

ERP SOFT SYSTEMS LIMITED



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ERP SOFT
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ANNUAL REPORT 2008 - 2009

ERP SOFT SYSTEMS LIMITED

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ERP SOFT SYSTEMS LIMITED

BOARD OF DIRECTORS

Mrs. K. Parvathi
Managing Director

Mr. D. S. Reddy
Director

Mr. K. Radha Krishna Reddy
Director

Mrs. R. Kamala Mohan
Director

Dr. Srin Ramaswamy
Director

Mr. Suresh Reddy Bomma
Director

Mr. Pavan Srinivas
Director

Mr. Shiva Duvvuru
Executive Director

EXTERNAL AUDITORS

: Vijayaraghavan Associates
Chartered Accountants
New No. 51, Giri Road T. Nagar
Chennai – 600 017.

BANKERS

: ICICI BANK LIMITED
Bazullah Road
T. Nagar Branch
Chennai – 600 017.

REGISTERED OFFICE

: "A" BLOCK – 21 Anna Nagar
Chennai – 600 102.
Tamil Nadu.

CORPORATE OFFICE

: Plot No. 10 A, Tranquil Nest Building
Kamkoti Nagar Main Road Pallikaranai
Chennai – 600 100.
www.erpsoft.com.

ERP SOFT SYSTEMS LIMITED
CORPORATE INFORMATION

Board of Directors

K. Parvathi
D. S. Reddy
K. Radha Krishna Reddy
R. Kamala Mohan .
Dr. Srin Ramaswamy
Mr. Suresh Reddy Bomma
Mr. Pavan Srinivas
Mr. Shiva Duvvuru

Company Secretary

Mr. T. Murugan

Chief Financial Officer

Mr. D.S. Reddy

Compliance Officer

Mrs. R. Kamala Mohan

Auditors

M/s. P.B. Vijayaraghavan and Associates.

Bankers

ICICI Bank Limited

Registrars & Transfer Agents

Cameo Corporate Services Limited
Subramanian Building, First Floor
1, Club House Road,
Chennai.

Registered Office

ERP Soft Systems Limited
A-21, Anna Nagar
Chennai 600 102, India

Offices

ERP Soft Systems Limited
Plot No.10 A, Tranquill Nest Buildings
Kamkoti Nagar Main Road
Pallikaranai Chennai 600 100, India

Subsidiary Offices – North America

Libertycom LLC
103, Charleston Lane,
Little Rock, Arkansas 72223, USA

ERP SOFT SYSTEMS LIMITED



AGM NOTICE

ERP SOFT SYSTEMS LIMITED
NOTICE TO MEMBERS

NOTICE is hereby given that the fifteenth Annual General Meeting of ERP Soft Systems Limited will be held at No.10-A, Tranquill Nest Buildings, Kamkoti Nagar Main Road, Pallikaranai, Chennai 600 100 on Monday, September 28, 2009 at 11.00 a.m. to transact the following business:

Ordinary Business:

To receive, consider and adopt the Audited Balance Sheet as on March 31, 2009, the Profit and Loss Account for the period July 01, 2008 to March 31, 2009 on that date, and the Reports of the Board of Directors and the Auditors thereon.

1. To appoint a Director in place of Mrs. K. Parvathi, who retires by rotation and, being eligible, offers herself for re-appointment.
2. To appoint a Director in place of Mrs. Kamala Mohan, who retires by rotation and, being eligible, offers herself for re-appointment.
3. To appoint a Director in place of Mr. D.S. Reddy who retires by rotation and, being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. K. Radha Krishna Reddy who retires by rotation and, being eligible, offers herself for re-appointment.
5. To appoint a Director in place of Dr. Srin Ramaswamy who retires by rotation and, being eligible, offers herself for re-appointment.
6. To appoint a Director in place of Mr. Pavan Srinivas who retires by rotation and, being eligible, offers herself for re-appointment.
7. To appoint a Director in place of Mr. Suresh Reddy Bomma who retires by rotation and, being eligible, offers herself for re-appointment.
8. To appoint a Director in place of Mr. Shiva Duvvuru who retires by rotation and, being eligible, offers herself for re-appointment.
9. To appoint Auditors of the Company and to fix their remuneration.
To consider and, if thought fit to pass with or without modification(s) the following as a special resolution

"RESOLVED THAT M/s VIJAYARAGHAVAN AND ASSOCIATES, Chartered Accountants, be and are hereby appointed as the auditors of the company to hold office until the conclusion of the next Annual General Meeting on such remuneration as may be decided by the board, in addition to reimbursement of out of pocket expenses."

