

**RESPONSE INFORMATICS LIMITED**

**16th  
ANNUAL REPORT  
2012-2013**

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**CORPORATE INFORMATION****Board of Directors:**

1. Mr. P. Maheswaran Nair	--	Director
2. Mr. I V S Suryanarayana Raju	--	Director
3. Mr. K. Subba Rao	--	Director
4. Mr. Hemraj Baid	--	Director
5. Mr. K. Ravi Kumar	--	Director
6. Mr. K. Praveen Nair	--	Director

**Registered Office:**

Flat No.312, Arun Apartment,  
Lakdikapool, Red Hills,  
Hyderabad – 500004

**Auditors:**

M/s. Hari Babu & Associates  
Chartered Accountants, Hyderabad

**Audit Committee:**

- 1) Mr. K. Subba Rao
- 2) Mr. I V S Suryanarayana Raju
- 3) Mr. P. Maheswaran Nair

**Remuneration Committee:**

- 1) Mr. K. Subba Rao
- 2) Mr. I V S Suryanarayana Raju
- 3) Mr. P. Maheswaran Nair

**Investor Grievance Committee/ Share Transfer Committee :**

- 1) Mr. K. Subba Rao
- 2) Mr. I V S Suryanarayana Raju
- 3) Mr. P. Maheswaran Nair

**Listing:**

Calcutta Stock Exchange Limited

**Registrar & Share Transfer Agents:**

Aarthi Consultants Private Limited  
1-2-285, Domalguda, Hyderabad  
Ph No: 04027638111/27634445  
Email Id: info@aarthicconsultants.com

**NOTICE**

Notice is hereby given that the 16th Annual General Meeting of the Shareholders of M/s Response Informatics Limited will be held on Monday, the 30th day of September, 2013 at 11.00 a.m. at Flat No.312, Arun Apartment, Lakdikapool, Red Hills, Hyderabad – 500004 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Balance Sheet as at 31st March 2013, the Profit and Loss Account for the year ended on that date, together with notes and schedules attached thereto along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. I V S Suryanarayana Raju who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. Hari Babu & Associates, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

**SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:  
“RESOLVED THAT Mr. Hemraj Baid, who was appointed as an Additional Director of the Company pursuant to the provisions of section 260 of the Companies Act, 1956 by the Board of Directors w.e.f. 09.08.2013 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the Company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company whose period of office is liable to be determined by retirement of Directors by rotation.”
5. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:  
“RESOLVED THAT Mr. K. Ravi Kumar, who was appointed as an Additional Director of the Company pursuant to the provisions of section 260 of the Companies Act, 1956 by the Board of Directors w.e.f. 09.08.2013 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the Company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company whose period of office is liable to be determined by retirement of Directors by rotation.”

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

“RESOLVED THAT Mr. K Praveen Nair, who was appointed as an Additional Director of the Company pursuant to the provisions of section 260 of the Companies Act, 1956 by the Board of Directors w.e.f. 09.08.2013 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the Company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company whose period of office is liable to be determined by retirement of Directors by rotation.”

**For and on behalf of the Board  
Response Informatics Limited**

**Place: Hyderabad  
Date:03.09.2013**

**Sd/-  
P. M. Nair  
Director**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies, in order to be effective must be received by the company not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer Books of the Company will be closed from 26.09.2013 to 30.09.2013 (Both days inclusive).
3. Members are requested to produce the Attendance Slip duly signed as per the Specimen Signature recorded with the Company/Depository Participant for admission to the meeting hall.
4. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e., Electric /Telephone Bill, Driving License or a copy of passport and Bank particulars to the company or its Registrar & Share Transfer Agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective Depository Participants and not to the company/RTA without delay.

5. Members, who hold shares in de-materialized form, are requested to bring their Client ID and DP IDs for easier identification of attendance at the meeting.
6. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 109A of the Companies Act, 1956, are requested to send the same to the office of the Registrar and Transfer Agent of the Company.
7. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
8. It shall be mandatory for the transferee(s) to furnish copy of PAN Card to the Company/RTAs for registration of transfer of shares for securities market transactions and off market/private transaction involving transfer of shares in physical form of listed companies.
9. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
10. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to M/s. Aarthi Consultants Private Limited, Share Transfer Agents of the Company for their doing the needful.
11. As part of Green Initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), Government of India vide its Circular has allowed paperless compliances by Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of Section 53 of the Companies Act, 1956. Keeping in view shareholders are requested to update their E-Mail ID with their DP.

**For and on behalf of the Board  
Response Informatics Limited**

**Place: Hyderabad  
Date:03.09.2013**

**Sd/-  
P. M. Nair  
Director**

**EXPLANATORY STATEMENT**

(Pursuant To Section 173(2) of the Companies Act, 1956)

**Item No. 4**

The members may note that Mr. Hemraj Baid was inducted into Board as an Additional Director of the company, with effect from 09.08.2013 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The Company has received notice in writing from a member of the Company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in their General Meeting.

Hence, the Board recommends the resolution for your approval.

