

BRONZE INFRA TECH LIMITED
10th ANNUAL REPORT
2013 - 2014

FORWARD LOOKING STATEMENT

In this annual report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and the underlying assumptions undergoing change. Should known or unknown risks or uncertainties materialize, or should underlying assumptions not materialize, actual results could vary materially from those anticipated, estimated or projected. Shareholders and Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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Corporate Information

BOARD OF DIRECTORS

Mr. Goutam Gupta	Managing Director
Mr. Punit Sureka	Non - Executive Director
Mr. Amit Bansal	Independent Director
Mr. Niraj Jewrajka	Independent Director

AUDIT COMMITTEE

Mr. Niraj Jewrajka
Mr. Punit Sureka
Mr. Goutam Gupta
Mr. Amit Bansal

SHAREHOLDER AND INVESTOR GRIEVANCE'S COMMITTEE

Mr. Amit Bansal
Mr. Goutam Gupta
Mr. Niraj Jewrajka
Mr. Punit Sureka

COMPANY SECRETARY/COMPLIANCE OFFICER

Ms. Shilpi Agarwal

AUDITORS

M/s. Surana Singh Rathi & Co., Chartered
Accountants
15/A, Laxmi Narayan Mukherjee Road, Kolkata
700 006,
Telephone No : - 033 2259 4182

BANKER

HDFC Bank Ltd.
Axis Bank Ltd

REGISTERED OFFICE

158, Lenin Sarani,
3rd Floor, Room No. 7B,
Kolkata - 700 013

REGISTRAR & SHARE TRANSFER AGENT

Maheswari Datamatics Pvt Ltd
6, Mangoe Lane, 2nd Floor, Kolkata 700 001
Ph : (033) 2243 5029/2248 2248
Fax : (033) 22484787

Email : info@mdpl.in

Website: www.mdpl.in

ANNUAL GENERAL MEETING.

Date : 30th September
Time : 11.30 A.M
Venue : Sakuntala Multiplex
808 Ho-Chi Minh Sarni.
Near Sakuntala Park,
Kolkata - 700 061

Notice

Notice is hereby given that the **TENTH Annual General Meeting (AGM)** of the Shareholders of **Bronze Infra-Tech Limited** will be held on (Tuesday, 30th September, 2014 at 11.30 A.M. at Sakuntala Multiplex, 808 Ho-Chi Minh Sarni, Near Sakuntala Park, Kolkata - 700 061) , to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Puneet Sureka, Director of the Company who retires by rotation and being eligible offers himself for re - appointment.
3. To consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139 of the Companies Act, 2013 and other applicable provisions of the Act, if any and the Rules framed thereunder, as amended from time to time and pursuant to the recommendations from Audit committee, **M/s. Surana Singh Rathi & Co., Chartered Accountants (Registration no. 317119E)** who are not disqualified as per section 141 of C. A. 2013 and has expressed their willingness to accept office, if re - appointed, be and are hereby reappointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General meeting until the conclusion of the 18th Annual General Meeting of the company subject to ratification of the appointment by the shareholders at every Annual General Meeting, at a remuneration to be fixed by the Board of Directors in consultation with the Auditor from time to time in addition to reimbursement of all out-of pocket expenses as may be incurred in connection with the audit of the accounts of the Company plus applicable service tax.”

SPECIAL BUSINESS

4. REGULARISATION OF MR. AMIT BANSAL AS AN INDEPENDENT DIRECTOR.

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

“RESOLVE THAT Mr. Amit Bansal (DIN : 06913749) who was appointed as Additional Director of the Company with effect from 22nd July, 2014, Pursuant to the provisions of Section 161 of the Companies Act, 2013, and who holds office upto the date of ensuing Annual General Meeting and in respect of whom the company has received a notice in writing from one of its member proposing his candidature for the office of the Director of the Company pursuant to section 160 of Companies Act, 2013, be and is hereby appointed as a Director of the Company.

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Amit Bansal (DIN 06913749), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019.”

