

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

25th Annual Report

2015-16

BLUE CLOUD SOFTECH SOLUTIONS LIMITED**BOARD OF DIRECTORS**

Mr. B Ravi	Managing Director	-	(01395934)
Mrs. G MANI	Non Executive – Independent Director	-	(07263648)
*Mr. G N Sharma	Non Executive – Independent Director	-	(07238879)

(* Appointed as Additional Director w.e.f. 12th July 2016)

COMMITTEES OF THE BOARD OF DIRECTORS**Audit Committee**

Mrs. G MANI	Non Executive – Independent Director	-	(07263648)	- Chairman
Mr. B Ravi	Executive Director	-	(01395934)	- Member
*Mr. PVVS Prasad	Non Executive – Independent Director	-	(07093207)	- Member

(* Resigned as Director w.e.f. 12th July 2016)

Remuneration Committee

Mrs. G MANI	Non Executive – Independent Director	-	(07263648)	- Chairman
Mr. B Ravi	Executive Director	-	(01395934)	- Member
*Mr. PVVS Prasad	Non Executive – Independent Director	-	(07093207)	- Member

(* Resigned as Director w.e.f. 12th July 2016)

Stake Holders And Investor's Grievance Committee

Mrs. G MANI	Non Executive – Independent Director	-	(07263648)	- Chairman
Mr. B Ravi	Executive Director	-	(01395934)	- Member
*Mr. PVVS Prasad	Non Executive – Independent Director	-	(07093207)	- Member

(* Resigned as Director w.e.f. 12th July 2016)

AUDITORS

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

SHARE TRANSFER AGENT

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

REGISTERED OFFICE:-

405, Tulip Apartments, Somajiguda,
Hyderabad – 500 082

LISTING

BSE Ltd (SCRIP CODE – 539607)
ISIN - INE373T01021
CIN : L72200TG1991PLC013135

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the Members of M/s BLUE CLOUD SOFTECH SOLUTIONS LIMITED will be held on Friday the 30th day of September, 2016 at 11.00 A.M. at Regd. Office of the Company to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements including Balance Sheet as at 31st March, 2016 and Profit & Loss Account as on that date, and the Reports of the Directors and the Auditors thereon.
2. To Re-appoint M/s. P Murali & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of the this Annual General meeting till the Conclusion of next Annual General Meeting and to fix their remuneration.

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

SPECIAL BUSINESS

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

To appoint Mr. G.N. Sharma (DIN: 07238879), as Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, **Mr. G.N. Sharma (DIN: 07238879)**, who was appointed by the Board of Directors as an Additional Director of the Company w.e.f 12th July 2016 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company”.

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

To appoint Mr. GN Sharma, as an Independent Director

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (LODR) Regulations, Mr. G N Sharma, Director of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term up to September 30, 2021.

5. **To consider and if thought fit, to pass with or without modification(s), the following resolutions as a Special Resolution:**

To Issue up to 29,00,000 Equity Shares on a Preferential basis

“RESOLVED THAT pursuant to Section 42 and Section 62 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof), and in accordance with the provisions of the Memorandum and Articles of Association of the Company and the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI (ICDR Regulations)”) and the listing agreements entered into by the Company with the stock exchanges on which the Company’s shares are listed, or any other relevant authority from time to time and the rules / regulations / guidelines, notifications, circulars, press notes and clarifications issued from time to time by the relevant authority, to the extent applicable and subject to such approvals, consents, permissions and sanctions as might be required and such conditions as may be prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee(s) constituted / to be constituted by the Board to exercise its powers including the powers conferred by this Resolution) is hereby authorized to accept, the Board be and hereby authorized to issue, offer and allot up to 29,00,000 Equity shares of face value of Rs.5/- (five) each fully paid up amounting to Rs. 1,45,00,000 (Rupees One Crore Forty Five Lakhs Only) to the allottees on such terms as mentioned in the explanatory statement.”

“RESOLVED FURTHER THAT the issue and allotment of the Equity Shares shall be on the following terms and conditions:

The “relevant date” for the preferential issue, as per the SEBI (ICDR Regulations), as amended from time to time, for the determination of minimum price for the issue of the above mentioned Equity Shares shall be 31st August, 2016, being the date 30 days prior to the date of Annual General Meeting (i.e. 30th September, 2016).”

“RESOLVED FURTHER THAT

- i) The consideration price of the Equity Shares shall be received from the Allottees Bank accounts;

- ii) The Equity Shares to be issued and allotted shall be listed and traded on the Stock Exchange(s), where the securities of the Company are listed and shall be subject to the provisions of the Memorandum and Articles of Association of the Company;
- iii) The Equity Shares allotted to Allottees shall rank *pari passu* with the then existing Equity Shares of the Company, from the date of their allotment. Such new Equity Shares when issued and allotted as aforesaid shall also be entitled for dividend as per the regulations / notifications / clarifications issued by SEBI in this regard;
- iv) The Equity Shares allotted on a preferential basis shall remain locked in as per the provisions of SEBI (ICDR Regulations), 2009;
- v) The Board be and is hereby authorized to accept any modification(s) to or modify the terms of issue of Equity Shares, subject to the provisions of the Act and SEBI (ICDR Regulations), without being required to seek any further consent or approval of the members of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized, to do all such acts, matters, deeds and things and to take all such steps and to do all such things and give all such directions, as the Board may consider necessary, expedient or desirable, including without limitation, to prescribe the forms of application, allotment, to enter into any agreements or other instruments, and to take such actions or give such directions as may be necessary or desirable and to settle any question or difficulty that may arise with regard to the issue and allotment of Equity Shares.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by the above resolutions, including corrections / ratification / re-calculation of the consideration etc., to any Director(s) or to any Committee of the Board or any other Officer(s) of the Company to give effect to the aforesaid resolution.”

By the Order of the Board
For Blue Cloud Softech Solutions Limited

Place: Hyderabad
Date: 05.09.2016

Sd/-
Managing Director

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a 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 a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2016 to Friday 30th September, 2016 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
4. As per the provisions of the Companies Act, 2013, Independent Directors are required to be appointed for a term of upto five consecutive years and are not liable to retire by rotation. Accordingly, resolutions proposing appointment of Independent Directors are given at item no. 4
5. The relevant details of Directors seeking appointment / re-appointment under item nos. 3 & 4 of this Notice are provided in the Annual Report.
6. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a duly filled in 'E-Communication Registration Form', available on the website of the Share Transfer Agent of the Company [www. aarthiconsultants.com](http://www.aarthiconsultants.com), to M/s. Aarthi Consultancy Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
7. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
8. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 26th August 2016 are eligible to receive Annual Report and as on 23rd September 2016, are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the Share Transfer Agent of the Company for exercising their right to vote. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the Share Transfer Agent of the Company for issuance of the User ID and Password for exercising their right to vote by electronic means. The e-voting period will commence at 10.00 a.m. on Tuesday, 27th September 2016 and will end at 5.00 p.m. on Thursday, 29th September 2016. The Company has appointed Ms. Sarada Putcha, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.
9. **The instructions for shareholders voting electronically are as under:**
 - (i) The voting period begins on Tuesday, 27th September 2016 at 10.00 A.M. and ends on Thursday, 29th September 2016 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the 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.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for BLUE CLOUD SOFTECH SOLUTIONS LTD on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- (xix) 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxi) The e-voting module shall be disabled by CDSL after 5.00 p.m. on 29th September 2016.
- (xxii) The results shall be declared on or before 2nd October 2016. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.
10. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Aarthi Consultants Private Limited / Investor Service Department of the Company immediately.
11. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Aarthi Consultants Private Limited / Investor Service Department of the Company.
12. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
13. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