None of Directors except Mr. Hemraj Baid may be deemed to be concerned or interested in the resolution.

**Item No. 5**

The members may note that Mr. K. Ravi Kumar was inducted into Board as an Additional Director of the company, with effect from 09.08.2013 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The Company has received notice in writing from a member of the Company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in their General Meeting.

Hence, the Board recommends the resolution for your approval.

None of Directors except Mr. K. Ravi Kumar may be deemed to be concerned or interested in the resolution.

**Item No. 6**

The members may note that Mr. K Praveen Nair was inducted into Board as an Additional Director of the company, with effect from 09.08.2013 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The Company has received notice in writing from a member of the Company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in their General Meeting.

Hence, the Board recommends the resolution for your approval.

None of Directors except Mr. K Praveen Nair may be deemed to be concerned or interested in the resolution.

**For and on behalf of the Board  
Response Informatics Limited**

**Place: Hyderabad  
Date: 03.09.2013**

**Sd/-  
P. M. Nair  
Director**

**DIRECTOR'S REPORT**

To  
The Members

We have pleasure in presenting the 16th Annual Report with Audited Statements of Accounts for the year ended 31st March 2013.

**FINANCIAL RESULTS:**

(Amt. in Rs.)

<b>Particulars</b>	<b>2012-2013</b>	<b>2011-2012</b>
Profit / (Loss) before depreciation	431660	773796
Depreciation	130356	718896
Profit / (Loss) before tax	301304	718896
Provision for Tax		
-Current Tax	103483	102380
-Deferred Liability (Asset)	(2339)	(142790)
Profit / (Loss) after Tax	303643	759306

**DIVIDEND:**

Keeping the Company's expansion and growth plans in mind, your Directors have decided not to recommend dividend for the year.

**PUBLIC DEPOSITS:**

Your Company has not accepted any deposits falling within the meaning of Sec.58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, during the financial year under review.

**LISTING:**

The equity shares of your company are listed on Calcutta Stock Exchange Limited.

**CAPITAL OF THE COMPANY:**

The authorized capital of the company stands at Rs. 8,00,00,000 divided into 80,00,000 shares of Rs. 10/- each and the paid up capital of the company stands at Rs. 5,96,28,000 divided into 5875300 equity shares of Rs. 10/- each fully paid up and 175000 equity shares partly paid up.

**MANAGEMENT DISCUSSION AND ANALYSIS:**

A detailed review of operations, performance and future outlook of your Company and its businesses is given in the Management Discussion and Analysis, which forms part of this Report.

**DIRECTORS:**

In accordance with the Companies Act, 1956 read with Articles of Association of



the company the Director namely, Mr. I V S Suryanarayana Raju retires by rotation and is eligible for re-appointment. Your Board recommends the re-appointment of the Director.

During the year, Mr. Hemraj Baid, Mr. K. Ravi Kumar and Mr. K. Praveen Nair were appointed as Additional Directors to hold office up to the date of ensuring annual general meeting. In view of versatile experiences held by them, your directors recommend their appointment.

**BRIEF PROFILE OF MR. HEMRAJ BAID:**

Name	Mr. Hemraj Baid
Date of Birth	10/04/1965
Date of Appointment	09/08/2013
Qualifications	B.com, FCS, LLB
No. of Shares held in the Company	64,700
Directorships held in other companies (excluding private limited and foreign companies)	2

**BRIEF PROFILE OF MR. K. RAVI KUMAR:**

Name	Mr. K. Ravi Kumar
Date of Birth	15/08/1954
Date of Appointment	09/08/2013
Qualifications	B.Com, CA, ACS, OCP
No. of Shares held in the Company	Nil
Directorships held in other companies (excluding private limited and foreign companies)	2

**BRIEF PROFILE OF MR. K. PRAVEEN NAIR:**

Name	Mr. K. Praveen Nair
Date of Birth	17/03/1973
Date of Appointment	09/08/2013
Qualifications	Diploma in Electronics
No. of Shares held in the Company	Nil
Directorships held in other companies (excluding private limited and foreign companies)	2

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In pursuance of Section 217(2AA) of the Companies Amendment Act, 2000 your directors confirm:

- i) that in the preparation of the annual accounts the applicable accounting standards have been followed along with proper explanations relating to material departures.
- ii) that the directors had 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.
- iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the company and for preventing and deleting fraud and other irregularities.
- iv) that the directors had prepared the annual accounts on the going concern basis.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT GO:**

The required information as per Sec.217 (1) (e) of the Companies Act 1956 is provided hereunder:

**A. Conservation of Energy:**

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

**B. Technology Absorption:**

1. Research and Development (R&D)	:	NIL
2. Technology absorption, adoption and innovation	:	NIL

**C. Foreign Exchange Earnings and Out Go:**

Foreign Exchange Earnings	:	NIL
Foreign Exchange Outgo	:	NIL

**PARTICULARS OF EMPLOYEES:**

There is no employee who is falling under section 217 (2A). Therefore, the disclosures required to be made under section 217 (2A) of the Companies Act, 1956 and the rules made there under are not applicable.