

37TH ANNUAL REPORT

FINANCIAL YEAR 2019-2020

E.COM INFOTECH (INDIA) LTD

LEVEL 3, NEO VIKRAM
NEW LINK ROAD,
ANDHERI - WEST
MUMBAI 400 058

WEBSITE: WWW.ECOMINFOTECH.COM

E-MAIL: INFO@ECOMINFOTECH.BIZ

CIN L32000MH1983PLC030400



E.COM INFOTECH (INDIA) LIMITED

NOTICE

NOTICE is hereby given that the **37th Annual General Meeting** of the members of the Company will be held at the Registered Office of the Company situated at Level 3, New Vikram, New Link Road, Andheri West Mumbai, MH - 400058 on Friday the 31st day of July, 2020 by Microsoft Teams Meeting (Video Conference Meeting) at 03:00 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with Reports of Board of Directors' and Auditors' thereon;
2. To appoint a Director in place of **Ms. Priya Chaudhary, (DIN No. 00365261)**, who retires by rotation and being eligible, offers herself for re-appointment;

SPECIAL BUSINESS:

3. To consider change in the Name of the Company to "**ACCEDERE LIMITED**".

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

"RESOLVED THAT subject to the approval of the Central Government of under section 13 of the companies Act, 2013 the name of the Company be changed from **E COM INFOTECH (INDIA) LIMITED** to **ACCEDERE LIMITED** and accordingly the name **E COM INFOTECH (INDIA) LIMITED** wherever it appears in the memorandum and articles of association of the Company be substituted by the new name **ACCEDERE LIMITED**.

4. To consider addition in the Main Object of the Company;

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

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the shareholders of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, Mumbai, to append following sub clause (4) after sub clause (3) of clause III (A) of the Memorandum of Association of Company:

- To carry on the business of all types of cybersecurity audits, including but not limited to information & data security, laying down cybersecurity standards, guidelines and procedures, providing a governance framework, security culture in organisations, training of staff for carrying out cybersecurity audits, research and development in cybersecurity audits covering technologies such as SCADA, Industrial Cybersecurity, IoT and smart infrastructure security, Blockchain, Artificial Intelligence and Machine Learning, Database and Big Data technologies, Medical, Telecom technologies.



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- To carry on the business of research and development, designing, manufacturing and trading in computers, printers, tape drives, hard disk drives, monitors, CRT, modems, PBX, and telephone systems, communication products; IOT based electronic items, GPS, smart meters, drones, block chain technologies, applications for cyber security, networking solutions, energy efficient solutions, SCADA, GIS; health care devices such as growth monitoring, point-of-care medical devices and delivery solutions; engage in the business areas of analytics, cloud, Artificial Intelligence; image processing, printing; provide manpower services for the projects undertaken for the above and to invest in emerging technology start-ups.
- To Carry on the Business of Designing, manufacturing, distribution and selling (including hardware, software, spare parts and repairs) of vehicles, apparatus for locomotion and propulsion by air: drones; UAV, RPAS, aircraft, spacecraft, carrier aircraft and spacecraft, air balloons, aircraft components, aeronautical apparatus, and remote control aircraft, aircraft manufacturers, aviation services, defense and hardware technology. To carry on the business of integrated activities for maintenance of all types of aeronautical equipment's, aircrafts, helicopters and other air vehicles and to carry on general purpose activities connected therewith.
- To carry on the business of manufacturers, hirers, repairers, cleaners of, and dealers in all types of aircrafts, hovercrafts and other crafts of all types and descriptions that are capable of being flown in air or run on land whether on dry land or waterways like rivers, lakes or sea, whether carrying passengers or cargo and other equipment's of whatever nature or kind which are presently being used or may be used hereinafter in aircrafts or hovercrafts.
- To carry on the business or vocation of acting as advisers and consultants on all matters and problems relating to aviation and to provide training Learning and eLearning, consultancy on all administrative, technical, financial, management and legal matters pertaining to aviation industry to institutions, concerns, bodies, association (incorporated or unincorporated), departments and services of the Governments, such as defense, public or local authorities trusts, societies, scientific research and development centres in India and outside.

Date: 26th June, 2020

Registered Office:

Level 3, New Vikram,

New Link Road,

Andheri West Mumbai, MH – 400058.

CIN : L32000MH1983PLC030400

Email : ashah@ecominfotech.biz

By Order of the Board

For, E COM INFOTECH (INDIA) LIMITED

Ankit Shah

Company Secretary



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NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 37TH ANNUAL GENERAL MEETING (HEREINAFTER REFERRED TO AS 'THE MEETING') IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2) The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 13. The Company will also send communication relating to remote e-voting, which inter-alia, would contain details about User ID and password along with the copy of this Notice to the Members.
- 3) Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 4) Brief resume of Directors seeking appointment / re-appointment at the Meeting along with details of their other Directorships and shareholding in the Company pursuant to the Regulation (36) (3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable provisions are provided as an annexure to this notice.
- 5) Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Meeting is annexed hereto.
- 6) The Register of Members and Share Transfer Books of the Company shall remain closed from 25th July, 2020 to 31st July, 2020.(both days inclusive).
- 7) Members holding shares in physical form are requested to notify change in address, bank mandate and bank particulars, if any, under their signature to the Registrar and Share Transfer Agents, quoting their folio number. Members holding shares in electronic form may update such details with their respective Depository Participants.
- 8) Members who hold shares in physical form in multiple folios in identical name or joint holding in the same order of names are requested to send the share certificates to its RTA for consolidating into single folio. The share certificates will be returned to the Members after making requisite changes thereon.
- 9) Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company. Request may be made to the Company or its RTA for the Nomination Form.



