statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

V. Balaji
Partner

Place : Mumbai
Date : 7th September 2018

For and on behalf of **the Board of Directors**

Suresh Venkatachari
Managing Director
DIN : 00365522

R.S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Chennai
Date : 7th September 2018

Consolidated Cash Flow Statement

for the year ended 31st March 2018

₹ (in lakhs)

Particulars	Note No.	For the year ended 31 March 2018	For the year ended 31 March 2017
A. CASH FLOW FROM OPERATING ACTIVITIES			
Profit for the year		20,541.31	12,918.53
Adjustments for:			
Income tax expense recognised in the statement of profit and loss	33	6,055.54	4,136.18
Finance cost recognised in profit or loss	24	971.49	135.30
Interest Income on bank deposits and loans	21	(738.43)	(0.28)
Depreciation and Amortisation Expense	5	2,518.68	1,351.63
Net gain on Sale of Property, Plant and Equipment (Net)	21	(0.94)	-
Gain on sale of investment	21	(6.12)	-
Allowance for Expected Credit Losses	6	(1.49)	9.63
Net Unrealised Exchange Loss / (Gain)		(12.13)	-
Operating Profit before Working Capital / Other Changes		**29,327.90**	**18,550.99**
Adjustments for (increase)/decrease in operating assets:			
Trade Receivables	6	(12,281.47)	(5,348.74)
Other Non Current Financial Assets	8	20.90	(153.27)
Other Non Current Assets	9	8.58	(38.90)
Other Current Financial Assets	8	(190.31)	(1,646.39)
Other Current Assets	9	(1,355.85)	(468.82)
Adjustments for increase/(decrease) in operating liabilities:			
Trade Payables	15	2,529.10	(150.50)
Other Non Current Financial Liabilities	14	-	-
Other Non Current Liabilities	18	(1.91)	(0.42)
Provisions (Non-current)	17	30.41	14.30
Provisions (Current)	17	(7.58)	23.01
Other Current Financial Liabilities	14	-	(241.94)
Other Current Liabilities	18	695.96	18.31
Cash Generated from Operations		**18,775.73**	**10,557.63**
Net Income Tax paid (including interest paid there on)		(6,265.66)	(3,384.76)
Net Cash Flow From Operating Activities (A)		**12,510.07**	**7,172.87**
B. CASH FLOW FROM INVESTING ACTIVITIES			
Capital Expenditiure on Property, Plant and Equipment	5, 9	(17,590.86)	(3,772.71)
Proceeds from Sale of Property, Plant and Equipment	5	2.65	-
Investment made during the year	9	(2,110.20)	(2,297.56)
Proceeds from sale of investments during the year		94.20	-
Loan given to Related Parties (Net)	7	(3,571.17)	(32.11)
Loans given to Non Related Parties (Net)	7	(653.53)	530.94
Bank balances not considered as Cash and cash equivalents	11	20.00	(96.00)
Interest Received	8, 21	1.62	0.25
Net Cash Flow (Used in) Investing Activities (B)		**(23,807.28)**	**(5,667.19)**

Consolidated Cash Flow Statement

for the year ended 31st March 2018

₹ (in lakhs)

Particulars	Note No.	For the year ended 31 March 2018	For the year ended 31 March 2017
C. CASH FLOW USED IN FINANCING ACTIVITIES			
Proceeds from issue of Equity Shares (including premium / Share application money)	12, 13	-	1,601.72
Dividend paid (including tax thereon)	13, 16	(366.60)	-
Borrowings taken during the year	14, 16	26,239.69	13,597.77
Borrowings repaid during the year	14, 16	(21,670.32)	(10,529.39)
Finance Costs	24, 16	(765.68)	(121.35)
Net Cash Flow (Used in) / From Financing Activities (C)		**3,437.09**	**4,548.75**
Net (Decrease) / Increase in Cash and Cash Equivalents (A) + (B) + (C)		**(7,860.12)**	**6,054.43**
Cash and Cash Equivalents at the Beginning of the Year (Refer Note 10)		8,883.24	2,828.81
Cash and Cash Equivalents at the End of the Year (Refer Note 10)		**1,023.13**	**8,883.24**

See accompanying notes forming part of the Consolidated Ind AS Financial Statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

V. Balaji
Partner

Place : Mumbai
Date : 7th September 2018

For and on behalf of **the Board of Directors**

Suresh Venkatachari
Managing Director
DIN : 00365522

R.S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Chennai
Date : 7th September 2018

Consolidated Statement of Changes in Equity

for the year ended 31st March 2018

A. EQUITY SHARE CAPITAL

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Balance as at beginning of the Year	1,525.88	1,089.41	1,089.41
Changes in equity share capital during the year:			
- By conversion of Warrants	-	55.00	-
- By Split	-	-	-
- By Bonus Issue	-	381.47	-
Closing Balance	**1,525.88**	**1,525.88**	**1,089.41**

B. OTHER EQUITY

₹ (in lakhs)

Statement of changes in equity	Reserves and Surplus								Total Other Equity
	Securities premium	General Reserve	Subsidy Reserve	Retained earnings	Ind AS Transition Reserve	Foreign currency translation reserve	Capital reserve	Application money pending allotment	
Balance as at 1 April 2016	**4,363.85**	**195.80**	**14.23**	**8,359.55**	**-**	**592.12**	**6,002.53**	**575.07**	**20,103.16**
Profit for the year	-	-	-	12,918.53	-	-	-	-	12,918.53
Other Comprehensive Income: (Remeasurements of the defined benefit plans)	-	-	-	(1.50)	-	-	-	-	(1.50)
Adjustments during the period	-	-	-	-	-	(554.87)	(731.30)	-	(1,286.17)
Allotment of Shares during the year	-	-	-	-	-	-	-	(575.07)	(575.08)
Share of Non-Controlling Interest	-	-	-	(2,445.32)	-	-	-	-	(2,445.32)
Premium on shares issued during the year	2,137.30	-	-	-	-	-	-	-	2,137.30
Issue of Bonus shares during the period	(381.47)	-	-	-	-	-	-	-	(381.47)
Movement during the year	**1,755.83**	**-**	**-**	**10,471.71**	**-**	**(554.87)**	**(731.30)**	**(575.07)**	**10,366.29**
Balance as at 31 March 2017	**6,119.68**	**195.80**	**14.23**	**18,831.26**	**-**	**37.25**	**5,271.23**	**-**	**30,469.45**

Consolidated Statement of Changes in Equity

for the year ended 31st March 2018

₹ (in lakhs)

Statement of changes in equity	Reserves and Surplus								Total Other Equity
	Securities premium	General Reserve	Subsidy Reserve	Retained earnings	Ind AS Transition Reserve	Foreign currency translation reserve	Capital reserve	Application money pending allotment	
Profit for the year	-	-	-	20,541.31	-	-	-	-	20,541.31
Other Comprehensive Income: (Remeasurements of the defined benefit plans)	-	-	-	10.83	-	-	-	-	10.83
Adjustments during the period	-	-	-	-	-	159.49	175.27	-	334.76
Share of Non-Controlling Interest	-	-	-	(3,405.43)	-	-	-	-	(3,405.43)
Dividend Distribution	-	-	-	(305.18)	-	-	-	-	(305.18)
Dividend Distribution tax	-	-	-	(62.13)	-	-	-	-	(62.13)
Movement during the year	**-**	**-**	**-**	**16,779.40**	**-**	**159.49**	**175.27**	**-**	**17,114.16**
Balance as at 31 March 2018	**6,119.68**	**195.80**	**14.23**	**35,610.66**	**-**	**196.74**	**5,446.50**	**-**	**47,583.61**

See accompanying notes forming part of the Consolidated Ind AS Financial Statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants

V. Balaji
Partner

Place : Mumbai
Date : 7th September 2018

For and on behalf of **the Board of Directors**

Suresh Venkatachari
Managing Director
DIN : 00365522

R.S. Ramani
Whole Time Director
DIN : 03206751

Ashwin J
Company Secretary
M. No. A34549

Place : Chennai
Date : 7th September 2018

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

1 CORPORATE INFORMATION

8K Miles Software Services Limited ("8K Miles" or "the Company") was 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 1998 and subsequently to 8K Miles Software Services Limited in October 2010. The Company is a distributed platform that blends a global talent market place with collaboration tools and cloud infrastructure, helping small and medium enterprises (SMB's) and large enterprise customers to integrate Cloud computing and Identity Security into their Information and Technology ("IT") and business strategies.

2.1 APPLICATION OF NEW AND REVISED IND AS

All the Indian Accounting Standards issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorised have been considered in preparing these consolidated financial statements.

Recent Accounting Pronouncements:

Recent Standards notified but not effective:

Ind AS 115 - "Revenue from Contracts with Customers":

On March 28, 2018, the Ministry of Corporate Affairs (MCA), notified Ind AS 115, Revenue from Contracts with Customers, as part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The new standard is based on IFRS 15, Revenue from Contracts with Customers. The standard is effective for the accounting periods commencing on or after 1 April 2018.

Ind AS 115 replaces Ind AS 11 Construction contracts and Ind AS 18 Revenue. The core principle of Ind AS 115 is that an entity recognises revenue to depict the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This core principle is delivered in a five-step model framework:

(a) Identify the contract(s) with a customer – assess whether the contract is within the scope of Ind AS 115. 'Customer' has now been defined.

(b) Identify the performance obligations in the contract – determine whether the goods and services in a contract are distinct.

(c) Determine the transaction price – transaction price will include fixed, variable and non cash considerations.

(d) Allocate the transaction price to the performance obligations in the contract – allocation based on a stand-alone selling price basis using acceptable methods.

(e) Recognise revenue when (or as) the entity satisfies a performance obligation – i.e. recognise revenue at a point in time or over a period of time based on performance obligations.

The Company is evaluating the requirements of the standards, and the transition effects on the consolidated financial statements.

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from 1 April 2018. The Company is evaluating the effect of this on the financial statements.

Standards yet to be notified:

Ind AS 116 - "Leases":

On July 18, 2017, the Accounting Standards Board (ASB) of the Institute of Chartered Accountants of India (ICAI) issued an Exposure Draft (ED) of Ind AS 116, Leases. Ind AS 116 is largely converged with IFRS 16. When notified, Ind AS 116 will replace Ind AS 17 Leases.

Ind AS 116 sets out a comprehensive model for identification of lease arrangements and their treatment in the financial statements of the lessor and lessee. Ind AS 116 applies a control model for the identification of leases, distinguishing between leases and service contracts on the basis of whether there is an identified asset controlled by the customer. The Company is evaluating the requirement of the standard and the effect on the financial statements.

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

2.2 Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control exists when the parent has power over an investee, exposure or rights to variable returns from its involvement with the investee and ability to use its power to affect those returns. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of subsidiaries are consolidated on a line by line basis and intra-group balances and transactions including unrealised gain / loss from such transactions are eliminated upon consolidation. The financial statements are prepared by applying uniform policies in use at the Group.

The details of the subsidiaries considered in the preparation of the consolidated financial statements are given below:

Sr. No.	Name of the Subsidiary	Country of Incorporation	Relationship	Effective Ownership Interest as at Balance Sheet Date	
				2017-18	2016-17
1	8K Miles Software Services Inc.	USA	Subsidiary	63.38%	63.66%
2	8K Miles Software Services FZE UAE	UAE	Subsidiary	100%	100%
3	8K Miles Health Cloud Inc.	USA	Subsidiary	100%	100%
4	Mentor Minds Solutions & Services Inc.	USA	Subsidiary	100%	100%
5	Mentor Minds Solutions & Services (P) Limited	India	Subsidiary (up to 28 February 2018)	100%	100%

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Statement of Compliance

On 16 February 2015, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Rules, 2015. The Rules specify the Indian Accounting Standards (Ind AS) to certain class of companies and sets out the date of applicability. 8K Miles Software Services Limited, being a listed company with net worth of less than ₹ 500 Crores, for whom Ind AS is applicable in Phase II as defined in the said notification, is required to apply the standards as specified in the Companies (Indian Accounting Standards) Rules, 2015.

As stated above, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from 1 April 2016. Upto the year ended 31 March 2017, the Company prepared its financial statements in accordance with the requirements of previous GAAP, which includes standards notified under the Companies (Accounting Standards) Rules, 2006. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is 1 April 2016. Previous year figures in the financial statements have been restated to Ind AS. In accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under Companies (Accounting Standards) Rules, Rules, 2006 ("previous GAAP") to Ind AS Shareholder's equity as at 31 March 2017 and 1 April 2016 and of the Other Comprehensive Income for the year ended 31 March 2017. Refer Note 34.

3.2 Basis of Preparation and Presentation

These consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those

characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

(i) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

(ii) Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

(iii) Level 3 inputs are unobservable inputs for the asset or liability.

3.3 Use of estimates

The preparation of the consolidated financial statements requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Examples of such estimates include provision for doubtful debts/ advances, provision for employee benefits, useful lives of fixed assets, provision for taxation, provision for contingencies etc. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results may vary from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively in the year in which the estimate is revised and/or in future years, as applicable.

3.4 Cash and cash equivalents (for purposes of cash flow statement)

Cash comprises cash on hand, balances with banks in current accounts and demand deposits with banks. Cash equivalents are short-term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Bank balances other than the balance included in cash and cash equivalents represents balance on account of unpaid dividend and margin money deposit with banks.

3.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and 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 based on the available information.

3.6 Property, Plant and Equipment ("PPE")

Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment loss (if any). The cost of Property, Plant and Equipment comprises its purchase price net of any trade discounts and rebates and includes taxes, duties, freight, incidental expenses related to the acquisition and installation of the assets concerned and is net of Value Added Tax (VAT)/ Goods and Service Tax(GST), wherever the credit is availed. Borrowing costs paid during the period of construction in respect of borrowed funds pertaining to construction / acquisition of qualifying property, plant and equipment is adjusted to the carrying cost of the underlying property, plant and equipment.

Any part or components of Property, Plant and Equipment which are separately identifiable and expected to have a useful life which is different from that of the main assets are capitalised separately, based on the technical assessment of the management.

Cost of modifications that enhance the operating performance or extend the useful life of Property, Plant and Equipment are also capitalised, where there is a certainty of deriving future economic benefits from the use of such assets.

Depreciation:

Depreciation on property, plant and equipment is provided on the basis of the Written Down Value method, pro-rata from the month of

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

capitalization over the period of use of the assets and Intangible assets are amortized on straight line method over their respective individual estimated useful lives as determined by the management, assessed as below:

Asset category	Useful Lives
Furniture & Fixtures	10 Years
Office Equipment	5 Years
Computers & Accessories	3 Years
Motor Vehicles	8 Years
Computer Software	5 - 6 Years
Trade Name	10 Years
Non-Compete Agreement	5 Years
Customer Relationships	10 Years

The estimated useful lives mentioned above are different from the useful lives specified for certain categories of these assets, where applicable, as per the Schedule II of the Companies Act, 2013. The estimated useful lives followed in respect of these assets are based on Management's assessment and technical advise, taking into account factors such as the nature of the assets, the estimated usage pattern of the assets, the operating conditions, past history of replacement, anticipated technological changes and maintenance support etc.

Derecognition of Property, Plant and Equipment: An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1 April 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.7 Impairment of Tangible and Intangible Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets or cash generating units to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, or whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit and loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.8 Revenue recognition

Revenue from Operations primarily comprises of income from Information Technology Enabled Services which is recognised on rendering the service as per the terms of contracts with customers and when there is no uncertainty in receiving the

same. In respect of expired contracts under renewal, revenue is recognised based on the erstwhile contracts/provisionally agreed terms and conditions. Unbilled revenue represents accrual of income relating to services provided but not billed as at the year end.

Dividend income from investments is recognised when the shareholder's right to receive the payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income from a financial asset is recognised when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

3.9 Foreign currencies

In preparing the consolidated financial statements of the Company, transactions in currencies other than entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3.10 Government grants

Government grants are not recognized until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received. Government grants are recognized in profit or loss on a systematic basis over the periods in which the Company recognizes as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets are recognized as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognized in profit or loss in the period in which they become receivable.

3.11 Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

3.11.1 Financial Assets

(a) Recognition and initial measurement

(i) The Company initially recognises loans and advances, deposits, debt securities issues and subordinated liabilities on the date on which they originate. All other financial instruments (including regular way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument. A financial asset or liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue.

(ii) The Company has elected to apply the requirements pertaining to Level III financial instruments of deferring the difference between the fair value at initial recognition and the transaction price prospectively to transactions entered into on or after the date of transition to Ind AS.

(b) Classification of financial assets

On initial recognition, a financial asset is classified to be measured at amortised cost, fair

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

value through other comprehensive income (FVTOCI) or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

  For the impairment policy in financial assets measured at amortised cost, refer Note 3.11.e

  A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognized at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previous accumulated in this reserve is reclassified to profit or loss.

For the impairment policy in financial assets measured at amortised cost, refer Note 3.11.e

All other financial assets are subsequently measured at fair value.

(c) Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or where appropriate, a shorter period, to the gross carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other Income" line item.

(d) Financial assets at fair value through profit or loss (FVTPL)

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the

dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

(e) Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses. When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses. Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet

(f) Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither

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transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

(g) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in Statement of Profit and Loss except for those which are designated as hedging instruments in a hedging relationship.

- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

3.11.2 Financial Liabilities and Equity Instruments

(a) Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(b) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by an entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(c) Financial Liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL. However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to

provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

(d) Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument. A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:
- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Company is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Statement of Profit and Loss.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

(e) Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

(f) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified parties fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by an entity are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

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- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and

- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

(g) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

(h) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3.12 Employee Benefits

Retirement benefit costs and termination benefits:

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in the Statement of profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

- Net interest expense or income; and

- Remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee Benefits Expenses'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

Short-term and other long-term employee benefits:

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees upto the reporting date.

