

# **IB INFOTECH ENTERPRISES LIMITED**

**ANNUAL REPORT  
2017 -18**

## **BOARD OF DIRECTORS**

Mrs. Rita Rajkumar Singh	Whole Time Director
Mr. Jasmin Parekh	Director
Mr. Manish Sheth	Director
Ms. Preeti Sheth	Director

## **COMPANY SECRETARY**

Ms. Nupur Gadekar	Company Secretary w.e.f. 01/04/2018
-------------------	--

## **AUDITORS**

**MVK Associates**

**Chartered Accountants**

**800 Sangita Ellipse,**

**Sahakar road, Vile Parle (E),**

**Mumbai - 400 057**

## **REGISTERED OFFICE**

**428, Kailash Plaza**

**Vallabh Baug Lane**

**Ghatkopar East**

**Mumabi 400075**

## **CONTENTS**

**Notice**

**Directors' Report**

**Management Discussion & Analysis**

**CEO/CFO Certification**

**Affirmation of Code of Conduct**

**Secretarial Audit Report**

**MGT-9**

**Auditors Report**

**Balance Sheet**

**Profit and Loss Account**

**Cash Flow Statement**

**Schedule Forming Part of Balance Sheet**

**Proxy Form & Attendance slip**

## NOTICE

NOTICE is hereby given that the **THIRTY FIRST ANNUAL GENERAL MEETING** of the members of **IB INFOTECH ENTERPRISES LIMITED** will be held on Friday, the 28<sup>th</sup> day of September, 2018 at 5.00 p.m. at 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400 075 to transact the following business :

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 including the audited Balance sheet as at 31<sup>st</sup> March, 2018 and the statement of Profit & Loss Account of the Company for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.

To appoint a Director in place of Mr. Jasmin Rasiklal Parekh (DIN: 06507112), who retires by rotation, and being eligible offers himself for re-appointment.

2. To appoint M/s MVK Associates, Chartered Accountants as auditors of the Company and authorize the Board of Directors to fix their remuneration.

**“RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, pursuant to the recommendations of the Audit Committee of the Board of Directors, MVK Associates, Chartered Accountants (Firm’s Registration No. 120222W), be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the Annual General Meeting of the Company to be held in the year 2023 (subject to ratification of their appointment at every AGM), and to authorise the Board to fix the remuneration.”

**For IB Infotech Enterprises Limited**

Place: Mumbai  
Date: August 14, 2018

**Rita Singh**  
**Director**  
DIN: 01988709

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

**The instrument(s) appointing a proxy, if any, shall be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.**

**Pursuant to the provisions of section 105 of the Companies Act, 2013 a person acting as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 percent of the total share capital of the Company carrying voting rights. A member holding more than 10 percent of the total share capital of the company 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 Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, the 26<sup>th</sup> September, 2018 to Friday, the 28<sup>th</sup> September, 2018 (both days inclusive).
3. Members are requested to intimate the Registrar and Share Transfer Agent of the Company-Linked Intime India Pvt Ltd, immediately of any change in their address in respect of equity shares held in physical mode and to their Depository Participants (DP) in respect of equity shares held in dematerialized form.
4. Members holding share certificates under different folio numbers but in the same order of name are requested to apply for consolidation of such folios and send relevant share certificates to the Registrar and Share Transfer Agent of the Company.
5. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
6. *The Company has entered into agreements with the NSDL and CDSL. The Depository System envisages the elimination of several problems involved in the scrip based system such as bad deliveries, fraudulent transfers, fake certificates, theft in postal transit, delay in transfer, mutilation of share certificate, etc simultaneously. Depository system offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, improved liquidity, etc. Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL. Members are encouraged to convert their holdings to electronic mode.*

7. Pursuant to section 101 and 136 of the Companies Act, 2013 read with relevant Rules made there under, as amended from time to time, Companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail address with the Company or with the Depository. Members who have not registered their e-mail address either with the Company or with the Depository can now register the same by submitting updated email address to Link Intime India Pvt Ltd, the Registrar and Share Transfer Agent or Company. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance slip are being sent to those members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the registration counter to attend the AGM. Members may also note that the Annual Report for FY 2018-19 will also be available on the Company's website for their download.

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, as amended from time to time, Members have been provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all resolutions set forth in this notice.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 25<sup>th</sup> September, 2018 (9.00 a.m. IST) and ends on 27<sup>th</sup> September, 2018 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21<sup>st</sup> September, 2018, 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.

The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iii) **Click on Shareholders**

(iv) **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.**

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

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.

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

	<b>For Members holding shares in Demat Form and Physical Form</b>
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"><li>• <b>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.</b></li><li>• <b>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. e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field</b></li></ul>
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"><li>• <b>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).</b></li></ul>

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

- (viii) **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. 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.**
- (ix) **For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.**
- (x) **Click on the EVSN for the relevant IB Infotech Enterprises Limited on which you choose to vote.**
- (xi) **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.**
- (xii) **Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.**
- (xiii) **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.**
- (xiv) **Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.**
- (xv) **You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.**
- (xvi) **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. Please follow the instructions as prompted by the mobile app while voting on your mobile.**



- (xvii) **If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.**

- (xviii) **Note for Non – Individual Shareholders and 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 Corporate**. **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 they have to create a user who would be able to link the account(s) for which they wish to vote on.**

**The list of accounts 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.**

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.**

Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut – off date and not casting their votes electronically, may cast their vote at the AGM venue, facility will be available at the venue. The results of e-voting will be placed by the Company at the Registered Office of the Company within two days of the AGM and also communicated to the stock exchanges, where the shares of the Company are listed.

9. **The resolutions proposed will be deemed to have been passed on the date of AGM subject to receipt of number of votes in favor of the resolutions.**
10. **Mr. Sanjay Shringarpure, partner PRS Associates, Practicing Company Secretaries, (Membership No: F2857) has been appointed as the Scrutinizer to scrutinize the e-voting process.**
11. **At the AGM, at the end of the discussion on the resolution on which voting is to be held, the chairman shall, with the assistance of the scrutinizer, order through ballot paper for all those members who are present but not cast their vote electronically using the e- remote voting facility.**

12. Voting will be provided to the members through e-voting and / or at the AGM venue. A member can opt for only one mode of voting i.e. either through e-voting or ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and the ballot shall be treated as invalid.
13. The Scrutinizer shall submit a consolidated scrutinizer's report of the total votes cast in favour of or against, if any, not later than three days after the conclusion of the AGM to the Chairman of the Company. The Chairman or any other person authorized by him shall declare the result of the voting forthwith.
14. Members seeking any information/clarifications with regard to accounts and audit are requested to write to the Company in advance and their queries should reach the registered office of the Company at least seven days prior to the date of meeting, so as to enable the Management to keep the information/clarification ready.
15. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered office on all working days of the Company between 10.00 a.m. to 1.00 p.m. upto the date of the Annual General Meeting except Saturdays, Sundays and public Holidays.
16. Members/Proxies are requested to bring their attendance slip duly filled in along with their copy of Annual Report to the Meeting.

**For IB Infotech Enterprises Limited**

Place: Mumbai  
Date: August 14, 2018

**Rita Singh**  
**Director**  
**DIN: 01988709**