

# **i Power Solutions India Ltd.**



**23rd Annual Report  
2007-08**

## **BOARD OF DIRECTORS**

<b>MR.V.PARANDHAMAN</b>	Chairman cum Managing Director
<b>MR. D.RAVICHANDER BABU</b>	Director
<b>MR.K.BHASKARAN</b>	Director
<b>MR. CA VASUDEVAN S.</b>	Director

## **REGISTERED CUM CORPORATE OFFICE**

9/5, II Floor, 2<sup>nd</sup> Main Road,  
Karpagam Gardens,  
Adyar, Chennai-600 020.

## **STATUTORY AUDITORS**

W. S. Madhavann  
1-G, Sri Padmavathy Apts, Sankarapuram  
1st Street, Choolaimedu, Chennai – 600 094.

## **COMPANY SECRETARY**

Mr. S. Srikumar  
9/5, II Floor, 2nd Main Road, Karpagam Garden,  
Adyar, Chennai - 600 020

## **BANKERS**

Bank of Maharashtra, Chennai - 600090  
Punjab National Bank, Chennai - 600018  
Bank of Baroda, Chennai - 600045  
Indian Bank - 600 090  
State Bank of India, Chennai - 600 020.

## **J. Sriraman**

Chartered Accountant  
Internal Auditor

## NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 23rd Annual General Meeting of the members of iPower Solutions India Limited will be held on 25th August 2008 at 3.30 P.M. at Sangeetha Residency, #2, Luz Church Road, Mylapore, Chennai-600 004 to transact the following business.

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2008 and the Profit & Loss Account for the year ended 31st March 2008 together with the reports of Directors and Auditors thereon.
2. To appoint a Director in the place of Mr.K. Bhaskaran, who retires by rotation and being eligible, offers him for re-appointment.
3. To appoint auditors and to fix their remuneration.

### SPECIAL BUSINESS:

4. To pass the following resolutions with or without modification as Ordinary Resolution

**RESOLVED THAT** Sri. CA Vasudevan S. be and is hereby appointed as Director of the company.

By Order of the Board  
**i Power Solutions India Limited**

Date: 25.06.2008  
Place: Chennai

sd/  
**V.PARANDHAMAN**  
CHAIRMAN

### NOTES

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll, to vote instead of himself/herself and a Proxy need not be a member of the Company. The instrument appointing the Proxy to be valid shall be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for holding the Meeting.
2. The Register of Members and the Share Transfer Books of the Company will remain closed from 16th August 2008 to 25th August 2008 (both days inclusive).
3. For shares held in physical form, any change in address may be intimated immediately to the Company/Share Transfer Agent by quoting the Folio Number(s).
4. Members/Proxies are requested to bring the Attendance slip sent with the Annual Report duly filled in for attending the Meeting. Members who hold shares in the dematerialized form are requested to indicate their DP ID and Client ID Numbers in the Attendance slip.
5. The Company's Equity shares are listed at Bombay Stock Exchange Limited.
6. Members holding shares in physical form can avail of the nomination facility. For Further details, Members may write to the Company/Share Transfer Agent.
7. The explanatory statement is annexed to this notice.

**EXPLANATORY STATEMENT PURSUANT TO SEC. 173 (2) OF THE COMPANIES ACT 1956.**

4. Sri. CA Vasudevan S. is practicing as a Chartered Accountant for more than a decade. He is a well experienced professional in auditing, financing, taxation. He has been appointed as Addl. Director of the company with effect from 31st October 2007 and will officiate as Director upto the conclusion of this Annual General Meeting.

As per the Companies Act 1956, one of the shareholders has proposed his candidature as Director of the company. Hence the resolution is proposed.

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## DIRECTORS REPORT

Your directors have pleasure in presenting the Annual Report together with the Audited accounts of the Company for the year ended 31<sup>st</sup> March 2008.

### FINANCIAL PERFORMANCE

The performance of the Company has improved well during the year and the highlights are given below:

PARTICULARS	2008 Rs.	2007 Rs.
Profit/Loss before Interest and Finance Charges and Depreciation	6,59,751	7,22,034
Interest and Finance Charges	86,932	71,754
Profit/(Loss)before Depreciation	5,72,819	6,50,280
Depreciation	3,98,490	5,42,825
Profit/(Loss)after Depreciation before Tax	1,74,329	107,455
Preliminary Expenses	Nil	Nil
Profit/(Loss)before Tax	1,74,329	1,07,455
Provision for Income Tax, Current Tax, Deferred Tax	Nil	Nil
Profit/(Loss)after Tax but before dividend	1,74,329	1,07,455

### BUSINESS PLAN

- The Company has developed a social networking portal called [www.vanavil.com](http://www.vanavil.com) with music, radio, jobs, matrimonial, education etc as features.
- The company has entered into an agreement with the promoter of Effulgent Technologies Private Limited, Chennai to purchase the ERP Business of that company for implementing Ramco systems ERP products.
- The company has entered into training businesses in software and ERP using ipower as brand name.
- The company has developed infrastructure facilities for corporate training and WIPRO has utilized the same
- The company is looking for consulting opportunities in Power and Alternative Energy areas.