Employee benefits include provident fund, gratuity and compensated absences.

Defined Contribution Plans

Provident Fund

Contributions towards Employees' Provident Fund are made to the Employees' Provident Fund Scheme maintained by the Central Government and the Company's contribution to the fund are recognized as an expense in the year in which the services are rendered by the employees.

Provision for Gratuity

The Company accounts for its provision towards gratuity based on actuarial valuation done as at the Balance Sheet date by an independent actuary using the Projected Unit Credit Method. The liability includes the long term component accounted on a discounted basis and the short term component which is accounted for on an undiscounted basis.

Provision for Compensated absences

Provision for Short Term Compensated Absences is made at current encashable salary rates for the unavailed leave balance standing to the credit of the employees as at the date of the Balance Sheet in accordance with the rules of the Company.

3.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as a lessee:

Finance lease:

Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognises immediately in the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's general policy on borrowing costs (Refer Note 3.20 below). Contingent rentals are recognised as expenses in the periods in which they are incurred.

Operating lease:

Rental expense from operating leases is generally recognised on a straight-line basis over the term of relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in which such benefits accrue. Contingent rentals arising under operating leases are recognised as an expense in the periods in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

3.14 Earnings per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity

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shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3.15 Taxation

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

MAT Credit Entitlement:

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT Credit becomes eligible to be recognized as an asset, in accordance with the provisions contained in the Guidance Note issued by the Institute of Chartered Accountants of India (ICAI), the said asset is created by way of credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

Current and deferred tax for the year :

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

3.16 Provisions and Contingencies

Provisions are recognized when the Company has a present obligation (legal/ constructive) as a result of past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to

settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

Contingent Liability:

Contingent liability is disclosed for (i) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the consolidated financial statements since this may result in the recognition of income that may never be realized.

3.17 Segment Reporting

The Operating segments reflect the Company's management structure and the way the financial information is regularly reviewed by the Company's Chief operating decision maker (CODM). The CODM considers the business from both business and product perspective based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / (loss) amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

3.18 Indirect Tax Input Credit

Indirect tax input credit is accounted for in the books during the period when the underlying service received is accounted and when there is no uncertainty in availing / utilizing the credits.

3.19 Insurance Claims

Insurance claims are accrued for on the basis of claims admitted / expected to be admitted and to the extent there is no uncertainty in receiving the claims.

3.20 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.21 Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 3, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ

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from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if revision affects both current and future periods.

The following are the significant areas of estimation, uncertainty and critical judgements in applying accounting policies:

- Useful lives of Property, plant and equipment and intangible assets (Refer Note 3.6)
- Provision for taxation (Refer Note 3.15)
- Provision for disputed matters (Refer Note 3.16)
- Provision for employee benefits (Refer Note 3.12)

Determination of functional currency:
Currency of the primary economic environment in which the Company operates ("the functional currency") is Indian Rupee (INR) in which the company primarily generates and expends cash. Accordingly, the Management has assessed its functional currency to be Indian Rupee (INR).

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5A PROPERTY, PLANT AND EQUIPMENT

(in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Carrying amounts of:			
Furniture and Fixtures	806.67	979.74	669.64
Computers and accessories	256.73	252.16	261.47
Office Equipment	163.26	183.59	103.35
Vehicles	22.39	34.45	50.14
Total	**1,249.05**	**1,449.94**	**1,084.60**

5A.1 Details of movement in the carrying amounts of property, plant and equipment

(in lakhs)

Description of Assets	Furniture and Fixtures	Computers and accessories	Office Equipment	Vehicles	Total
I. Gross carrying value					
As at 1 April 2016	669.64	261.47	103.35	50.14	1,084.60
Additions	534.08	107.74	110.53	-	752.35
Disposals	-	-	-	-	-
Effect of foreign currency exchange difference	(19.48)	(8.34)	(3.94)	-	(31.75)
As at 31 March 2017	**1,184.24**	**360.87**	**209.94**	**50.14**	**1,805.20**
As at 1 April 2017	1,184.24	360.87	209.94	50.14	1,805.20
Additions	97.92	132.01	29.47	-	259.40
Disposals	-	-	-	(2.95)	(2.95)
Effect of foreign currency exchange difference	2.56	(86.57)	(4.61)	-	(88.62)
As at 31 March 2018	**1,284.72**	**406.31**	**234.80**	**47.19**	**1,973.03**
II. Accumulated depreciation and impairment					
As at 1 April 2016	-	-	-	-	-
Charge for the year	207.65	112.00	27.24	15.66	362.71
Disposals	-	-	-	-	-
Effect of foreign currency exchange difference	(3.15)	(3.29)	(0.86)	-	(7.45)
As at 31 March 2017	**204.50**	**108.71**	**26.38**	**15.66**	**355.26**
As at 1 April 2017	204.50	108.71	26.38	15.66	355.26
Charge for the year	270.30	99.40	49.95	10.35	430.00
Disposals	-	-	-	(1.24)	(1.25)
Effect of foreign currency exchange difference	3.25	(58.53)	(4.76)	-	(60.03)
Balance as at 31 March 2018	**478.05**	**149.58**	**71.57**	**24.77**	**723.98**
Net carrying value as at 31 March 2018	**806.67**	**256.73**	**163.26**	**22.39**	**1,249.05**
Net carrying value as at 31 March 2017	**979.74**	**252.16**	**183.59**	**34.45**	**1,449.94**
Net carrying value as at 1 April 2016	**669.64**	**261.47**	**103.35**	**50.14**	**1,084.60**

5B Goodwill

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Carrying amounts of :			
Goodwill	11,994.47	11,120.78	11,357.71
Total	**11,994.47**	**11,120.78**	**11,357.71**

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5B.1 Details of movement in the carrying amounts of Goodwill

Description of Assets	Goodwill	Total
I. Gross carrying value		
As at 1 April 2016	11,357.71	11,357.71
Additions	-	-
Disposal	-	-
Effect of foreign currency exchange difference	(236.93)	(236.93)
As at 31 March 2017	**11,120.78**	**11,120.78**
As at 1 April 2017	11,120.78	11,120.78
Additions	866.12	866.12
Disposal	(9.60)	(9.60)
Effect of foreign currency exchange difference	17.17	17.17
As at 31 March 2018	**11,994.47**	**11,994.47**
Net carrying value as at 31 March 2018	**11,994.47**	**11,994.47**
Net carrying value as at 31 March 2017	**11,120.78**	**11,120.78**
Net carrying value as at 1 April 2016	**11,357.71**	**11,357.71**

5C Other intangible assets

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Carrying amounts of :			
Software	18,351.20	5,852.02	3,388.66
Patents	241.88	317.15	401.19
Tradename	678.65	-	-
Non-Compete Agreement	296.59	-	-
Customers Relationships	3,021.70	-	-
Total	**22,590.02**	**6,169.17**	**3,789.85**

5C.1 Details of movement in the carrying amounts of Other intangible assets

Description of Assets	Software	Patents	Tradename	Non-Compete Agreement	Customers Relationships	Total
I. Gross carrying value						
As at 1 April 2016	3,388.66	401.19	-	-	-	3,789.85
Additions	3,464.97	-	-	-	-	3,464.97
Disposals	-	-	-	-	-	-
Effect of foreign currency exchange difference	(44.70)	(9.67)	-	-	-	(54.37)
As at 31 March 2017	**6,808.93**	**391.52**	**-**	**-**	**-**	**7,200.45**
As at 1 April 2017	6,808.93	391.52	-	-	-	7,200.45
Additions	13,431.58	-	741.47	360.44	3,302.23	17,835.72
Disposals	(539.76)	-	-	-	-	(539.76)
Effect of foreign currency exchange difference	115.26	0.70	5.65	2.75	25.15	149.51
As at 31 March 2018	**19,816.01**	**392.22**	**747.12**	**363.19**	**3,327.38**	**24,645.92**
II. Accumulated depreciation and impairment						
As at 1 April 2016	-	-	-	-	-	-
Charge for the year	912.60	76.48	-	-	-	989.08
Disposals	-	-	-	-	-	-
Effect of foreign currency exchange difference	44.31	(2.11)	-	-	-	42.20
As at 31 March 2017	**956.91**	**74.37**	**-**	**-**	**-**	**1,031.28**

Description of Assets	Software	Patents	Tradename	Non-Compete Agreement	Customers Relationships	Total
As at 1 April 2017	956.91	74.37	-	-	-	1,031.28
Charge for the year	1,576.07	75.19	67.97	66.08	303.37	2,088.68
Disposals / Adjustments during the year	(298.18)	-	-	-	-	(298.18)
Effect of foreign currency exchange difference	(769.99)	0.78	0.50	0.52	2.31	(765.88)
Balance as at 31 March 2018	**1,464.81**	**150.34**	**68.47**	**66.60**	**305.68**	**2,055.90**
Net carrying value as at 31 March 2018	**18,351.20**	**241.88**	**678.65**	**296.59**	**3,021.70**	**22,590.02**
Net carrying value as at 31 March 2017	**5,852.02**	**317.15**	**-**	**-**	**-**	**6,169.17**
Net carrying value as at 1 April 2016	**3,388.66**	**401.19**	**-**	**-**	**-**	**3,789.85**

6 TRADE RECEIVABLES

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
Trade receivables						
(a) Secured, considered good	-	-	-	-	-	-
(b) Unsecured, considered good	25,252.35	-	12,948.00	-	7,608.89	-
(c) Doubtful	23.74	633.73	25.23	633.73	15.60	633.73
	25,276.09	**633.73**	**12,973.23**	**633.73**	**7,624.49**	**633.73**
Less: Allowance for expected credit losses	(23.74)	(633.73)	(25.23)	(633.73)	(15.60)	(633.73)
	25,252.35	**-**	**12,948.00**	**-**	**7,608.89**	**-**

6.1 Credit period and risk

The average credit period for the services rendered:

(a) Trade receivables (Domestic) are non-interest bearing and are generally on terms of upto 30 days.

(b) Trade receivables (International & Related Party) are non-interest bearing and are generally on terms of upto 3-9 months.

No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

6.2 Expected credit loss allowance

The Company has used a practical expedient by computing the expected loss allowance for trade receivables based on provision matrix. The provision matrix takes into account the historical credit loss experience and adjustments for forward looking information.

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

Age of receivables

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Domestic Customers:			
(i) Within Credit period	64.42	34.73	17.92
(ii) 0 - 1 year	2.24	31.96	1.57
(iii) 1 - 2 years	0.30	0.57	-
(iv) 2 - 3 years	-	-	-
(v) More than 3 years	633.73	633.73	633.73
Sub-total (A)	**700.69**	**700.99**	**653.22**
International Customers:			
(i) Within Credit period	23,646.36	11,704.46	6795.53
(ii) 0 - 1 year	1,562.77	1,201.51	809.47
(iii) 1 - 2 years	-	-	-
(iv) 2 - 3 years	-	-	-
(v) More than 3 years	-	-	-
Sub-total (B)	**25,209.13**	**12,905.97**	**7605.00**
Grand Total (A + B)	**25,909.82**	**13606.96**	**8,258.22**

Based on the assessment of the Company, there is no risk associated with the dues from the related parties both from a credit risk or time value of money as these are managed through the group's cash management process and can be recovered on demand by the Company. Accordingly, no provisions has been considered necessary.

With regard to other parties, the company had, based on past experience, wherein collections are done within a year of it being due and expectation in the future Credit loss, has made necessary provisions.

6.3 Movement in the allowance for doubtful receivables (including expected credit loss allowance)

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Balance at beginning of the year	658.96	649.33
Movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	(1.49)	9.63
Balance at end of the year	**657.47**	**658.96**

During the year, the Company made no write-offs of trade receivables, it does not expect to receive future cash flows/recoveries from trade receivables previously written off.

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

7 LOANS

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Security deposits						
- Unsecured, considered good	1.72	171.42	12.76	192.32	73.65	39.05
- Doubtful	-	-	-	-	-	-
TOTAL	**1.72**	**171.42**	**12.76**	**192.32**	**73.65**	**39.05**
(b) Loans / Advances to related parties						
- Unsecured, considered good	5,808.44	-	2,237.27	-	2,205.16	-
- Doubtful	-	-	-	-	-	-
TOTAL	**5,808.44**	**-**	**2,237.27**	**-**	**2,205.16**	**-**
(c) Loans to others						
- Unsecured, considered good	708.25	-	54.72	-	585.66	-
- Doubtful	-	-	-	-	-	-
TOTAL	**708.25**	**-**	**54.72**	**-**	**585.66**	**-**
GRAND TOTAL	**6,518.41**	**171.42**	**2,304.75**	**192.32**	**2,864.47**	**39.05**

8 OTHER FINANCIAL ASSETS

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Interest income accrued not due	5.14	-	0.10	-	0.07	-
(b) Interest receivable on Loan to Related parties	731.77	-	-	-	-	-
(c) Other Advances	-	-	13.00	-	-	-
(d) Unbilled Revenue	2,569.45	-	2,355.10	-	660.82	-
GRAND TOTAL	**3,306.36**	**-**	**2,368.20**	**-**	**660.89**	**-**

9 OTHER ASSETS

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Prepaid expenses	582.93	41.90	429.46	50.48	330.56	11.58
(b) Advance for Acquistion	194.46	4,213.30	-	2,297.56	-	-
(c) Other non-financial advances	0.10	-	321.86	-	124.33	-
(d) Balances with government authorities						
- GST receivables	103.02	-	-	-	-	-
- Service tax receivables	-	-	25.03	-	24.92	-
(e) Capital Advances	-	127.07	-	-	-	-
(f) Advances to Suppliers	1,604.50	-	158.10	-	-	-
(g) Staff Advances	31.50	-	31.75	-	17.57	-
Total	**2,516.51**	**4,382.27**	**966.20**	**2,348.04**	**497.38**	**11.58**

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

10 CASH AND CASH EQUIVALENTS

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Cash in hand	35.14	68.18	25.44
(b) Balances with Bank			
(i) In Current Accounts	987.28	8,814.19	2,553.37
(ii) In EEFC Accounts	-	0.87	-
(iii) In Earmarked Accounts	0.71	-	-
(c) Term deposits (Less than 3 months)	-	-	250.00
Total	**1,023.13**	**8,883.24**	**2,828.81**

11 OTHER BANK BALANCES

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Term Deposits (between 3 to 12 months maturity)	76.00	96.00	-
Total	**76.00**	**96.00**	**-**

12 EQUITY SHARE CAPITAL

₹ (In lakhs) (except No. of shares)

	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
Authorised:						
Fully paid equity shares of ₹ 5/- each (FY 2016-17: ₹ 5/- each and FY 2015-16 ₹ 10/- each)	60,000,000	3,000.00	60,000,000	3,000.00	20,000,000	2,000.00
Issued, subscribed and fully paid:						
Fully paid equity shares of ₹ 5/- each (FY 2016-17: ₹ 5/- each and FY 2015-16 ₹ 10/- each)	30,517,605	1,525.88	30,517,605	1,525.88	10,894,102	1,089.41
Total	**30,517,605**	**1,525.88**	**30,517,605**	**1,525.88**	**10,894,102**	**1,089.41**

(i) Reconciliation of number of shares

Particulars	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	No. of shares Face Value of ₹ 5 each	₹ In Lakhs	No. of shares Face Value of ₹ 5 each	₹ In Lakhs	No. of shares Face Value of ₹ 10 each	₹ In Lakhs
Equity shares						
Balance as at beginning of the year	30,517,605	1,525.88	10,894,102	1,089.41	10,894,102	1,089.41
Add: Issued during the year						
Upon conversion of warrants	-	-	550,000	55.00	-	-
Upon Split of Face Value of Share	-	-	11,444,102	-	-	-
Upon Bonus issue of Shares	-	-	7,629,401	381.47	-	-
Balance as at end of the year	**30,517,605**	**1,525.88**	**30,517,605**	**1,525.88**	**10,894,102**	**1,089.41**

(ii) Terms/rights attached to equity shares

The Company has one class of equity shares having a par value of ₹ 5/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

(iii) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Face Value of ₹ 5/-each		Face Value of ₹ 5/-each		Face Value of ₹ 10/-each	
	Number of Shares	Percentage	Number of Shares	Percentage	Number of Shares	Percentage
Suresh Venkatachari	17,029,533	55.80%	17,029,533	55.80%	5,936,075	54.49%
R.S. Ramani	475,000	1.56%	2,158,021	7.07%	809,258	7.43%

(iv) There are no shares which are reserved for issuance and there are no securities issued/ outstanding which are convertible into equity shares.