EXPLANATORY STATEMENT

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

Item No: 3 & 4

Pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (LODR) Regulations, 2014, Mr. G N Sharma was appointed as an Additional Director in the Board Meeting held on 12th July 2016 and he holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, and is proposed to be appointed a Director of the Company. Mr. G N Sharma, Director of the Company, has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013, is proposed to be appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term up to September 30, 2021.

The Nomination and Compensation Committee and the Board of Directors have recommended appointment as Independent Directors of the Company.

Mr. Sharma is a non-executive independent director of the Company, has given a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, he fulfill the conditions specified in the Companies Act, 2013 and Rules made there under for his appointment as Independent Director of the Company and he is independent of the management. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and he has given consent to act as Director.

A brief profile of Independent Director to be appointed, including nature of his expertise and other disclosure as required under SEBI (LODR) Regulations 2015, is provided at **Annexure** of this Notice.

The Board recommends the resolution in relation to the appointment of Independent Director, for the approval by the shareholders of the Company.

None of the directors of the Company are any way interested in the Resolution, except to the extent of their share holding in the Company, Your Directors recommend the above resolution for your approval.

Item No: 5

The company requires funds for various long term working capital and general deleveraging purposes. To augment the growth and improve the financial performance of the Company, the Company has approached the Allottees to infuse fresh funds in the Company.

Board of Directors at its meeting held on 5th September 2016, after considering the various sources for sourcing funds for this investment, and deemed it appropriate to create, issue, offer and allot equity shares to the following:

- Issue of 11,00,000 Equity Shares of face value of 5/- each fully paid up, to M/s. Swarnim Avenues Private Limited;
- Issue of 18,00,000 Equity Shares of face value of 5/- each fully paid up, M/s. Enspire Institute of Professional Studies Pvt Ltd

Pursuant to provisions of Section 62 (1) (c) of Companies Act, 2013, any preferential allotment of securities needs to be approved by the shareholders by way of Special Resolution. The Listing Agreements executed by the Company with the Stock Exchanges also provide that the Company shall, in the first instance, offer all securities for subscription pro-rata to the shareholders unless the shareholders in a general meeting decide otherwise. The proposed issue of shares is in accordance with the provisions of SEBI (ICDR Regulations) and other applicable regulations, if any.

In terms of the provisions of the Companies Act, 2013 read with Rule 13 (2) of the Companies (Share Capital and Debentures) Rules, 2014 and the aforesaid SEBI (ICDR Regulations), the relevant disclosures are given below:

The object of the issue through preferential offer:

The proceeds will be utilized for capital expenditure for wind projects being implemented by subsidiaries, meeting working capital requirements, repayment of debt by the company and its subsidiaries and for other corporate purposes.

Issue Size, number of Equity Shares to be issued :

Issuance of 29,00,000 equity shares of face value of 5/- each fully paid up amounting to 1,45,00,000 (Rupees One Crore Forty Five Lakhs Only) to EW Special Opportunities Fund II Pte. Limited

The Proposal of the Promoters / PAC / Directors / Key Management Persons to subscribe to the offer:

The proposed allottees are belong to the Non-Promoter Group.

None of the Directors or Key Managerial Personnel nor their respective relatives is in any way concerned or interested in the above said resolution

Relevant Date:

The relevant date for the preferential issue, as per the SEBI (ICDR Regulations), as amended from time to time, for the determination of price for the issue of the above mentioned Equity Shares shall be 31st August, 2016 being the date 30 days prior to the date of General Meeting (i.e. 30th September 2016)

Pricing of Preferential Issue

The Equity Shares will be allotted in accordance with the price determined in terms of Regulation 76 of the SEBI (ICDR Regulations). Since the Company scrip is not traded on BSE Limited ("BSE"), the trading price of securities of the Company cannot be calculated, and relevant provisions of SEBI (SAST) Regulations are considered for determining the pricing of securities allotted on preferential basis. Accordingly, the price per Equity Share to be issued is fixed at Rs. 5/- per share.

Terms of Issue of Equity Shares:

The consideration price of the equity shall be received from respective allottee's banks accounts; Upon receipt of the requisite payment as above, the Board (or a Committee thereof) shall allot :

- 11,00,000 equity shares of face value of Rs. 5/- each fully paid up amounting to 55,00,000 (Rupees Fifty Five Lakhs Only) to M/s. Swarnim Avenues Private Limited;
- 18,00,000 equity shares of face value of Rs. 5/- each 90,00,000 (Rupees Ninety Lakhs Only) to M/s. Enspire Institute of Professional Studies Pvt Ltd;

The Equity Shares allotted on preferential basis under SEBI (ICDR) Regulations shall be locked in for a period of One year from the date of Trading Approval to be received from the stock exchange(s)

The proposed allottees do hold any pre-preferential holding in the Company, so lock-in of pre-preferential allotment shareholding of the allottees, does not arise.

Shareholding pattern before and after the preferential issue:

Sl. No.	Category of Shareholder	Pre-issue		Post-issue	
		Total number of shares held	% of share equity holding	Total number of shares held	% of share equity holding
I	PROMOTER				
A	INDIAN				
i	Individuals / HUF	7600	0.04	7600	0.03
ii	Body Corporate	15612400	74.34	15612400	65.35
	SUB - TOTAL	15620000	74.38	15620000	65.35
B	FOREIGN – Sub Total	0	0	0	0
	Total	15620000	74.38	15620000	65.35
II	PUBLIC				
A	Institutions	0	0	0	0
B	Non-Institutions				
	Corporate Bodies	3858400	18.37	6758400	28.28
	Others	1522400	7.25	1522400	6.37
	Total	5380800	25.62	8280800	34.65
	GRAND TOTAL	21000800	100.00	23900800	100.00

Note: -

1. The above shareholding pattern has been prepared on the basis of shareholdings as on 30 June, 2016.
2. None of the other Directors of the Company, nor the Key Managerial Personnel of the Company nor their respective relatives are in any way concerned or interested, financially or otherwise in this Resolution.

Proposed time limit within which the allotment shall be completed:

As required under the SEBI (ICDR Regulations), the allotment of Equity Shares pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of the special resolution approving allotment.

