

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

26th Annual Report

2016-17

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 26th Annual General Meeting of the Members of M/s BLUE CLOUD SOFTECH SOLUTIONS LIMITED will be held on Thursday the 28th day of September, 2017 at 11.30 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, 2017 and Profit & Loss Account as on that date, and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Director who retires by rotation and being eligible offers himself/herself for reappointment.
3. To consider and if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution:

To appoint Auditors and to fix their remuneration

“RESOLVED THAT pursuant to Section 139(2) of the Companies Act 2013 & subject to Companies (Audit & Auditors) Rules 2014, approval of the Members of the Company be and is hereby accorded to the Board to appoint **M/s. Chandra Babu Naidu & Co., (FRN: 016016S)**, Chartered Accountants, Hyderabad as Statutory Auditors of the Company from the Conclusion of this Annual General Meeting for a term of Five Years subject to ratification at every Annual General Meeting and fix their remuneration”.

SPECIAL BUSINESS

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

Ratification of name(s) of the beneficial owners of 29,00,000 Equity Shares issued & allotted on a Preferential basis

“RESOLVED THAT pursuant to In-principle approval under Regulation 28(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, granted by BSE Limited vide Number: DCS/PREF/MD/PRE/1472/2016-17 dated November 22, 2016, pursuant to and pursuant to 73 (1) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, pursuant to resolution passed by the members of the Company in the 25th Annual General Meeting held on 30th September 2016, pursuant to 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) approval of the members be and is hereby accorded to ratify the correction in the names of the allottees & ultimate beneficial owners mentioned in the Notice & Explanatory Statement to the Notice of 25th Annual General Meeting held on 30^h September 2016 for the issue, offer and allot of 29,00,000 Equity shares of face value of Rs.5/- (five) each fully paid-up.

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, 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.

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

Place: Hyderabad
Date: 01.09.2017

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 Friday, 22nd September, 2017 to Thursday 28th September, 2017 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
4. 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.

5. 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.

6. 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 25th August 2017 are eligible to receive Annual Report and as on 21st September 2017, 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 Monday, 25th September 2017 and will end at 5.00 p.m. on Wednesday, 27th September 2017. 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.

7. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Monday, 25th September 2017 and will end at 5.00 p.m. on Wednesday, 27th September 2017. 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 21st September 2017, 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	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <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 27th September 2016.
- (xxii) The results shall be declared on or before 3rd October 2017. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.
8. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Aarthi Consultants Private Limited / Investor Service Department of the Company immediately.

9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to 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.
10. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
11. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

EXPLANATORY STATEMENT

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

Item No: 4

The approval of the shareholders of the company was accorded in the 25th AGM held on 30th September 2016 for

- 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

But in the explanatory statement attached to the notice of the said AGM the one of the names of the proposed allottees was wrongly mentioned which was erroneously typed & inadvertently mentioned. The Company had given the undertaking to the BSE Limited at the time of making the Listing Application that said correction in the names of the allottees would be ratified in the ensuing AGM.

Pursuant to application for “In-principle approval” for issue and allotment of 29,00,000 Equity Shares issued on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and to comply with the Regulation 73 (1) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, now it is informed to the shareholders of the Company the correct names of the allottees. i.e Swarnim Avenues Pvt. Ltd & Enspire Institute of Professional Studies Pvt. Ltd. and the details of ultimate beneficiary of the proposed allottees of the issue and allotment of 29,00,000 Equity Shares issued on a preferential basis in the Annual General Meeting dated 30th September 2016, are (being Body Corporate) as follows and they are the ultimate beneficial owners of the proposed issue, and the Directors of the said Bodies Corporate are as follows:

S.No.	Name of the Allottee	Names of the Shareholders / Directors
1	Swarnim Avenues Pvt. Ltd	1. Rav Kumar Boha 2. GVLN Raju
2	Enspire Institute of Professional Studies Pvt. Ltd	1. J. Nagendra Prasad 2. D Venkateswara Rao

The Board recommends the resolution in relation to the ratification, for the approval by the shareholders of the Company. None of the directors and Key Managerial Persons of the Company are any way concerned / interested in the Resolution

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

Dear Members,

Yours Director hereby present the 26th Annual Report of the Company for the financial year ended 31st March 2017.

