

BOARD OF DIRECTORS

Chairman

H. J. Shah

Directors

Chandan Parmar (MD & CEO)

C. M. Buch

R. M. Bhuta

Ajay Nagpal

Mahesh Kurlawala

Ravindra Malgaonkar

Shailesh Bendugade

Bankers

Karnataka Bank Limited
Thakur Village, Kandivali (East),
Mumbai - 400 101.

Auditors

M/s. Kanu Doshi Associates
203, The Summit, F-Wing, Hanuman Road,
Samarth Nagar, Western Express Highway,
Vile Parle (East), Mumbai - 400 057.

Registered Office

22, Blue Rose Industrial Estate,
Western Express Highway,
Borivali (East),
Mumbai-400 066.

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DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Regd. Office :- 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai 400066

NOTICE

NOTICE is hereby given that the Twenty First Annual General Meeting of DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED will be held on Monday, 30th September, 2013 at 3.00 p.m. at 22, Blue Rose Industrial Estate, Western Express Highway, Borivali East, Mumbai - 400 066 to transact the following business:

ORDINARY BUSINESS :

1. To consider and adopt the Balance Sheet as at 31st March, 2013 and Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon.
2. To appoint Directors in place of Mr. R. M. Bhuta, Mr. H. J. Shah and Mr. Shailesh Bendugade, who retire by rotation and being eligible offer themselves for reappointment.
3. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting, to authorize the Board of Directors to fix their remuneration and to pass the following resolution:
"RESOLVED THAT Messrs Kanu Doshi Associates, Chartered Accountants be and are hereby reappointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of next Annual General Meeting on such remuneration as may be determined by the Board of Directors in consultation with the Auditors"

BY ORDER OF THE BOARD

For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Place : MUMBAI
Date : 12-08-2013

Chandan Parmar
MD & CEO

NOTES:

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

1. Register of Members and the share transfer books of the company will be closed from Monday 23rd September, 2013 to Monday 30th September, 2013 both days inclusive.
2. The identities/signature of members holding shares in electronic form are liable for verification with the specimen signatures as may be furnished by NSDL and CDSL to the company. Such members are advised to bring the identity cards issued by their Depository Participants.

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3. The company's equity shares are listed at the Mumbai and Ahmedabad Stock Exchanges.
4. Equity Shares of the company is available for trading in dematerialized form through the Depository Participants. Requests for dematerialization and transfer of shares may be sent to the Company's Registrars and Share Transfer Agents, Link Intime India Private Limited situated at C-13, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West), Mumbai-400 078.
5. Shareholders desiring any information as regards accounts are requested to write in advance to the company at least seven days before the date of meeting to enable the management to keep the information ready.
6. As a measure of economy copies of Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring copies with them.
7. Members are requested to notify immediately any change of their address to the company or the Share Transfer agents.

BY ORDER OF THE BOARD
For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Place : MUMBAI
Date : 12-08-2013

Chandan Parmar
MD & CEO

DIRECTORS' REPORT

**TO,
THE MEMBERS OF
DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED.**

Your directors present their Twenty First Annual Report, together with Audited Accounts for the year ended on 31st March, 2013.

1. FINANCIAL RESULTS

	2012-2013	(Rs. In Lakhs) 2011-2012
Sales and Other Income	7.44	7.06
Profit/(Loss) before depreciation	5.22	4.07
Divisible Profit/(Loss)	5.22	4.07
Retained Profit/(Loss)	5.22	4.07
Dividend	-	-

2. DIVIDEND

Due to accumulated losses Directors regret to recommend any dividend for the year ended on 31st March 2013.

3. BUSINESS REVIEW AND FUTURE PROSPECTS

Principal business of the company remains temporarily suspended due to unavailability of sufficient resources. Company shall restart its business upon generating required resources for effective working. In order to open up choice of business, your company has liquidated its assets; vide authority granted by the shareholders by postal ballot, results of which were declared on 20-1-2005. The funds generated there from are currently invested in interest fetching loans/deposits. Company has a positive net worth. Company has meager liability, which will be met out of the liquidity generated. Your directors are trying to tie up with strategic investor but have not met with success so far and hence it is difficult to predict any time frame for such success.

4. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 217 (2AA) of the Companies Act, 1956, the Directors confirm:

- a) that in the preparation of annual accounts, the applicable accounting standards have been followed and that no material departures have been made from it.
- b) that they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the company at the end of financial year and of profit and loss of the Company for that year.
- c) that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) that considering the fact that the company's net worth is positive and that company has investible surplus after meeting its liabilities fully, the annual accounts are prepared on 'going concern' basis. The

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values of the assets and liabilities as stated in the Balance Sheet shall remain unchanged even if the accounts are not prepared on going concern basis and consequently no adjustments are required in the accounts.

5. CORPORATE GOVERNANCE

A report of the auditors of your company regarding compliance of the conditions of Corporate Governance as stipulated by clause 49 of the Listing Agreement with stock exchange is attached herewith. Management Discussion and Analysis Report is appearing below in this Report and not by way of separate annexure.

