

IB INFOTECH ENTERPRISES LIMITED

Reg. Off.: 428, Kailash Plaza, Vallabh Baug Lane, Ghatkopar (E), Mumbai 400 075.

Telephone No. (022) 6670 9800

Email ID: iielimited@yahoo.in

CIN: L30006MH1987PLC045529

Date: 9th August 2022

To,
The Executive Director
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai 400 001

Security Code: 519463

Dear Sir/Madam,

Sub: Integrated Annual Report of IB Infotech Enterprises Limited for the financial year ended 31st March 2022 and the Notice of 35th Annual General Meeting

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("**Listing Regulations**") Please find enclosed herewith the Annual Report of **IB Infotech Enterprises Limited** for the financial year ended 31st March 2022 along with the Notice of the 35th Annual General Meeting of the Company to be held on Saturday, 10th September 2022 at 11.00 am through video conferencing / other audio-visual means, for your reference and record.

The aforesaid documents are also uploaded on the Company's website i.e. www.ibinfotech.net.in

Kindly take the same on record.

Thanking you.

Yours faithfully,

For IB Infotech Enterprises Limited

Jasmin Parekh
Director

Encl: a/a

IB INFOTECH ENTERPRISES LIMITED

ANNUAL REPORT 2021-2022

BOARD OF DIRECTORS

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

COMPANY SECRETARY

Ms. Saloni Sadalage	Company Secretary and Compliance Officer
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AUDITORS

MVK Associates Chartered
Accountants
800 Sangita Ellipse,
Sahakar road, Vile
Parle (E),
Mumbai-400057

REGISTERED OFFICE

428, Kailash Plaza Vallabh
Baug Lane Ghatkopar East
Mumbai -400075

REGISTRAR AND TRANSFER AGENT

Link Intime India Pvt Ltd
C-101, 247 Park,
LBS Marg, Vikhroli (West),
Mumbai - 400083

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IB INFOTECH ENTERPRISES LIMITED

NOTICE

NOTICE is hereby given that the Thirty Fifth Annual General Meeting of IB Infotech Enterprises Limited will be held on Saturday, the 10th September 2022 at 11.00 a.m. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. Adoption of Audited Standalone Financial Statements

To receive, consider, approve and adopt the audited Statement of Profit and Loss for the financial year ended March 31, 2022 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

2. Appointment of Mrs. Rita Rajkumar Singh (DIN 01988709) as a director, liable to retire by rotation

To appoint a director in place of Mrs. Rita Rajkumar Singh (DIN 01988709), who retires by rotation and being eligible offers his candidature for re-appointment.

Special Business:

3. Addition/Alteration of Object Clause of the Memorandum of Association of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution**

"RESOLVED THAT pursuant to the provisions of sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with applicable Rules and Regulations made there under, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and is hereby accorded for effecting the alterations in the existing Object Clause of the Memorandum of Association ("the MOA") of the company in the following manner :-

Clause III of the MOA be altered by adding sub-clauses 2a, 2b, 2c, 2d and 2e respectively:

- 2a. To enter into agreement or collaborate with accredited educational institutions, school, college, academy, in India/outside India to provide technical support services such as hardware, software, portal, Information Technology, Web Design, Internet services, computers, program design, assemble data processors on such terms and conditions as may be decided by the company from time to time
- 2b. To carry on the business of establishing, running and managing institutions, school, colleges, academics for imparting education in computer technology, offering equipment, solutions and services for networking and network management, data centre management and in providing consultancy services in the above mentioned area.
- 2c. To carry on the business of running of buses, mini buses, taxis and conveyances of all kinds and to transport students and give on hire to school for conveyances and provide transport facilities

for carriage of passengers, provide local bus service, and purchase, hire, sell, motors, buses, mini buses, and lorries, taxi cars for purpose of carrying passengers

- 2d. To acquire, construct, own, run and manage and to carry on the business of running hotels, motels, lodging, holiday camps, guest houses, restaurants, rest rooms, resorts, canteens, food courts, microbreweries, shops, stores, food counters, eating houses, kiosks, outlets, cafeterias, dine in facility, take away and/or delivery based services, caterers, cafes, taverns, refreshment rooms and lodging or apartments of housekeepers, services apartments, night clubs, casinos, discotheques, swimming pools, health clubs, baths dressing rooms, exporters, importers, and manufacturers of aerated mineral and artificial water and other drinks, purveyors, caterers of public amusement generally and all business incidental there to, whether as owners, co-owners, joint ventures, operators, franchisees, franchisors and/or any other business model.
- 2e. To carry on the business as manufacturers of or dealers in or as stockist, importers and exporters, repairers of operating tables, operating lights head mirrors, fowlers, beds, wheel chairs, trolleys, cupboards, incubation tubes, anaesthetic equipment including oxygen cylinders, all kinds of body scanners x-ray operations, x-ray units, x-ray equipment and all other surgical instruments.