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, 2017 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 & Metal Prices. The company is concerned about the wide Fluctuations in Copper prices globally and locally and increase in foreign exchange value.

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.

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.

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 2017, there were no Equity Shares of Shareholders were lying in the Escrow Account due to non-availability of the correct particulars.

ALLOTMENT OF SHARES

The Company has allotted 29,00,000 Equity shares on preferential basis to the Non-promoter category, in the Board Meeting held on 31st December 2016.

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 utilizing 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

The provisions of Section 139(2) of the Companies Act 2013 and the Rules made there-under, mandated the Company to rotate its existing Statutory Auditors. The term of the existing Auditors M/s. P Murali & C., expires for the FY 2016-17, i.e till the conclusion of ensuing Annual General meeting to be held on 28th September 2017.

In this regard, Board of Directors of the Company (on recommendation of Audit Committee) in its meeting held on 1st September 2017, has, subject to approval of shareholders in the ensuing Annual General meeting to be held on 28th September 2017, approved the appointment of M/s. Chandra Babu Naidu & Co., (FRN: 016016S), Chartered Accountants, as the Statutory Auditors of the Company for a period of Five Years w.e.f from the Conclusion of this Annual General Meeting, subject to ratification at every Annual General Meeting.

BOARD AND COMMITTEES PERFORMANCE EVALUATION

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

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

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

30th May 2016, 12th July 2016, 11th August 2016, 5th September 2016, 14th November 2016, 20th December 2016, 31st December 2016, 14th February 2017.

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, 2017 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, 2017, 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 : 01.09.2017

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 215 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, 2017.
- 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. GN Sharma	Independent Non-Executive	Director	Nil	Nil	Nil	Nil

During 2016-17, the Board met on 30th May 2016, 12th July 2016, 11th August 2016, 5th September 2016, 14th November 2016, 20th December 2016, 31st December 2016, 14th February 2017.

The Last Annual General Meeting was held on 30th September 2016.

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	8	8	Yes
Mr. B Ravi	8	8	Yes
Mr. GN Sharma	7	7	Yes

- 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;

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

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

III) The previous Annual General Meeting of the Company was held on 30th September 2016 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. GN Sharma	4	4
Mr. B Ravi	5	5

V) During the financial year, Audit Committee meetings were held on 30th May 2016, 11th August 2016, 5th September 2016, 14th November 2016, 14th February 2017.

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. GN Sharma	Member
Mr. B Ravi	Member

Details of Complaints received/resolved:

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

The Complaints had been attended to within seven days from the date of receipt of the complaint, as communicated by our Registers and Share Transfer Agents M/s. Aarthi Consultants Pvt. Ltd. The outstanding complaints as on 31st March, 2017 were: NIL.

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

AGM	YEAR	VENUE	DATE	TIME
25 th	2015-16	Registered Office of the Company	30.09.2016	10.00 A.M.
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.

DETAILS OF COMPLAINTS RECEIVED/RESOLVED

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

The outstanding complaints as on 31st March 2017 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 SEBI (LODR) Regulations 2015.

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 : 28th September, 2017
 Time : 11.30 A.M.
 Venue : Registered Office of the Company

(II) Financial Calendar 1st April 2017 to 31st March 2018 (Tentative Schedule)

Quarter ending June, 30 2017
 Approved in the Board Meeting held on 14th September 2017 and intimated the same to Stock Exchange

Quarter ending September 30, 2017	On or before 14 th December 2017
Quarter ending December 31, 2017	On or before 14 th February 2018
Quarter ending March 31, 2018	On or before 30 th May 2018
Annual General Meeting (for FY ended 31 st March, 2018)	Before end of September, 2018

(III) **Date of Book Closure** 22nd September 2017 to 28th September 2017

(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 actively

(VII) **Transfer Agents**

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

(VIII) **Share Transfer System
Documents will be accepted at**

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

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

Shareholding pattern of the Company as on 31st March 2017

Category code	Category of Shareholder	Total number of shares	percentage of total number of shares
(A)	Shareholding of Promoter and Promoter Group	14430000	60.37
(B)	PUBLIC	9470800	39.63
	GRAND TOTAL (A)+(B)	23900800	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 2016-17

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 2016-17.