(v) Issue of Bonus Shares during immediately preceding 5 years

Particulars	2016-17	2015-16	2014-15	2013-14	2012-13
No. of Bonus Equity Shares issued	7,629,401	-	-	-	4,017,641

13 OTHER EQUITY

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Securities Premium Account			
Opening balance	6,119.68	4,363.85	4,363.85
Add : Premium on shares issued during the year	-	2,137.30	-
Less : Issue of Bonus shares during the period	-	(381.47)	-
Closing balance	**6,119.68**	**6,119.68**	**4,363.85**
(b) General Reserve			
Opening balance	195.80	195.80	195.80
Add/Less: Current Year Movements	-	-	-
Closing balance	**195.80**	**195.80**	**195.80**
(c) Subsidy Reserve			
Opening balance	14.23	14.23	14.23
Add/Less: Current Year Movements	-	-	-
Closing balance	**14.23**	**14.23**	**14.23**
(d) Retained Earnings			
Opening balance	18,831.26	8,359.55	8,359.55
Add : Total Comprehensive Income for the period	20,552.14	12,917.03	-
Less : Share of Non-Controlling Interest	(3,405.43)	(2,445.32)	-
Less : Dividend Distribution	(305.18)	-	-
Less : Dividend Distribution tax	(62.13)	-	-
Closing balance	**35,610.66**	**18,831.26**	**8,359.55**
(e) Foreign currency translation reserve			
Opening balance	37.25	592.13	592.13
Add/Less: Movement during the period	159.49	(554.88)	-
Closing balance	**196.74**	**37.25**	**592.13**

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Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(g) Capital reserve			
Opening balance	5,271.23	6,002.53	6,002.53
Add/Less: Movement during the period	175.27	(731.30)	-
Less: Share of Non-Controlling Interest	-	-	-
Closing balance	**5,446.50**	**5,271.23**	**6,002.53**
(h) Application money pending allotment			
Opening balance	-	575.07	575.07
Less: Share allotment made during the year	-	(575.07)	-
Closing balance	**-**	**-**	**575.07**
Total	**47,583.61**	**30,469.45**	**20,103.16**

14 BORROWINGS

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Non-Current			
Borrowings measured at amortized cost: (Refer Note (14.1) below)			
Secured borrowings :			
(a) Term Loans			
- From Banks	259.76	15.32	24.93
- From Other Parties (including Financial institutions)	997.39	1,990.44	-
Unsecured borrowings:			
(a) Loans from Related Parties	3,750.00	0.45	341.32
Total	**5,007.15**	**2,006.21**	**366.25**
Current			
Secured Borrowings:			
(a) Loans Repayable on Demand	2,537.17	1,171.80	635.52
Unsecured borrowings:			
(a) Loans from Related Parties	55.10	400.25	-
Total	**2,592.27**	**1,572.05**	**635.52**

14.1 Details of Term Loan from Banks / Others - Secured

The details of tenor, interest rate, repayment terms of the same are given below:

I - Term Loans from Indian Bank (Refer Note (i) below)

₹ (in lakhs)

S. No	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	73	11.75%	73	Principal Monthly, Interest Monthly	300.23	-	-
	Sub-Total				**300.23**	**-**	**-**

Notes

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II - Vehicle Loans from HDFC Bank, (Refer Note (ii) below)

₹ (in lakhs)

S. No	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	48	9.71%	17	Principal Monthly, Interest Monthly	15.32	24.93	33.66
	Sub-Total				**15.32**	**24.93**	**33.66**
	Total of borrowings from Banks				**315.55**	**24.93**	**33.66**
	Less : Current Maturities of long-term borrowings (Refer Note 16)				55.79	9.61	8.73
	Long-term Borrowings from Banks				**259.76**	**15.32**	**24.93**

III - Term Loans from IFCI (Refer Note (iii) below)

₹ (in lakhs)

S. No	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	10	11.45%	8	Principal Quarterly, Interest Monthly	1,990.43	2,481.47	-
	Total of borrowings from Others				**1,990.43**	**2,481.47**	**-**
	Less : Current Maturities of long-term borrowings (Refer Note 16)				993.04	491.02	-
	Long Term Borrowings from Others				**997.39**	**1,990.44**	**-**

IV - Term Loans from Related Parties (Refer Note (iv) below)

₹ (in lakhs)

S. No	Original Tenor (in Months)	Interest Rate	No. of Instalments outstanding as at 31 March 2018	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	4	10.00%	4	Principal Half yearly, Interest Monthly	3,750.00	0.45	341.32
	Sub-Total				**3,750.00**	**0.45**	**341.32**

V - Loans Repayable on Demand

S.No	Name of the bank	Interest Rate	Security Terms	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	Indian Bank	MCLR (1Y)+3.65%-0.5%	Refer Note (i) below	Loans Repayable on Demand	873.92	732.02	238.72
2	Indian Bank	Card Rate	Refer Note (i) below	Loans Repayable on Demand	324.68	-	-
3	Marquette Commercial Finance	Card Rate	Refer Note (v) below	Loans Repayable on Demand	1,338.57	439.78	396.80
	Sub-Total				**2,537.17**	**1,171.80**	**635.52**

VI - Loans from Related Parties (Unsecured)(Refer Note (iv) below)

Sr. No	Name	Interest Rate	Repayment Terms	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
1	Ventakachari Suresh	Card Rate	Loans Repayable on Demand	55.10	400.25	-
	Sub-Total			**55.10**	**400.25**	**-**

Notes:

(i) The details of Security provided against the Term Loans and Loans Repayable on demand pertaining to Indian Bank are as follows:

(a) Indian Bank Term Loan and working capital loan are Secured against Hypothecation of Book Debts (Accounts receivable), Fixed Assets and personal guarantee of Managing Director and Whole Time Director.

(b) Collateral security provided the property situated at 168, Eldams Road owned by Managing director.

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(c) The loan is also further secured by pledge of 300,000 shares of 8K Miles Software Services Limited held by Managing Director.

(d) Collateral security provided the property situated at 44, Anna Salai Lane, Saidapet, Chennai - 15 owned by Ms. T.P. Saira (Former Director)

(ii) The loan is secured by hypothecation of respective vehicle financed by the Bank.

(iii) The details of Security provided against the IFCI Term Loans are as follows:

(a) Secured against pledge of 8K Miles software services Limited shares at least 2.5 times of outstanding loan amount and personal guarantee of the Directors.

(b) Lien marked Fixed Deposit in favour of IFCI equivalent to 3 months interest due and PDCs for Interest and principal repayments

(iv) During the current year ended March 31, 2018, the Company has obtained an unsecured loan of ₹ 3,750 lakhs and ₹ 55.10 lakhs from R.S. Ramani, Whole time Director and Venkatchari Suresh, Managing Director respectively. The Company has obtained a declaration from the Directors that the loan has not been given out of funds borrowed or deposits accepted from others.

(v) The loan is secured by hypothecation of Book Debts.

15 TRADE PAYABLES

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Dues of Micro and small enterprises (MSME) (Refer Note 32)	-	-	-	-	-	-
(b) Dues from Others	4,136.41	-	1,598.05	-	1,748.55	-
TOTAL	**4,136.41**	**-**	**1,598.05**	**-**	**1,748.55**	**-**

16 OTHER FINANCIAL LIABILITIES

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Current maturities of long term loans (Refer Note 14)	1,048.83	-	500.63	-	8.73	-
(b) Dividend Payable	0.71	-	-	-	-	-
(c) Interest accrued and due on borrowings	220.92	-	15.11	-	1.16	-
(d) Share Application Money Refundable	-	-	-	-	15.50	-
(e) Advances from Related Parties	-	-	-	-	241.94	-
(f) Contingent Consideration on Acquisition	2,142.01	-	-	-	-	-
TOTAL	**3,412.47**	**-**	**515.74**	**-**	**267.33**	**-**

17 PROVISIONS

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Provision for Employee Benefits						
- Provision for Gratuity (Refer Note 28)	6.82	63.10	5.58	47.64	4.04	31.10
- Provision for Compensated Absences (Refer Note 28)	25.35	-	34.17	-	12.70	-
TOTAL	**32.17**	**63.10**	**39.75**	**47.64**	**16.74**	**31.10**

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

18 OTHER LIABILITIES

₹ (in lakhs)

Particular	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Current	Non Current	Current	Non Current	Current	Non Current
(a) Statutory Payables	123.16	-	53.97	-	36.08	-
(b) Rent Equilisation Reserve	1.91	10.61	0.42	12.52	-	12.94
(c) Advances from Customers	625.28	-	-	-	-	-
TOTAL	**750.35**	**10.61**	**54.39**	**12.52**	**36.08**	**12.94**

19 CURRENT TAX LIABILITIES (NET)

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Provision for Income Taxes (Net of Advance Tax)	1,740.22	2,095.27	1,527.57
TOTAL	**1,740.22**	**2,095.27**	**1,527.57**

20 REVENUE FROM OPERATIONS

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Revenue from Information Technology Enabled Services		
(a) International	84,578.00	52,622.26
(b) Domestic	345.87	211.24
Total	**84,923.87**	**52,833.50**

21 OTHER INCOME

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Interest Income		
- On Term Deposits	6.66	0.28
- On Loans	731.77	-
(b) Miscellaneous Income	66.57	89.52
(c) Gains on Foreign Exchange Fluctuations (Net)	31.68	-
(d) Gains on Sale of Intangibles	0.94	-
(e) Gains on Sale of Investments	6.12	-
(f) Allowances for Expected Credit Loss reversed (Refer Note 6)	1.49	-
Total	**845.23**	**89.80**

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

22 EMPLOYEE BENEFITS EXPENSES

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Salaries and wages, including bonus	22,722.75	16,907.08
(b) Gratuity Expenses (Refer Note 28)	32.35	15.84
(c) Contribution to Provident Fund (Refer Note 28)	28.63	23.17
(d) Staff welfare expenses	773.83	690.13
Total	**23,557.56**	**17,636.22**

23 OTHER EXPENSES

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Professional and Consultancy Charges	24,620.35	12,296.70
(b) Traveling and logistics expenses	2,083.17	1,382.95
(c) Power and Fuel	30.44	27.75
(d) Rent	567.90	395.11
(e) Repair and maintenance	40.40	49.99
(f) Insurance expenses	57.17	69.29
(g) Fees, Rates and taxes	16.59	21.60
(h) Sales and Marketing Expenses	361.52	128.50
(i) Cloud Hosting and Communication Charges	1,421.13	959.28
(j) Business Promotion Expenses	1,729.77	797.14
(k) Audit Fees		
(a) Statutory Audit	104.81	75.29
(b) Tax Audit	2.00	1.00
(c) Limited Review	3.00	-
(d) Other Services	-	1.76
(e) Reimbursement of out of pocket expenses	0.15	-
(l) Bank Charges	94.74	28.24
(m) Directors's Sitting Fees	0.53	0.75
(n) Allowances for Expected Credit Loss (Refer Note 6)	-	9.63
(o) Recruitment Expenses	106.89	162.61
(p) Loss on foreign currency transactions (net)	-	75.74
(q) Miscellaneous expenses	883.96	262.11
Total	**32,124.52**	**16,745.44**

24 FINANCE COST

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
(a) Interest expense	971.49	135.30
Total	**971.49**	**135.30**

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25 EARNINGS PER SHARE

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Profit for the year attributable to equity shareholders of the Company	17,161.62	10,447.08
Weighted average number of equity shares for the purpose of calculating Basic & Diluted EPS	30,517,605	30,346,308
Nominal value of equity shares (in ₹)	5.00	5.00
Basic EPS (in ₹)	56.24	34.43
Diluted EPS (in ₹)	56.24	34.43

26 LEASE ARRANGEMENTS

26 (a) Operating Leases

The Company has entered into operating lease agreements primarily for Office premises. An amount of ₹ 567.90 lakhs (Previous Year - ₹ 395.11 lakhs) has been debited to the Statement of Profit and Loss towards lease rentals and other charges for the current year. The leases are non cancellable for periods of 1 to 9 years and may be renewed based on mutual agreement of the parties.

The future minimum lease payments for office premises under operating lease contracted are as follows:

₹ (in lakhs)

Lease Obligation	Expected Minimum Lease Commitment		
	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Payable - Not later than one year	541.96	422.86	228.62
Payable - Later than one year but not later than five years	1,447.63	1,293.10	797.28
Payable - Later than five years	427.20	699.57	328.22
Total	**2,416.79**	**2,415.53**	**1,354.12**

27 COMMITMENTS AND CONTINGENCIES

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
A. Contingent Liabilities			
(a) Claims against the company not acknowledged as debts	-	-	-
(b) Income tax - Disputed	94.98	94.98	79.82
Total (A)	**94.98**	**94.98**	**79.82**
B. Commitments			
(a) Estimated amount of contracts remaining to be executed on capital account & not provided for	129.81	-	-
(b) Others	-	-	-
Total (B)	**129.81**	**-**	**-**

Note:

The amounts shown above as Contingent Liabilities and other disputed claims represent the best possible estimates arrived at on the basis of the available information. The uncertainties and possible reimbursement are dependent on the outcome of the various legal proceedings which have been initiated by the Company or the claimants, as the case may be and, therefore, cannot be predicted accurately. The Company expects a favourable decision with respect to all the above disputed demands / claims based on professional advice and, accordingly, believes that no specific adjustment/provision is required in respect of these matters at this stage.

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28 EMPLOYEE BENEFITS

(I) Defined Contribution Plan

The Company makes provident fund contribution which is defined contribution plan, for qualifying employees. Under the schemes, the company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to the plan by the Company are at rates specified in the rules of the schemes.

Expenses recognised :

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Included under 'Contributions to Provident Fund' (Refer Note 22 (c))		
Contributions to provident funds	28.63	23.17

(II) Defined Benefit Plans:

The Company offers 'Gratuity' (Refer Note 22 - Employees Benefits Expense) as a post employment benefit for qualifying employees and operates a gratuity plan. The benefit payable is calculated as per the Payment of Gratuity Act, 1972 and the benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company's obligation towards its gratuity liability is a defined benefit plan.

Description of Risk Exposures

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

A) **Interest Rate risk:** The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

B) **Salary Escalation Risk:** The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

C) **Demographic Risk :**The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

D) **Liquidity Risk:** This is the risk that the Company is not able to meet the short-term gratuity payouts.This may arise due to non availabilty of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

In respect of the plan, the most recent actuarial valuation of the present value of the defined benefit obligation were carried out as at 31 March 2018 by Sapna Malhotra, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and paid service cost, were measured using the projected unit credit method.

(a) Amount recognised in the statement of profit & loss in respect of the defined benefit plan are as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Components of defined benefit cost for the year ended recognised in the total comprehensive income under employee benefit expense is as follows		
Service Cost		
- Current Service Cost	15.92	12.98
- Past service cost and (gains)/losses from settlements	12.49	-
Net interest expense	3.94	2.86
Components of defined benefit costs recognised in profit or loss	**32.35**	**15.84**
Remeasurement on the net defined benefit liability:		
Return on plan assets (excluding amount included in net interest expense)	-	-
Actuarial gains and loss arising form changes in financial assumptions	(4.62)	4.58
Actuarial gains and loss arising form experience adjustments	(10.33)	(2.34)
Actuarial gains and loss arising form changes in demographic assumptions	-	-
Components of defined benefit costs recognised in other comprehensive (income) / loss	**(14.95)**	**2.24**
Total defined benefit cost recognised in Statement of Profit and Loss and Other Comprehensive Income	**17.40**	**18.08**

(i) The current service cost and interest expense for the year are included in the "Employee Benefits Expense" in the statement of profit & loss under the line item "Gratuity Expenses".

(ii) The remeasurement of the net defined benefit liability is included in other comprehensive income.

(b) The amount included in the balance sheet arising from the entity's obligation in respect of defined benefit plan is as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
I. Net Asset/(Liability) recognised in the Balance Sheet			
1. Present value of defined benefit obligation	69.92	53.22	35.14
2. Fair value of plan assets	-	-	-
3. Surplus/(Deficit)	(69.92)	(53.22)	(35.14)
4. Current portion of the above	(6.82)	(5.58)	(4.04)
5. Non current portion of the above	(63.10)	(47.64)	(31.10)

(c) Movement in the present value of the defined benefit obligation are as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Change in the obligation during the year ended 31 March		
Present value of defined benefit obligation at the beginning of the year	53.22	35.14
Expenses Recognised in Statement of Profit and Loss:		
- Current Service Cost	15.92	12.98
- Past Service Cost and (gains)/losses from settlements	12.49	-
- Interest Expense (Income)	3.94	2.86
Recognised in Other Comprehensive Income:		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		

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Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
i. Demographic Assumptions	-	-
ii. Financial Assumptions	(4.62)	4.58
iii. Experience Adjustments	(10.33)	(2.34)
Benefit payments	(0.70)	-
Liabilities assumed / (settled)		
Present value of defined benefit obligation at the end of the year	**69.92**	**53.22**

(d) Movement in fair value of plan assets are as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
Change in fair value of assets during the year ended 31 March		
Fair value of plan assets at the beginning of the year	-	-
Expenses Recognised in Statement of Profit and Loss:		
- Expected return on plan assets	-	-
Recognised in Other Comprehensive Income:		
Remeasurement gains / (losses)		
- Actuarial gains and loss arising form changes in financial assumptions	-	-
- Return on plan assets (excluding amunt included in net interest expense)	-	-
Contributions by employer	0.70	-
Benefit payments	(0.70)	-
Fair value of plan assets at the end of the year	**-**	**-**

(e) The principal assumptions used for the purpose of actuarial valuation were as follows:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Discount rate	7.88%	7.50%	8.13%
Expected rate of salary increase	Refer Table below	Refer Table below	Refer Table below
Withdrawal Rate	Refer Table below	Refer Table below	Refer Table below
Expected return on plan assets	NA	NA	NA
Expected average remaining working life	35.38 years	29.55 years	30.16 years
Mortality	100% of IALM 2006-08*	100% of IALM 2006-08*	100% of IALM 2006-08*

* Based on India's standard mortality table (100% of industry mortality table IALM 2006-08)

Particulars	Year 1	Year 2	Year 3	Year 4	Year 5	Above Year 5
For the Year Ended 31 March 2018						
Expected rate of salary increase	7.83%	12.36%	18.71%	11.07%	20.69%	7.46%
Withdrawal Rate	12.28%	13.11%	4.09%	2.40%	1.63%	0.00%
For the Year Ended 31 March 2017						
Expected rate of salary increase	7.83%	12.36%	18.71%	11.07%	20.69%	7.46%
Withdrawal Rate	12.28%	13.11%	4.09%	2.40%	1.63%	0.00%
As at 1 April 2016						
Expected rate of salary increase	7.83%	12.36%	18.71%	11.07%	20.69%	7.46%
Withdrawal Rate	12.28%	13.11%	4.09%	2.40%	1.63%	0.00%

Significant actuarial assumptions for the determination of defined obligation are discount rate, expected rate of salary increase and Withdrawal rate. The sensitivity analysis below have been determined based on reasonably

possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant. The results of sensitivity analysis is given below:

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Amount of Impact			
Discount Rate	(5.40)	3.69	2.18
- 0.5% Increase	6.19	(4.16)	(2.44)
- 0.5% Decrease			
Salary Growth Rate	8.97	(5.38)	(3.14)
- 1% Increase	(7.84)	5.13	2.85
- 1% Decrease			
Withdrawal Rate	2.13	(0.72)	(1.03)
- 1% Increase	0.15	(0.23)	0.12
- 1% Decrease			

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There is no change in the methods and assumptions used in preparing the sensitivity analysis from the prior years. The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(III) Compensated Absences

Provision for Short Term Compensated Absences is made at current encashable salary rates for the unavailed leave balance standing to the credit of the employees as at the date of the Balance Sheet in accordance with the rules of the Company.

