



Date: 11<sup>th</sup> April 2012

**The General Manager,**  
**Department of Corporate Services,**  
**Bombay Stock Exchange Limited,**  
1<sup>st</sup> Floor, P.J.Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sir,

Sub: Outcome of EGM - 11.04.2012

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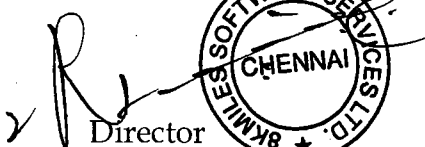
Please note at the Extraordinary General Meeting of the Shareholders of the Company 8K MILES SOFTWARE SERVICES LIMITED held in Chennai the following SPECIAL RESOLUTIONS have been passed.

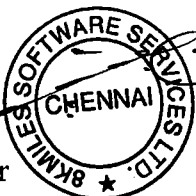
1. Issue of Equity shares on Preferential basis to NON- PROMOTERS.
2. Alteration in Articles of Association of the Company.

Please find attached the EXTRACT of EGM for your records and the same in original is being couriered to you.

Thanking you,

Yours truly,  
For 8K MILES SOFTWARE SERVICES LTD

  
Director

A circular stamp with the text '8KMILES SOFTWARE SERVICES LTD.' around the perimeter and 'CHENNAI' in the center. There is a small star at the bottom of the circle. A handwritten signature is written over the stamp.

**8KMILES SOFTWARE SERVICES LIMITED**  
(Formerly known as P.M. STRIPS LIMITED)

Registered Office : 1-7-241/11/D, S.D.Road, Secunderabad 500 003.

Corporate Office : # 7, 3rd Floor, Ganapathy Colony, 3rd St., Teynampet, Chennai 600018. Ph: 4500 0749.

Branch Office : # 420, 9th Main Road, Banashankari 2nd Stage, Bangalore 560 070.

EXTRACT OF THE EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY 8K MILES SOFTWARE SERVICES LIMITED HELD ON WEDNESDAY , THE 11<sup>TH</sup> DAY OF APRIL, 2012 AT 4.00 P.M. IN FIRST FLOOR, NO.114, LUZ CHURCH ROAD, MYLAPORE CHENNAI 600 004

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**1. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO NON- PROMOTERS**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

**"RESOLVED** THAT in accordance with the provisions of Section 81(1A) and all other applicable provisions of the Companies Act, 1956, (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the **"SEBI (ICDR) Regulations, 2009"**) as in force, and subject to the regulations/guidelines, if any, issued by the Government of India, the Reserve Bank of India and any other applicable laws, rules and regulations (including any amendment thereto or re-enactment thereof for the time being in force) and the relevant provisions of the Memorandum and Articles of Association of the Company and Listing Agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, Reserve Bank of India, Securities and Exchange Board of India, Stock Exchanges and any other relevant statutory, governmental authorities or departments, institutions or bodies (**"Concerned Authorities"**) in this regard and further subject to such terms and conditions or modifications thereto as may be prescribed or imposed by any of the Concerned Authorities while granting such approvals, and permissions as may be necessary or which may be agreed to by the Board of Directors of the Company (hereinafter referred to as **"the Board"**, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), the consent of the Company be and is hereby accorded to the Board to offer, issue and allot , in one or more tranches, upto 4,72,300 (Four Lacs Seventy Two Thousand Three Hundred Only) Equity Shares of Rs. 10/- (Rupees Ten) each on Preferential Basis at a price of Rs. 57/- (Rupees Fifty Seven) per equity share, including a premium of Rs. 47/- (Rupees Forty Seven) per equity share, aggregating to Rs. 2,69,21,100/- (Rupees Two Crores Sixty Nine Lacs Twenty One Thousand One Hundred Only), being higher than the price computed in compliance with Regulation 76 of Chapter VII of the SEBI (ICDR) Regulations, 2009 and subsequent amendments thereto , and on such terms and conditions and in such manner as the Board may in its absolute discretion deem fit to the following entities as mentioned below:

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A handwritten signature in black ink, appearing to be 'E. H. M.' with a wavy line underneath.