Hyderabad
01.09.2017

(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 2016-17 is provided elsewhere in this Annual Report.

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

PLACE : HYDERABAD
DATE : 01-09-2017

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 2017 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: 01.09.2017

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, 2017.

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

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

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

FOR P. MURALI & CO.,
CHARTERED ACCOUNTANTS

PLACE : HYDERABAD
DATE : 01.09.2017

P. MURALI MOHANA RAO
PARTNER

FORM No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017

(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, 2017 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, 2017 according to the applicable provisions of:

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

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

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

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

We further report that:

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

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

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

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

Sd/-
Sarada Putcha
Company Secretary

Hyderabad
September 01, 2017

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.

Sd/-
Sarada Putcha
Company Secretary

Hyderabad
September 01, 2017

FCS No: 21717, CP No: 8735

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on
31ST March 2017

[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. Aarthi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad - 500 029 Tel. No.: 040-2763 8111, 2763 4445 Fax :0091-40-2763 2184

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Software Related 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	5000200	23.81	0	5000200	20.92	0	0
2.	M/s. Duranta Powerprojects Pvt Ltd	4200200	20.00	0	4200200	17.57	0	0
3.	M/s. Newton Energy Pvt Ltd	3800000	18.09	0	3800000	15.90	0	0
4.	M/s. Newton Power Pvt Ltd	1612000	12.44	0	1422000	5.95	0	0
5.	Mr. B Ravi Kumar	2000	0.01	0	2000	0.01	0	0
6.	Mr. Chinna Rao	2000	0.01	0	2000	0.01	0	0
7.	Mr. BV RamaRao	1600	0.01	0	1600	0.01	0	0
8.	Mr. Sambasiva Rao	2000	0.01	0	2000	0.01	0	0

The change in % of shareholding is due to allotment of 29,00,000 equity shares to public category and also transfer of shares.

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	14620000	61.16	0	0
		14430000	60.37	0	0

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

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

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

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

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

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

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

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

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

INDEPENDENT AUDITOR'S REPORT

To the Members of BLUE CLOUD SOFTECH SOLUTIONS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements M/s BLUE CLOUD SOFTECH SOLUTIONS LIMITED ("the Company"), which comprises the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in

order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2017, its Profit and its cashflows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters Specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we further report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with relevant rules issued there under.
 - e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, 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 has no pending litigations on its financial position in its notes to financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.
 - iv. The company had provided requisite disclosures in its financial statements as to holdings as well as dealings in SBNs during the period from 8th Nov 2016 to 30th Dec 2016 and these are in accordance with the books of account prepared by the company.

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

**Sd/-
Partner**

**Place: Hyderabad
Date : 22.05.2017**

Annexure A to the Auditors Report

Annexure referred to in Independent Auditors Report to the Members of BLUE CLOUD SOFTECH SOLUTIONS LIMITED on the financial statements for the year ended 31st March 2017, 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. The company has no Inventory. Accordingly, the provision of this clause is not applicable to the Company.
- 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 has not granted any loans or made any Investments, or provided any guarantee or security to the parties covered under section 185 and 186 of the Act. Therefore, the provisions of clause 3(iv) of the said order are not applicable to the company.
- 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. The Central Government has not prescribed the maintenance of cost records under section 148(1) 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, including 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 2017 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 dues of Income Tax, which have not been deposited on account of any disputes.
- viii. In our opinion, and according to the information and explanations given to us, the company has not taken loans from any financial institution or banks or Government or debenture holders as at the balance sheet date.
- ix. The Company has raised moneys by way of further public offer. Such money has been applied for the stated purposes.
- 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. The company has not paid any managerial remuneration. Accordingly, the provision of Section 197 of Companies Act 2013 is not applicable to the company.
- 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 into transactions with related parties during the year. Accordingly 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