29 FINANCIAL INSTRUMENTS

(I) Capital Management

The Company's capital management is intended to maximise the return to shareholders for meeting the long-term and short-term goals of the Company through the optimization of the debt and equity balance. The Company determines the amount of capital required on the basis of annual and long-term operating plans and strategic investment plans. The funding requirements are met through equity and long-term/short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. The Company ensures that it will be able to continue as a going concern while maximising its returns to its shareholders by managing its capital by optimisation of the debt and equity balance. The following table summarises the capital of the Company:

Notes

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Gearing Ratio :

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Debt (includes Borrowings and interest accrued and due on borrowings)	8,869.17	4,094.00	1,011.66
Cash and Bank Balances (includes Cash and Cash equivalents and Other Bank Balances)	(1,099.13)	(8,979.24)	(2,828.81)
Net Debt	**7,770.04**	**(4,885.24)**	**(1,817.15)**
Total Equity	49,109.49	31,995.33	21,192.57
Net Debt to equity ratio	**0.15**	**(0.15)**	**(0.08)**

(II) Categories of Financial Instruments

The carrying value of financial instruments by categories as at 31 March 2018, 31 March 2017 and 1 April 2016 is as follows:

₹ (in lakhs)

Particulars	Carrying Value		
	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
(a) Financial Assets			
Measured at amortised cost			
- Cash and Cash Equivalents	1,023.13	8,883.24	2,828.81
- Other Bank Balances	76.00	96.00	-
- Trade receivables	25,252.35	12,948.00	7,608.89
- Loans	6,689.83	2,497.07	2,903.52
- Other financial assets	3,306.36	2,368.20	660.89
Total assets	**36,347.67**	**26,792.51**	**14,002.11**
(b) Financial Liabilities :			
Measured at amortised cost			
- Borrowings	7,599.42	3,578.26	1,001.77
- Trade Payables	4,136.41	1,598.05	1,748.55
- Other financial liabilities	3,412.47	515.74	267.33
Total liabilities	**15,148.30**	**5,692.05**	**3,017.65**

The Management assessed that the fair value of cash and cash equivalents, trade receivables, loans, borrowings, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments

The fair value of the financial assets and labilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value/ amortised cost:

a) Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

b) Fair values of the Company's interest-bearing borrowings and loans are determined by using discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non- performance risk as at 31 March 2018 was assessed to be insignificant.

(III) Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: liquidity risk, credit risk and market risk (including currency, interest rate and other market related risks). The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Chief Financial Officer is responsible for overseeing the Company's risk assessment and management policies and processes.

(a) Liquidity Risk Management :

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company believes that the working capital and its cash and cash equivalent are sufficient to meet its short and medium term requirements.

The following tables detail the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods and the maturity periods of its financial assets. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Liquidity exposure as at :
Maturity table of financial liabilities

₹ (in lakhs)

Particulars	Within 1 year	1 to 5 years	5 years and above	Total
31 March 2018				
Non-derivative financial liabilities:				
Variable Interest rate instruments:				
(i) Borrowings	3,641.10	5,007.15	-	8,648.25
Non-Interest bearing:				
(ii) Trade payables	4,136.41	-	-	4,136.41
(iii) Other financial liabilities	2,363.64	-	-	2,363.64
Total	**10,141.15**	**5,007.15**	**-**	**15,148.30**
31 March 2017				
Non-derivative financial liabilities:				
Variable Interest rate instruments:				
(i) Borrowings	2,072.68	2,006.21	-	4,078.89
Non-Interest bearing:				
(ii) Trade payables	1,598.05	-	-	1,598.05
(iii) Other financial liabilities	15.11	-	-	15.11
Total	3,685.84	2,006.21	-	5,692.05
1 April 2016				
Non-derivative financial liabilities:				
Variable Interest rate instruments:				
(i) Borrowings	644.25	366.25	-	1,010.50
Non-Interest bearing:				
(ii) Trade payables	1,748.55	-	-	1,748.55
(iii) Other financial liabilities	258.60	-	-	258.60
Total	**2,651.40**	**366.25**	**-**	**3,017.65**

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The following table details the Group's expected maturity for its financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Maturity table of financial assets

₹ (in lakhs)

Particulars	Within 1 year	1 to 5 years	5 years and above	Total
As at 31 March 2018				
Non derivative assets:				
Interest bearing :				
(i) Loans	6,516.69	-	-	6,516.69
(ii) Bank balances other than cash and cash equivalents	76.00	-	-	76.00
Non-interest bearing :				
(i) Trade receivables	25,252.35	-	-	25,252.35
(ii) Cash and cash equivalents	1,023.13	-	-	1,023.13
(iii) Loans	1.72	55.36	116.06	173.14
(iv) Other financial assets	3,306.36	-	-	3,306.36
Total	**36,176.25**	**55.36**	**116.06**	**36,347.67**
As at 31 March 2017				
Non derivative assets				
Interest bearing :				
(i) Loans	2,291.99	-	-	2,291.99
(ii) Bank balances other than cash and cash equivalents	96.00	-	-	96.00
Non-interest bearing :				
(i) Trade receivables	12,948.00	-	-	12,948.00
(ii) Cash and cash equivalents	8,883.24	-	-	8,883.24
(iii) Loans	12.76	52.86	139.46	205.08
(iv) Other financial assets	2,368.20	-	-	2,368.20
Total	**26,600.19**	**52.86**	**139.46**	**26,792.51**
As at 1 April 2016				
Non derivative assets				
Interest bearing :				
(i) Loans	2,790.82	-	-	2,790.82
Non-interest bearing :				
(i) Trade receivables	7,608.89	-	-	7,608.89
(ii) Cash and cash equivalents	2,828.81	-	-	2,828.81
(iii) Loans	73.65	39.05	-	112.70
(iv) Other financial assets	660.89	-	-	660.89
Total	**13,963.06**	**39.05**	**-**	**14,002.11**

(b) Credit Risk :

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Trade receivables: The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. The Company uses financial information and past experience to evaluate credit quality of majority of its customers and individual credit limits are defined in accordance with this assessment. Outstanding receivables and the credit worthiness of its counter parties are periodically monitored and taken up on case to case basis.

Credit risk on current investments, cash & cash equivalent and derivatives is limited as the Company generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

(c) Market Risk :

Market risk is the risk of loss of any future earnings, in realizable fair values or in future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short-term debt. The Company is exposed to market risk primarily related to foreign exchange currency risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

i. Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company manages this by considering only short-term borrowings.

ii. Foreign exchange rate risk:

The Company's foreign currency risk arises from its foreign currency revenues and expenses, (primarily in USD). A significant portion of the Company's revenues is in USD, while a significant portion of its costs are in Indian rupees. As a result, if the value of the Indian rupee appreciates relative to this foreign currency, the Company's revenues measured in Indian rupees may decrease and vice versa. The exchange rate between the Indian rupee and US Dollar has not been subjected to significant changes in recent periods. The Company has a forex policy in place whose objective is to reduce foreign exchange risk by maintaining reasonable open exposures within approved parameters depending on the future outlook on currencies.

The Company does not enter into or trade financial instruments including derivative financial instruments for speculative purpose.

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The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of each reporting period are as follows :

₹ (in lakhs)

Particulars	Currency	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
		Amt. in FCY	Amt. in INR	Amt. in FCY	Amt. in INR	Amt. in FCY	Amt. in INR
Loans and Advance to Related Parties to Others	USD	89.61	5,808.44	34.73	2,247.75	33.29	2,200.14
	AED	40.13	708.25	3.11	54.72	32.56	585.66
Trade Payables	USD	58.88	3,816.41	20.76	1,343.28	20.17	1,333.07
	AED	2.38	41.98	3.25	57.29	11.29	203.08
Advances repayable	USD	-	-	-	-	3.37	223.08
Borrowings	USD	26.51	1,718.35	6.80	439.78	6.00	396.80
Foreign Currency in Hand & In Bank	USD	14.15	917.27	128.63	8,324.67	37.15	2,455.66
	EUR	0.01	0.48	-	-	-	-
	AED	5.20	91.87	4.56	80.43	3.89	70.06
Trade Receivables	USD	316.18	20,494.63	172.53	11,165.89	104.06	6,878.54
	AED	267.11	4,714.49	98.76	1,740.09	40.38	726.46
Interest Receivable for Loan given	USD	11.29	731.77	-	-	-	-
Security Deposits	USD	0.53	34.14	0.96	62.17	0.95	63.10
Staff Advances	USD	0.50	32.72	0.53	34.33	0.27	17.74
Unbilled Revenue	USD	25.90	1,679.12	23.70	1,533.61	10.00	660.82
	AED	50.44	890.33	46.62	821.48	-	-
Contingent Consideration on Acquisition	USD	33.05	2,142.01	-	-	-	-
Interest accrued and not due on borrowings	USD	0.02	1.13	0.02	1.13	0.02	1.16

Out of the above foreign currency exposures, none of the monetary assets and liabilities are hedged by derivative instruments or otherwise.

Foreign Currency sensitivity analysis:

The following table details the Company's sensitivity to a 5% increase and decrease in ₹ against the relevant foreign currencies. 5% is the rate used in order to determine the sensitivity analysis considering the past trends and expectation of the management for changes in the foreign currency exchange rate. The sensitivity analysis includes the outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. A positive number below indicates a increase in profit / decrease in loss and increase in equity where the ₹ strengthens 5% against the relevant currency. For a 5% weakening of the ₹ against the relevant currency, there would be a comparable impact on the profit or loss and equity and balance below would be negative.

The Company is mainly exposed to the following foreign currencies.

(i) Impact on Statement of the Profit and loss for the year

₹ (in lakhs)

Particulars	2017-18	2017-18	2016-17	2016-17	As at 1 April 2016	As at 1 April 2016
Profit/(loss) for the year	**Increase by 5%**	**Decrease by 5%**	**Increase by 5%**	**Decrease by 5%**	**Increase by 5%**	**Decrease by 5%**
USD	1,101.01	(1,101.01)	1,079.21	(1,079.21)	516.09	(516.09)
EUR	0.02	(0.02)	-	-	-	-
AED	318.15	(318.15)	131.97	(131.97)	58.96	(58.96)

(ii) Impact on total equity as at the end of the reporting period

₹ (in lakhs)

Particulars	2017-18	2017-18	2016-17	2016-17	As at 1 April 2016	As at 1 April 2016
	Increase by 5%	**Decrease by 5%**	**Increase by 5%**	**Decrease by 5%**	**Increase by 5%**	**Decrease by 5%**
USD	1,101.01	(1,101.01)	1,079.21	(1,079.21)	516.09	(516.09)
EUR	0.02	(0.02)	-	-	-	-
AED	318.15	(318.15)	131.97	(131.97)	58.96	(58.96)

Note:
This is mainly attributable to the exposure of receivable and payable outstanding in the above mentioned currencies to the Company at the end of the reporting period.

30 RELATED PARTY DISCLOSURES

a. Names of Related Parties and Nature of Relationship

Nature of Relationship*	For the Year Ended 31 March 2018	For the Year Ended 31 March 2017
Enterprises significantly influenced by Key Managerial Personnel or their relative	8K Miles Media Private Limited & its Subsidiaries	8K Miles Media Private Limited & its Subsidiaries
	8K India Abroad Publications private Limited	8K India Abroad Publications private Limited
	8K Miles Sports Management Private Limited	-

* Related Party relationships are as identified by the Management.

b. Key Management Personnel

Particulars	For the Year Ended 31 March 2018	For the Year Ended 31 March 2017
Key Management Personnel of the Company and the Holding Company	Suresh Venkatachari, Managing Director	Suresh Venkatachari, Managing Director
	R S Ramani, Whole Time Director and Chief Financial Officer	R S Ramani, Whole Time Director and Chief Financial Officer
	Gurumurthi Jayaraman	Gurumurthi Jayaraman
	Padmini Ravichandran	Padmini Ravichandran
	Babita Singaram	Babita Singaram
	Dinesh Raja Punniamurthy	Dinesh Raja Punniamurthy
	Lakshmanan Kannappan	Lakshmanan Kannappan
	Sujatha Chandrasekaran	Sujatha Chandrasekaran
	Jayashree Jagannathan, Company Secretary	Jayashree Jagannathan, Company Secretary

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

c. Particulars of Material Transactions and Balances with Related Parties:

₹ (in lakhs)

Transaction	Related Party	Year Ended 31 March 2018	Year Ended 31 March 2017
Transactions during the Year			
Income			
Interest Income	Subsidiaries of 8K Miles Media Group	731.77	-
Expenditure			
Interest on Borrowings	R S Ramani	232.35	-
Rental Expenses	Suresh Venkatachari	143.30	76.77
Others			
Loan taken	R S Ramani	3,750.00	-
	Suresh Venkatachari	55.10	400.70
Loan / Advance given	8K Miles Media Private Limited	124.00	-
	Subsidiaries of 8K Miles Media Group	10,596.00	3,541.08
Compensation of key management personnel			
Transactions during the Year			
Short-term employee benefits			
Remuneration	R S Ramani (Refer Note (ii) & (iii) below)	40.00	19.03
Remuneration	Suresh Venkatachari (Refer Note (ii) & (iii) below)	154.39	156.98
Remuneration	Lakshmanan Kannappan (Refer Note (ii) & (iii) below)	92.64	92.64
Others			
Director sitting fees	Gurumurthi Jayaraman	0.12	0.18
	Padmini Ravichandran	0.13	0.17
	Babita Singaram	0.14	0.20
	Dinesh Raja Punniamurthy	0.14	0.20
Balances at the Year End			
Other Payable as at the Year End (Net)	Suresh Venkatachari - Rent Payable	8.20	0.45
	R S Ramani - Interest Payable	209.12	-
Security Deposits (Rent)	Suresh Venkatachari	140.00	140.00
Borrowings	R S Ramani	3,750.00	18.41
	Venkatachari Suresh	55.10	400.70
Advances outstanding at the year end	8K Miles Media Private Limited	-	
	8K Miles Media Group	5,808.44	2,237.26
Interest Receivable	8K Miles Media Group	731.77	
Director's Remuneration Payable (Short term benefit)	R S Ramani - Salary Payable (Refer Note (ii) & (iii) below)	2.84	-

Notes:

(i) The Company accounts for costs incurred by / on behalf of the Related Parties based on the actual invoices / debit notes raised and accruals as confirmed by such related parties. The Related Parties have confirmed to the Management that as at 31 March 2018 and 31 March 2017, there are no further amounts payable to / receivable from them, other than as disclosed above. The Company incurs certain costs on behalf of other companies in the group. These costs have been allocated/recovered from the group companies on a basis mutually agreed to with the group companies.

(ii) Excludes gratuity and compensated absences which cannot be separately identifiable from the composite amount advised by the actuary.

(iii) The remuneration payable to key management personnel is determined by the nomination and remuneration committee having regard to the performance of individuals and market trends.

(iv) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. There have been no instances of amounts due to or due from related parties that have been written back or written off or otherwise provided for during the year.

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

31 SEGMENT REPORTING

The Company is engaged in Information and Technology Services. Based on the "management approach" as defined in Ind-AS 108 - Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by the overall business / operating segment.

As the allocation of resources and profitability of the business is evaluated by the CODM on an overall basis, with evaluation into individual categories to understand the reasons for variations, no separate segments have been identified. Accordingly, the amounts appearing in these financial statements relate to this operating segment.

31.1 Geographical Information:

The Company has operations within India as well as in other countries. The operations in United States of America constitute the major part of the operations. Management has reviewed the geographical areas vis-à-vis the risks and returns that encompass them. While arriving at this, management has reviewed the similarity of the economic and political conditions, relationships between operations in these geographical areas, proximity of operations, and special risks if any associated with operations in these areas.

₹ (in lakhs)

Particulars	Revenue from customers	
	For the year ended 31 March 2018	For the year ended 31 March 2017
United States of America	68,695.57	45,727.51
UAE	14,386.43	6,840.85
India	345.87	211.24
Others	1,496.00	53.90
Total	**84,923.87**	**52,833.50**

₹ (in lakhs)

Particulars	Non - Current Assets *		
	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
United States of America	40,578.04	20,478.29	16,064.70
UAE	2,181.23	2,144.50	1,249.65
India	262.82	537.38	742.08
Unallocated	-	-	-
Total	**43,022.09**	**23,160.17**	**18,056.43**

* Non-current assets exclude those relating to Investments, Deferred tax assets and Non-current financial assets.