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- 10) The SEBI has vide Circular no. MRD/DOP/Cir-05/2009 dated 20th May, 2009 mandated the submission of PAN by every participant in the security market. Members holding shares in electronic form /physical form are therefore, requested to submit their PAN to the Company or the RTA.
- 11) Pursuant to Sections 101 and 136 of the Companies Act, 2013, read with the relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not yet registered their e-mail address with the Company or their respective Depository are requested to do so.
- 12) All the documents referred to in the accompanying Notice and Statement are open for inspection by the Members at the Company's Registered Office at Mumbai on all working days except Saturdays & Sundays, between 10.00 A.M. to 1.00 P.M. till 30th July, 2020.
- 13) Information and other instructions for Members relating to remote e-voting are as under:

Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, and Clause 35B of the Listing Agreement, the Company is providing the facility to Members to exercise their rights to vote by electronic means. The Company has engaged the Services of Central Depository Services (India) Limited (CDSL) for providing e-voting facilities. The e-voting rights of the Members / beneficial owners shall be reckoned in proportion to ordinary shares held by them in the Company as on 24th July, 2020 (cut -off date fixed for this purpose).

The Company has appointed CS V. Ramachandran, Practising Company Secretary ACS No. 4731, to act as the Scrutinizer, for conducting the scrutiny of the votes cast.
- 14) The notice of Annual General Meeting along with the Annual report 2019-20 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
- 15) Members are requested to bring their copy of the Annual Report to the Annual General Meeting as an austerity measure.

Detailed instructions for availing e-voting facility are as follows:

- (i) The voting period begins on Tuesday, 28th July, 2020 at 9.00 A.M. and ends on Thursday, 30th July, 2020 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 24th July, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the Meeting date would not be entitled to vote at the Meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.



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(v) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. <p>e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.</p> <ul style="list-style-type: none">If both the details are not recorded with the Depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field.



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Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **E COM INFOTECH (INDIA) LIMITED** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as promoted by the mobile app while voting on your mobile.
- (xx) **Note for Non-Individual Shareholders & Custodians:**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



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(xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

(xxii) Any person who acquires Shares and becomes Member after dispatch of Notice of the 37th Annual General Meeting and holds shares as on the 'cut off' date Friday, 24th July, 2020 may obtain the sequence number for remote e-voting by sending a request to the Company's RTA at support@sharexindia.com.

16) The facility for voting shall be made available at the AGM to the Members attending the AGM who have not cast their votes by remote e-voting.

17) The result shall be declared forthwith upon receipt of the Scrutiniser's Report. The result declared along with the scrutiniser's report shall be placed on the Company's website at www.ecominfotech.com and on the website of CDSL immediately after the declaration by the Chairman and would also be communicated to the Stock Exchanges, where the shares of the Company are listed.

18) Members can join Microsoft Teams Meetings by click on the link below:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_YjQzMTY1OTctMGI3Yy00ODdmLWJIMzAtMWQ1NGYzYzczMWEy%40thread.v2/0?context=%7b%22Tid%22%3a%223ee8c90f-2284-464f-9800-cb8b4cb25cf3%22%2c%22Oid%22%3a%22f410e2d6-fa31-473d-a8e1-92d727babfcd%22%7d



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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013, TO THE ACCOMPANYING NOTICE DATED 26th JULY, 2020

Item No. 3

4. Considered and approved Directors liable to retire by rotation.

Pursuant to the provisions of section 152 (6) of the Companies Act, 2013, that out of the number of directors liable to retire by rotation, at the annual general meeting of the company, 1/3rd of such directors for the time being are liable to retire by rotation.

According to the said provisions, Ms. Priya Chaudhary, is liable to retire by rotation. Ms. Priya Chaudhary, being eligible, offers herself for re-appointment at the ensuing Annual General Meeting, subject to approval by the members of the Company.

It was proposed to recommend reappointment of Ms. Priya Chaudhary, at the ensuing 37th Annual General Meeting.

Date: 26th June, 2020

Registered Office:

LEVEL 3, NEW VIKRAM,
NEW LINK ROAD, ANDHERI WEST,
MUMBAI - 400058

CIN : L32000MH1983PLC030400

Email : ashah@ecominfotech.biz

**By Order of the Board
FOR, E COM INFOTECH (INDIA) LIMITED**

**Sd/-
Ankit Shah
Company Secretary**



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(ANNEXURE)

DETAILS OF THE DIRECTORS SEEKING RE-APPOINTMENT AT THE 37TH ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND OTHER APPLICABLE PROVISIONS ARE AS UNDER: (REFER ITEM NO. 2 OF THE NOTICE)

Name of the Director	Ms. Priya Chaudhary
DIN No.	00365261
Date of Birth	07/07/1965
Type of appointment	Director retiring by rotation
Qualifications	BA
Areas of Specialization	HR, Stake holder Relationship
Date of first appointment on to the Board	02/05/1998
No. of Shares Held in the Company	1,41,434 Equity Shares
List of Directorship held in other Companies	NIL
Chairman/member of the Committee of the Board of Directors of this Company	N.A.
Chairman/member of the Committee of the Board of Directors of other Companies	N.A.
Relation with Key Managerial Personnel and Directors	Ashwin Chaudhary
Justification for appointment	Has Considerable expertise in HR, Stake holder Relationship.