Sd/-
Partner
Place: Hyderabad
Date: 22.05.2017

Annexure B to the Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of M/s BLUE CLOUD SOFTECH SOLUTIONS LIMITED ('the company') as of 31st march 2017 in conjunction with our audit of financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes these policies and procedures that (1) pertain to the

maintenance of records that, in reasonable detailed, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted principles, and that receipts and expenditures are being made only in accordance with authorization of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitation of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31st, 2017, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute Of Chartered Accountants of India.

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

**Sd/-
Partner
Place: Hyderabad
Date: 22.05.2017**

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of Accounting and Preparation of Financial Statements

These financial statements of the Company are prepared in accordance with the Indian Generally Accepted Accounting Principles (GAAP) under the 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 relevant rules issued there under. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b) REVENUE RECOGNITION:

- i) The Company follows the mercantile system of Accounting and recognizes income and expenditure on accrual basis.
- ii) Revenue is not recognized on the grounds of prudence, until realized in respect of liquidated damages, delayed payments as recovery of the amounts are not certain

c) Earnings per Share:

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

d) PROVISIONS:

Provisions are recognized when the company has a legal and constructive obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation.

e) CASH FLOW STATEMENT:

Cash flow statements are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

f) TAXATION:

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

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

Notes to Accounts

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

19) Auditors' Remuneration:

Particulars	31-03-2017	31-03-2016
	Rupees	Rupees
Audit Fee	28,500/-	28,500/-

20) Disclosure on specified Bank Notes:

Particulars	SBN's	Other Denomination notes	Total
Closing cash hand as on November 8, 2016	Nil		
Add: Permitted receipts	Nil	Nil	Nil
Less: Permitted Payments	Nil	Nil	Nil
Less : Amount Deposited in Banks	Nil	Nil	Nil
Closing cash in hand as on December 30,2016	Nil		

21) Deferred tax notes to accounts:

In accordance with Accounting Standard 22(AS 22) issued by the ICAI, the company has accounted for deferred income tax during the year. The deferred income tax provision for the current year amount Rs.9,522/- towards deferred tax liability. (PY- Rs. 29,590/- towards deferred tax liability)

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

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

SIGNATURE TO NOTES 1 To 23

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

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

Sd/-
Partner
Place : Hyderabad
Date : 22.05.2017

Sd/-
Director

Sd/-
Director

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

(Formerly Known as Adithya Aquaculture Limited)

BALANCE SHEET AS AT 31st MARCH, 2017

PARTICULARS	Note No	AS AT 31.03.2017	AS AT 31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	11,95,04,000	10,50,04,000
(b) Reserves and Surplus	2	(7,32,35,793)	(7,36,60,093)
(c) Money received against share warrants			
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Deferred Tax Liabilities (Net)	3	(1,43,429)	(1,52,951)
(4) Current Liabilities			
(a) Trade Payables	4	8,87,019	1,11,204
(b) Short-Term Provisions	5	5,79,363	5,44,103
		4,75,91,161	3,18,46,263
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6	1,85,40,994	1,87,02,475
(2) Current assets			
(a) Inventories			
(b) Trade receivables	7	80,05,287	66,07,037
(c) Cash and Cash Equivalents	8	55,365	47,236
(d) Short-Term Loans and Advances	9	2,09,89,515	64,89,515
(e) Other Current assets			
TOTAL		4,75,91,161	3,18,46,263

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/-

PARTNER

SD/-

DIRECTOR

SD/-

DIRECTOR

PLACE: HYDERABAD

DATE : 22.05.2017

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

(Formerly Known as Adithya Aquaculture Limited)