6. MANAGEMENT DISCUSSION AND ANALYSIS

a) Industry Structure and Development

The domestic IT market for Small to Medium enterprises is growing rapidly. The growth rate for the software industry is expected to be around 20% per annum.

b) Outlook, Opportunities and Threats

Your company has temporarily suspended its software related activities and the company is looking for partner, who can bring in required resources to recommence its activities. Your directors are considering various options to recommence the business.

c) Segment wise Performance

The only source of income for Company is interest earned on idle funds invested in loans / deposits. Hence no disclosure under Accounting Standard - 17, "Segment Reporting" is required in these financial statements. There is no reportable Geographical Segment.

d) Internal Control System and their adequacy

The company has adequate internal control procedures commensurate with its size and nature of business.

7. ADDITIONAL DISCLOSURES

In accordance with the Accounting Standards prescribed by the Institute of Chartered Accountants of India, your company has made additional disclosures in respect of related party transactions and earnings per share. These statements have been audited by the Statutory Auditors and are part of this Annual Report.

8. AUDITORS' OBSERVATIONS :

Clarifications on the auditors observations is as under:

Considering the fact that the Company's net worth is positive and that the Company has investible surplus after meeting its liabilities fully, the annual accounts are prepared on 'Going Concern' basis. The values of the assets and liabilities as stated in the Balance Sheet shall remain unchanged even if the accounts are not prepared on going concern basis and consequently no adjustments are required in the accounts.

9. PERSONNEL

All the employees of the Company had resigned in the earlier year/s. Your company will recruit new employees after restructuring the business.

10. DIRECTORS

Mr. R. M. Bhuta retires by rotation and being eligible offers himself for reappointment. He is a Chartered Accountant. He has furnished a declaration in DDA to the Company stating that he is not disqualified from being appointed as a Director of the Company.

Mr. H. J. Shah retires by rotation and being eligible offers himself for reappointment. He is an Industrialist. He has furnished a declaration in DDA to the Company stating that he is not disqualified from being appointed as a Director of the Company.

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Mr. Shailesh Bendugade retires by rotation and being eligible offers himself for reappointment. He is an accountant by profession. He has furnished a declaration in DDA to the Company stating that he is not disqualified from being appointed as a Director of the Company.

11. DEPOSITS

The company has not accepted any Fixed Deposits from the public.

12. LISTING REQUIREMENTS

Your company's equity shares are listed at Mumbai and Ahmedabad Stock Exchanges.

13. DEMATERIALISATION OF SHARES

Approximately 88.93% of the shares issued by the company have been dematerialized.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ETC.

Since Company has temporarily suspended its business activities, the information as required under Section 217(1)(e) of the Companies Act 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1988 is not applicable. Company has neither earned nor spent any foreign exchange during the year.

15. PARTICULARS OF EMPLOYEES

There were no employees drawing remuneration of ₹ 5,00,000/- per month or more or ₹ 60,00,000/- per annum or more during the year under review.

16. AUDITORS

M/s Kanu Doshi Associates Statutory Auditors of the company will hold the office till the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for reappointment. The Board recommends their appointment as the Statutory Auditors of the Company for next year.

17. ACKNOWLEDGEMENT

Your directors wish to place on record their appreciation for the continued support received from shareholders and other stakeholders, banks and government departments.

**For and on behalf of the
Board of Directors**

**Place : Mumbai
Date : 12-08-2013**

**H. J. Shah
Chairman**

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Code of Governance:

Your company firmly believes in transparency in its dealings and lays emphasis on the integrity and regulatory compliances. With this end in view this year's annual report has made substantial disclosures in the financial statement and Directors' Report.

2. Board of Directors

The Composition of the Board of Directors and related information as on 31st March, 2013 is as follows :

DIRECTOR	STATUS	NO. OF BOARD MEETINGS DURING THE YEAR ENDED 31 ST MARCH, 2013		LAST AGM ATTENDED	BOARD MEMBERSHIP (OTHER LISTED COMPANIES)	
		HELD	ATTENDED		BOARD	COMMITTEES
Mr. H. J. Shah	Chairman Promoter	4	4	NO	NONE	NONE
Mr. C. M. Buch	Promoter	4	4	YES	NONE	NONE
Mr. C. M. Parmar	Promoter	4	4	NO	1	NONE
Mr. R. M. Bhuta	Promoter	4	4	YES	NONE	NONE
Mr. Ajay Nagpal	Independent	4	4	YES	NONE	NONE
Mr. Shailesh Bendugade	Independent	4	2	YES	NONE	NONE
Mr. Ravindra Malgaonkar	Independent	4	2	YES	NONE	NONE
Mr. Mahesh Kurlawala	Independent	4	2	YES	NONE	NONE

During the year under review Four Board meetings were held on 31-05-2012, 14-08-2012, 09-11-2012 and 04-02-2013.

The last AGM was held on 29th September, 2012.

3. Code of Conduct:

The Company's Board has laid down a code of conduct for all Board members and Senior Management of the Company, which has been circulated to all concerned. All Board members have affirmed compliance with the code of conduct.

4. Board Committees:

(a) Audit Committee:

The audit committee consists of following directors

Mr. Ajay Nagpal

Mr. C. M. Buch

Mr. Mahesh Kurlawala

The brief description of the terms of reference of the audit committee is:

To review the Statutory Auditor's report on the financial statements

To generally interact with the Statutory Auditors

To review weaknesses in the internal control procedures

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To select and establish accounting policies and review the same

During the year four meetings of the audit committee were held on 31-05-2012, 14-08-2012, 09-11-2012, and 04-02-2013, at which all the members of the committee were present. Recommendations of the Audit Committee, if any, are accepted and implemented by the Board from time to time.