"RESOLVED FURTHER THAT the Board of Directors of the Company or any of its duly constituted committee be and is hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

"RESOLVED FURTHER THAT the Board of Directors of the Company or any of its duly constituted committee be and is hereby authorized, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority arising from or incidental to the said amendment."

4. Approval for entering into a contract with Pearl Liesure Private Limited.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 188 and other applicable provisions of the Companies Act, 2013 read with the Rules made there under including any statutory modifications or re-enactment thereof for the time being in force and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the consent of the company be and is hereby accorded to enter into a contract with the "Pearl Liesure Private Limited", a company in which the directors of the Company are interested for a period of five financial years commencing from financial year 2022-23 to financial year 2026-27, to manage hotel business which inter alia includes hotel administration, marketing, catering management, housekeeping and other related services to upkeep the business/services of lodging & boarding facilities, upto an aggregate amount of Rs. 10.00 Crores p.a. on arm length basis and in the ordinary course of basis.

"RESOLVED FURTHER THAT the Board of Directors or any committee thereof of the company be and hereby authorized to do all such things and take all such actions as may be required from time to time for giving effect to the above resolution and matters related there to in which directors of the company are related parties"

5. Approval for entering into Related Party Transaction by the Company

To Consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company’s policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Company to enter into and/or continue with contract(s)/arrangement(s)/transaction(s) with the respective related parties on arm length basis and in the ordinary course of business for the maximum amounts per annum as mentioned herein below;

Sr. No.	Nature of transactions as per section 188 of the Companies Act, 2013	Name of the director who is related and nature of their relationship	Name of the related party	Amount in Crore
1	To supply Uniform, stationary, all electronic items, transport services furniture fixtures and computer hardware and software and to provide maintenance services or any other item as may be required to run the school activities	Mrs. Rita Singh, Whole time Director who in her individual capacity or her relatives are the trustees	Thakur Educational Trust and their affiliated schools viz a. Thakur Vidya Mandir High School and Junior College b. Thakur college of science & Commerce c. Thakur Ramnarayan college of Arts & Commerce d. Thakur Ramnarayan college of Law e. Thakur Ramnarayan public school ICSE f. Thakur Shyamnarayan High School g. Thakur Shyamnarayan college of Education & Research B.Ed. h. Thakur Institute of Management studies, Career development & Research i. Thakur Vidya Mandir Global School	5.00 Cr p.a. for 3 years

2.	To supply Uniform, stationary, all electronic items, transport services furniture fixtures and computer hardware and software and to provide maintenance services or any other item as may be required to run the school activities	Mrs. Rita Singh, Whole time Director	Sheth Vasantben Natwarlal Charitable Trust or its affiliated schools namely; a. Sheth Vidya Mandir English High School & Jr College of Science and Commerce b. Sheth Vidya Mandir English High School	5.00 Cr p.a. for 3 years
3.	To supply Uniform, stationary, all electronic items, transport services furniture fixtures and computer hardware and software and to provide maintenance services or any other item as may be required to run the school activities	Mrs. Rita Singh, Whole time Director who in her individual capacity.	Victorious Kids Educare Pvt Ltd	5.00 Cr p.a. for 3 years
4.	To supply computer hardware, software, other electronic equipment's and to provide maintenance services and other related activities	Mrs Rita Singh	Dhan Properties Pvt Ltd	3.00 Crs p.a. for 3 years
5	To supply computer hardware, software, other electronic equipment's and to provide maintenance services and other related activities	Mrs Rita Singh	DVM Communications Pvt Ltd	3.00 Crs p.a. for 3 years

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any of its Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.