Sr. No.	Name of the Proposed Allottees	No of Equity Shares to be allotted	Allottee is : QIB / MF / FI / Trust / Banks
	<b>Non Promoter Group :</b>		
1.	Bhanu Parthasarathy	12500	No
2.	V T Lokamatha	7200	No
3.	R Parthasarathy	22400	No
4.	Vaishnavi Parthasarathy	10300	No
5.	Karthik Ramakrishnan	78500	No
6.	Triveni Mundra	17500	No
7.	V Narayanan Iyer	15700	No
8.	Aruna SrinivasanIyer	87700	No
9.	Gowrisankaran Ramya	17500	No
10.	Shailesh B Varudkar	17500	No
11.	Sujatha Srinivasan	26300	No
12.	Ramesh K Iyer	19200	No
13.	Sandeep Bhaskar Shenoy	4300	No
14.	ShwetaSandeep Shenoy	4300	No
15.	SudhaKarthik Ramakrishnan	8700	No
16.	N Sriram	52600	No
17.	L S Krishnan	52600	No
18.	N Ruckmani	17500	No
	<b>Total</b>	<b>472300</b>	

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**"RESOLVED FURTHER THAT:**

- (i) The relevant date for the purpose of pricing of issue of the shares in accordance with the SEBI (ICDR) Regulations, 2009 be fixed as March 12, 2012, being the 30<sup>th</sup> day prior to April 11, 2012 i.e., the date on which the Extraordinary General Meeting of the shareholders is convened, in terms of Section 81 (1A) of the Companies Act, 1956 to consider the proposed preferential issue.
- (ii) The equity shares allotted in terms of this resolution shall rank paripassu in all respects with the existing equity shares of the company.
- (iii) The new equity shares to be allotted to the Investors shall be subject to a lock-in period in accordance with Regulation 78 of the SEBI (ICDR) Regulations, 2009 and subsequent amendments thereto.
- (iv) The Board be and is hereby authorized to decide and approve the other terms and conditions of the issue of equity shares, and also shall be entitled to vary, modify or alter any of the terms and conditions, including the issue price on a higher side than mentioned above, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting".

**"RESOLVED FURTHER THAT** for the purpose of giving effect to any issue or allotment of shares of the Company, the Board be and is hereby authorized on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient and to settle any question, difficulties or doubts that may arise in this regard including but not limited to the offering, issue and allotment of equity shares of the Company as it may in its absolute discretion deem fit and proper".

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the company to give effect to the aforesaid resolution."

**2. ALTERATION IN ARTICLES OF ASSOCIATION OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Section 31 and other applicable provisions, if any of the Companies Act, 1956 (including any statutory modification, re-enactment or substitution thereof for the time being in force), the existing Clause 168 of the Article of Association be and is hereby modified as follows:-

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1. The Board of Directors, may subject to the provisions of the Act resolve,
  - (a) to capitalise whole or any part to the amount for the time being standing to the credit of any of the Company's reserve accounts, or to the credit of the profit and loss account or otherwise available for distribution; and
  - (b) that such sum be accordingly set free for distribution in the manner specified in clause (2) amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions.
2. The sum aforesaid shall not be paid in cash, but shall be applied, subject to the provisions contained in clause (3), either in or towards:-
  - (i) Paying up any amounts for the time being unpaid on any shares held by such, members respectively.
  - (ii) Paying up in full, un-issued shares, of the Company to be allotted and distributed, credited as fully paid up, to be and amongst such members in the proportion aforesaid or
  - (iii) Partly in the way specified in sub-clause (i) and partly in that specified in sub-clause (ii)
3. A share premium account and a capital redemption reserve fund may for the purposes of this Article, only be applied in the paying up of un-issued shares to be issued, to members of the, Company as fully paid bonus shares.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take such steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise in this regard.”

Certified true copy

For 8K Miles Software Services Limited

  
(G.P.SURANA)

Managing Director



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