(b) **Remuneration Committee**

The remuneration committee consists of following directors

Mr. H. J. Shah

Mr. R. M. Bhuta

The brief description of the terms of reference of the remuneration committee is:

- i) to determine on behalf of the Board the company's policy on specific remuneration package to MD & CEO, if any.
- ii) to avoid conflict of interest and to review and suggest to the Board and to the members the remuneration payable to MD & CEO, if any.

One meeting of this committee was held on 04-02-2013, wherein both the members were present.

Salary, Perquisites, Incentives, Allowances, Provident Fund, Superannuation, Commission, Sitting fees, or other payment of such nature have not been paid to MD & CEO, Executives and/or Non Executive Directors, during the year under review.

Company does not have a scheme for grant of stock options either to the MD & CEO or to the employees.

(c) **Share Transfer/Investors Grievance Committee.**

The share transfer function has been delegated to Mr. R. M. Bhuta, Director of the company, who looks after the share transfers. The Shareholders/Investors Grievance Committee consists of following two directors:

Mr. R. M. Bhuta

Mr. C. M. Buch

The brief description of the terms of reference of the Shareholders/Investors Grievance Committee is to consider the grievances of shareholders/investors, relating to transfers, non-receipt of annual accounts, dividends and other such grievances.

The committee met once on 04-02-2013, both the members were present.

All complaints received by the company during the year ended on 31st March, 2013 have been redressed.

A statement of various complaints received and cleared by the company during the year ended on 31st March, 2013 is given below :

Nature of Complaint	Received	Cleared
Non Receipt of Annual Report	0	0
Non Receipt of Share Transferred	0	0
Non-Receipt of Rejected DRF	0	0
Non-Receipt of Demat / remat certificate	0	0

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5. General Body Meetings:

(a) Location and Time where last three AGMs were held:

ACCOUNTING YEAR ENDING	AGM DATE	AGM PLACE	AGM TIME
31 st March 2012	29-09-2012	22, Blue Rose Industrial Estate, W. E. Highway, Borivali (East), Mumbai-400066.	3.00 p.m.
31 st March 2011	29-09-2011	Shree Girdharilal Munshilal Jain Sabhagruh, Mandpeshwar Road, Borivali (West), Mumbai-400103.	3.00 p.m.
31 st March 2010	23-08-2010	22, Blue Rose Industrial Estate, W. E. Highway, Borivali (East), Mumbai-400066.	3.00 p.m.

Neither any Special Resolutions were passed in the last three AGMs nor were any resolutions put through postal ballot last year. No resolutions are proposed by postal ballot.

6. Other disclosures

Compliances

(a) Disclosure on materially significant related party transactions with its promoters, the directors or the management, their subsidiaries or relatives etc that may have potential conflict with the interests of the company at large:

None of the transactions with any of the related parties were in conflict with the interest of the company at large.

(b) Details of non-compliance by company, penalties, and strictures imposed on the company by the stock exchange or SEBI or any statutory authority, on any matter related to the capital markets during last three years.

None

(c) Whistle Blower policy and affirmation that no personnel has been denied access to the audit Committee. Company for the time being has no employees; the Whistle Blower Policy therefore is not operative.

(d) Details of compliance with mandatory requirements and adoption of the nonmandatory requirements of this clause. The company has not adopted the non mandatory requirements as specified in Annexure ID of the Listing agreement.

7. Means of Communication

(a) Whether half yearly reports sent to each household of shareholders:
No

(b) Quarterly Results

(i) Which news paper normally published in
None

(ii) Any website displayed
The results are available on www.dasil.in

(c) Whether website also displays official news releases:
The website dasil.in displays official news releases by the company.

(d) Whether presentations were made to the institutional investors or to the analysts:
No

(e) Whether Management Discussion and Analysis is part of annual report or not:
YES

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8. General Shareholder Information

AGM Date, Time and Venue	On Monday 30th September, 2013 at 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai-400 066. at 3.00 p.m.
Financial Calendar (tentative dates of declaration of quarterly results)	1 st Quarter 14-08-2013 2 nd Quarter 13-11-2013 3 rd Quarter 14-02-2014 4 th Quarter 31-05-2014
Date of Book closure	Monday 23 rd September, 2013 to Monday 30 th September 2013 (both days inclusive)
Dividend Payment Date	Not Applicable
Listing on Stock Exchanges	Mumbai and Ahmedabad Stock Exchanges
Stock code (BSE)	526443
Market price Data	Refer Annexure 1 attached
Price comparison with Sensex	Refer Annexure 2 attached
Registrar & transfer Agents	Link Intime India Pvt. Ltd, C 13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai 400078
Share Transfer System	Share transfers in physical form are generally registered and returned within 15 days from the date of receipt in case documents are complete in all respects.
Distribution of Shareholding	Refer Annexure 3 attached
Dematerialization of shares	Approximately 88.93% of the shares are dematerialized as on last day of the year.
Outstanding GDRs/ADRs/warrants etc	None
Software Development Centre	Company has temporarily suspended all business activities.
Address for correspondence	At the registered office at 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai 400 066.