Special Business:

Reappointment of Managing Director:

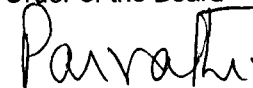
To consider and, if thought fit to pass with or without modification(s) this following as a special resolution

Resolved that pursuant to Section 269 and other applicable provisions, if any of the companies act 1956, read with Schedule XIII of the said act, subject to requisite permission from the Central Government, approved be and in hereby granted to the appointment of Mrs. K. Parvathi as the Managing Director of the Company, with effect from April 01, 2009 for a period of five years.

Registered Office:
A-21, Anna Nagar
Chennai – 600 102.

August 27, 2009

Order of the Board



K. Parvathi
Managing Director.

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ERP SOFT SYSTEMS LIMITED

Notes:

- a. The Register of Members and the Share Transfer Books of the Company will remain closed from September 17, 2009 to September 28, 2009, both days inclusive.
- b. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL ONLY AND THAT A PROXY NEED NOT BE A MEMBER.
- c. The instrument appointing proxy should be deposited at the Corporate Office at Pallikaranai of the Company not less than 48 hours before the commencement of the meeting.
- d. The members/proxies are requested to bring duly filled in Attendance Slips sent herewith for attending the meeting.
- e. The members are requested to notify promptly any change in their addresses to the Company's Registrars and Transfer Agents.
- f. The members seeking any information with regard to accounts are requested to write to the Company at an early date to enable the Management to keep the information ready.



ERP SOFT SYSTEMS LIMITED**ADDITIONAL INFORMATION PURSUANT TO CLAUSE 49-VI OF THE LISTING AGREEMENT****DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING:****Mrs. K. Parvathi**
Chairman and Managing Director

Mrs. K. Parvathi is responsible for providing vision and direction to the board and has management responsibility at ERP Soft. She has more than 25 years of rich IT experience which includes her association with prominent IT Services Providers like HCL Technologies at various managerial capacities. K. Parvathi holds Post graduation and Master of Philosophy (M. Phil) from Madras University.

Directorship in other companies	ProtechSoft Systems Pvt Ltd
Chairmanship in committees of board of other companies	Nil
Membership in committees of board of other companies	Nil

Mr. D.S. Reddy
Director- Finance

Mr. D.S. Reddy has more than 40 years of industry experience including business, management, economic analysis, financial resource mobilization, financial planning apart from promotion and management of IT companies. Mr. Srinivasulu Reddy holds a Masters in Economics from Madras University.

Mr. K. Radhakrishna Reddy
Director-Operations

Mr. Radha Krishna Reddy has over three decades of experience as entrepreneur and in managing business and operations. His business acumen has helped the company immensely. Radha Krishna Reddy takes care of all company expansion initiatives.

Mrs. R. Kamala Mohan
Director-Independent/Non-Executive Director

Mrs. R. Kamala Mohan has over two decades experience in working as company executive in charge of finance, administration and client support. Board places on her the responsibility to see that Investor's concerns are attended to immediately. Kamala manages investor protection and grievance redresses at a fast pace and she has ensured that grievances are attended to within forty eight hours at the maximum

Directorship in other companies	Nil
Chairmanship in committees of board of other companies	Nil
Membership in committees of board of other companies	Nil

Dr. Srin Ramaswamy
Chief Technology Advisor Independent / Non Executive Director

Dr. Srin Ramaswamy is Chief Technology Advisor to ERP Soft. His career spans over two decades of rich technology expertise in global IT enterprises. He provides direction to various large and medium companies in public and private sector in United States. He has been associated with various Technology advisory committees. His research work has been funded by several companies, state and federal agencies such as the National Science Foundation. He has also been involved with the development of several successful start up ventures. His domain experience includes Technology analysis, planning, management, architecture and execution.

Dr. Srin Ramaswamy was appointed as additional director of the company during the year 2008-09 and he retires at the AGM to be held on September 28th 2009. Being eligible he offers himself for being appointed as director at the AGM.

