

COMPANY CIN: U72300AP2008PLC058738

NOTICE is hereby given to the members of the Company that the **Sixth Annual General Meeting** of the company will be held on Wednesday, the 07th day of May, 2014, at 10.00 A.M at the Registered Office of the Company situated at **46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500 034** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the annual accounts consisting of Balance Sheet as at 31st March, 2014, Profit & Loss Account for the year ended 31st March, 2014, together with notes thereto and the reports of Directors' and Auditors' thereon.
2. To ratify the payment of interim dividend of Rs. 15 per share (150%) and to declare the interim dividend already paid as the final dividend on equity shares for the financial year 2013-14.

"RESOLVED THAT the interim dividend of Rs. 15/- per equity share (150%), declared by the Board of Directors of the company be and is hereby ratified and confirmed as the final dividend for the financial year ended 31st March, 2014."

3. To appoint a Director in place of Mr. C. Parthasarathy, who retires by rotation and being eligible, has offered himself for re-appointment.
4. To appoint a Director in place of Mr. V. Ganesh, who retires by rotation and being eligible, has offered himself for re-appointment.
5. To appoint Lalith Prasad and Co., Chartered Accountants, as the statutory auditors of the company and to authorize the Board of Directors to fix their remuneration.

"RESOLVED THAT Lalith Prasad and Co., Chartered Accountants, having Firm Registration No. **08089S**, who retire at this annual general meeting and who have expressed their willingness to act as statutory auditors of the company, be and are hereby appointed as statutory auditors of the company for a period of 3 years to audit the books of accounts of the company from FY 2014 – 15 till FY 2016 – 2017 and that they shall hold office from the conclusion of this annual general meeting till the conclusion of the annual general meeting of the company to be held for FY 2016-17.

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**Karvy Data Management Services Limited**

Registered Office: 'Karvy House', 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500 034.

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RESOLVED FURTHER THAT the appointment of Lalith Prasad & Co., Chartered Accountants, as statutory auditors of company, shall be subject to the ratification by the members of the company at every annual general meeting of the company in accordance with the applicable provisions of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, issued from time to time.

FURTHER RESOLVED THAT, the Board of Directors be and is hereby authorised to fix the remuneration of the auditors.”

By the order of the Board
For **KARVY DATA MANAGEMENT SERVICES LIMITED**

Dated: 14th April, 2014
Place: Hyderabad


SHRUTI WALIA
COMPANY SECRETARY

**NOTES:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company. The proxy form is enclosed herewith.
2. Proxy form if intended to be used, it should be returned to the company not less than 48 hours before the time for holding the annual general meeting.