Provided that where the allotment is pending on account of any such approval of allotment by any regulatory authority including stock exchanges or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue:

The percentage of the post-preferential issue capital held by the proposed allottee(s) is as under:

S.No	Name of the Proposed allottee	category	Pre- holding		Post holding	
			No of shares	%	No of shares	%
1	M/s. Swarnim Avenues Private Limited	Non-Promoter	0	0%	11,00,000	4.60%
2	M/s. Enspire Institute of Professional Studies Pvt Ltd	Non-Promoter	0	0%	18,00,000	7.53%

Undertaking(s):

This is to undertake that the price is recomputed in terms of the provision of the SEBI (ICDR Regulations). If the amount payable upon the re-computation is not paid within the stipulated time as mentioned in the SEBI (ICDR Regulations), the specified securities shall continue to be locked in till such amount is paid by the allottees.

Lock in:

The Equity Shares shall be locked in for such period as may be specified under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

Change in the Control or Composition of the Board:

There will neither be any change in the composition of the Board nor any change in the Control of the Company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to preferential allotment.

Auditors' Certificate:

It is proposed to obtain a certificate from M/s. P Murali & Co., Statutory Auditors of the Company, certifying that the issue of Equity Shares is being made in accordance with the SEBI (ICDR Regulations).

A copy of the Memorandum and Articles of Association of the Company will be available for inspection at the registered office of the Company on any working day between 11:00 a.m. and 1:00 p.m., and will also be available for inspection at the Annual General Meeting.

The Board recommends the above mentioned resolution to be passed as a Special Resolution.

None of the other Directors of the Company, nor the Key Managerial Personnel of the Company nor their respective relatives are in any way concerned or interested, financially or otherwise in this Resolution.

ADDITIONAL INFORMATION

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

BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE AGM:**Mr. G N Sharma**

Name of the Director	Mr. GN Sharma
Date of Birth / Age	06/03/1979
Expertise in Specific functional areas	Having rich experience in business.
List of Companies in which Directorships held as on 31.03.2016	16

BLUE CLOUD SOFTECH SOLUTIONS LIMITED**DIRECTORS' REPORT**

Dear Members,

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

OPERATIONS & FINANCIAL PERFORMANCE OF THE COMPANY

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

DIVIDEND

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

BUSINESS RISK MANAGEMENT

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

DEPOSITS

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

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

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

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

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

LISTING OF SCRIIP OF THE COMPANY

Board of the company is hereby inform you that the company has applied for the listing at Calcutta Stock Exchange (CSE) and is pleased to inform you that CSE had grant permission for Listing on 6th April 2015.

Also, the company had also applied for Listing status on BSE Ltd and company had got In-principle Approval from BSE for Listing on 23rd November 2015, Subsequently, on the Company had got Trading approval from BSE on 29th January 2016.

LOCK-IN OF SHARES

Pursuant to the Listing Approval letter from BSE, the company had complied with the Lock-in conditions stipulated by the BSE and entire Promoter holding of the company is under locked-in as required by BSE

TRIPARTITE AGREEMENT WITH NSDL, CDSL & RTA

Your company had renewed the Tripartite Agreement with NSDL, CDSL & RTA (Aarthi Consultants Private Limited) for demat & Share Transfer related services

E-VOTING SERVICES

Your Company is pleased to provide the facility to Members to exercise their right to vote by electronic means and had opt for e-voting through CDSL platform.

CHANGE OF OBJECTS & NAME OF THE COMPANY**Change of Objects of the Company**

The Board of Directors of the Company in their meetings held on 21st September 2015 & 15th October 2015 had consented to change the Business activities of the Company from the existing Aquaculture and other related activities to – develop, export and import of all types of computer software and hardware and its related activities viz., to carry on the business of Designing, Developing, Computer Software and to Market in India or Abroad and to provide Data Processing Services of all kinds including Computer Consultancy, Systems Analysis, Programming and Computer Maintenance in India or Abroad.

To undertake and execute any contract involving Computerized Information Systems, Feasibility Studies, Turnkey Projects, know how, Research and Development, Training, Systems Development, Software and Hardware Development, Market, Research, Surveying and survey Data Analysis, Reorganization of Management, Financial Management, Operations Research and Real Time Applications, Time Sharing Business Applications, Industrial Engineering Applications, Process and Process Control.

Change of Name of the Company

Since the Company wants to diversify its activities from the exiting Aquaculture to Software Technologies and its related activities, and to reflect the name in the Objects of the Company, Directors are planning to change the name of the Company

To reflect the changed business activities in the name of the Company, the Directors had proposed to change the name of the Company from “ADITHYA AQUACULTURE LIMITED” to “BLUE CLOUD SOFTECH SOLUTIONS LIMITED”.

Subsequently, the company had accorded the approval of the Members of the company through Postal Ballot, and the result of the same was declared on 20th November 2015. Registrar of Companies, Hyderabad had given its approval and certificate of change of name was issued and the same is effected from 19th December 2015.

Also, all the regulatory authorities including SEBI were intimated the same and BSE, CDSL & NSDL were also intimated the change of Name of the Company

SUB-DIVISION OF SHARES

With a view to enhancing the investor base of the company by encouraging the participation of the small investors and also to increase the liquidity of the equity shares of the Company, the Board of Directors at its meeting held on 11th February 2016 has approved to sub-divide the nominal value of the equity share capital of the Company from Rs. 10/- per share to Rs. 5/- per share. The same was approved by the Members of the Company in their Extra-Ordinary General Meeting held on 14th March 2016. Accordingly, each paid up equity share of nominal value Rs. 10/- (Rupees Ten Only) each of the Company, existing on the Record Date (April 9th 2016) stand sub divided into 2 (Two) Equity Shares of Nominal Value of Rs. 5/- (Rupees Five only) each.

Earlier, before the sub-division, the Authorised Share Capital of the Company was Rs. 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crore Twenty Lakhs only) Equity Shares of Rs. 10/- (Rupee Ten) each and the issued, subscribed and paid up capital of the Company was Rs. 10,50,04,000/- divided into 1,05,00,400 (One Crore Five lakhs four hundred) equity shares of Rs.10/- each. Subsequent to this sub-division, the capital of the Company was altered as follows:

The Authorised Share Capital of the Company is Rs.12,00,00,000/- (Rupees Twelve Crores only) divided into 2,40,00,000 (Two crore Forty Lakhs Only) Equity Shares of Rs.5/- (Rupees Five Only) each.

The paid-up capital of the company is Rs. 10,50,04,000/- (Rupees Ten Crores Fifty Lakhs Four Thousand only) divided into 2,10,00,800 (Two crore Ten Lakhs Eight Hundred Only) Equity Shares of Rs.5/- (Rupees Five Only) each.