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

32 ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENTS

32.1 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Based on and to the extent of information received by the Company from the suppliers during the year regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), which has been relied upon by the Auditors, the relevant particulars are furnished below.

₹ (in lakhs)

Particulars		For the year ended 31 March 2018	For the year ended 31 March 2017
(i)	Principal amount remaining unpaid to MSME suppliers as on	-	-
(ii)	Interest due on unpaid principal amount to MSME suppliers as on	-	-
(iii)	The amount of interest paid along with the amounts of the payment made to the MSME suppliers beyond the appointed day	-	-
(iv)	The amount of interest due and payable for the year (without adding the interest under MSME Development Act)	-	-
(v)	The amount of interest accrued and remaining unpaid as at the Balance sheet date	-	-
(vi)	The amount of interest due and payable to be disallowed under Income Tax Act, 1961	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

33 TAXATION

33.1 Income tax expense

33.1.1 Recognised in Statement of Profit and Loss

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Current Tax:		
In respect of the current year	5,915.03	3,952.46
Adjustments in respect of prior years	(4.72)	
	5,910.31	**3,952.46**
Deferred Tax		
In respect of the current year	145.23	183.72
	145.23	**183.72**
Total income tax expense recognised in statement of profit and loss	**6,055.54**	**4,136.18**

33.1.2 Recognised in Other Comprehensive Income

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Deferred Tax		
Remeasurements of the defined benefit liabilities/ (asset)	(4.12)	0.74
Total income tax recognised in other comprehensive income	**(4.12)**	**0.74**
Bifurcation of the income tax recognised in other comprehensive income into:-		
Items that will not be reclassified to profit or loss	(4.12)	0.74
Items that may be reclassified to profit or loss	-	-

33.1.3 Reconciliation of income tax

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows :

₹ (in lakhs)

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Profit before tax	26,596.85	17,054.71
Enacted income tax rate in India	33.06%	33.06%
Enacted income tax rate in USA	28.17%	27.95%
Computed expected tax expense	**6,057.35**	**4,070.67**
Adjustments :		
- Fixed Assets	-	16.04
- Prior period Tax	(4.72)	-
- Impact of differential tax rate for capital gains	(2.03)	-
- On account of tax rate changes and others	4.94	49.47
Total income tax expense recognised in the statement of profit and loss	**6,055.54**	**4,136.18**

33.2 Deferred Tax Balances

The following is the analysis of the net deferred tax asset position as presented in the financial statements

₹ (in lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Deferred tax assets	236.25	232.42	239.20
Less: Deferred tax liabilities	544.65	391.77	215.57
Deferred tax liabilities (net)	**308.40**	**159.35**	**-**
Deferred tax asset (net)	**-**	**-**	**23.63**

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

Movement in the deferred tax balance :

₹ (in lakhs)

Particulars	For the year 2017-2018			
	Opening Balance	Recognised in Profit or Loss	Recognised in Other Comprehensive Income / Others	Closing Balance
Depreciation on Property, Plant and Equipment & Others	22.91	1.92	-	24.83
Employee Benefit Expenses	24.08	6.29	(4.12)	26.25
Allowance for Expected Credit Loss on Financial Assets	181.56	(0.41)	-	181.15
Amortised Cost adjustments - Financial Assets	0.33	0.28	-	0.61
Amortised Cost adjustments - Financial Liabilities	(5.10)	2.47	-	(2.63)
Rent Equalisation	3.56	(0.11)	-	3.45
Amortisation of acquired intangibles reversed	(386.38)	(155.67)	-	(542.05)
Others	(0.30)	-	0.30	-
	(159.35)	**(145.23)**	**(3.82)**	**(308.40)**

₹ (in lakhs)

Particulars	For the year 2016-2017			
	Opening Balance	Recognised in Profit or Loss	Recognised in Other Comprehensive Income / Others	Closing Balance
Depreciation on Property, Plant and Equipment & Others	5.72	17.19	-	22.91
Employee Benefit Expenses	15.82	7.52	0.74	24.08
Allowance for Expected Credit Loss on Financial Assets	214.69	(33.13)	-	181.56
Amortised Cost adjustments - Financial Assets	0.16	0.17	-	0.33
Amortised Cost adjustments - Financial Liabilities	-	(5.10)	-	(5.10)
Rent Equalisation	2.82	0.74	-	3.56
Amortisation of acquired intangibles reversed	(215.27)	(171.11)	-	(386.38)
Others	(0.30)	-	-	(0.30)
	23.63	**(183.72)**	**0.74**	**(159.35)**

34 TRANSITION TO INDIAN ACCOUNTING STANDARDS (IND AS)

34.1 First-time adoption - mandatory exceptions, optional exemptions

The Company's financial statements for the year ended 31 March 2018 are prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015. The adoption of Ind AS was carried out in accordance with Ind AS 101, using 1 April 2016 as the transition date. Ind AS 101 requires that all Ind AS standards and interpretations that are effective for the Ind AS financial statements for the year ended 31 March 2018, be applied consistently and retrospectively for all fiscal years presented. All applicable Ind AS have been applied consistently and retrospectively wherever required. The resulting difference between the carrying amounts of the assets and liabilities in the financial statements under both Ind AS and previous GAAP as at the transition date have been recognized directly in equity at the transition date.

Mandatory Exceptions and Optional Exemptions

(a) Deemed Cost for Property, plant and equipment and other intangible assets

The Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognized as at 1 April 2016 (transition date) measured as per the previous Indian GAAP ('I GAAAP') and use that carrying value as its deemed cost as of the transition date.

(b) Classification and measurement of financial assets

The company has opted not to apply EIR principles retrospectively and thus opted to consider the carrying cost of financial asset as its amortised cost as at transition date.

Key Sources of estimation uncertainty

The estimates at 1 April 2016 and at 31 March 2017 are consistent with those made for the same dates in accordance with previous GAAP (after adjustments to reflect any differences in accounting policies). The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April 2016, the date of transition to Ind AS and as of 31 March 2017.

First time IND AS Adoption Reconciliation:

"The following reconciliations provide the effect of transition to Ind AS from IGAAP in accordance with Ind AS 101:

1. Equity as at 1 April 2016 and 31 March 2017

2. Net profit and total comprehensive income for the year ended 31 March 2017 and

3. Cash flows for the year ended 31 March 2017."

34.2 Reconciliation of equity as reported as per previous GAAP to Ind AS

₹ (in lakhs)

Particulars	Notes	As at 31 March 2017	As at 1 April 2016
(a) Equity Share capital		1,525.88	1,089.41
(b) Reserves and Surplus		32,386.69	19,931.54
Equity as reported under previous GAAP	A	**33,912.57**	**21,020.95**
Adjustments			
Provision for employee benefits and rent equalisation - not accrued earlier	(b)	(100.33)	(56.38)
Deferred tax on the above (including rate changes)		27.64	18.64
Other deferred tax items not recognised under Indian GAAP (including rate changes)		20.59	36.63
Reclassification of Goodwill on consolidation included under capital reserves	(j)	835.85	835.85
Foreign currency exchange rate fluctuation on above adjustment		(17.25)	-
Amortisation of acquired intangibles reversed (as recognised in Goodwill)	(i)	1,309.13	717.57
Foreign currency exchange rate fluctuation on above adjustment		(21.22)	-
Deferred tax on the above		(386.37)	(215.27)
Rectification of foreign currency exchange rate fluctuation	(k)	(475.23)	-
Rectification of non-controlling interest in foreign subsidiary	(l)	(2,645.24)	(713.35)
Total Equity as reported under IGAAP (as adjusted)		**32,460.14**	**21,644.64**
Ind AS Adjustments			
Amortised cost adjustments - Financial Assets	(c)	(1.18)	(0.48)
Measurement of borrowings at amortized cost based on Effective Interest Rate	(d)	18.54	-
Provision for Expected Credit Loss on Financial Assets	(e)	(658.96)	(649.33)
Amortisation of goodwill reversed (as already recognised on transition)	(f)	-	(25.55)
Deferred tax impact on the above adjustments	(h)	176.79	223.29
	B	**(464.82)**	**(452.07)**
Total Equity as reported under IND AS	A + B	**31,995.33**	**21,192.57**
Share Capital		1,525.88	1,089.41
Other Equity		30,469.45	20,103.16
Total Equity as reported under IND AS		**31,995.33**	**21,192.57**

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

34.3 Reconciliation of profit and total comprehensive income for the year ended 31 March 2017

₹ (in lakhs)

Particulars	Notes	Year ended 31 March 2017 (latest period presented under previous GAAP)
Profit after tax as per Previous GAAP		**10,414.57**
Adjustments		
Provision for employee benefits and rent equalisation - not accrued earlier	(b)	(43.95)
Deferred tax on the above		9.00
Other deferred tax items not recognised under Indian GAAP		(16.04)
Amortisation of acquired intangibles reversed (as recognised in Goodwill)	(i)	591.56
Deferred tax on the above		(171.10)
Rectification of non-controlling interest in foreign subsidiary	(l)	(325.71)
Net profit under IGAAP (as adjusted)		**10,458.33**
Ind AS Adjustments		
Amortised cost adjustments - Financial Assets	(c)	(0.70)
Measurement of borrowings at amortized cost based on Effective Interest Rate	(d)	18.54
Provision for Expected Credit Loss on Financial Assets	(e)	(9.63)
Amortisation of goodwill reversed (as already recognised on transition)	(f)	25.55
Actuarial Loss on employee defined benefit plans recognised in Other comprehensive income	(g)	2.24
Defered Tax impact on the above (including rate changes)	(h)	(47.25)
		(11.25)
Net profit for the period under Ind AS	A	10,447.08
Other comprehensive income (net of tax)		(1.50)
Total of Other comprehensive income	B	**(1.50)**
Total Comprehensive Income under Ind AS	A + B	**10,445.58**

Note : Under previous GAAP, total comprehensive income was not reported.Therefore the above reconciliation starts with profit after tax under previous GAAP.

34.4 Adjustments to the statement of cash flows

₹ (in lakhs)

Particulars	Year ended 31 March 2017 (latest period presented under previous GAAP)			
	Notes	Previously Reported (Refer Note 34.5 (a) below	Effect of Transition to IND AS	IND AS
Previous GAAP				
Net cash flows from operating activities	(m)	9,250.00	(2,077.13)	7,172.87
Net cash flows from investing activities		(7,265.90)	1,598.71	(5,667.19)
Net cash flows from financing activities		4,070.33	478.42	4,548.75
Net increase (decrease) in cash and cash equivalents		**6,054.43**	**-**	**6,054.43**
Cash and cash equivalents at beginning of period		2,828.81	-	2,828.81
Cash and cash equivalents at end of period		**8,883.24**	**-**	**8,883.24**

34.5 Notes on Reconciliation

(a) Previous GAAP balances have been regrouped to comply with the Companies (Accounting Standard) Rules, 2006 , certain account balances have been regrouped as per the format prescribed under Division II of Schedule III to the Companies Act 2013.

(b) The company had not recognised the provision for employee benefits and rent equalisation for the year ended 31 March 2017 and 31 March 2016, and the same had been recognised in the respective financial years.

(c) Under previous GAAP, the interest free security deposits, with fixed terms, were considered at historical cost. Under Ind AS these financial assets have been adjusted to be carried at amortized cost. The notional cost of interest on deposits under Ind AS has been recognised as rental expense and the interest accrual has been recognised as interest income earned on financial assets that are not designated as at fair value through profit or loss.

The effect of this change is decrease in financial assets by ₹ 60.20 lakhs as at 31 March 2017 (decrease by ₹ 13.51 lakhs as at 1 April 2016) and increase in other current assets by ₹ 59.02 lakhs as at 31 March 2017 (increase by ₹ 13.03 lakhs as at 1 April 2016) and decrease in total equity by ₹ 0.70 Lakhs (decrease by ₹ 0.48 lakhs as at 1 April 2016). There had been increase in other income by ₹ 5.00 lakhs and other expenses by ₹ 5.70 lakhs for the year ended 31 March 2017 and consequently increase in deferred tax asset by ₹ 0.33 lakhs as at 31 March 2017 (₹ 0.16 Lakhs as at 1 April 2016).

(d) Under previous GAAP, Borrowing cost and processing fees related to loans and financial liabilities were charged off to the statement of profit and loss. Under Ind AS, the Company needs to measure the borrowings at fair value using Effective interest rate (EIR) also considering the Upfront fees and Processing fees paid and any interest free loan at the time of obtaining the borrowings.

The net effect of change is decrease in borrowings under non current liabilities by ₹ 18.54 lakhs as at 31 March 2017 (₹ NIL as at 1 April 2016) and increase in total equity by ₹ 18.54 lakhs as at 31 March 2017 (₹ NIL lakhs as at 1 April 2016). There had been decrease in finance cost by ₹ 18.54 lakhs and decrease in deferred tax asset by ₹ 5.10 lakhs as at 31 March 2017 (₹ NIL as at 1 April 2016).

(e) Under previous GAAP, the Company made provision for doubtful debts for Trade Receivables based on the ageing analysis and individual debtor assessment of recoverability. Under IND AS the impairment model of financial asset is based on Expected Credit Loss model. Accordingly, the Company has provided loss allowance based on Expected credit loss and as a result trade receivables and other receivables has decreased by ₹ 658.96 lakhs as at 31 March 2017 (decreased by ₹ 649.33 lakhs as at 1 April 2016). Retained earnings under other Equity decreased by ₹ 649.33 lakhs as at 1 April 2016. Consequently, allowance for expected credit losses under other expenses decreased by ₹ 9.63 lakhs for the year ended 31 March 2017.

(f) Based on the evaluation made by the management, the entire balance of goodwill as at 1 April 2016 has been impaired. Accordingly, the goodwill amounting to ₹ 25.55 lakhs which was amortised under previous GAAP has been reversed during the financial year ended 31 March 2017.

(g) Under previous GAAP, actuarial gains and losses were recognised in profit and loss. Under Ind AS, the actuarial gains and losses form part of remeasurement of net defined liability/asset which is recognised in other comprehensive income. Consequently, the tax effect of the same has also been recognised in other comprehensive income. The actuarial loss for the year ended 31 March 2017 was ₹ 2.24 lakhs and tax effect was ₹ 0.74 lakhs (tax reversal) and deferred tax asset increased by ₹ 0.74 lakhs as at 31 March 2017.

(h) Under previous GAAP the deferred tax was accounted based on timing differences impacting the Statement of Profit and Loss for the period. Deferred tax under Ind AS has been recognised for temporary differences between tax base and the book base of the relevant assets and liabilities. As a result thereof, the deferred tax asset has increased by ₹ 176.79 lakhs as at 31 March 2017 (increased by ₹ 223.29 lakhs as at 1 April 2016).

(i) The company had inadverently recognised ₹ 717.57 Lakhs and ₹ 1,309.13 Lakhs as at 1 April 2016 and 31 March 2017 respectively as Intangible assets instead of recognising as Goodwill under the previous GAAP. The same has been recognised as Goodwill in the respective financial years.

Notes

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(j) The company had inadverently classified ₹ 835.85 Lakhs as at 1 April 2016 as Capital Reserve instead of recognising as Goodwill under the previous GAAP. The same has been recognised as Goodwill in the respective financial years.

(k) The company had inadverently classified ₹ 475.23 Lakhs as at 31 March 2017 as Property, Plant and Equipments instead of including it as a part of Foreign currency translation reserve under the previous GAAP. The same has been recognised as Foreign currency translation reserve in the respective financial years.

(l) The company had inadverently recognised ₹ 713.35 Lakhs and ₹ 2,645.24 Lakhs as at 1 April 2016 and 31 March 2017 respectively as Capital reserve instead of recognising as Non-controlling interest under the previous GAAP. The same has been recognised as Non-controlling interest in the respective financial years.

(m) The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this date.

35 ADDITIONAL INFORMATION AS PER SCHEDULE III TO THE COMPANIES ACT, 2013

(a) Current year ended 31 March 2018

Particulars	Net Assets, i.e., Total Assets Minus Total Liabilities		Share of Profit or (Loss) for the year ended 31 March 2018		Share of Other Comprehensive income for the year ended 31 March 2018		Share of Total Comprehensive income / (loss) for the year ended 31 March 2018	
	As a % of Consolidated Net Assets	Amount ₹ in Lakhs	As a % of Consolidated Profit or (Loss)	Amount ₹ in Lakhs	As a % of Consolidated Other Comprehensive income	Amount ₹ in Lakhs	As a % of Consolidated Total Comprehensive income	Amount ₹ in Lakhs
Parent: 8K Miles Software Services Limited	(7.76%)	(4,950.36)	(4.56%)	(936.92)	100.00%	10.83	(4.51%)	(926.09)
Subsidiaries - India								
(i) Mentor Minds Solutions & Services Private Limited	0.00%	-	(0.00%)	(0.18)	-	-	(0.00%)	(0.18)
Subsidiaries - Foreign								
(i) 8K Miles Software Services Inc. - USA	51.98%	33,178.21	22.87%	4,698.66	-	-	22.86%	4,698.66
(ii) 8K Miles Health Cloud Inc. - USA	19.29%	12,311.84	39.53%	8,120.94	-	-	39.51%	8,120.94
(iii) 8K Miles Software Services FZE - UAE	13.43%	8,569.80	25.70%	5,278.55	-	-	25.68%	5,278.55
(iv) Mentor Minds Solutions and Services Inc - USA	0.00%	-	0.00%	0.57	-	-	0.00%	0.57
Non-Controlling Interest in 8K Miles Software Services Inc. - USA	23.07%	14,723.63	16.45%	3,379.69	-	-	16.44%	3,379.69
Total	**100%**	**63,833.12**	**100%**	**20,541.31**	**100%**	**10.83**	**100%**	**20,552.14**

Notes

Forming Part of the Consolidated Ind AS Financial Statements for the year ended 31st March 2018

36 PREVIOUS YEAR FIGURES

As stated in Note 3.1, the Company has adopted Indian Accounting Standards with effect from 1 April 2017 with date of transition to Ind AS being 1 April 2016. Accordingly, previous year figures in the financial statements have been restated to Ind AS.