5. REGULARISATION OF MR. NIRAJ JEWRAJKA AS AN INDEPENDENT DIRECTOR

“RESOLVED THAT pursuant to section 149, 150, 152, read with Schedule IV and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of Listing Agreement, with the Stock Exchanges, Mr. Niraj Jewrajka (DIN : 05318153), director of the company whose period of office is liable to determination by retirement of Directors by Rotation and in respect of whom the company has received a notice in writing from a member proposing his candidature, be and is hereby appointed as an Independent Director of the company to hold office for a period of 5 (five) consecutive years for a term upto 31st March, 2019 not liable to retire by rotation.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such Steps as may be necessary, proper or expedient to give effect to this Resolution.”

Date:- 05.09.2014

Registered Office
158, Lenin Sarani, Room No. 7B
3rd Floor Kolkata - 700 013

By Order of the Board of Directors
For Bronze Infra Tech Limited
Sd/
Goutam Gupta
Chairman & Managing Director

Notes:

- 1. A member entitled to attend and vote is entitled to appoint a proxy to attend and to vote on a poll instead of himself and such proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company not later 48 hours before the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.**
2. The Register of Member and the Share Transfer Books of the Company will remain closed from 23.09.2014 to 29.09.2014 (both days inclusive).
3. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days between 11:00 am to 2:00 pm except holidays up to the date of AGM and at AGM.
4. Members desirous of getting any information about the accounts of the Company, are requested to send their queries so as to reach at-least ten days before the meeting at the Registered Office of the Company, so that the information required can be made readily available at the meeting.
5. Members are requested to intimate change in their address immediately to M/s Maheswari Datamatics Pvt. Ltd., the Company's Registrar and Share Transfer Agents, at their office at No. 6, Mangoe lane, 2nd Floor, Kolkata - 700 001.
6. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
7. Members are requested to bring copies of Annual Report to the Annual General Meeting.
8. Members/Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
9. Members are requested to quote their Registered Folio Nos. on all correspondence with the Company.
10. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agent, M/s. Maheswari Datamatics Pvt. Ltd cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or

bank mandates. Such changes are to be advised only to the Depository Participants of the members.

11. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/Registrar and Transfer Agent.
12. Electronic copies of the Annual Report for the FY 2013-14 are being sent to all the members whose e-mail IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2014 are being sent in the permitted mode.
13. Electronic copy of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent to all the members whose e-mail IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Annual General Meeting and Annual Report for 2013-14 will be available on Company's website info@bronzefratech.com for their download.
14. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.

ANNEXURE TO NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 4**

Mr. Amit Bansal was appointed as an additional Director of the Company in terms of section 161 of the Companies Act, 2013 with effect from 22nd July, 2014. In terms of section 161 of the Companies Act, 2013, Mr. Amit Bansal holds office upto the date of the next Annual General Meeting. The Company has received a notice under section 160 of the Companies Act, 2013 alongwith the deposit from a member proposing a candidature of Mr. Amit Bansal as a Director of the Company. Requisite consent pursuant to the provision of section 160 of the Companies Act, 2013 has been filed by Mr. Amit Bansal to act as such Director, if appointed.

Mr. Amit Bansal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Board considers it desirable to have the benefit of his advice and guidance and recommends the resolution at Item No. 4 for approval of the members as an Ordinary Resolution.

Save and except Mr. Amit Bansal as an appointee and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 4 of the Notice.

Registered Office:

158, Lenin Sarani,
3rd Floor, Room No. 7B,
Kolkata, West Bengal – 700 013

Date: 5TH September, 2014**By order of the Board of Directors****Sd/-****Mr. Goutam Gupta
Managing Director**

Details of the Director seeking re-appointment at the forthcoming Annual General Meeting
(In pursuance of Clause 52 of the Model SME Equity Listing Agreement)

Name of the Director	Punit Sureka
Date of Birth	22.07.1979
Date of Appointment	06.12.2011
Qualification	Commerce Graduate
Expertise	He has more than ten years of experience in the field of accounts and finance
Directorship held in other Public Companies as on 31st March, 2014	Nil
Chairmanship/Membership of the Committee of Directors of other Public Companies as on 31st March, 2014	Nil
Number of shares held	Nil