ALTERATION OF MEMORANDUM AND ARTICLES OF ASSOCAITION OF THE COMAPNY

Pursuant to Postal Ballot, result of which was declared on 20th November 2015, the Company had accorded the approval of Members of the Company, and replaced the business objects of the company, deleted the other object clause, and inserted the clauses of Articles of Association to comply with the provisions of Companies Act 2013

Also, the Company had also accorded the approval of the Members of the Company to give effect to the sub-division of the Equity Share capital of the Company as follows:

The Authorised Share Capital of the Company is Rs.12,00,00,000/- (Rupees Twelve Crores only) divided into 2,40,00,000 (Two crore Forty Lakhs Only) Equity Shares of Rs.5/- (Rupees Five Only) each.

In both the above cases, the company had accorded the required approvals and effected the same by alteration of the Memorandum and Articles of Association of the Company.

APPOINTMENT AND RESIGNATION OF DIRECTOR(S)

Mr. PVVS Prasad, Independent Director of the Company has resigned from the office of Director w.e.f. 12th July 2016 and Mr. G N Sharma was appointed as an Additional Director in the Board Meeting held on 12th July 2016 and he holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act") and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, and is proposed to be appointed a Director of the Company. Mr. G N Sharma, Director of the Company, has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013, is proposed to be appointed as an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term up to September 30, 2021.

APPOINTMENT OF MANAGING DIRECTOR

The Board in its meeting held on 11th August 2015, had consented for appointment of Mr. B Ravi, Managing Director for a period of three years and subsequently the same was ratified in the Annual General Meeting held on 30th September 2015.

EXTRACT OF ANNUAL RETURN

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

DEMAT SUSPENSE ACCOUNT UNCLAIMED SHARES

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

CORPORATE GOVERNANCE

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

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

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

ADDITIONAL INFORMATION AS REQUIRED U/ S 134(3)(m) OF THE COMPANIES ACT, 2013**(a) Conservation of Energy:**

The Company is monitoring the consumption of energy and is identifying measures for conservation of energy.

- (i) the steps taken by the company for utilising alternate sources of energy - Nil
- (ii) the capital investment on energy conservation equipments - Nil

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

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

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

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

PARTICULARS OF EMPLOYEES

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

STATUTORY AUDITORS

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

BOARD AND COMMITTEES PERFORMANCE EVALUATION

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

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

The Board met 13 times during the financial year 2015-2016.

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

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

DIRECTORS' RESPONSIBILITY STATEMENT

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

- a. That in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ;
- b. That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31st March, 2016 and of the profit and loss of the company for that period;
- c. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. That the directors have prepared the annual accounts on a going concern basis.
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

POLICIES

Material Subsidiary

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

Vigil Mechanism

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

Familiarisation programme for Independent Directors

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

Key Managerial Personnel

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

Related Party Transaction

Policy on dealing with Related Party Transactions is approved by the Board

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

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. Periodic audits are undertaken on a continuous basis covering all the operations i.e., manufacturing, sales & distribution, marketing, finance, etc. Reports of internal audits are reviewed by management from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report is obtained by the company and forms part of this Annual report.

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

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

Remuneration Policy

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

Significant and Material Orders Passed by the Regulators or Courts

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

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

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

Personnel

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

Acknowledgements

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

For and On Behalf of the Board
BLUE CLOUD SOFTECH SOLUTIONS LIMITED.,

Place: Hyderabad
Date : 05.09.2016

Sd/-
Managing Director

Sd/-
Director

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

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

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

2. BOARD OF DIRECTORS

- a) The Board of Directors of the Company comprises of 3 (Three) Directors – 2 (Two) Non- Executive Independent Directors, and 1 (one) is Executive Director.
- b) The composition of the Board is in conformity with the provisions of SEBI (LODR) Regulations 2015 and meets the stipulated requirements.
- c) None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he is a Director. The Directors have made necessary disclosures regarding Committee positions in other public companies as on March 31, 2014.
- d) The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies is given below. Other Directorships do not include alternate directorships, directorships of private limited companies, section 25 companies and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance Committees.

Name of the Director	Category (Promoter/ Executive/ Non- Executive)	Designation	Relationship with other Directors	Number of memberships in Board of other Public Limited Company	+ Associated with other committees of Public Limited Company	
					Member	Chairman
Mrs. G Mani	Independent Non-Executive	Director	Nil	Nil	Nil	Nil
Mr. B Ravi	Executive Director	Executive Director	Nil	Nil	Nil	Nil
Mr. PVVSV Prasad	Independent Non-Executive	Director	Nil	Nil	Nil	Nil

During 2013-14, the Board met 13 times on 30th May 2015, 11th August 2015, 14th August 2015, 27th August 2015, 1st September 2015, 21st September 2015, 15th October 2015, 5th November 2015, 20th November 2015, 24th December 2015, 20th January 2016, 11th Feb 2016, 26th March 2016.

The Last Annual General Meeting was held on 30th September 2015.

e) The attendance of each Director in the Board Meetings and AGM is as under:

Name of the Director	No. of Meetings held	No. meetings attended	Presence at AGM
Mrs. G Mani	13	13	Yes
Mr. B Ravi	13	13	Yes
*Mr. PVS Prasad	13	13	Yes

*Mr. PVVS Prasad was resigned as Director w.e.f 12th July 2016 and Mr. G N Sharma was appointed as an Additional Director.

- f) None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company
- g) During the year, information has been placed before the Board for its consideration, as required under the provisions of SEBI (LODR) Regulations 2015

3. AUDIT COMMITTEE:

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

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

- Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing on:
 - Any changes in accounting policies and practices;
 - Qualification in draft audit report;
 - Significant adjustments arising out of audit;
 - The going concern concept;
 - Compliance with accounting standards;
 - Compliance with stock exchange and legal requirements concerning financial statements;
 - Any related party transactions
- Reviewing the company's financial and risk management's policies.

- g. Disclosure of contingent liabilities.
- h. Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- i. Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- j. Discussion with internal auditors of any significant findings and follow-up thereon.
- k. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- l. Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- m. Reviewing compliances as regards the Company's Whistle Blower Policy.

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

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

Name of the Director	No. of Meetings held	No. meetings attended
Mrs. G Mani	5	5
*Mr. PVS Prasad	5	5
Mr. B Ravi	5	5

*Mr. PVVS Prasad was resigned as Director w.e.f 12th July 2016 and Mr. G N Sharma was appointed as an Additional Director.

V) During the financial year five Audit Committee meetings were held on 30th May 2015, 11th August 2015, 5th November 2015, 20th January 2016 and 11th February 2016.

The necessary quorum was present at all the meetings.

4. SHARE HOLDERS /INVESTORS GRIEVANCE COMMITTEE:

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

The Committee consists of the following Directors:

Name of the Director	Chairman/Member
Mrs. G Mani	Chairman
*Mr. PVS Prasad	Member
Mr. B Ravi	Member

*Mr. PVVS Prasad was resigned as Director w.e.f 12th July 2016 and Mr. G N Sharma was appointed as an Additional Director.