BY ORDER OF THE BOARD OF DIRECTORS
For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Place : MUMBAI
Date : 17-05-2013

Chandan Parmar
MD & CEO

Datasoft Application Software (India) Limited

Annexure 1

STOCK PRICES ON MUMBAI STOCK EXCHANGE

The monthly movement of share price thereafter is as under:

MONTH	HIGH	LOW
April 2012	5.14	2.82
May 2012	4.09	2.15
June 2012	2.48	2.19
July 2012	2.96	2.06
August 2012	2.80	1.88
September 2012	2.62	2.28
October 2012	2.92	2.50
November 2012	2.78	2.78
December 2012	2.78	1.81
January 2013	1.76	1.45
February 2013	1.69	1.53
March 2013	1.53	1.34

There have been no trades at Ahmedabad stock exchange.

Annexure 2

COMPARISON BETWEEN THE MOVEMENT OF SENSEX AND COMPANY SHARE PRICES :

The monthly comparison of movement of share prices thereafter for Company and Sensex is as under:

MONTH	HIGH		LOW	
	Company	Sensex	Company	Sensex
April 2012	5.14	17664.10	2.82	17010.16
May 2012	4.09	17432.33	2.15	15809.71
June 2012	2.48	17448.48	2.19	15748.98
July 2012	2.96	17631.19	2.06	16598.48
August 2012	2.80	17972.54	1.88	17026.97
September 2012	2.62	18869.94	2.28	17250.80
October 2012	2.92	19137.29	2.50	18393.42
November 2012	2.78	19372.70	2.78	18255.69
December 2012	2.78	19612.18	1.81	19149.03
January 2013	1.76	20203.66	1.45	19508.93
February 2013	1.69	19966.69	1.53	18793.97
March 2013	1.53	19754.66	1.34	18568.43

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Annexure 3

Distribution of Shareholding As On 31-3-2013.

	CATEGORY	SHARES	% Of Total
A.	Promoters' Shareholding		
	Directors and their relatives	9,32,709	29.67
	Sub Total (A)	9,32,709	29.67
B.	Public Shareholding		
	Mutual Funds / UTI	1,27,991	4.07
	Financial Institutions / Banks	1,300	0.04
	Foreign Institutional Investments	2,108	0.07
	Bodies Corporate	2,65,776	8.45
	NRI	86,426	2.74
	Clearing Members	8,029	0.26
	Public	17,19,661	54.70
	Sub Total (B)	22,11,291	70.33
	TOTAL (A + B)	31,44,000	100.00

BY ORDER OF THE BOARD
For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Place : MUMBAI
Date : 17-05-2013

Chandan Parmar
MD & CEO

Datasoft Application Software (India) Limited

CERTIFICATE BY CHAIRMAN, AND MD & CEO PURSUANT TO CLAUSE 49(V) OF THE LISTING AGREEMENT OF THE INDIAN STOCK EXCHANGES

We, Hasmukh J. Shah, Chairman, and Chandan Parmar, MD & CEO, of Datasoft Application Software (India) Limited ("the Company") certify that :

1. We have reviewed the financial statements and the Cash Flow Statement of the Company for the year ended March 31, 2013 and that to the best of our knowledge and belief -
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee -
 - (i) Significant changes, if any, in internal control over financial reporting during the year.
 - (ii) Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

H. J. Shah
Chairman

C. M. Parmar
MD & CEO

Place : MUMBAI
Date : 17-05-2013

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Datasoft Application Software (India) Limited.

We have examined the compliance of conditions of corporate governance by Datasoft Application Software (India) Limited, for the year ended on 31st March 2013, as stipulated in clause 49 of Listing Agreement of the said company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the company.

Subject to above, in our opinion and to the best of our information and according to the explanations given to us and representations made to us by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance stipulated in clause 49 of the above mentioned Listing Agreement.

We state that no investors' grievances are pending for a period exceeding thirty days against the Company as per the records maintained by the Registrars and Share Transfer Agents of the Company and presented to the Shareholders/investors Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For KANU DOSHI ASSOCIATES
Chartered Accountants
Firm Reg. No. : 104746W

PLACE : MUMBAI
DATE : 17-05-2013

ANKIT PAREKH
Partner
M. No. 114622

AUDITORS' REPORT

To,
The Members of Datasoft Application Software (India) Limited.

Report on the Financial Statements

We have audited the accompanying financial statements of **Datasoft Application Software (India) Limited**. ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flow of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

1. In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - a) in the case of Balance Sheet, of the state of affairs of the company as at 31st March, 2013;
 - b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date.
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter :

Without Qualifying Our Opinion :

We draw attention to Note No. 3 and 4 of Notes of the Financial Statement regarding following factors raise substantial doubt on the assumption of going concern concept in preparation of financial statements :

- i) There is no business activity during the year.***
- ii) Management has already laid off its entire staff and they have not shown any evidence for the revival of the business by recruiting any employee.***

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In view of the above, we are unable to express any opinion as regards the appropriateness of going concern assumption followed in preparation of the financial statements.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matter specified in paragraphs 4 and 5 of the Order.
2. As required by section 227 (3) of the Act, We report that :
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) On the basis of written representations received from the directors, as on March 31st, 2013, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31st, 2013 from being appointed as a director, in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;

For KANU DOSHI ASSOCIATES
Chartered Accountants
Firm Reg. No. : 104746W

PLACE : MUMBAI
DATE : 17-05-2013

ANKIT PAREKH
Partner
M. No. 114622

Datasoft Application Software (India) Limited

ANNEXURE TO THE AUDITORS' REPORT

(Referred to in our paragraph 1 of Report on other Legal and Regulator Requirements of the Auditors' Report of even date to the members of DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED on the financial statements for the year ended 31st March, 2013)