The consolidated financial statements pertaining to the corresponding year ended 31 March 2017 and the equity balance as at 01 April 2016 have been complied under Ind AS after adjusting the previously issued consolidated financial statements prepared in accordance with IGAAP which were audited by the predecessor auditors, on which they issued an unmodified opinion. The adjustments made to the previously issued IGAAP consolidated financial statements to comply with Ind AS have been audited by the statutory auditors of the Company. "

37 APPROVAL OF FINANCIAL STATEMENTS

In connection with the preparation of the standalone financial statements for the year ended 31 March 2018, the Board of Directors have confirmed the propriety of the contracts / agreements entered into by / on behalf of the Company and the resultant revenue earned / expenses incurred arising out of the same after reviewing the levels of authorisation and the available documentary evidences and the overall control environment. Further, the Board of Directors have also reviewed the realizable value of all the current assets of the Company and have confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the standalone financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these consolidated Ind AS financial statements in accordance with the provisions of Companies Act, 2013.

For and on behalf of **the Board of Directors**

Suresh Venkatachari	**R.S. Ramani**	**Ashwin J**
Managing Director	Whole Time Director	Company Secretary
DIN : 00365522	DIN : 03206751	M. No. A34549

Place : Chennai
Date : 7th September 2018

Subsidiary Financial Information

BALANCE SHEET AS AT 31ST MARCH 2018

(Extracted from the individual financial statements of the respective entities complied under the respective country GAAP)

(In INR Lakhs)

Particulars	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) Ltd. INDIA (till 28/02/2018)
Reporting Currency	USD	AED	USD	USD	INR
Exchange rate at last date of Financial year	64.82	17.65	64.82	64.82	NA
Average Exchange Rate	64.33	17.60	64.33	64.33	NA
Financial Year ending on	31-Mar-18	31-Mar-18	31-Mar-18	31-Mar-18	28-Feb-18
Share Capital	20.22	26.48	1.69	0.65	76.59
Reserves & Surplus	39,333.71	10,068.36	9,135.38	3,877.56	16.03
Total Equity	**39,353.94**	**10,094.83**	**9,137.07**	**3,878.21**	**92.62**
Current Liabilities	14,803.87	121.45	3,943.22	-	0.08
Accounts payable	3,442.65	30.39	640.41	-	-
Accrued expenses & Payable	4,746.23	91.05	389.59	-	0.08
Due to Related parties	6,614.99	-	2,913.22	-	
Non Current Liabilities	2,479.37	-	-	-	0.30
Total Liabilities	**17,283.24**	**121.45**	**3,943.22**	**-**	**0.38**
Total Liabilities & Equity	**56,637.18**	**10,216.28**	**13,080.29**	**3,878.21**	**93.00**
Total Current assets	**24,579.91**	**8,035.05**	**11,363.07**	**3,878.21**	**93.00**
Cash and Cash equivalents	939.45	91.87	99.76	-	0.96
Accounts Receivable - Trade	10,088.07	4,714.49	9,777.16	-	
Prepayments and other current assets	4,936.88	2,338.37	33.18	3,878.21	0.04
Due from Related parties	7,213.74	-	1,441.99	-	92.00
Un-billed revenue	1,346.83	890.33	-	-	-
Property, Plant and Equipment	1,053.84	-	111.95	-	-
In-tangible Assets	**26,585.95**	**1,475.45**	**1,506.63**	**-**	**-**
Capitalized Software	16,723.88	1,475.45	212.28	-	-
Patents/Trade marks	241.87	-	-	-	-
Intangibles due to acquisitions	9,620.19	-	1,294.35	-	-
In-process	2,125.01	705.77	-	-	-
Goodwill on acquisitions	2,292.47	-	98.64	-	-
Total Assets	**56,637.18**	**10,216.28**	**13,080.29**	**3,878.21**	**93.00**

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2018

(In INR Lakhs)

Particulars	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) Ltd. INDIA (till 28/02/2018)
Revenue	47,603.55	13,481.61	23,114.47	-	-
Other Income	53.34	-	3.03	0.57	
Direct Costs	(26,291.50)	(5,643.91)	(11,077.18)	-	-
Gross Profit	**21,365.39**	**7,837.70**	**12,040.32**	**0.57**	**-**
Selling, General and administrative expenses	7,185.06	2,230.17	4,473.36	-	0.19
Earnings/(Loss) Before Interest, Tax, Depreciation and Amortization (EBITDA)	**14,180.33**	**5,607.53**	**7,566.97**	**0.57**	**(0.19)**
Depreciation	377.04	-	15.31	-	-
Amortization	2,136.48	328.98	158.03	-	-
Tax expense	3,369.10	-	2,092.70	-	-
Profit/(Loss) After Tax (PAT)	**8,297.71**	**5,278.55**	**5,300.93**	**0.57**	**(0.19)**
% of Shareholding	63.38%	100%	100%	100%	100%

Subsidiary companies' Legal Status and Accounting Policies

8K Miles Software Services Inc. USA
8k Miles Health Cloud Inc. USA
Mentor Minds Software & Services Inc. USA

ORGANIZATION AND DESCRIPTION OF BUSINESS

8K Miles Software Services Inc. ("the Company") was incorporated under the laws of the State of Nevada on February 17, 2011 and is 63.38% as on 31st March 2018 (63.66% as on 31st March 2017) subsidiary of 8K Miles Software Services Limited ("8K Miles"). 8K Miles is a Company organized under the laws of the Republic of India.

The Company is a thought leader in advising companies operating in highly regulated industries in drafting cloud transformation strategy and subsequently, implementing it is a secure, agile and scalable environment. The Company enables this implementation through a series of patented products that have been packaged into a fully integrated platform to provide additional value added services like managed services, big data and analytics, Identity management, validation and other regulatory checks on SaaS basis. The company's cloud solutions help companies integrate cloud computing into IT and Business strategies.

NexAge Technologies USA Inc. ("the Subsidiary") which is a 100% subsidiary of 8K Miles Software Services Inc., and was incorporated in the State of New Jersey was acquired on September 4, 2015. The Subsidiary specializes in Regulatory Compliance and proprietary IT solutions for US Life Sciences Industry. The Subsidiary's 15 year track record in the areas of Computer Systems Validation, Quality Review, Vendor Audits, Data Analysis and Migration, Analytics, Change Management, and Governance has earned it expertise, unique insights, wide collaborative partner networks, and industry-wide respect.

Cornerstone Advisory Services LLC ("the Subsidiary") a Limited Liability Corporation acquired effective 1st May 2017 as 100% subsidiary of 8K Miles Software Services Inc. Cornerstone Advisory Services specializes Advisory, Implementation & Resourcing services to clients in healthcare sector with extensive, real-world experience to understand and appreciate every client's unique challenges & effectively partner to drive change.

8K Miles Health Cloud Inc., "the "Company" was incorporated under the laws of the State of Delaware on November 24, 2014, and is 100% subsidiary of 8K Miles Software Services Limited ("8K Miles") 8K Miles is a company organized under the laws of the Republic of India.

The Company is primarily focused on critical cloud implementation and development of cloud based solutions. Expertize in enterprise cloud and Knowledge base makes the Company unique and it also extends to SaaS, cloud consulting and migration, big data (Hadoop/EMR) services, cloud infrastructures managed services, backup and disaster recovery services to AWS, Axure and also extends its support to various verticals such as Retain, Media, Travel, Pharmaceutical, Healthcare and Financial Services and providing innovative Epic EHR consulting, custom application development and support for the Healthcare market. This move solidifies 8K Miles' goal to offer a unique and differentiated cloud-managed solutions to the Healthcare sector. By leveraging its expertise in cloud solutions, 8K Miles hopes to help hospitals and healthcare providers by providing the industry's first truly end-to-end Software as a Service (SaaS) technology platform.

The Corporate office of the Company is located at Collin County, Texas.

Serj Solutions Inc. ("the Subsidiary") which is a 100% subsidiary of the Company was formed in the state of Texas was acquired by the Company on November 26, 2014. The Subsidiary specializes in HER Consulting, Custom Application Development and Support Solutions. The Subsidiary offers innovative solutions for a range of projects spanning any or all of a project lifecycle from initial implementation planning, full implementation management, and post-live support and enhancements.

Mentor Minds Solutions & Services Inc. ("the Company") was incorporated in New Jersey, USA. is 100% subsidiary of 8K Miles Software Services Limited ("8K Miles") 8K Miles is a company organized under the laws of the Republic of India.

SUMMARY OF SIGNIFICANT ACCOUNT POLICIES

Accounting Principles

The consolidated financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP")

Principles of Consolidation

The consolidated financial statements include the financial statements of 8K Miles Software Services Inc. and its subsidiaries. All significant Intercompany transactions and balances have been eliminated. Previous year's numbers are regrouped wherever necessary.

Estimates and Assumptions

Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. Examples of estimates include: loss contingencies; product warranties; the fair value of and/or potential impairment of goodwill and intangible assets for our reporting units; product life cycles; useful lives of our tangible and intangible assets; allowances for doubtful accounts; allowances for product returns; the market value of, and demand for, our inventory; and stock-based compensation forfeiture rates. Examples of assumptions include: the elements comprising a software arrangement, including the distinction between upgrades or enhancements and new products; when technological feasibility is achieved for our products; the potential outcome of future tax consequences of events that have been recognized on our consolidated financial statements or tax returns; and determining when investment impairments are other-than-temporary. Actual results and outcomes may differ from management's estimates and assumptions.

Revenue recognition

The Company recognizes revenue in accordance with the Accounting Standard Codification 605 "Revenue Recognition." Revenue is recognized when persuasive evidence of an arrangement exists delivery occurred, when all of the following criteria are met: (1) persuasive evident of an arrangement exists, (2) delivery has occurred or services have been rendered, (3) the seller's price to buyer is fixed and determinable, and (4) collectability is reasonably assured.

The Company recognizes revenue from information technology services as the services are provided. Service revenues are recognized based on contracted hourly rates, as services are rendered or upon completion of specified contracted services and acceptances by the customer. Deferred revenue results from customer prepayment of services and maintenance contracts. Occasionally managed services are pre-billed quarterly and income is recognized as services are performed.

SERVICES

The company's primary services offerings include information technology (IT), application management services, consulting and systems integration, technology infrastructure, hosting and the design and development of complex IT systems to a client's specifications (design and build). These services are provided on a time-and-material basis, as a fixed-price contract or as a fixed-price per measure of output contract and the contract terms range from less than one year to over 3 years.

Revenue from application management services, technology infrastructure and system maintenance and hosting contracts is recognized on a straight-line basis over the terms of the contracts. Revenue from time-and-material contracts is recognized as labor hours are delivered and direct expenses are incurred.

Revenue from fixed-price design and build contracts is recognized under the percentage-of-completion (POC) method. Under the POC method, revenue is recognized based on the labor costs incurred to date as a percentage of the total estimated labor costs to fulfill the contract. If circumstances arise that change the original estimates of revenue, costs, or extent of progress toward completion, revision to the estimates are made. These revisions may result in increase or decrease in estimated revenues or costs and such revisions are reflected in income in the period in which the circumstances that gave rise to the revision become known by the company.

The Company performs ongoing profitability analyses of its services contracts accounted for under the POC method in order to determine whether the latest estimates of revenues, costs and profits require updating. For non-POC method services contracts, any losses are recorded as incurred.

Billings usually occur in the month after the company performs the services or in accordance with the specific contractual provisions.

COST OF REVENUE

Recurring operating costs for services contracts, including costs related to bid and proposal activities, are recognized as incurred. For fixed-price design and built contracts, the costs for external hardware and software accounted for under POC method are deferred and recognized based on the labor costs incurred to date, as a percentage of the total estimated labor costs to fulfill the contract. Certain eligible, non-recurring costs incurred in the initial phases of outsourcing contracts are deferred and subsequently amortized. These costs consist of transition and set up costs related to the installation of systems and processes and are amortized on a straight-line basis over the expected period of benefit, not to exceed the term of the contract.

SELLING, GENERAL AND ADMINISTRATIVE

Selling, general and administrative (SG&A) expense is charged to income as incurred. Expenses of promoting and selling products and services are classified as selling expense and include such items as compensation, advertising, sales commissions and travel. General

and administrative expense includes such items as compensation, legal costs, office supplies, non-income taxes, insurance and office rental. In addition, general and administrative expense includes other operating items such as allowance for credit losses, workforce rebalancing charges for contractually obligated payments to employees terminated in the ongoing course of business, acquisition costs related to business combinations, amortization of certain intangible assets and environmental remediation costs.

RESEARCH AND DEVELOPMENT

Research and development expenses include payroll, employee benefits and other headcount-related expenses associated with product development. Research and development expenses also include third-party development and programming costs, localization costs incurred to translate software for international market. Such costs related to software development are included in research and development expense until the point that technological feasibility is reached, which for our tools, plat forms and frame works, is generally shortly before the products are released to production. Once technological feasibility is reached, such costs are capitalized and amortized over the estimated lives of the products.

SALES AND MARKETING

Sales and marketing expenses include payroll, employee benefits, and other headcount-related expenses associated with sales and marketing personnel, and the costs of advertising, promotions, trade shows, seminars, and other programs. Advertising costs are expensed as incurred.

DEPRECIATION AND AMORTIZATION

Property, plant and equipment are carried at cost and depreciated over their estimated useful lives using the straight-line method. The estimated useful lives of all depreciable assets are 5 years as estimated by the management.

Capitalized software costs incurred or acquired after technological feasibility has been established are amortized over period ranging from 5 to 15 years. Capitalized costs for internal use software are amortized on a straight-line basis over periods ranging up to 6 years.

CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments (including money market funds) with an original maturity at acquisition of three months or less to be cash equivalents. The Company maintains cash balances, which may exceed federally insured limits. The Company does not believe that this results in any significant credit risk.

NOTES AND ACCOUNTS RECEIVABLE – TRADE

The Company extends credit to clients based upon management's assessment of their credit-worthiness on an unsecured basis. The Company provides an allowance for uncollectible accounts based on historical experience and management evaluation of trend analysis. The Company includes any balances that are determined to be uncollectible in its allowances for doubtful accounts. As of March 31, 2018, there were no allowances for uncollectible accounts. Based on the information available, management believes the Company's accounts receivable, net of allowances for doubtful accounts, are collectible.

PROPERTY AND EQUIPMENT

Property and equipment is stated at cost less accumulated depreciation and the Company provides for depreciation of property and equipment using the straight-line method over the estimated useful lives of the related assets is 5 years. Leasehold improvements are amortized using the straight-line method over a shorter of the lease terms or the useful lives of the improvements. The Company charges repairs and maintenance cost that do not extend the lives of the assets to expenses as incurred.

BUSINESS COMBINATIONS AND INTANGIBLE ASSETS INCLUDING GOODWILL

The company accounts for business combinations using the acquisition method and accordingly, the identifiable assets acquired, the liabilities assumed, and any non-controlling interest in the acquire-e are recorded at their acquisition date fair values. Goodwill represents the excess of the purchase price over the fair value of net assets, including the amount assigned to identifiable intangible assets. The primary drivers that generate goodwill are the value of synergies between the acquired entities and the company and the acquired assembled workforce, neither of which qualifies as a separately identifiable intangible asset. Goodwill recorded in an acquisition is assigned to applicable reporting units based on expected revenues. Identifiable intangible assets with finite lives are amortized over their useful lives. Amortization of completed technology is recorded in Cost, and amortization of all other intangible assets is recorded in SG & A expense. Acquisition related costs, including advisory, legal accounting valuation and other costs are expensed in the period in which the costs are incurred. Goodwill is neither amortizable nor deductible

for tax purposes. The results of operations of acquired businesses are included in the Consolidated Financial Statements from the acquisition date.

INTANGIBLE ASSETS

All of our intangible assets are subject to amortization and are amortized using the straight-line method over their estimated period of benefit, ranging from 6 to 15 years. We evaluate the recoverability of intangible assets periodically by taking into account events or circumstances that may warrant revised estimates of useful lives or that indicates the asset may be impaired.

GOODWILL

In accordance with FASB Accounting Standards Codification ("ASC") 350, the Company performs a goodwill impairment analysis, using the two-step method, on an annual basis and whenever events or changes in circumstances indicate that the carrying value may not be recoverable. The recoverability of goodwill is measured at the reporting unit level, by comparing the reporting unit's carrying amount, including goodwill, to the fair market value of the reporting unit. It consistently determines the fair market value of its reporting units based on a weighting of both the present value of future projected cash flows (the "income approach") and the use of comparative market multiples (the "market approach"). The market approach compares each of the Company's reporting units to other comparable companies based on valuation multiples to arrive at a fair value. The income approach is based on assumptions that are consistent with the Company's estimates of future cash flows. Factors requiring significant judgment include assumptions related to future growth rates, discount factors, and tax rates, among other considerations. Changes in economic or operating conditions that occur after the annual impairment analysis and that impact these assumptions, may result in a future goodwill impairment charge.