Details of Complaints received/resolved:

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

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

5. DETAILS OF ANNUAL GENERAL MEETINGS: LOCATION AND TIME OF THE LAST THREE AGMS.

AGM	YEAR	VENUE	DATE	TIME
24 th	2014-15	Registered Office of the Company	30.09.2015	10.00 A.M.
23 rd	2013-14	Registered Office of the Company	29.09.2014	11.00 A.M.
22 nd	2012-13	Registered Office of the Company	30.09.2013	11.00 A.M.

Postal Ballot & Special Resolutions:

During the period of this report, the company had accorded the approval of members by way of Postal Ballot and passed the Special Resolutions for –

1. Changing the name of the Company from “ADITHYA AQUACULTURE LIMITED” to “BLUE CLOUD SOFTECH SOLUTIONS LIMITED”
2. Alteration of the main Object Clause of Memorandum of Association of the Company
3. Deletion of the Other Objects Clause of the Memorandum of Association to comply with the provisions of Companies Act 2013
4. Amendment of Articles of Association of the company to comply with the provisions of Companies Act 2013

- The result of the Postal Ballot was declared on 20th November 2015

Extra-Ordinary General Meeting & Special Resolution:

The Members of the Company in their meeting held on 14th March 2016, accorded the approval for sub-division of the nominal value of the equity share capital of the Company from Rs. 10/- per share to Rs. 5/- per share

DETAILS OF COMPLAINTS RECEIVED/RESOLVED

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

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

6. DISCLOSURES

- i. There were no materially significant related party transactions that may have potential conflict with the interest of the Company at large.
- ii. There was no incidence of non-compliance during the last three years by the Company on any matter related top Capital markets. There were no penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority.
- iii. The Company has complied with all the mandatory requirements of Clause 49.

7. NOTES ON DIRECTORS APPOINTMENT/RE-APPOINTMENT:

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

8. MEANS OF COMMUNICATIONS:

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

9. GENERAL SHAREHOLDER INFORMATION:**(I) Annual General Meeting**

Date	:	30 th September, 2016
Time	:	11.00 A.M.
Venue	:	Registered Office of the Company

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

Quarter ending June, 30 2016	Approved in the Board Meeting held on 11 th August 2016 and intimated the same to Stock Exchange
Quarter ending September 30, 2016	On or before 14 th November 2017
Quarter ending December 31, 2016	On or before 14 th February 2017
Quarter ending March 31, 2017	On or before 30 th May 2017
Annual General Meeting (for FY ended 31 st March, 2017)	Before end of September, 2017

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

(IV) Listing on Stock Exchanges :

1. BSE Ltd
2. Calcutta Stock Exchange Limited

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

(V) Stock Code : 539607

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

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

(VII) Transfer Agents

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

(VIII) Share Transfer System Documents will be accepted at

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

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

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

Shareholding pattern of the Company as on 31* March 2016

Category code	Category of Shareholder	Total number of shares	percentage of total number of shares
(A)	Shareholding of Promoter and Promoter Group	15620000	74.38
(B)	PUBLIC	5380800	25.62
	GRAND TOTAL (A)+(B)	21000800	100

10. OTHER DISCLOSURES**i. Code of Conduct**

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

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

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

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

Hyderabad
 05.09.2016

(Sd/-)
 Managing Director

iii. Disclosure of Accounting Treatment

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

iv. Non executive directors' compensation and disclosures

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

v. CEO/CFO Certification

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

BY ORDER OF THE BOARD OF DIRECTORS
For BLUE CLOUD SOFTECH SOLUTIONS LIMITED

PLACE : HYDERABAD
DATE : 05-09-2016

SD/-
Managing Director

SD/-
Director

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

I, Ravi Kumar Bogha, Managing Director of M/s. Blue Cloud Softech Solutions Limited certify:

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31st March 2016 and to the best of our knowledge and belief;
 - These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
 - These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.
2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;
3. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the identified deficiencies and;
4. That we have informed the auditors and the audit committee of:
 - a) Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) There is no Instances of significant fraud of which we have become aware and the involvement of an employee having a significant role in the company's internal control system.

Place: HYDERABAD

Date: 05.09.2016

Sd/-

Managing Director

Certificate on compliance of Corporate Governance

To

The Members,
Blue Cloud Softech Solutions Limited
Hyderabad

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

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

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

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

FOR P. MURALI & CO.,
CHARTERED ACCOUNTANTS

PLACE : HYDERABAD
DATE : 05.09.2016

P. MURALI MOHANA RAO
PARTNER

FORM No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016

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

To,
The Members,
BLUE CLOUD SOFTECH SOLUTIONS LIMITED

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

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

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

- i. The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- ii. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; and
- v. Other laws applicable to the Company as per the representations made by the Management.

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

- i. Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings are yet to be specified under the Act by the Institute.
- ii. The provisions of Companies Act 2013 and Provisions of SEBI (LODR) Regulations 2015.

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

We further report that:

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

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

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

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

Hyderabad
September 05, 2016

Sd/-
Sarada Putcha
Company Secretary

FCS No: 21717, CP No: 8735

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

‘Annexure A’

To,
The Members,
Blue Cloud Softech Solutions Limited

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

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

Hyderabad
September 05, 2016

Sd/-
Sarada Putcha
Company Secretary

FCS No: 21717, CP No: 8735

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN
as on the financial year ended on
31ST March 2016**

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	:	L05005TG1991PLC013135
ii.	Registration Date	:	28 th August 1991
iii.	Name of the Company	:	Blue Cloud Softech Solutions Limited
iv.	Category / Sub-Category of the Company	:	Indian - Non- Govt. Company
v.	Address of the Registered office and contact details	:	405, Tulips Apartment, Somajguda, Hyderabad - 500082 Telangana
vi.	Whether listed company Yes / No	:	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	M/S. Aarathi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad - 500 029 Tel. No.: 040-2763 8111, 2763 4445 Fax :0091-40-2763 2184

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

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

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

S. NO	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate
1	NA		

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	M/s. Duranta Infrastructure Pvt Ltd	2500100	23.81	0	5000200	23.81	0	0
2.	M/s. Duranta Powerprojects Pvt Ltd	2100100	20.00	0	4200200	20.00	0	0
3.	M/s. Newton Energy Pvt Ltd	1900000	18.09	0	3800000	18.09	0	0
4.	M/s. Newton Power Pvt Ltd	1306000	12.44	0	1612000	12.44	0	0
5.	Mr. B Ravi Kumar	1000	0.01	0	2000	0.01	0	0
6.	Mr. Chinna Rao	1000	0.01	0	2000	0.01	0	0
7.	Mr. BV RamaRao	800	0.01	0	1600	0.01	0	0
8.	Mr. Sambasiva Rao	1000	0.01	0	2000	0.01	0	0