- (i) The Company does not have any fixed assets. Hence the question of maintaining proper records, carrying out physical verification and disposing off a substantial part of the fixed assets does not arise.
- (ii) The Company does not have any inventory. Hence the question of carrying out physical verification and maintaining proper records does not arise.
- (iii) a) According to information and explanations given to us, the company has neither granted nor taken any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Hence clauses (iii) (a), (iii) (b), (iii) (c), (iii) (d), (iii) (e), (iii) (f) and (iii) (g) of paragraph 4 of the order are not applicable to the Company.
- (iv) During the year, the company has not been engaged in purchase of inventory and fixed assets and sale of goods and services. Hence clause 4 (iv) is not applicable to the company.
- (v) a) According to the information and explanation given to us, we are of the opinion that the particulars of contracts and arrangements referred to in section 301 of the Act have been entered into the register required to be maintained under that section.
b) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements need to be entered in the register maintained under section 301 of the Companies Act, 1956 exceeding ₹ 5,00,000/-
- (vi) The Company has not accepted any deposits during the the year from the public within the meaning of the provisions of Section 58A and 58AA of the Companies Act, 1956 and rules made there under. Hence, the clause (vi) of the order is not applicable.
- (vii) In our opinion, the company does not have an internal audit system.
- (viii) We have been infomred that the Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
- (ix) a) According to the information and explanations given to us and on the basis of records produced before us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor education & Protection fund, employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as at 31st March, 2013 for a period of more than six months from the date they became payable.
b) There are no cases of non deposit with appropriate authorities of disputed due of Sales Tax / Income Tax / Custom Duty / Wealth Tax / Exicse Duty authorities.
- (x) The Company has accumulated losses at the end of the financial year exceeding fifty percent of its net worth. However the company has earned cash profit during during the current financial year and in the immediately preceding financial year also.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not taken

Annual Report 2012 - 2013

any loans from any financial institutions, banks or debenture holders and hence the question of defaulting in repayment of dues not arise.

- (xii) According to the information and explanations given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the provisions of any special statute applicable to Chit Fund, Nidhi or Mutual Benefit Fund / Societies are not applicable to the Company.
- (xiv) According to the information and explanations given to us, the Company does not deal or trade in share, securities, debentures and other investment.
- (xv) The Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) The Company has not taken any term loan during the year.
- (xvii) Since the Company has not raised any funds during the year, the question of the funds raised on short-terms basis being used for long-term investments does not arise.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year.
- (xix) The company has not issued debentures during the financial year and hence the question of creating securities in respect thereof does not arise.
- (xx) The Company has not raised any money by public issues during the year.
- (xxi) On the basis of our examination and according to the information and explanation given to us, no fraud, on or by the Company, has been noticed or reported during the course of our audit.

For KANU DOSHI ASSOCIATES
Chartered Accountants
Firm Reg. No. : 104746W

PLACE : MUMBAI
DATE : 17-05-2013

ANKIT PAREKH
Partner
M. No. 114622

Datasoft Application Software (India) Limited

DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

BALANCE SHEET AS ON

PARTICULARS	NOTE NO.	31.03.2013		31.03.2012	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
EQUITY AND LIABILITIES :					
1. SHAREHOLDERS' FUNDS :					
Share Capital	I	43,309,500		43,309,500	
Reserves and Surplus	II	<u>(33,977,842)</u>		<u>(34,500,087)</u>	
			<u>9,331,658</u>		<u>8,809,413</u>
2. NON-CURRENT LIABILITIES					
a. Long Term Borrowing	III		1,013,502		1,013,502
3. CURRENT LIABILITIES					
a. Trade Payables	IV		32,738		14,642
TOTAL ₹			<u>10,377,898</u>		<u>9,837,557</u>
ASSETS :					
1. NON-CURRENT ASSETS					
a. Long Term Loans & Advances	V		10,329,401		9,725,615
2. CURRENT ASSETS					
a. Cash and Cash Equivalents	VI		48,497		111,942
TOTAL ₹			<u>10,377,898</u>		<u>9,837,557</u>

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PARTICULARS	NOTE NO.	31.03.2013		31.03.2012	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
Notes to Accounts	IX				
Accounting Policies	X				

Notes referred to above form an integral part of accounts.

AS PER OUR REPORT OF EVEN DATE

**FOR KANU DOSHI ASSOCIATES
CHARTERED ACCOUNTANTS**

For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

**ANKIT PAREKH
PARTNER
M. No. 114622**

**C. M. BUCH
DIRECTOR**

**CHANDAN PARMAR
MD & CEO**

**Place : Mumbai
Date : 17-05-2013**

Datasoft Application Software (India) Limited

DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON

PARTICULARS	NOTE NO.	31.3.2013		31.3.2012	
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
1. OTHER INCOME	VII		744,296		705,516
2. TOTAL REVENUE			744,296		705,516
3. EXPENSES					
Other Expenses	VIII		222,051		298,520
4. PROFIT / (LOSS) BEFORE TAX			522,245		406,996
5. PROVISION FOR TAXATION			-		-
6. PROFIT / (LOSS) AFTER TAX			522,245		406,996
7. BALANCE BROUGHT FORWARD			(57,103,287)		(57,510,283)
8. BALANCE CARRIED TO BALANCE SHEET			<u>(56,581,042)</u>		<u>(57,103,287)</u>
9. Earning Per Share - Basic and Diluted			0.17		0.13
Notes to Accounts	IX				
Accounting Policies	X				

Notes referred to above form an integral part of accounts.