INCOME TAXES

Income taxes have been provided for using assets and liability approach in which deferred tax assets and liabilities are recognized for the differences between the financial statement and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. A valuation allowance is provided for the portion of deferred tax assets when, based on available, it is not "more-likely-than-not" that a portion of the deferred tax assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rate and laws.

The Company's effective tax was estimated to be ranging between 28-30% for the year ended March 31, 2018. The future effective income tax rate depends on various factors, such as the Company's income (loss) before taxes, tax legislation and the geographic composition of pre-tax income.

The Company files income tax returns in the U.S. federal jurisdiction, and various State jurisdictions. The Company is generally subject to U.S. Federal, State and local examinations by tax authorities from the three years before 2014.

FAIR VALUE OF FINANCIAL INSTRUMENTS

FASB ASC 820, Fair Value Measurement and Disclosures defines fair value and establishes a hierarchy for reporting the reliability of input measurements used to assess fair value for all assets and liabilities. FASB ASC 820 defines fair value as the selling price that would be received for an asset, or paid to transfer a liability, in the principal or most advantageous market on the measurement date. That framework provides a hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurements). The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. Certain financial instruments are carried at cost on the balance sheet, which approximates fair value due to their short-term, highly liquid nature. These instruments include cash, accounts receivable, account payable and accrued expenses and other liabilities.

LIMITATIONS AND CONTINGENCIES

The Company does not have any knowledge of any involvement in legal proceedings, either of which the Company has initiated or has been brought against it. The Company's liabilities have been reported on the balance sheet and have no knowledge of any further liabilities or contingencies.

SUBSEQUENT EVENTS

For the year ended March 31, 2018, the Company has evaluated subsequent events through July 5, 2018, the date, which the financial statements were available to be issued. No reportable subsequent events have occurred through July 5, 2018, which would have a significant

effect on the financial statements as of March 31, 2018 except as otherwise disclosed.

RECENT ACCOUNTING GUIDANCE

1. In February 2016, the FASB issued a new standard related to leases to increase transparency and comparability among organizations by requiring the recognition of right-of-use ("ROU") assets and lease liabilities on the balance sheet. Most prominent among the changes in the standard is the recognition of ROU assets and lease liabilities by lessees for those leases classified as operating leases under current U.S. GAAP. Under the standard, disclosures are required to meet the objective of enabling users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases. We will be required to recognize and measure leases existing at, or entered into after, the beginning of the earliest comparative period presented using a modified retrospective approach, with certain practical expedients available. The standard will be effective for us beginning July 1, 2019, with early adoption permitted.

2. In May 2014, the FASB issued a new standard related to revenue recognition. Under the standard, revenue is recognized when a customer obtains control of promised goods or services in an amount that reflects the consideration the entity expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers.

The guidance permits two methods of adoption: retrospectively to each prior reporting period presented (full retrospective method), or retrospectively with the cumulative effect of initially applying the guidance recognized at the date of initial application (modified retrospective method). We will adopt the standard using the full retrospective method to restate each prior reporting period presented. The standard will be effective for us beginning July 1, 2018, with early adoption permitted.

8K MILES SOFTWARE SERVICES (FZE) – UNITED ARAB EMIRATES

8K Miles Software Services (FZE), Sharjah, united Arab Emirates ("the Company") was incorporated on March 14, 2011 and operates as a Free Zone Company in the United Arab Emirates, under a trade license issued by the Sharjah Airport International Free Zone, Sharjah.

- The main activities of the Establishment as per Trade License, IT Services and Solutions.
- The main activities of the Establishment, is located at SAIF ZONE and P O Box 513211
- The management and control for the establishment is vested with 8K Miles Software Services Limited, India.
- These financial statements incorporate the operation results of Trade License No.02-01-09147

CAPITAL

The authorized, issued and paid up share capital of the Company is AED 150,000 divided into 1 share(s) of AED 150,000 each. The shares are entirely held by 8K Miles Software Services Limited.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

The financial statements of the Company have been prepared in accordance with International Financing Reporting Standards (IFRS)

Basis of preparation

The financial statements have been prepared on historical cost basis. The financial statements are presented in United Arab Emirates Dirhams (AED), which is the functional currency of the Company.

Adoption of new and revised International Financial Reporting Standards

The following new and revised standards including amendments there to and interpretations, which became effective for the current reporting period, have been adopted. Their adoption has not had any significant impact on the amounts reported in these financial statements but may affect the financial reporting for future transactions or arrangements.

IAS 27: Consolidated and Separate Financial Statements

IAS 32: Financial Instuments: Presentation - Classification of Rights Issues

IAS 39: Financial Instruments

IFRS1: First Time Adoption of IFRS

IFRS2: Share Based Payment - Group Cash Settled Share Based Payment Transactions

IFRS 3: Business Combinations

IFRS 5: Non Current Assets held for Sale and Discontinued Operations

IFRIC 17: Distribution of Non-cash Assets to Owners,

IFRIC 18: Transfer Assets from customers

The company has not applied following new and revised IFRS that have been issued but are not yet effective:

New and revised IFRSs	Effective for annual periods beginning or after
Amendments to IFRS 1 relating to Limited Exemptions from Comparative IFRS 7 Disclosures for First-time Adopters	1 July 2010
Amendments to IFRS 7 Financial Instruments: Disclosure Relating to Disclosures on Transfers of financial Assets	1 July 2011
Amendments to IFRIC 14 relating to Prepayments of a Minimum Funding Requirements	1 January 2011
IFRIC 19 Extinguising Financial Liabilities with Equity instruments	1 July 2010
Improvements to IFRSs issued in 2010 covering IFRS 3	1 January 2012
Amendments to IFRS 1, IFRS 3, IFRS 7, IAS 1, and IAS 34 and IAS 27 which are effective	1 July 2010
Amendments to IAS 12 Income Taxes	1 July 2010
Amendments to IFRS 1: Removal of Fixed Dates for First-Time adopters	1 July 2012
Amendments to IFRS 1: Severe Hyperinflation	1 July 2012

Management anticipates that these amendments will be adopted in the company's financial statements for the initial period when they become effective. It is anticipated that their adoption in the relevant accounting periods will have impact only on disclosures within the financial statements.

FINANCIAL INSTRUMENTS

Financial instruments comprise financial assets and financial liabilities.

Financial assets and financial liabilities are recognized on the Company's Statement of financial position when the Company has become a party to the contractual provisions of the instrument. A financial asset is any asset that is cash, a contractual right to receive cash or other financial asset, a contractual right to exchange financial instruments under conditions that are potentially favorable or an equity instrument.

A financial liability is any liability that is a contractual obligation to deliver cash or another financial asset, or to exchange financial instruments under conditions that are potentially unfavorable.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand and deposits held at call with banks with original maturities of three months or less.

TRADE AND OTHER RECEIVABLES

Trade and other receivables are measured initially at the transaction cost. They are subsequently stated at net of provisions for impairment, which established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of receivables.

TRADE PAYABLES

Trade payables are recognized initially at the transaction price for the goods and services received, whether billed by the customers or not.

IMPAIRMENT OF NON-FINANCIAL ASSETS OTHER THAN INVENTORIES

Assets that are subject to depreciation and amortization are assessed at each reporting date to determine whether there is any indication that the assets are impaired. When there is any indication that an asset may be impaired, the carrying value of the asset is tested from impairment. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

PROVISIONS

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of future economic benefits will be required to settle the obligation.

REVENUE RECOGNITION

Income is recognized when: the amount of revenue can be reliably measured; it is possible that future economic

benefits will flow to the entity; and specific criteria have been met.

CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that effect the application of accounting policies and the reported amounts of asset, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected.

FINANCIAL RISK MANAGEMENT

Financial risk management objectives

The Company's management observes domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through analyzing risks exposure by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk), credit risk and liquidity risk.

The Company seeks to minimize the effects of risk related to financial instruments. The company policies in this regard are set and approved by the management on foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

Market risk

The company activities expose it primarily to the financial risks of changes in foreign currency exchange rates. The Company is not exposed to any significant interest rate risks.

Credit risk management

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company obtains information about counterparty's credit worthiness from publicly available information and its own trading records.

The company exposure and the credit rating of its counterparties are continuously monitored and aggregate value of transactions concluded is spread amongst approved counterparties credit exposure is controlled by counterparty limit that are reviewed and approved periodically by the relevant management in the company and, where appropriate, letter of guarantees are obtained from the customer.

Credit risk is primarily related to the trade and other receivable balance which were presented in the balance sheet net of provision from doubtful debt that was estimated by the management based on prior experience and prevailing economic conditions.

Foreign currency management

The company undertakes certain transactions denominated in foreign currencies. Hence exposures to the exchange rate fluctuations arise.

Currently the company is mainly exposed to the currency exchange risk related to the transactions denominated in the multi currencies. There is no currency exchange risk related to transactions denominated in the US Dollars or currencies linked with it as the AED rate is fixed to the US Dollar. The management undertakes suitable procedure to minimize risk associated with transactions denominated in currencies other than AED and USD.

33rd Annual General Meeting

Saturday, 29th September 2018

08:59 AM (IST)

Venue:

Aloft Chennai OMR - IT Expressway
102, Rajiv Gandhi Salai,
Sholinganallur,
Chennai - 600119

Remote e-Voting Period:
From 09:00 A.M (IST) on Wednesday, 26th September 2018
Till 05.00 P.M (IST) on Friday, 28th September 2018

Notice to the Shareholders

NOTICE is hereby given that the Thirty Third Annual General Meeting of the Shareholders of the Company will be held as scheduled below:

DATE :	29th September 2018
DAY :	Saturday
TIME :	08:59 A.M
PLACE :	Aloft Chennai OMR-IT Expressway 102, Rajiv Gandhi Salai, Sholinganallur, Chennai-600 119.

To transact the following businesses: -

ORDINARY BUSINESS

1. Adoption of Accounts

To receive, consider and adopt

a. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2018, 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 31st March 2018, together with the Report of the Auditors thereon.

2. Rotation of Director

To consider and if deemed fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 Mr. Suresh Venkatachari (DIN: 00365522) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

3. Rotation of Director

To consider and if deemed fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 Mr. R.S.Ramani (DIN: 03206751) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

SPECIAL BUSINESS

4. Appointment of Mr.Vivek Prakash (DIN: 00559925) as an Independent Director

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

Resolved That pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR / Listing Regulations), including any statutory modifications or re-enactment(s) thereof and any rules made thereunder, for the time being in force, Mr.Vivek Prakash (DIN: 00559925), who was appointed as an Additional Director of the Company (Independent Category) by the Board of Directors with effect from 17th July 2018, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of an Independent Director not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 years with effect from 17th July 2018.'

5. ISSUANCE OF EQUITY SHARES INCLUDING CONVERTIBLE BONDS / DEBENTURES

To consider and if thought fit, to pass the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 42, 62 and 71 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Foreign Exchange Management Act, 1999, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, ("SEBI Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Listing Agreements entered into by the Company with the stock exchanges where equity shares of the Company of face value ₹ 5/- each are listed, enabling provisions of the Memorandum and Articles of Association of the Company, the Depository Receipts Scheme, 2014, the Issue of

Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) Scheme, 1993, and any statutory modifications, re-enactments or amendments from time to time to the above mentioned regulations, rules and schemes and clarifications issued thereon from time to time and subject to other applicable laws, rules, regulations, guidelines, notifications and circulars issued by various competent authorities / bodies, whether in India or abroad and subject to such approvals, consents, permissions and sanctions of the Securities and Exchange Board of India ("SEBI"), Government of India ("GOI"), Reserve Bank of India ("RBI"), Department of Industrial Policy & Promotion ("DIPP") and all other appropriate and / or competent authorities or bodies whether in India or abroad to the extent applicable and subject to such conditions and modifications, as may be prescribed by any of them in granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred as "Board" which term shall include any Committee thereof which the Board may have constituted to exercise its powers including the powers conferred by this Resolution), consent of the Company be and is hereby accorded to offer, create, issue and allot in one or more tranches, to investors whether Indian or Foreign, including Foreign Institutions, Qualified Institutional Buyers ("QIB"), Non-Resident Indians, Corporate Bodies, Mutual Funds, Banks, Insurance Companies, Pensions Funds, trusts, stabilizing agents or otherwise or any combination thereof, whether or not such investors are shareholders, promoters, directors or associates of the Company, through issue of Equity Shares and / or Global Depository Receipts ("GDRs") and / or American Depository Receipts ("ADRs") and / or Foreign Currency Convertible Bonds ("FCCB") and/or Fully Convertible Debentures and/or Partly Convertible Debentures and/ or Optionally Convertible Debentures and/or Fully Convertible Preference Shares and/or Partly Convertible Preference Shares and/ or Optionally Convertible Preference Shares and/ or Nonconvertible Debentures with Warrants and/ or Debentures and/ or other securities convertible into equity shares at the option of the Company and/ or holder(s) of such securities or with or without detachable warrants with a right exercisable by the warrant holders to subscribe to the equity shares or otherwise ("Securities") representing either Equity Shares or a combination of any other Securities through one or more public or private offering in domestic and / or one or more international market(s), with or without green shoe option, or a qualified institutional placement ("QIP"), as the Board may deem appropriate, in terms of SEBI Regulations or by one or more combination of the above or otherwise and at such time or times in one or more tranches, whether rupee denominated or denominated in foreign currency, at such price or prices, at market price or at a discount or premium to market price in terms of applicable regulations, to any eligible investors, including residents and/or non-residents and/or qualified institutional buyers and/or institutions/banks and/or incorporated bodies and/or individuals and/or trustees and/ or stabilizing agents or otherwise, whether or not such investors are members of the company, as may be deemed appropriate by the Board and as permitted under applicable laws and regulations ("Investors"), for an amount not exceeding ₹ 500 crores (Rupees Five Hundred Crores) in Indian Rupees or an equivalent amount in any foreign currency, as the Board may determine, where necessary in consultation with the Lead Managers, Merchant Bankers, Underwriters, Guarantors, Financial and / or Legal Advisors, Depositories, Registrars and other agencies 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, so as to enable to list on any stock exchanges in India and / or on any of the overseas stock exchanges, wherever required and 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 Depository Receipts Scheme, 2014, the Foreign Exchange Management (Transfer or Issue of Securities by a person resident outside India) Regulations, 2000 and such other notifications, clarifications, guidelines, rules and regulations issued by relevant authorities (including any statutory modifications, amendments or re-enactments thereof)."

"RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as FCCBs, subject to the provisions of the Issue of Foreign Currency Convertible Bonds and Ordinary Shares

(Through Depository Receipts Mechanism) Scheme, 1993, including any statutory modifications, re-enactments or amendments thereto from time to time and other applicable pricing provisions issued by the Ministry of Finance, the relevant date for the purpose of determining the floor price for conversion of the FCCBs into equity shares shall be the date of the meeting in which the Board or duly authorized committee of directors decides to open such issue after the date of this Resolution or such other date as may be prescribed under applicable law."

"RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI Regulations (hereinafter referred to as the "Eligible Securities" within the meaning of the ICDR regulations), the allotment of Eligible Securities (or any combination of Eligible Securities as may be decided by the Board) shall be completed within 12 months from the date of passing of the resolution or such other time as may be allowed under the ICDR Regulations from time to time. The pricing for such Eligible Securities shall be determined in compliance with principles and provisions set out in the regulation 85 of Chapter VIII of the SEBI Regulations and the Board 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 said SEBI Regulations."

"RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI Regulations, 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 or such other date as may be prescribed under applicable law."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to enter into any arrangement with any agencies or bodies 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 any offer, issue or allotment of Securities, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, finalization and approval of the offer documents(s), private placement offer letter, determining the form, proportion and manner of the issue, including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted, issue price, premium amount on issue / conversion / exercise / redemption, rate of interest, redemption period, fixing record date, listings on one or more stock exchanges in India or abroad, entering into arrangements for managing, underwriting, marketing, listing and trading, to issue placement documents and to sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) 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 so issued shall in all respects rank pari passu with the existing Equity Shares of the Company and shall be listed with the stock exchanges where the Company's existing equity shares are listed."

"RESOLVED FURTHER THAT the Board be and is hereby authorised 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 be and is hereby authorised in consultation with the merchant banker(s), advisors and / or other intermediaries

as may be appointed in relation to the issue of Securities, is authorised 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, or any committee of directors or any director(s) of the Company, including the Capital Raising Committee, in such manner as they may deem fit in their absolute discretion with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and settle any questions or difficulties that may arise in this regard to the Issue."

6. RE-CLASSIFICATION OF PROMOTER CATEGORY

To consider and if thought fit, to pass the following resolution as an ***Ordinary Resolution:***

"RESOLVED THAT pursuant to Regulation 31A and other relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed there under ('the Act'), the approval of the Members be and is hereby accorded for re-classification of Mr. M.V. Bhaskar, forming part of the existing Promoters of the Company from Promoter category to Public category."

"RESOLVED FURTHER THAT that the Promoter seeking re-classification along with the promoter group entities and person acting in concert will not:

i. have any special rights through formal or informal agreements.

ii. hold more than 10% of the paid-up capital of the Company.

iii. act as a Key Managerial person for a period of more than three years from the date of Shareholders approval."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs, Stock Exchanges and other concerned authorities."

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

Suresh Venkatachari
Managing Director & CEO
DIN:00365522

Place: Chennai
Dated: 7th September 2018

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. 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.

6. **As per SEBI amendment regulations dated 8th June 2018 securities of listed companies can be transferred only in dematerialised form w.e.f 5th December 2018. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise shares held by them in physical form.**

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 written to the Company. Replies to such written queries received, will be provided only at the meeting.