The change in shareholding is due to stock split in the ratio of 1: 2

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

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	7810000	74.38	7810000	0
	DUE TO STOCK SPLIT, EVERY SHARE HOLDER HOLDIGN ONE SHRE, GOT TWO SHARES				
		7810000	74.38	14620000	0

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

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

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

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

* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

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

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

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

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

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

INDEPENDENT AUDITORS' REPORT

To the Members of BLUE CLOUD SOFTECH SOLUTIONS LTD

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s Blue Cloud Softech Solutions Ltd (formerly Adithya Aquaculture Ltd)** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2016, its profit and its cash flows for the year ended on that date

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters Specified in paragraphs 3 and 4 of the Order , to the extent applicable.
2. As required by section 143(3) of the Act, we further report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
 - e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in ' Annexure B'; and
 - g) With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

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

Place: Hyderabad
Date : 30-05-2016

Partner

Annexure A to the Auditors Report

Annexure referred to in Independent Auditors Report to the Members of M/s. Blue Cloud Softech Solutions Limited of the financial statements for the year ended 31st March 2016, we report that:

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

(b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of inventory.

(b) As explained to us, inventory has been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said order are not applicable to the company.
- iv. The Company complies with the provisions section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.
- vi. In respect of the Company, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of The Companies Act, 2013.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues of income tax and other material statutory dues, as applicable, with the appropriate authorities in India ;

(b) There were no undisputed amounts payable in respect of Income-tax and other material statutory dues in arrears as at 31st March, 2016 for a period of more than 6 months for the date they became payable.

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

- viii. The company has not defaulted in repayment of loans or borrowing to financial institutions and banks.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debentures) and no term loans were obtained during the year.
- x. According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our Audit.
- xi. Managerial remuneration has been paid or provided in accordance with the provisions of section 197 read with Schedule V to the Companies Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the Provisions of clause 3(xii) of the order are not applicable to the company.
- xiii. The Company has not entered transactions with related parties during the year as such the provisions of sec.177 and 188 are not applicable to the company.
- xiv. The Company has not made any preferential allotment of private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the Company.

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

Place: Hyderabad
Date : 30-05-2016

Partner

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

We have audited the internal financial controls over financial reporting of BLUE CLOUD SOFTECH SOLUTIONS LIMITED ('the company') as of 31st march 2016 in conjunction with our audit of standalone financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control 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 controls based on the assessed risk. The procedures selected depend on the Auditor's Judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitation of Internal Financial Controls over Financial Reporting

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

Opinion

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

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

Place: Hyderabad
Date : 30-05-2016

Partner

SIGNIFICANT ACCOUNTING POLICIES:**Corporate Information:**

Blue Cloud Softech Solutions Limited, was originally a company with its Registered office at Hyderabad, was Incorporated on August 28th 1991 as a Private Limited Company and was later converted into a public Limited company with effect from April 4th 1994. The Company was earlier engaged in setting up a Shrimp farm and a Shrimp Hatchery in Andhra Pradesh. Later, on 20th November 2015 the Company changed its name to Blue Cloud Softech Solutions ltd, and also changed its main business activities to Software development, by passing a special resolution.

BASIS OF PREPARATION:

The financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India (India GAAP) under historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under section 133 of the companies act, 2013, read with Rule 7 of the companies (Accounts) Rules, 2014 and guidelines lines issued by the securities and exchange board of India (SEBI). Accounting policies have been consistently applied.

USE OF ESTIMATES:

The preparation of financial statements is in conformity with generally accepted accounting principles require the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Significant estimates used by the management in the preparation of these financial statements include estimates of the economic useful lives of fixed assets and provisions for bad and doubtful debts. Any revision to accounting estimates is recognized prospectively.

(a) Accounting Convention and Revenue Recognition:

The Financial Statements have been prepared on a going concern basis. The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. Sales are accounted inclusive of Excise duty and Sales tax and net of sales returns.

(b) Cash Flow Statement: AS-3

The Company has prepared Cash Flow Statement as per the **AS-3**.

The cash flow statement is prepared by using "indirect method" set out in Accounting Standard (AS-3) "Cash Flow Statement" and presents the cash flows by operating, investing, and financing activities of the Company. Cash and Cash Equivalents Presented in the Cash Flow Statement consist of Cash on hand and unencumbered, liquid Bank Balances

(c) Retirements Benefits:

The Company has not made any provision for Gratuity to its employees. It is recognizing the gratuity expenditure on payment basis which is not in accordance with AS-15.

(d) Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation. Cost of acquisition of Fixed Assets is inclusive of freight, duties, taxes and incidental expenses there to. Capital Work-in-Progress includes cost of Fixed Assets under installation /construction on the date of Balance sheet, any unallocated expenditure and Interest during construction period on loans taken to finance the Fixed Assets. . Advances paid towards acquisition of assets are also included under capital work in progress.

(e) Depreciation and amortization:

Depreciation on Fixed Assets is provided on straight-line method on pro-rata basis and as per useful life as prescribed under Part C of Schedule II of the Companies Act, 2013.

Preliminary expenses are amortized over a period of 5 years.

(f) Investments:

Long term investments are stated at cost. However, provision for diminution is made to recognise any decline, other than temporary, in the value of long term investments. Current Investments are stated at the lower of cost and fair value.

(g) Borrowing Cost:

Borrowing cost relating to acquisition/ construction of qualifying assets are capitalized until the time all substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use/sale. Borrowing cost that are attributable to the projects are charged to the respective projects. All other borrowing costs, not eligible for inventorisation/capitalisation, are charged to revenue.

(h) Taxes on Income :

a) Provision for tax for the year comprises current Income Tax and Deferred Tax and is provided as per the Income Tax Act, 1961.

b) Provision for current income tax is made on the tax liability calculated on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the prevailing Tax Laws

c) Deferred tax resulting from timing differences between the book and the tax profits is accounted for, at the current rate of tax, to the extent that the timing differences are expected to crystallize. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future; however where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets/liabilities are reviewed as at each balance sheet date.

(i) Provisions, Contingent liabilities and contingent Assets:

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made. Contingent liability is disclosed for 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. (In line with AS-29)

(j) **Earnings per Share:**

The earnings considered in ascertaining the Earning Per Share comprise of Net Profit after Tax. The number of shares used in computing Basic Earnings Per Share is the Weighted Average number of shares outstanding during the year, as per **AS-20**.

(k) **Related Party Disclosures:**

The Company as required by **AS-18** furnishes the details of Related Party.