AS PER OUR REPORT OF EVEN DATE

**For KANU DOSHI ASSOCIATES
CHARTERED ACCOUNTANTS**

For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

**ANKIT PAREKH
PARTNER
M. No. 114622**

**C. M. BUCH
DIRECTOR**

**CHANDAN PARMAR
MD & CEO**

Place : Mumbai

Date : 17-05-2013

DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

NOTES FOR THE YEAR ENDED ON

I. SHARE CAPITAL

		As at 31st March 2013		As at 31st March 2012	
		Number of Shares	₹	Number of Shares	₹
a.	Authorised Equity Shares of ₹ 10 each	15,000,000	150,000,000	15,000,000	150,000,000
b.	Issued Equity Shares of ₹ 10 each	15,000,000	150,000,000	15,000,000	1,50,000,000
c.	Subscribed				
	(i) Fully Paid Equity Shares of ₹ 10 each	3,144,000	31,440,000	3,144,000	31,440,000
	(ii) Forfeited Shares (Partly paid)	11,856,000	11,869,500	11,856,000	11,869,500
	(i) + (ii)	15,000,000	43,309,500	15,000,000	43,309,500

Notes :

- a. There is no fresh issue of equity in last five years.
- b. The Company has only One class of Equity Share having a par value of ₹ 10 per share. Each holder of Equity Shares is entitled to One vote per share. In the event of liquidation of the company, the holder of Equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares, held by the shareholders.

c. Details of Shareholders holding more than 5% of Equity Shares

Name of Shareholder	Number of Equity shares held on 31st March 2013	% of total Equity share	Number of Equity shares held on 31st March 2012	% of total Equity share
Santosh Parmar	1,95,000	6.20%	1,95,000	6.20%
Hasmukh J. Shah	1,58,900	5.05%	1,58,900	5.05%

Datasoft Application Software (India) Limited

PARTICULARS	31.03.2013	31.03.2012		
	(₹)	(₹)		
II. RESERVES AND SURPLUS				
	As at 31st March 2013		As at 31st March 2012	
	₹	₹	₹	₹
a. Securities Premium Account Balance as per Last Balance Sheet		22,603,200		22,603,200
b. Profit & Loss Account Opening Balance	(57,103,287)		(57,510,283)	
Add : Net Profit of the year	522,245	(56,581,042)	406,996	(57,103,287)
TOTAL		(33,977,842)		(34,500,087)
III. NON-CURRENT LIABILITIES				
Long Term Borrowings				
Unsecured Loan From Directors		1,013,502		1,013,502
Refer note no 7 in notes IX notes to the accounts				
CURRENT LIABILITIES				
IV. Trade Payables		32,738		14,642
V. NON-CURRENT ASSETS				
Long Term Loans and Advances (Unsecured, Considered doubtful)				
a. Deposits	15,000,000		15,000,000	
Less : Provision for non-recoverables (Unsecured, Considered good)	15,000,000	-	15,000,000	-
b. Loans (Unsecured, Considered good to parties who are neither Directors nor "Relatives" as defined by AS 18)		10,176,460		9,445,613
c. Income Tax Refund due		152,941		280,002
		10,329,401		9,725,615
VI. CURRENT ASSETS				
Cash and Cash Equivalents				
Cash on Hand	1,240		1,241	-
Balance with scheduled banks - in Current Accounts	47,257		110,701	
		48,497		111,942
Of the above, the balances that meet the definition of Cash and Cash equivalents as per AS 3 Cash Flow Statements is ₹ 48,497 (Previous Year ₹ 1,11,942)		48,497		111,942
VII. INCOME				
Other Income				
Interest Income		734,274		700,000
Interest on I Tax Refund		10,022		-
Sundry Receipts		-		5,516
		744,296		705,516

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PARTICULARS	31.03.2013	31.03.2012
	(₹)	(₹)
VIII. EXPENSES		
Other Expenses		
AGM Exp.	56,704	60,045
Auditors Remuneration	11,236	11,030
Bank Charges	364	538
SEBI Fees	-	1,00,000
Share Transfer and Listing Fees	104,777	82,832
Profession Tax	2,500	2,500
Professional Fees	17,500	41,575
Roc Fees	500	-
Travelling Expenses	28,470	-
	<u>222,051</u>	<u>298,520</u>

Datasoft Application Software (India) Limited

IX. NOTES FORMING PART OF THE ACCOUNTS :

1. There are no commitments on capital account as on the date of the Balance Sheet.
2. In terms of Section 22 of Micro, Small and Medium Enterprises Development Act, 2006, the outstanding to these enterprises are required to be disclosed. However, these enterprises are required to be registered under the Act. In the absence of the information about registration of the

Enterprises under the above Act, the required information could not be furnished. In view of above and in absence of relevant informations, the Auditor has relied upon the same.

3. The company has suspended all its business activities till the time company generates sufficient resources for effective working, as decided by the Board of Directors in its meeting held on 21st January 2004. Accordingly company has neither replaced senior management staff after their resignation nor retained marketing network. Company carries on its effort to identify a strategic partner, who can bring in required resources. However, the management is not able to express their views on probable date for recommencement of company's activities.