14. A route map showing directions to reach the venue of the AGM is given at the end of this Notice as per the requirement of Secretarial Standard-2 on "General Meeting"

15. **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., 22nd September 2018

    (c) The Company has appointed M/s B.Chandra & Associates Practising Company Secretaries, 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:

    (e) The voting period begins on **26th September 2018 at 9.00 AM** and ends on **28th September 2018 at 5.00 PM** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September 2018 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.

- 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. 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.

16. 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.

The Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed hereto.

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, were appointed as Statutory Auditors of the Company at the 32nd Annual General Meeting held on 30th September 2017 for a period of five years. Pursuant to Notification issued by the Ministry of Corporate Affairs on 7th May 2018 amending section 139 of the Companies Act, 2013 and the Rules framed thereunder, the mandatory requirement for ratification of appointment of Auditors by the Members at every Annual General Meeting ("AGM") has been omitted, and hence the Company is not proposing an item on ratification of appointment of Auditors at this AGM.

Item No:4

Appointment of Independent Director

Mr. Vivek Prakash was appointed as an Additional Director under the category of Non-Executive Independent Director w.e.f 17th July 2018. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed that Mr.Vivek Prakash be appointed as an Independent Director on the Board of the Company to hold office till the conclusion of 38th Annual General Meeting of the Company.

Mr.Vivek Prakash is a member of the Institute of Chartered Accountants of India and holds a Bachelor Degree in Economics from University of Delhi. Mr. Vivek, with his multi-cultural and multi-lingual background, is also currently part of Board of Directors of various corporate entities in Europe, UAE and India, while he is EVP Finance of the Engineering & Construction Business at Petrofac. His Corporate Governance background includes extensive knowledge and accomplishments in Compliance, Communication, Risk Management

and Finance. Prior to this, he was Executive Director at Dodsal Pte Limited and also ran his own Accounting Firm for over 11 years.

In the opinion of the Board, Mr.Vivek Prakash fulfils the conditions specified in Section 149 (6) read with Schedule IV to the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. Mr.Vivek Prakash is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr.Vivek Prakash for the office of Independent Director of the Company.

Details of Mr.Vivek Prakash are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board considers that the association would be of immense benefit to the Company and it is desirable to avail services of Mr.Vivek Prakash as an Independent Director.

Appointment of Mr. Vivek Prakash as 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. Vivek Prakash to whom this resolution relates is interested or concerned in this resolution.

Item No. 5

The shareholders of the Company at Thirty Second Annual General Meeting held on 30th September 2017 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. 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") and / or Foreign Currency Convertible Bonds ("FCCB") and/or Fully Convertible Debentures and/or Partly Convertible Debentures and/ or Optionally Convertible Debentures and/or Fully Convertible Preference Shares and/or Partly Convertible Preference Shares and/ or Optionally Convertible Preference Shares and/ or Nonconvertible Debentures with Warrants and/ or Debentures and/ or other securities convertible into equity shares at the option of the Company and/ or holder(s) of such securities or with or without detachable warrants with a right exercisable by the warrant holders to subscribe to the equity shares or otherwise ("Securities") representing either Equity Shares or a combination of any other Securities through one or more public or private offering in domestic and / or one or more international market(s), with or without green shoe option, or a qualified institutional placement ("QIP"), 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. 5 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. 5 of the Notice.

Item No:6

The Company was in receipt of request from Mr.M.V.Bhaskar -Promoter of the Company, for reclassification from Promoter category to Public category under Regulation 31A (2) & (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations, 2015'). Details of his shareholding in the Company are as under:

S. NO	Name of the applicant	No.of Equity shares held	% of shareholding
1	M.V.Bhaskar	11533	0.037

The aforesaid shareholder is leading his life and occupation independently and is not connected, directly or indirectly, whatsoever, with any activity of the Company. Further, the other persons in the Promoter Group of the Company do not have any control over the affairs or the decision-making process of the above referred shareholder.

The above referred shareholder does not directly or indirectly, exercise control, over the affairs of the Company. They have also never held at any time; any position of Key Managerial Personnel in the Company. He also does not have any special rights through formal or informal arrangements with the Company or Promoters or any person in the Promoter Group. He is also never privy to any price sensitive information of the Company.

The proposed re-classification of the shareholding of the Promoter Group mentioned in table given above is not pursuant to Regulation 31A (5) or (6) of the Listing Regulations, 2015. However, as a matter of abundant precaution, the Board of Directors recommends passing of Special Resolution as set out at Item No. 6 of this Notice.

None of the Directors, Key Managerial Personnel and relatives thereof other than Mr. M.V.Bhaskar, has any concern or interest, financial or otherwise, in the resolution at Item No. 6 of this Notice.

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

Suresh Venkatachari
Managing Director & CEO
DIN:00365522

Place: Chennai
Dated: 7th September 2018

Details of Director Seeking Appointment/ Re-appointment at the Annual General Meeting
Annexure 1

Name of the Director	Suresh Venkatachari	R.S.Ramani	Vivek Prakash
Director Identification Number (DIN)	00365522	03206751	00559925
Date of Birth	21/05/1967	20/10/1965	02/10/1956
Date of Appointment	31/08/2010	13/08/2011	17/07/2018
Expertise in specific functional area and expertise	Over 25 years of experience in Consulting & Outsourcing Industry	Over 25 years of expertise in Finance & Accounts	38 years of expertise in Finance & Accounts
Qualification	BE (Engineering) and Honorary Doctorate in Business Administration	B.Com, ACA	BA (Hons.) Economics, ACA
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per resolution at Item No.2 of the Notice convening this meeting	As per resolution at Item No.3 of the Notice convening this meeting	As per the resolution at item no. 4 of the Notice convening this Meeting read with explanatory statement thereto
Remuneration last drawn (including sitting fees, if any)	Refer to Report on Corporate Governance	Refer to Report on Corporate Governance	Refer to Report on Corporate Governance
Directorship in other Companies as on 31/03/2018	1. 8K Miles Media Pvt Ltd. 2. 8K India Abroad Publications Pvt Ltd. 3. 8K Miles Sports Management Pvt Ltd.	1. 8K Miles Media Pvt Ltd. 2. 8K India Abroad Publications Pvt Ltd. 3. 8K Miles Sports Management Pvt Ltd.	1. Petrofac Information Services Pvt Ltd. 2. Petrofac Engineering India Pvt Ltd. 3. Petrofac Engineering Services India Pvt Ltd.
Membership of Committees in other Public Limited Companies	Nil	Nil	Nil
No. of Shares held in the Company as on 31.03.2018	1,70,29,533	4,75,000	Nil
Relationship between Directors inter se and Key Managerial Personnel	N.A	N.A	N.A
Number of meetings of the Board attended during the Financial Year 2017-18	Refer to Report on Corporate Governance	Refer to Report on Corporate Governance	Refer to Report on Corporate Governance

8K MILES SOFTWARE SERVICES LIMITED

CIN: L72300TN1993PLC101852
Reg. Office: #5, Cenotaph Road, II Floor, Srinivas Towers, Teynampet, Chennai- 600 018
Tel No.: 044 6602 8000; Website: https://8kmiles.com

FORM NO. MGT -11
PROXY FORM

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

Name of the Member(s) : .....

Registered address : .....

E-mail ID : .....

Folio No. /DP ID & Client ID* : .....

No. of shares held: .....

I/We, being the holder(s) of _____ shares of 8K Miles Software Services Limited, hereby appoint:

Name : .....

Address : .....

E-mail ID : ..... Signature : ..... or failing him/her

Name : .....

Address : .....

E-mail ID : ..... Signature : ..... or failing him/her

Name : .....

Address : .....

E-mail ID : ..... Signature : ..... or failing him/her

as my / our proxy to attend and vote (on Poll) for me/us and on my/our behalf at the THIRTY THIRD ANNUAL GENERAL MEETING

("the AGM") of the Company to be held on Saturday, 29th September 2018 at 8:59 a.m. at the Aloft Chennai OMR – IT Expressway, 102, Rajiv Gandhi Salai, Sholinganallur, Chennai – 600 019, and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Res. No	Description	For	Against
ORDINARY BUSINESS:			
1.	To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March 2018, together with the reports of the Board of Directors and Auditors thereon.		
2.	Rotation of Director Mr. Suresh Venkatachari (DIN 00365522)		
3.	Rotation of Director Mr. R.S.Ramani (DIN 03206751)		
SPECIAL BUSINESS:			
4.	Appointment of Mr. Vivek Prakash as an Independent Director		
5.	Issuance of Equity shares including convertible bonds/ debentures		
6.	Re-classification of Mr. M.V Bhaskar forming part of Promoter category to Public category		

Signed this _____ day of _____ 2018 Signature of Member _____

Affix Revenue Stamp

_____ _____ _____

Signature of first proxy holder Signature of second proxy holder Signature of third proxy holder

Note:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the Meeting.

2. Please put an 'X' in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

3. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Secretarial Standards -2 issued by Institute of Company Secretaries of India, a person can act as Proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company.

   Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as Proxy, who shall not act as Proxy for any other Member.

4. The Proxy-holder shall prove his identity at the time of attending the Meeting.

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ATTENDANCE SLIP

THIRTY THIRD ANNUAL GENERAL MEETING ON SATURDAY, 29th September 2018 AT 8.59 A.M.

Folio No. / DP ID & Client ID	
No. of shares held	

I/We certify that I/We am/are registered Member /proxy for the registered Member of the Company.

I/We hereby record my presence at the **THIRTY THIRD ANNUAL GENERAL MEETING** of the Company to be held at 8.59 a.m. on Saturday, 29th September 2018 at the Aloft Chennai OMR – IT Expressway, 102, Rajiv Gandhi Salai, Sholinganallur, Chennai – 600 019.

Member's / Proxy's name in **BLOCK** letters

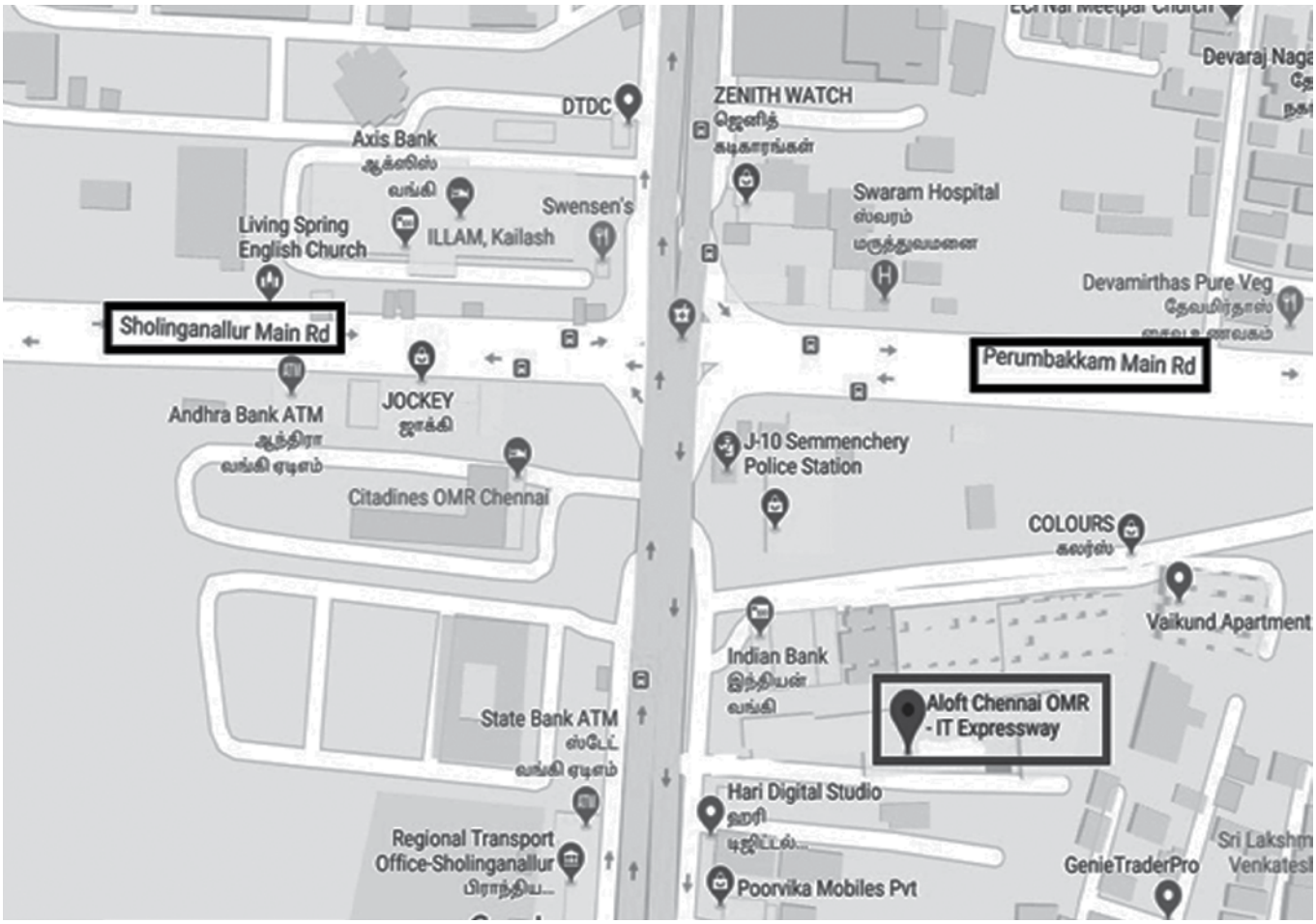
Signature of Member /Proxy

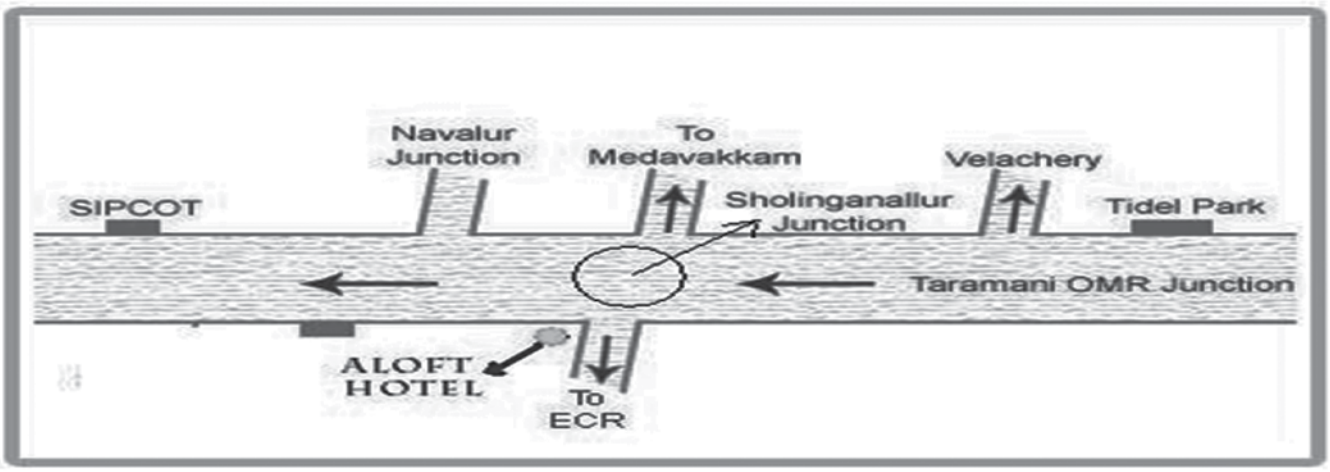
Note: Please fill in the attendance slip and hand it over at the entrance of the Meeting hall. Joint Member(s) may obtain additional attendance slip at the venue of the Meeting.

E-VOTING PARTICULARS

EVEN (eVoting Event Number)	User ID	Password

ROUTE MAP TO THE AGM VENUE





Notes

Notes

Corporate Information

BOARD OF DIRECTORS

Mr. Suresh Venkatachari, 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, Independent Director
Ms. Babita Singaram, Independent Director
Ms.Sujatha Chandrasekaran,Director (Till 17.07.2018)
Mr. Vivek Prakash, Additional Director (Independent) (From 17.07.2018)

AUDIT COMMITTEE

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

STAKEHOLDER RELATIONSHIP COMMITTEE

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

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP
8th Floor, ASV N Ramana Towers
52, Venkatnarayana Road,
T Nagar, Chennai 600 017

BANKERS

Indian Bank,
Porur Branch,
225, Trunk Road,
Porur, Chennai – 600 116

REGISTERED OFFICE

'Srinivas' Towers,
#5, Cenotaph Road, II Floor,
Teynampet,
Phone: +91-44-6602-8000
contactus@8kmilessoftwareservices.com

NOMINATION AND REMUNERATION COMMITTEE

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

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr.Ashwin.J

SECRETARIAL AUDITORS

M/s. B. Chandra and Associates
Practising Company Secretaries
AG3, Ragamalika
No. 26, Kumaran Colony Main Road,
Vadapalani, Chennai – 600 026

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

WEBSITE

www.8kmilessoftwareservices.com

CORPORATE IDENTITY NUMBER

L72300TN1993PLC101852

SHARES LISTED AT

Bombay Stock Exchange Limited
National Stock Exchange of India Limited

8K Miles Software Services Limited

Registered Office:
No. 5, Cenotaph Road,
"Srinivas" Towers, II Floor,
Teynampet, Chennai - 600 018
Tamil Nadu

www.8kmiles.com

concept and design at **AICL** (hello@aicl.in)