STATEMENT PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017

PARTICULARS	Note No	YEAR ENDED	YEAR ENDED
		31.03.2017	31.03.2016
		₹	₹
INCOME			
Revenue from Operations	10	1,44,32,115	96,48,575
Other Income	11	-	12,125
Total Revenue		1,44,32,115	96,60,700
Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade	12	1,08,49,921	49,64,441
Changes in inventories of Finished goods, WIP and Stock-in-Trade	13		2,31,560
Employee Benefit expenses	14	6,78,614	5,86,010
Other Operating Expenses	15	8,55,147	5,26,550
Administrative Expenses	16	13,39,401	28,15,943
Financial costs	17	2,568	4,791
Depreciation and amortization expense	6	1,61,481	38,012
Total Expenses		1,38,87,132	91,67,307
Profit / (Loss) before Tax		5,44,983	4,93,393
Tax expense:			
(1) Current tax		1,11,160	1,00,640
(2) Deferred tax Liability		9,522	29,590
Profit/ (Loss) after taxes		4,24,300	3,63,163
Balance brought forward from previous year		(7,36,60,093)	(7,40,23,256)
Balance Carried Forward to Balance Sheet		(7,32,35,793)	(7,36,60,093)
Earning per equity share:			
(1) Basic		0.02	0.02
(2) Diluted		0.02	0.02

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/-
PARTNERSD/-
DIRECTORSD/-
DIRECTOR

PLACE: HYDERABAD

DATE : 22.05.2017

BLUE CLOUD SOFTECH SOLUTIONS LIMITED		
CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2017		
Particulars	Year Ended 31-03-2017	Year Ended 31-03-2016
I. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit Before Tax	5,44,983	4,93,393
Adjustments for :-		
Depreciation	1,61,481	38,012
Prior Period Adjustment	-	-
Financial Cost	2,568	4,791
Operating cash flow before working capital changes	7,09,032	5,36,196
(Increase) / Decrease in Trade Receivables	(13,98,250)	6,50,000
(Increase) / Decrease in Short Term Loans & Advances	(1,45,00,000)	(8,40,000)
(Increase) / Decrease in Other Current Assets	-	-
(Increase) / Decrease in Other Non-Current Assets	-	-
(Increase) / Decrease in Inventory	-	2,31,560
Increase / (Decrease) in Short Term Borrowing	-	-
Increase / (Decrease) in Trade Payables	7,75,815	(35,650)
Increase / (Decrease) in Other Current Liabilities	-	-
Increase / (Decrease) in Short Term Provisions	35,260	85,300
CASH GENERATED FROM OPERATIONS	(1,43,78,143)	6,27,406
Less : Income Tax Paid	1,11,160	1,00,640
CASH GENERATED FROM OPERATING ACTIVITIES	(1,44,89,303)	5,26,766
II. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of fixed Assets	-	(6,13,156)
Sale of fixed Assets	-	-
Capital Work in Progress, Pre-operative Expenses	-	-
Investment	-	-
Adjustments of fixed Assets	-	-
(Increase) / Decrease in Long Term Loans & Advances	-	-
NET CASH AVAILABLE FROM INVESTING ACTIVITIES	-	(6,13,156)
III. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Share Capital	1,45,00,000	-
Repayment of Loan	-	-
Share application Money	-	-
Dividend Paid	-	-
Interest Paid	(2,568)	(4,791)
Share Premium	-	-
NET CASH USED IN FINANCING ACTIVITIES	1,44,97,432	(4,791)
NET INCREASE IN CASH AND CASH EQUIVALENTS	8,129	(91,181)
Add : Opening balance of Cash & Cash equivalents	47,236	1,38,417
Closing balance of Cash & Cash equivalents	55,365	47,236
For and on behalf of the Board For BLUE CLOUD SOFTECH SOLUTIONS LIMITED		
	SD/- DIRECTOR	SD/- DIRECTOR
Place : Hyderabad		
Date :		

To
The Board of Directors
Blue Cloud Softech Solutions Limited
Hyderabad

We have examined the attached Cash Flow Statement of M/s.Blue Cloud Softech Solutions Limited for the year ended 31st March, 2017 The Statement has been prepared by the company in accordance with the requirements of Clause 32 of Listing Agreement with Stock Exchanges and is based on and in Agreement with the Corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of --th May, 2017 to the members of the Company.