Directorship in other Indian companies	Nil
Chairmanship in committees of board of other companies	Nil
Membership in committees of board of other companies	Nil

ERP SOFT SYSTEMS LIMITED**Mr. Pavan Srinivas****Professional Company Secretary – Independent / Non-Executive Director.**

Mr. Pavan Srinivas has rich experience in handling corporate, financial and legal compliance. He takes the total responsibility of ensuring financial and legal compliance of the organization. He manages the comprehensive corporate communication channels between board of directors and shareholders on all aspects of corporate governance. Being a professional Company Secretary, Srinivas is able to provide much needed guidance and support in ensuring corporate governance which is of utmost importance to ERP Soft.

Mr. Pavan Srinivas was appointed as additional director of the company during the year 2008-09 and he retires at the AGM to be held on September 28th 2009. Being eligible he offers himself for being appointed as director at the AGM.

Directorship in other Indian companies	Nil
Chairmanship in committees of board of other companies	Nil
Membership in committees of board of other companies	Nil

Mr. Suresh Reddy Bomma**Director-Independent / Non-Executive Director**

Mr. Suresh Reddy is highly skilled in high technology areas that include multi media. Web and video solutions, Web media, cable technology, infrastructure solutions. He has over 20 years of experience in leading innovation. He is a US returned NRI and he is the promoter of innovative web centric offerings like Bomma.TV and several more in the offing. Suresh Reddy will provide direction and guidance for building technology infrastructure and channel offering of ERP Soft. Suresh Reddy holds Bachelors in Technology from S.V. University.

Mr. Suresh Reddy Bomma was appointed as additional director of the company during the year 2008-09 and he retires at the AGM to be held on September 28th 2009. Being eligible he offers himself for being appointed as director at the AGM.

Directorship in other Bomma Media Pvt Ltd	Nil
Chairmanship in committees of board of other companies	Nil
Membership in committees of board of other companies	Nil

Mr. Shiva Duvvuru**Executive Director**

Mr. Shiva has over two decades of expertise in providing IT solutions, corporate management & strategy, financial planning, corporate auditing, international tax and accounting practices, information security and organizational management. In his illustrious career, he has worked with many national and international companies at various managerial capacities. Shiva Duvvuru has been a key member in formulating the world-class management practices and service delivery models at various organizations including ERPSoft. Shiva has done some of the international acclaimed finance, management and IT courses such as CPA; Cost Accountancy, Chartered Accountancy, CISA, CISM SAP, Oracle Apps.

ERP SOFT SYSTEMS LIMITED**DIRECTORS' REPORT**

Dear Shareholders,

The Directors take great pleasure in presenting their report on the business and operations of your Company along with the Annual Report and audited financial statements for the period July 01 2008 to March 31, 2009.

FINANCIAL PERFORMANCE

Key aspects of your Company's financial performance for the year 2008-09 are tabulated below:

(In Rupees)

	Consolidated		Parent	
	2008 – 2009	2007 - 2008	2008- 2009	2007 -2008
Sales and other income	2,69,82,655	11,14,58,225	36,48,203	36,17,111
Profit before tax	33,21,112	1,82,82,971	15,78,976	27,84,596
Provision for tax	3,48,229	3,50,500	3,48,229	3,50,500
Profit for the year	29,72,883	1,79,32,471	12,30,747	24,34,096
Accumulated losses carried forward	0	0	0	0
Appropriations :	0	0	0	0
Interim Dividend	0	0	0	0
Proposed dividend	0	0	0	0
Transfer to reserves	29,72,883	1,79,32,471	12,30,747	24,34,096

SUBSIDIARY COMPANIES

100% Subsidiary company, Libertycom LLC in USA. It is focusing on Electronic Medical Records and other IT and BPO operations for Health Sector. The financial statements of the subsidiary are enclosed at the end of this annual report.

CONSOLIDATED RESULTS

As your company is focusing on IT and BPO for Health Industry, it is facing out areas like consulting. It is expected that focused approach in Health Industry will reap rich dividends for the company. Our Sales for the current year decreased by Rs.8,44,75,570/- and our Profit for the year was Rs.29,72,883/- a decrease of 83.42% over the previous year.