

NOTICE

Notice is hereby given that the 11th Annual General Meeting of the shareholders of the **M/s. HEAD INFOTECH INDIA PRIVATE LIMITED** will be held on Friday, September 30, 2016 at Plot No 17, Left Wing, 6TH Floor, Auriga Block, The V, Software Units Layout, Madhapur, Hyderabad, Telangana-500081, at 11.00 A.M to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2016 along with Statement of Profit & Loss, the cash flow statement for the year ended and the reports of the Board of Directors ('the board') and the Auditors thereon.
2. To confirm and ratify the Interim Dividend paid during the year for the year ended 31st March, 2016.
3. To ratify the appointment of the auditors of the company, and to fix their remuneration and to pass the following resolution as an ordinary resolution:

“RESOLVED THAT, pursuant to section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and pursuant to resolution passed by the members at the AGM held on September, 30' 2015, the appointment of M/s. Walker Chandiook & Co LLP, Chartered Accountants, Hyderabad (FRN. 001076N/ N500013), as the auditors of the company to hold office till the conclusion of the fifth consecutive Annual General Meeting to be held for the Financial Year 2019-20 be and is hereby ratified at such remuneration as mutually decided by the board in negotiation with the Auditors.”

SPECIAL BUSINESS:

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

4. **APPOINTMENT OF Mr. SRAVAN ADUSUMILLI, AS DIRECTOR OF THE COMPANY**

“RESOLVED THAT Mr. Sravan Adusumilli (**DIN: 01298443**) who was appointed as an Additional Director with effect from October 21, 2015 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a director, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.”

“FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr. Deepak Gullapalli, Director (**DIN: 01002626**) of the Company be and is hereby authorised to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E-form as return of appointment with the Registrar of Companies, Andhra Pradesh & Telangana.”

5. **APPOINTMENT OF Mr. PREM KUMAR BAJAJ, AS DIRECTOR OF THE COMPANY**

“RESOLVED THAT Mr. Prem Kumar Bajaj (**DIN: 00114583**) who was appointed as Additional Director in the board meeting held on October 21, 2015 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a director, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.”

“FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr. Deepak Gullapalli, Director (**DIN: 01002626**) of the Company be and is hereby authorised to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns along with filing of necessary E-form as return of appointment with the Registrar of Companies, Andhra Pradesh & Telangana.”

By Order of the Board
FOR HEAD INFOTECH INDIA PVT LTD

Sd/-
MANAGING DIRECTOR
DIN: 01002626

Date: 05 August' 2016

Place: Hyderabad

NOTES:

1. A member is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.
2. The proxy, in order to be valid, must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
3. Members having any queries with respect to accounts may communicate the same to the Company well in advance before the meeting.
4. Members are requested to bring their admission Slips along with Copy of Annual Report to the Annual General Meeting.
5. Members are requested to advice about any change of address to the Company.
6. The route Map of the venue of the meeting is annexed to this Notice.