**DIRECTORS**

During the year Sri K Bhaskaran retires and being eligible, offers himself for reappointment.

Sri. CA Vasudevan S. who is a practicing as Chartered Accountant has been appointed as Addl. Director of the company with effect from 31st October 2007 and will officiate as Director upto the conclusion of this Annual General Meeting. As per the Companies Act 1956, one of the shareholders has proposed his candidature as Director of the company and your board of Directors recommends his candidature.

During the year Sri. Saravana Prakash has resigned as Director of the company and the Board of Directors places their appreciation for his services.

**CORPORATE GOVERNANCE**

Your Company attaches considerable significance to good Corporate Governance as an important step towards building investor confidence and maximize long term shareholder value. Pursuant to Clause 49 of the Listing Agreement with the Stock exchange, a compliance report on Corporate Governance has been annexed as part of the Annual Report.

**DEPOSITS**

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

**DIVIDEND**

No dividend is recommended during the financial year ended 31st March 2008.

**AUDITORS**

Mr. W. S. Madhavann, FCA, Chartered Accountant, Chennai, Statutory Auditor of the Company who retires at the ensuing Annual General Meeting. His re-appointment is recommended.

**DISCLOSURE OF PARTICULARS**

Disclosure as per requirements of Section 217 (2) (e) of the Companies Act, 1956 read with the Companies (disclosure of particulars in the Report of Board of Directors) Rules 1988, with respect to energy conservation, technology absorption is nil.

**In respect of Foreign Exchange Earning and Outgo (in US \$), details are given below.**

**Foreign Exchange Earning**

**Foreign Exchange Earning US \$ : 69,800**

**Foreign Exchange Outgo : NIL**

**PERSONNEL**

There were no employees of the Company who were in receipt of Rs. 24,00,000 during the financial year ended 31st March 2008 as per the limit set under the provisions of Section 217 (2A) of the Companies Act, 1956 and the rules framed there under.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In Compliance with the provisions of Section 217 (2AA) of the Companies Act, 1956 (the Act) your Directors hereby confirm that,

- a) In preparing the Annual Accounts for the year ended 31st March 2008 all the applicable standards have been followed and there was no material departures.
- b) Accounting policies in consultation with the Statutory Auditors were adopted and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company as at 31st March 2008.
- c) Proper and sufficient care to the best of the knowledge for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 1956 for safeguarding the assets of the Company and for preventing/detecting fraud and irregularities have been taken.
- d) The Annual accounts have been prepared on a 'going concern' basis.

**ACKNOWLEDGEMENT:**

Your directors thank and acknowledge the continuous co-operation and assistance extended by Bank of Maharashtra, Punjab National Bank, Indian Bank, Bank of Baroda, State Bank of India, Bombay Stock Exchange Limited, Cameo Corporate Services Ltd., our employees and the various customers who are patronizing our products.

**For and on behalf of the Board**

Sd./-

**V. PARANDHAMAN**

Chairman

Date : 25.06.2008

Place: Chennai





## MANAGEMENT ANALYSIS

### iPower Solutions India Limited

iPower Solutions India Limited, a software and web related service provider has reported significant results for the year ended 31st March 2008. The management is constantly reviewing the business performance.

### PERFORMANCE REPORT:

- ❖ The Company developed and launched a social networking site [www.vanavil.com](http://www.vanavil.com) including features like music, internet radio, education, jobs, matrimony etc., for tamils in India and around the world. This portal is in existence from 1997.
- ❖ The Company has also acquired the ERP business from Effulgent Technologies Private Limited.
- ❖ Company consolidated its training business to develop its own brand name provided training services to WIPRO personnel.
- ❖ During the year, the Company entered into a new area providing Software Consulting Work for alternate power sector.

(Rs in Lakhs)		
PARTICULARS	YEAR ENDED 31.03.2008	YEAR ENDED 31.03.2007
Net Income	61.79	87.01
Total Expenditure	56.06	80.50
Net Profit	1.74	1.08
% of Profit growth	61	

The Net income from operation for the year ending 31.03.2008 is Rs.61.79 Lakhs compared to previous year's figure of Rs.87.01 Lakhs for the year ending 31.03.2007.

The total expenditure for the year ending 31.03.2008 is Rs.56.06 Lakhs as compared to previous year's figure of Rs.80.50 Lakhs for the year ending 31.03.2007.

The Net profit for the year ending 31.03.2008 is Rs.1.74 Lakhs as compared to the previous year figure of Rs.1.08 Lakhs, showing a growth of 61%

Due to the reduction in Expenditure for the year ending 31.03.2008 the profit has increased from Rs.1.08 Lakhs to Rs.1.74 Lakhs.

During the year, the company, on a consolidated basis, witnessed an exponential growth in the segments of Software Development & Services, Education & Training and e-Governance, netting in a cumulative Rs 61.79 Lakhs in sales revenue, as compared to Rs 87.01 Lakhs in the previous year.

The profit before tax posted for the financial year 2007-08 stood at Rs 1.74 Lakhs as against Rs 1.08 Lakhs of the previous year, registering a 61% increase.

The Paid up Share Capital of the Company remain unaltered during the financial year.