Yours faithfully,
for P.MURALI & CO.,
CHARTERED ACCOUNTANTS
FIRM REG. NO : 007257S

PLACE : HYDERABAD
DATE : 22-05-2017

PARTNER

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

Notes to Financial Statements for the year ended March 31, 2017

NOTE NO. 1 : SHARE CAPITAL

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
a	Equity Share Capital	₹	₹
	(a) Authorised (2,40,00,000 Equity Shares of Rs. 5/- Each Current Year) (2,40,00,000 Equity Shares of Rs. 5/- Each Previous Year)	12,00,00,000	12,00,00,000
	(b) Issued (2,39,00,800 Equity Shares of Rs. 5/- Each Current Year) (2,10,00,800 Equity Shares of Rs. 5/- Each Previous Year)	11,95,04,000	10,50,04,000
	(c) Subscribed & Fully Paid Up (2,39,00,800 Equity Shares of Rs. 5/- Each Current Year) (2,10,00,800 Equity Shares of Rs. 5/- Each Previous Year)	11,95,04,000	10,50,04,000
	(d) Subscribed & not fully paid up		
	(e) Par Value per share Rs. 5/-		
	Total Equity Share capital	11,95,04,000	10,50,04,000
	Total Share Capital	11,95,04,000	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.5/-Each, Fully paid up		
	At the Beginning	2,10,00,800	2,10,00,800
	During the Year	29,00,000	-
	At the end	2,39,00,800	2,10,00,800
c	<u>Details of Shareholder holding more than 5% shares of the company:</u>		
		%	
	Equity Shares of Rs. 5/- each Held By		

NOTE NO. 2 : RESERVES AND SURPLUS

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
I	RESERVES AND SURPLUS	₹	₹
	a) Surplus :		
	i) Opening Balance - Profit & (Loss) Account	(7,36,60,093)	(7,40,23,256)
	Add : Transfer from Profit & (Loss) Account	4,24,300	3,63,163
	Total Reserves and Surplus	(7,32,35,793)	(7,36,60,093)

NOTE NO. 3 : DEFERRED TAX LIABILITY (NET)

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
I	Opening Deferred tax Asset	₹ (1,52,951)	₹ (1,82,541)
	Add: Deferred Tax Asset for the year (Due to SLM and WDV Difference)	9,522	29,590
	Deferred Tax Liability/ (Asset) - Net	(1,43,429)	(1,52,951)

NOTE NO. 4 : TRADE PAYABLES

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
I	a) Trade Payables & Others	₹ 8,87,019	₹ 1,11,204
	Total Trade Payables	8,87,019	1,11,204

NOTE NO. 5 : SHORT TERM PROVISIONS

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
I	a) Provisions & Out Standing expenses	₹ 4,54,196	₹ 4,25,696
	b) Provision for Taxation	1,25,167	1,18,407
	Total Short Term Provisions	5,79,363	5,44,103

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

Notes to Financial Statements for the year ended March 31, 2017

NOTE NO. 7 : TRADE RECEIVABLES

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
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	-	
		80,05,287	66,07,037
	Less : Allowance for bad & doubtful debts	-	-
		80,05,287	66,07,037
	Total Trade Receivables	80,05,287	66,07,037

NOTE NO. 8 : CASH AND CASH EQUIVALENTS

S.No.	PARTICULARS	AS AT 31.03.2017	AS AT 31.03.2016
I	Cash and cash equivalents :	₹	₹
	a) Balances with banks :		
	i) On Current Accounts	10,427	14,654
	ii) Cash on hand	44,938	32,582
	Total Cash and Cash Equivalents	55,365	47,236

NOTE NO. 9 : SHORT TERM LOANS AND ADVANCES

S. No.	PARTICULARS	Non Current	
		AS AT 31.03.2017	AS AT 31.03.2016
I	a) Other Advances	₹	₹
		2,09,89,515	64,89,515
	Total Short Term Loans and Advances	2,09,89,515	64,89,515

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

NOTE NO 6 : TANGIBLE & INTANGIBLE ASSETS AS AT 31.03.2017

Sl. No.	PARTICULARS	Gross Block			Depreciation/Amortization			Net Block as on 31.03.2017	Net Block as on 31.03.2016	
		As on 01.04.2016	Additions during the year	Sale / Deletions during the year	As on 31.03.2017	Dep. As on 01.04.2016	Dep. For the year 2016-17			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	1,30,611	1,61,357	2,51,099	3,81,710
3	Furniture & Fixtures	76,450	-	-	76,450	5,556	7,263	12,819	63,631	70,894
4	Office equipment	1,24,250	-	-	1,24,250	1,710	23,608	25,318	98,933	1,22,540
	TOTAL	1,87,40,487	-	-	1,87,40,487	38,012	1,61,481	1,99,493	1,85,40,994	1,87,02,475

BLUE CLOUD SOFTECH SOLUTIONS LIMITED

Notes to Financial Statements for the year ended March 31, 2017

NOTE NO. 10 : REVENUE FROM OPERATIONS

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
I	Revenue from operations in respect of non-finance company (a) Operating Revenues	1,44,32,115	96,48,575
	Total Revenue from Operations	1,44,32,115	96,48,575

NOTE NO. 11 : OTHER INCOME

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
I	a) Sales of Scrap		12,125
	Total Other Income	-	12,125

NOTE NO. 12 : PURCHASE OF STOCK IN TRADE

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
I	Purchases & Packing Materials	1,08,49,921	49,64,441
	Total Purchases of stock in trade	1,08,49,921	49,64,441

NOTE NO. 13 : CHANGE IN INVENTORIES & WIP.

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
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 Less : Inventories at the end of the year Sub Total (B)	-	2,31,560

NOTE NO. 14 : EMPLOYEE BENEFIT EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
-------	-------------	-------------------------------	-------------------------------

	(a) Salaries & Wages	6,78,614	5,86,010
	Total Employee Benefit Expenses	6,78,614	5,86,010

NOTE NO. 15: OTHER OPERATING EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
I	a) Packing, Consumables & Stores	2,73,700	1,98,750
	b) Repairs & maintenance	45,370	32,541
	c) Audit fee	28,500	28,500
	d) Other operating expenses	5,07,577	2,66,759
	Total Other operating Expenses	8,55,147	5,26,550

NOTE NO. 16 : ADMINISTRATIVE EXPENSES

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
I	a) Postage & Telephones	29,611	21,456
	b) Printing & Stationery	25,621	23,854
	c) Office Maintenance	83,225	69,369
	d) Listing & Other fees	3,13,180	21,75,775
	d) Administrative Expenses	8,87,764	5,25,489
	Total Administrative Expenses	13,39,401	28,15,943

NOTE NO. 17 : FINANCE COST

S.No.	PARTICULARS	YEAR ENDED 31.03.2017 ₹	YEAR ENDED 31.03.2016 ₹
I	Bank Charges	2,568	4,791
	Total Finance Cost	2,568	4,791

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:

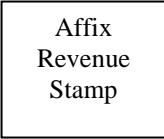
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the company, to be held on Thursday 28th day of September, 2017 at 11.30 a.m. at 405, Tulip Apartments, Somajiguda, Hyderabad - 500082 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1. Approval of financial statements for the year ended 31.03.2017.
2. Appointment of statutory auditors and fixation of their remuneration.
3. Ratification of names of the allottees of 29,00,000 Equity shares issued on preferential basis

Signed thisDay of, 2017

Signature of shareholder



Signature of Proxy holder(s)

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

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the 26th Annual General Meeting of BLUE CLOUD SOFTECH SOLUTIONS LIMITED to be held on Thursday 28th September, 2017 at 11.30 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