Considering the fact that company has a positive net worth, that company can meet all its liabilities out of its assets, and that the realizable value of the net assets is higher than / equal to its costs recorded in books and accordingly all the assets and liabilities have been stated at their historical costs, which is same as its realizable value.

4. Principal business of the company remains temporarily suspended due to unavailability of sufficient resources. Company shall restart its business upon generating required resources for effective working. Meanwhile idle funds are invested in interest fetching loans/deposits, till the time they get deployed in main business. Since the Company has no other business, the interest income and the loan assets are respectively more than 50% of total income and 50 % of total assets. The company therefore satisfies one of the conditions for NBFC registration. However since Net worth of the Company is less than ₹ 200 lakhs, the Company cannot register itself as NBFC.

5. Deferred Tax :

The company has unabsorbed depreciation and carry forward losses and other allowances available for set-off under the Income Tax Act 1961. However in view of present uncertainty regarding generation of sufficient future taxable income, net deferred tax assets amounting to ₹ 63,70,541 at the year-end including related credit for the year have not been recognized in these accounts on prudent basis.

Nature of timing difference	Amount (₹)
Carry Forward Loss	46,34,893
Provision for Doubtful Debts	150,00,000
TOTAL	196,34,893
Tax @ 32.45% (30% + 5% SC + 3% EC)	63,70,541

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6. Earning Per Share :

Particulars	31-03-2013	31-03-2012
Profit/(Loss) After Tax (₹ in lacs)	5.22	4.07
Average no. of Equity shares outstanding (in lacs)	31.44	31.44
Earning Per Share (Basic) Face Value ₹ 10 per share	₹ 0.17	₹ 0.13

7. Related Party disclosures :

Loan Transactions with Key Management personnel, their relatives and their enterprise.

Name of Party	Net Transactions during 2012-13	Closing Balance as on 31-3-2013	Net Transactions during 2011-12	Closing Balance as on 31-3-2012
Bhuta Buch & Associates	Nil	254,202 CR	100,000 CR	254,202 CR
Knowledgegate Consultants Pvt. Ltd.	Nil	109,300 CR	Nil	109,300 CR
Mr. Chandan Parmar	Nil	150,000 CR	50,000 CR	150,000 CR
Mr. Chaitainya Buch	Nil	75,000 CR	Nil	75,000 CR
Mr. Rajesh Bhuta	Nil	175,000 CR	100,000 CR	175,000 CR
Mr. Has Mukh J. Shah	Nil	250,000 CR	150,000 CR	250,000 CR

The above loans are not repayable within a period of 12 months, as confirmed by the parties. Related parties are identified by Management and relied upon by the Auditors.

8. Segment Reporting :

The only source of income for Company is interest earned on idle funds invested in loans / deposits. Hence no disclosure under Accounting Standard - 17, 'Segment Reporting' is required in these financial statements. There is no reportable Geographical Segment.

9. At the end of the year, there were no employees in the company; hence no provision has been made for Gratuity and Leave encashment.

10. Previous period figures are grouped / regrouped, arranged / re-arranged wherever necessary to conform to current year's classification.

X. SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF ACCOUNTING :

The Financial Statements have been prepared under the historical cost convention, except where impairment is made, and on accrual basis in accordance with the accounting practices generally accepted in India and the provisions of the Companies Act, 1956. Accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

2. USE OF ESTIMATES :

The preparation of financial statements, in conformity with generally accepted accounting principles, requires estimates and assumptions to be made that effect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

3. REVENUE RECOGNITION :

Interest on deployment of fund is recognized on accrual basis.

4. FIXED ASSETS AND DEPRECIATION :

Fixed Assets are stated at cost less accumulated depreciation. Depreciation and impairment losses (if any) on all assets is provided on written down method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

5. INVENTORIES :

Inventories are valued at cost or net realizable value, whichever is lower.

6. BORROWING COST :

Interest accrued on loan for acquiring asset is capitalized till the date the assets are put to use.

7. IMPAIRMENT OF ASSETS :

At the end of each reporting period, the company determines whether a provision should be made for the impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with the Accounting Standard 28 on "Impairment of Assets" issued by the ICAI. An impairment loss is charged to Profit and Loss account in the period in which, an asset is classified as impaired, when the carrying value of assets exceeds its recoverable value. The impairment loss recognized in the earlier accounting period is reversed if there has been a change in the estimate of recoverable amount.

8. PROVISION FOR CURRENT AND DEFERRED TAX :

Provision for current tax is made after taking in to consideration benefits admissible under the provisions of the Income Tax Act, 1961.

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Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in the future.

9. EARNING PER SHARE :

In determining earning per share, the company considers the net profit after tax and includes the post tax effect of any extra ordinary items. The number of shares used in computing basic earning per share is weighted average number of shares outstanding during the period. The number of shares used in computing diluted earning per share comprises the weighted average shares considered for deriving basic earning per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

10. CONTINGENCIES & PROVISIONS :

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. A contingent liability is disclosed, unless the possibility of an outflow of resources embodying the economic benefits is remote.

11. CASH AND CASH EQUIVALENTS :

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash at bank, in hand (including cheques in hand) and short term investment with an original maturity of three months or less.

SIGNATURE TO NOTE I TO X

AS PER OUR REPORT OF EVEN DATE

For KANU DOSHI ASSOCIATES
CHARTERED ACCOUNTANTS

For DATASOFT APPLICATION SOFTWARE (INDIA) LTD.