For IB Infotech Enterprises Limited

Sd/-

Saloni Sadalage

Company Secretary & Compliance Officer

Place: Mumbai

Date :2nd August, 2022

Registered Office:

428, Kailash Plaza,
Vallabh Baug Lane,
Ghatkopar (E),
Mumbai 400 075

CIN: L30006MH1987PLC045529

Notes:

1. In view of the impact of Coronavirus pandemic. The Annual General Meeting (“AGM”) of the Company is scheduled to be held on Saturday , 10th September, 2022, at 11.00 a.m. (IST) through two-way Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) and the voting for items to be transacted in the Notice to this AGM shall be only through remote electronic voting process or electronic voting during the AGM, in compliance with applicable provisions of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, and General Circular No. 02/2022 dated 05th May, 2022 and Securities and Exchange Board of India (the “SEBI”) vide its circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19” and General Circular No. 20/ 2020 dated May 5th, 2020, in relation to “Clarification on holding of Annual General Meeting (AGM) through video Conferencing (VC) or Other Audio Visual Means (OAVM)” all issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”) and SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 for Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Circular dated May 12, 2020, in relation to “Additional relaxation in relation to compliance with certain provisions of Listing Regulations - COVID-19 pandemic”. The deemed venue for the AGM will be the place from where the Chairman of the Board conducts the meeting.
2. Further, pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2021-22 is sent in electronic form only to those Members whose email addresses are registered with the Company/ Depositories. The Notice calling the 35th AGM has been uploaded on the website of the Company at www.ibinfotech.net.in The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited (“BSE”) at www.bseindia.com and the AGM Notice is also available on the website of Central Depository Services (India) Limited (“CDSL”) (agency providing the Remote e-Voting facility) i.e. www.cdslindia.com.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of special business in Agenda No 3,4,5 of the Notice is annexed hereto.
4. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members has been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. Members attending the meeting through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
6. The Members are requested to note that the Company is pleased to provide a two-way Video Conferencing Facility (VC) to view the live streaming of the proceedings of the AGM and facilitate participation of Members at the AGM through VC or asking their questions through a Chatbox facility. The Members will be able to view the proceedings on CDSL’s e-Voting website www.cdslindia.com.
7. Members may use this facility by using the same login credentials as provided for remote e-Voting. Members on the day of the AGM will login through their user ID and password on e-Voting website of CDSL. The link will be available in Member login where the EVSN of Company will be displayed. On clicking the same link, the Member will be able to view the webcasting of the AGM proceedings. The VC Facility will be available on Saturday, 10th September, 2022 from 11.00 a.m. (IST) onwards till the conclusion of the Meeting.
8. Members seeking any information with regard to any items provided in the AGM notice including the Annual Accounts and any queries relating to the business /operations of the Company, are requested to write to the

Company mentioning their name, DP ID and Client ID number /folio number and mobile number, prior to 1st September, 2022 at iielimited@yahoo.in and responses to such queries will be appropriately addressed by the Chairman of the meeting. Due to technical reasons, the length of a question may possibly be limited to a certain number of characters; however, the number of questions a shareholder or its authorized representative can submit will not be affected thereby. The Management will decide, at its due discretion, whether and how it will answer the questions. It can summarize questions and select, in the interest of the other shareholders, meaningful questions. Only questions in the English language will be taken into account. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

9. Corporate members intending to send their authorised representative to attend the AGM through VC or OAVM or to vote through remote e-voting, pursuant to Sections 112 and 113 of the Act, are requested to send a certified copy of the board resolution by e-mailing at iielimited@yahoo.in with a copy marked to www.cdslindia.com, authorising their representative to attend and vote on their behalf at the AGM.
10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
11. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on CDSL's e-Voting website www.evotingindia.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chair persons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
12. The Register of Members and Share Transfer Books of the Company will be closed from 8th September, 2022 to 10th September, 2022 (both days inclusive) for the purpose of AGM.
13. Shareholders holding shares in physical form are requested to advise any change of correspondence address, email address, bank details immediately to the Company's Registrar and Share Transfer Agents, M/s Link In time India Private Limited ("**Link In time**"). Shareholders holding shares in electronic form must advise their respective depository participants about any change in correspondence address, email address and bank details and not to the Company or the Registrars.
14. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Company's Registrar and Share Transfer Agents, Link In time India Private Limited.
15. This AGM Notice is being sent, by e-mail, only to those eligible Members who have already registered their e-mail address with the Depositories / the depository participant / the Company's Registrar and Share Transfer Agents: Link In time/ the Company or who will register their e-mail address with RTA, on or before 5th August, 2022.
16. For permanent registration of e-mail addresses, Members are requested to register the same with their concerned DPs, in respect of electronic holding and with the Company's Registrar Link In time by writing to them at rnt.helpdesk@linkintime.co.in.
17. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their Depository Participants / Link In time to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.
18. Process and manner of voting through electronic means: