

26th Annual Report

2016 - 17



Allsoft

CORPORATION LIMITED

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Important Communication to Members

The Ministry of Corporate Affairs has taken a “Green Initiative in Corporate Governance” by allowing paperless compliance by Companies through electronic made. In accordance with the circulars issued by the Ministry, Companies can now send various notices and documents including annual report, to its shareholders through electronic made to the registered e-mail addresses of shareholders. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants and in respect of physical holdings with the Company.

Board of Directors:

Mr. B Srinivas
Mr. Ajay Chauhan
Mr. Malka Naveen Kumar
Mr. K B S Raja Reddy
Mrs. RanganathanVathsala
Mr. C Jagan Mohan Reddy
Mr. Venkataraman Kannan
Mr. M.G.G. Naidu

Managing Director
Director
Director
Director
Independent Director
Independent Director
Independent Director
Independent Director

Audit Committee:

Mr. M.G.G. Naidu
Mr. K B S Raja Reddy
Mr. C Jagan Mohan Reddy

Chairman
Member
Member

Remuneration Committee:

Mr. K B S Raja Reddy
Mr. C Jagan Mohan Reddy
Mrs. Ranganathan Vathshala

Chairman
Member
Member

Shareholders / Investor Grievance Committee:

Mr. C Jagan Mohan Reddy
Mr. K B S Raja Reddy
Mr. M.G.G. Naidu

Chairman
Member
Member

Compliance Officer

Mr. B.H. Venkat Krishna

Chief Financial Officer

Mr. S.P.S. Raj Kumar

Auditors:

M/s. P. Murali & Co.,
Chartered Accountants,
6-3-655/2/3, Somajiguda,
Hyderabad – 500 082

Registered Office:

Ground Floor of 91 Bhuvana Towers,
S.D. Road, Secunderabad – 500 003

Ph : 040-6766 6000

Fax : 040-6766 6055

Email : allsoftcorporation@gmail.com

Website : www.allsoftcorporation.com

Bankers:

Axis Bank Ltd, Greenlands, Hyderabad
IDBI Bank Ltd., Basheerbagh, Hyderabad

Registrars & Share Transfers Agents:

M/s. CIL Securities Limited
214, Raghava Ratna Towers,
Chirag Ali Lane, Abids,
Hyderabad – 500 001.
Phone: 040 – 2320 2465 / 3155
Fax: 040 – 2320 3028

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the Members of the Company, **M/s. Allsoft Corporation Limited (CIN: L99999TG1991PLC013252)** will be held on Friday, the 29th day of September, 2017 at 11.00 A.M. at the Registered Office of the Company situated at Ground Floor of 91, Bhuvana Towers, S D Road, Secunderabad 500 003, Telangana, to transact the following business items:

ORDINARY BUSINESS

1. To Receive, Consider and Adopt the Audited Balance Sheet as at 31st March, 2017 and the Statement of Profit and Loss of the Company for the year ended on that date along with Cash Flow Statement and notes forming parts of accounts together with the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint a Director in place of Mr. B Srinivas (DIN: 06502672), who retires by rotation and being eligible, offers herself for re-appointment.

“RESOLVED THAT Mr. B Srinivas (DIN: 06502672), be and is hereby re-appointed as a Director of the Company, liable to retire by rotation”.

3. To re-appoint a Director in place of Mr. M. Naveen Kumar (DIN- 05323460), who retires by rotation and being eligible, offers herself for re-appointment.

“RESOLVED THAT of Mr. M. Naveen Kumar (DIN- 05323460) be and is hereby re-appointed as a Director of the Company, liable to retire by rotation”.

4. Appointment of Statutory Auditor of the Company

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

RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, **M/s Chandra Babu Naidu & Co.**, Chartered Accountants, Hyderabad (Firm's Registration No. 016016S) be and is hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years, from the conclusion of this Annual General Meeting until the conclusion of the 31st Annual General Meeting of the Company, subject to ratification at every AGM, at such remuneration as may be fixed by the Board of Directors of the Company.”

By Order of the Board of Directors

Sd/-

**B SRINIVAS
MANAGING DIRECTOR
(DIN 06502672)**

Place: Secunderabad
Date: 27.05.2017

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and **vote instead of himself and the proxy need not be a Member of the Company.**
2. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The Register of Members and Transfer Books of the Company will be closed from 24.09.2017 to 29.09.2017, both days inclusive.
4. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, M/s CIL Securities limited to provide efficient and better services.
5. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company for assistance in this regard.
6. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
7. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.

9. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members are requested to bring their copies of the Annual report to the Meeting and the same will not be distributed at the meeting.
10. In compliance with the provisions of section 108 of the Act and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice.
 - A) In case of any queries, you may refer the Frequently Asked Questions (FAQs) - Shareholders and e-voting user manual - Shareholders, available at the downloads section of www.evotingindia.com
 - B) THE INSTRUCTIONS FOR E-VOTING ARE AS UNDER:
SECTION A - E-VOTING PROCESS-
The instructions for shareholders voting electronically are as under:
 - (i) The voting period begins on 26th September, 2017 (9.00 a.m. IST) and ends on 28th September 2017(5.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 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 on next page:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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 the relevant ALLSOFT CORPORATION LIMITED 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
 - 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.
- (xix) 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

C. Other Instructions:

i. The e-voting period commences on 26th September, 2017 (9.00 a.m. IST) and ends on 28th September 2017 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.

ii. M/s. A S Ram Kumar & Associates, Practicing Company Secretaries (Membership No. ACS 16866 and CP No.11732), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

iii. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

vi. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.allsoftcorporation.com within two days of the passing of the resolutions at the Twenty Sixth AGM of the Company to be held on 29.09.2017.

By Order of the Board of Directors

Sd/-

**B SRINIVAS
MANAGING DIRECTOR
(DIN 06502672)**

Place: Secunderabad
Date: 27.05.2017

II INFORMATION PURSUANT TO CORPORATE GOVERNANCE SEBI (LODR) REGULATIONS, 2016 REGARDING THE DIRECTORS SEEKING RE- APPOINTMENT IN THE ANNUAL GENERAL MEETING

Mr. B Srinivas

Mr. B Srinivas, a graduate, has vast experience of more than two decades & good knowledge in the Corporate Affairs. Mr. B Srinivas is not the member of Committees and holding 55000 shares in the Company as on March 31, 2017.

Name of the Companies in Which He Is A Director Are Synergy Multi Powertech Solutions private Limited, Narayankhed Renewable Energy Limited, Shalivahana Power Corporation Limited Yeshaswi Infrastructures Limited, Shalivahana Holdings (India) Limited, Satakarni Estates Private Limited, Venkateshwara Edusupport Limited, Springdale Schools Private Limited, Evergreen Education (India) Private Limited.

Mr. M. Naveen Kumar

Mr. M Naveen Kumar, aged about 27 years is the Graduate in B.Tech Electrical and Electronics Engineering with, a multi- faceted and dynamic team player having sound concepts through hands on project experiences.

Name of the Companies in which he is a Director Are Pallavi Power And Mines Limited, Shalivahana Wind Energy Limited, Shalivahana Hydro Power Limited, Malka Renewable Energy Private Limited, Saaki Power Project Limited, Malka Power Private Limited, Yeshaswi Green Energy Private Limited, Minerva Power Corporation Limited, Rake Power Limited, Konark Power Project Limited, Shalivahana (Bio Mass) Power Projects Limited, Mouli Infra & Ventures Private Limited