BALANCE SHEET AS AT 31ST MARCH, 2016

PARTICULARS	Note No	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	10,50,04,000	10,50,04,000
(b) Reserves and Surplus	2	(7,36,60,093)	(7,40,23,256)
(c) Money received against share warrants			
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Defferred Tax Liabilities (Net)	3	(1,52,951)	(1,82,541)
(4) Current Liabilities			
(a) Trade Payables	4	1,11,204	1,46,854
(b) Short-Term Provisions	5	5,44,103	4,58,803
		3,18,46,263	3,14,03,860
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6	1,87,02,475	1,81,27,331
(2) Current assets			
(a) Inventories	7	-	2,31,560
(b) Trade receivables	8	66,07,037	72,57,037
(c) Cash and Cash Equivalentents	9	47,236	1,38,417
(d) Short-Term Loans and Advances	10	64,89,515	56,49,515
(e) Other Current assets			
TOTAL		3,18,46,263	3,14,03,860

Summary of Significant Accounting Policies

The accompanying Notes are an Integral Part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE

FOR. BLUE CLOUD SOFTECH SOLUTIONS LIMITED

For P.MURALI & CO.,

CHARTERED ACCOUNTANTS

FIRM REG.No : 007257S

SD/-

SD/-

SD/-

PARTNER

MANAGING DIRECTOR

DIRECTOR

PLACE: HYDERABAD

DATE : 30-05-2016

STATEMENT PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2016

PARTICULARS	Note No	YEAR ENDED	
		31.03.2016 (Rs)	31.03.2015(Rs)
INCOME			
Revenue from Operations	11	96,48,575	65,32,856
Other Income	12	12,125	1,67,438
Total Revenue		96,60,700	67,00,294
Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade	13	49,64,441	49,92,459
Changes in inventories of Finished goods, WIP and Stock-in-Trade	14	2,31,560	22,540
Employee Benefit expenses	15	5,86,010	3,31,562
Other Operating Expenses	16	5,26,550	5,97,863
Administrative Expenses	17	28,15,943	5,45,101
Financial costs	18	4,791	5,412
Depreciation and amortization expense	6	38,012	
Total Expenses		91,67,307	64,94,937
Profit / (Loss) before Tax		4,93,393	2,05,357
Tax expense:			
(1) Current tax		1,00,640	61,607
(2) Deferred tax Liability		29,590	
Profit/ (Loss) after taxes		3,63,163	1,43,750
Balance brought forward from previous year		(7,40,23,256)	(7,41,67,006)
Balance Carried Forward to Balance Sheet		(7,36,60,093)	(7,40,23,256)
(1) Basic EPS		0.02	0.01
(2) Diluted EPS		0.02	0.01

Summary of Significant Accounting Policies

The accompanying Notes are an Integral Part of the Financial Statements

AS PER OUR REPORT OF EVEN DATE FOR. BLUE CLOUD SOFTECH SOLUTIONS LIMITED
 For P.MURALI & CO.,
 CHARTERED ACCOUNTANTS
 FIRM REG. No: 007257S

PARTNER

MANAGING DIRECTOR

DIRECTOR

PLACE: HYDERABAD

DATE : 30-05-2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2016

Particulars	Year Ended 31-03-2016(Rs)	Year Ended 31-03-2015 (Rs)
I. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit Before Tax	4,93,393	2,05,357
Adjustments for : -		
Depreciation	38,012	-
Prior Period Adjustment	-	-
Financial Cost	4,791	5,412
Operating cash flow before working capital changes	5,36,196	2,10,769
(Increase) / Decrease in Trade Receivables	6,50,000	(12,47,177)
(Increase) / Decrease in Short Term Loans & Advances	(8,40,000)	(44,42,974)
(Increase) / Decrease in Other Current Assets	-	-
(Increase) / Decrease in Other Non-Current Assets	-	-
(Increase) / Decrease in Inventory	2,31,560	22,540
Increase / (Decrease) in Short Term Borrowing	-	-
Increase / (Decrease) in Trade Payables	(35,650)	(2,38,787)
Increase / (Decrease) in Other Current Liabilities	-	-
Increase / (Decrease) in Short Term Provisions	85,300	(2,31,442)
CASH GENERATED FROM OPERATIONS	6,27,406	(59,27,071)
Less : Income Tax Paid	1,00,640	61,607
CASH GENERATED FROM OPERATING ACTIVITIES	5,26,766	(59,88,678)
II. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of fixed Assets	(6,13,156)	-
Sale of fixed Assets	-	59,82,562
Capital Work in Progress, Pre-operative Expenses	-	-
Investment	-	-
Adjustments of fixed Assets	-	-
(Increase) / Decrease in Long Term Loans & Advances	-	-
NET CASH AVILABLE FROM INVESTING ACTIVITIES	(6,13,156)	59,82,562
III. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Share Capital	-	-
Repayment of Loan	-	-
Share application Money	-	-
Dividend Paid	-	-
Interest Paid	(4,791)	(5,412)
Share Premium	-	-
NET CASH USED IN FINANCING ACTIVITIES	(4,791)	(5,412)
Add : Opening balance of Cash & Cash equivalents	1,38,417	1,49,945
Closing balance of Cash & Cash equivalents	47,236	1,38,417

For and on behalf of the Board
For BLUE CLOUD SOFTECH SOLUTIONS LIMITED

Place : Hyderabad

Date : 30-05-2016

MANAGING DIRECTOR

DIRECTOR

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

NOTE NO. 1 : SHARE CAPITAL

S.No.	PARTICULARS	AS AT 31.03.2016(Rs)	AS AT 31.03.2015(Rs)
a	Equity Share Capital		
	(a) Authorised		
	(2,40,00,000 Equity Shares of Rs. 5/- Each Current Year)	12,00,00,000	
	(1,20,00,000 Equity Shares of Rs. 10/- Each Previous Year)		12,00,00,000
	(b) Issued	-	-
	(2,10,00,800 Equity Shares of Rs. 5/- Each Current Year)	10,50,04,000	
	(1,05,00,400 Equity Shares of Rs. 10/- Each Previous Year)		10,50,04,000
	(c) Subscribed & Fully Paid Up		
	(2,10,00,800 Equity Shares of Rs. 5/- Each Current Year)	10,50,04,000	
	(1,05,00,400 Equity Shares of Rs. 10/- Each Previous Year)		10,50,04,000
	(d) Subscribed & not fully paid up		
	(e) Par Value per share Rs. 5/-		
	Total Equity Share capital	10,50,04,000	10,50,04,000
	Total Share Capital	10,50,04,000	10,50,04,000
b	<u>A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:</u>		
	Equity Shares of Rs.10/-Each, Fully paid up		
	At the Beginning	2,10,00,800	1,05,00,400
	During the Year	-	-
	At the end	2,10,00,800	1,05,00,400
c	<u>Details of Shareholder holding more than 5% shares of the company:</u>		
	Equity Shares of Rs. 5/- each Held By		
			% of Share Holding

NOTE NO. 2 : RESERVES AND SURPLUS

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	RESERVES AND SURPLUS		
	a) Surplus :		
	i) Opening Balance - Profit and Loss Account	(7,40,23,256)	(7,41,67,006)
	Add : Transfer from Profit & Loss Account	3,63,163	1,43,750
	Total Reserves and Surplus	(7,36,60,093)	(7,40,23,256)

NOTE NO. 3 : DEFERRED TAX LIABILITY (NET)

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	Opening Deferred tax Asset	(1,82,541)	(1,82,541)
	Add: Deferred Tax Asset for the year (Due to SLM and WDV Difference)	29,590	
	Deferred Tax Liability/ (Asset) - Net	(1,52,951)	(1,82,541)

NOTE NO. 4 : TRADE PAYABLES

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	a) Trade Payables & others	1,11,204	1,46,854
	Total Trade Payables	1,11,204	1,46,854

NOTE NO. 5 : SHORT TERM PROVISIONS

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	a) Provisions & Out Standing expenses	4,25,696	3,97,196
	b) Provision for Taxation	1,18,407	61,607
	Total Short Term Provisions	5,44,103	4,58,803

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

NOTE NO. 7 : INVENTORIES

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	Inventories :		
	Finished goods	-	2,31,560
	Total Inventories	-	2,31,560

NOTE NO. 8 : TRADE RECEIVABLES

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	Outstanding for a period exceeding six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	-	-
	Doubtful	-	-
	Less: Allowance for Bad & Doubtful Debts	-	-
	Other Receivables:		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	66,07,037	72,57,037
		66,07,037	72,57,037
	Less : Allowance for bad & doubtful debts	-	-
		66,07,037	72,57,037
	Total Trade Receivables	66,07,037	72,57,037

NOTE NO. 9 : CASH AND CASH EQUIVALENTS

S.No.	PARTICULARS	AS AT 31.03.2016 (Rs)	AS AT 31.03.2015 (Rs)
I	Cash and cash equivalents :		
	a) Balances with banks :		
	i) On Current Accounts	14,654	34,521
	ii) Cash on hand	32,582	1,03,896
	Total Cash and Cash Equivalents	47,236	1,38,417

NOTE NO. 10 : SHORT TERM LOANS AND ADVANCES

S. No.	PARTICULARS	Non Current	
		As at 31.03.2016 (Rs)	As at 31.03.2015 (Rs)
I	a) Other Advances	64,89,515	56,49,515
	Total Short Term Loans and Advances	64,89,515	56,49,515

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

NOTE NO. 11 : REVENUE FROM OPERATIONS

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	Revenue from operations in respect of non-finance company		
	(a) Operating Revenues	96,48,575	65,32,856
	Total Revenue from Operations	96,48,575	65,32,856

NOTE NO. 12 : OTHER INCOME

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	a) Profit on Sale of Assets		1,67,438
	b) Sales of Scrap	12,125	
	Total Other Income	12,125	1,67,438

NOTE NO. 13 : PURCHASE OF STOCK IN TRADE

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	Purchases & Packing Materials	49,64,441	49,92,459
	Total Purchases of stock in trade	49,64,441	49,92,459

NOTE NO. 14 : CHANGE IN INVENTORIES & WIP.

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	Finished Goods		
	Inventories at the beginning of the year		
	Less : Inventories at the end of the year		
	Sub Total (A)	-	-
	Raw Material & Work in Progress		
	Inventories at the beginning of the year	2,31,560	2,54,100
	Less : Inventories at the end of the year		2,31,560
	Sub Total (B)	2,31,560	22,540

NOTE NO. 15 : EMPLOYEE BENEFIT EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
	(a) Salaries & Wages	5,86,010	3,31,562
	Total Employee Benefit Expenses	5,86,010	3,31,562

NOTE NO. 16: OTHER OPERATING EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	a) Packing, Consumables & Stores	1,98,750	2,49,531
	b) Repairs & mainteances	32,541	29,754
	c) Audit fee	28,500	25,000
	d) Other operating expesnes	2,66,759	2,93,578
	Total Other operating Expenses	5,26,550	5,97,863

NOTE NO. 17 : ADMINSTRATIVE EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	a) Postage & Telephones	21,456	14,267
	b) Printing & Stationery	23,854	19,532
	c) Office Mainteance	69,369	51,428
	d) Listing & Other fees	21,75,775	
	d) Administrative Expenses	5,25,489	4,59,874
	Total Administrative Expenses	28,15,943	5,45,101

NOTE NO. 18 : FINANCE COST

S.No.	PARTICULARS	YEAR ENDED 31.03.2016 (Rs)	YEAR ENDED 31.03.2015 (Rs)
I	Bank Charges	4,791	5,412
	Total Finance Cost	4,791	5,412

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

Sl. No.	PARTICULARS	Gross Block				Depreciation/Amortization			Net Block as on 31.03.2016	Net Block as on 31.03.2015
		As on 01.04.2015	Additions during the year	Sale / Deletions during the year	As on 31.03.2016	Dep. As on 01.04.2015	Dep. For the year 2015-16	Total Depreciation		
1	Land & land development	1,81,27,331	-	-	1,81,27,331	-	-	-	1,81,27,331	1,81,27,331
2	Computers		4,12,456	-	4,12,456	30,746	30,746	3,81,710	3,81,710	-
3	Furniture & Fixtures		76,450	-	76,450	5,556	5,556	70,894	70,894	-
4	Office equipment		1,24,250	-	1,24,250	1,710	1,710	1,22,540	1,22,540	-
	TOTAL	1,81,27,331	6,13,156	-	1,87,40,487	-	38,012	38,012	1,87,02,475	1,81,27,331

MGT-11

Proxy form

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

CIN : **L05005TG1991PLC013135**
 Name of the company : **BLUE CLOUD SOFTECH SOLUTION LIMITED**
 Registered office : **405, Tulip Apartments, Somajiguda, Hyderabad – 500082**

Name of the member(s):	
Registered Address:	
E-mail Id:	
Folio No./Client Id:	
DP ID:	

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

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

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

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the company, to be held on Friday 30th day of September, 2016 at 11.00 a.m. at 405, Tulip Apartments, Somajiguda, Hyderabad - 500082 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1. Approval of financial statements for the year ended 31.03.2016.
2. Ratification of re-appointment of statutory auditors and fixation of their remuneration.
3. To appoint Mr. G.N. Sharma, as a Director
4. To appoint Mr. G.N Sharma, as an Independent Director
5. To issue equity shares on preferential basis

Signed thisDay of, 2016

Signature of shareholder

Affix Revenue Stamp

Signature of Proxy holder(s)

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

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the 25th Annual General Meeting of BLUE CLOUD SOFTECH SOLUTIONS LIMITED to be held on Friday 30th September, 2016 at 11.00 a.m. at the registered office of the Company

Shareholders/Proxy's Signature _____

Shareholders/Proxy's full name _____

(In block letters)

Folio No. / Client ID _____

No. of shares held _____

Note:

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

PRINTED MATTER

Regd. Post / Courier

If Undelivered Please returns to:-

BLUE CLOUD SOFTECH SOLUTIONS LIMITED.
405, Tulip Apartments, Somajiguda
Hyderabad – 500 082