ANKIT PAREKH
PARTNER
M. No. 114622

C. M. BUCH
DIRECTOR

CHANDAN PARMAR
MD & CEO

PLACE : MUMBAI
DATE : 17-05-2013

Datasoft Application Software (India) Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED

	31.03.2013 (₹)	31.03.2012 (₹)
(A) <u>Cash Flow from operating activities :</u>		
Net profit/(Loss) before tax	522,245	406,996
Adjustments for :		
Operating profit before working capital changes	522,245	406,996
Adjustments for Changes in Working Capital :		
Loans & Advances	(603,786)	(700,000)
Current Liabilities	18,096	(5,559)
Net Cash Flow from operating activities (A)	(63,445)	(298,564)
(B) <u>Cash Flow From Investing activities :</u>		
Fixed Assets/Software Products purchased/developed	-	-
Proceeds from Sale of Fixed Assets	-	-
Proceeds from Sale of Investments	-	-
Net Cash Flow from Investing activities (B)	-	-
(C) <u>Cash Flow From Financing Activities :</u>		
Unsecured Loans from Directors	-	400,000
Net Cash Flow from Financing activities (C)	-	400,000
Net change in Cash & Cash equivalent : (A + B + C)	(63,445)	101,436
Cash and Cash equivalent at the end of Previous Year	111,942	10,505
Cash and Cash equivalent at the end of Current Year	48,497	111,942

For DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Place : MUMBAI
Date : 17-05-2013

C. M. Buch
Director

CHANDAN PARMAR
MD & CEO

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Dear Shareholder

Sub : Green Initiative in Corporate Governance Service of documents by electronic mode

The Ministry Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" allowing paperless compliance by Companies. In accordance with the recent Circular no. 17/2011 dated 21-04-2011 and Circular no. 18/2011 dated 29-04-2011 issued by the MCA. Companies can now send various notices and documents, including the Annual Report, to the Shareholders through electronic mode to the registered e-mail addresses of shareholders.

Your Company appreciates this initiative and would like to enable conservation of paper thereby contributing to a Greener Environment. This initiative presents the shareholders of **Datasoft Application Software (India) Limited** with a unique opportunity to contribute towards Corporate Social Responsibility of the Company.

If you hold shares in demat form, we invite you to contribute to the cause by updating your e-mail id details with your depository participant. In case you hold shares in physical form please complete the form given below and send it back to us.

Please note that as a member of the Company you are entitled to receive all such communication in physical form, upon request.

Best regards

Chandan Parmar
MD & CEO



E-COMMUNICATION REGISTRATION FROM

(In terms of Circulars No. 17/2011 dated 21-04-2011 issued by the Ministry of Corporate Affairs)

To,
Link Intime India Pvt. Ltd.
Unit : **Datasoft Application Software (India) Limited**
C-13, Pannalal Silk Mills Compound,
L. B. S. Marg, Bhandup (West),
Mumbai - 400 078.

Dear Sir / Madam

Re : Green Initiative in Corporate Governance - Service of documents by electronic mode.

I/We agree to receive all communication from the Company in electronic mode. Please register my e-mail id in your records for sending communication through email.

Folio No. : _____
DP Id : _____
Client ID : _____
Name of the First Holders : _____
Name of Joint Holders : _____
Email Id (to be registered) : _____

I/We will keep the Company informed as and when there is any change in the e-mail address.

Date : _____ Signature of the first holder : _____

Important Notes :

1. Please fill in capital letters in legible handwriting.
2. Shareholders are requested to keep the Company informed as and when there is any change in the e-mail address. Unless the e-mail ID is changed by you by sending another communication in writing, the Company will continue to send all notices/documents to you at the above mentioned e-mail ID.

Datasoft Application Software (India) Limited

DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Regd. Off:- 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai 400066

PROXY

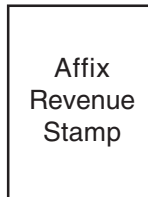
I/We _____ of
_____ in the district of
_____ being a member/members of the
abovenamed Company, hereby appoint _____
of _____ in the district of _____
or failing him _____ of
_____ in the district of
_____ as my/our Proxy and vote for me/us and
on my/our behalf at the TWENTY FIRST ANNUAL GENERAL MEETING of the Company to be held on Monday,
30th September, 2013 at 3.00 p.m. at 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East),
Mumbai - 400 066 and at any adjournment thereof.

Signed this _____ day of _____ 2013.

Reference Folio

Signature

This form is to be used _____ *infavour of _____ the resolution.
*against _____



Unless otherwise instructed, the proxy will act as he thinks fit.

*Strike out whichever is not desired.

NOTE : The Proxy Form must be returned so as to reach at 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai - 400 066 not less than FORTY EIGHT HOURS before the time for holding the aforesaid meeting.

DATASOFT APPLICATION SOFTWARE (INDIA) LIMITED

Regd. Off :- 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai 400 066

ATTENDANCE SLIP

Name & Address

I hereby record my presence at the TWENTY FIRST ANNUAL GENERAL MEETING of the Company at 22, Blue Rose Industrial Estate, Western Express Highway, Borivali (East), Mumbai - 400 066 on Monday, 30th September, 2013 at 3.00 p.m.

SIGNATURE OF MEMBER _____
THE ATTENDING PROXY _____

Notes :

1. Shareholder/Proxy holder wishing to attend the meeting must bring the attendance slip to the meeting and hand it over at the entrance duly signed.
2. Shareholder/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.