

Indo-City
Trades & Finance
Limited

7TH ANNUAL REPORT
1998-99

INDO-CITY TRADES & FINANCE LIMITED

BOARD OF DIRECTORS:

B.D.Jajodia (Chairman)

DIRECTORS :

Anil Jain

Shashi Jain

Vikram Jain

AUDITORS:

S.K.Patodia & Associates

Chartered Accountants

Mumbai-400 059.

BANKERS :

Oriental Bank of Commerce

REGISTERED OFFICE:

2/6, Mittal Estate,

Andheri- Kurla Road,

Andheri (East),

Mumbai-400 059.

SHARE TRANSFER DIVISION : (As Above)

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INDO-CITY TRADES & FINANCE LIMITED.**NOTICE**

NOTICE is hereby given that 7th Annual General Meeting of INDO-CITY TRADES & FINANCE LTD. will be held on 20th September, 1999 Monday at 11.00 A.M. at the Registered Office of the Company at 2/6, Mittal Estate, Bldg. No.2, Andheri-Kurla Road, Andheri (E), Mumbai-400059, for transacting the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 1999 and Profit and Loss Account for the Financial year ended on that date and to receive and consider the Directors Report and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Vikram Jain who retires by rotation and, being eligible, offers himself for reappointment.
3. To consider the reappointment of M/S S. K. PATODIA & ASSOCIATES Chartered Accountants, as the Auditors of the Company.

SPECIAL BUSINESS:

4. To consider and if deemed fit, to pass with or without modification following resolution as Special Resolution.
 "RESOLVED that subject to approval of appropriate authorities the following sub clause under clause III be and is hereby added:-
 65. To manufacture, develop, purchase, sell, or otherwise transfer, lease, import, export and deal in information technology, e-commerce, internet and any systems including software procedures, peripherals, computer data processing machines, and systems and components thereof."
5. **Commencement of New Business Activities :**
 To consider and if deemed fit, to pass with or without modification, following resolution as special Resolution:
 "RESOLVED that pursuant to the provisions of Section 149 (2-A) and other applicable provisions if any consent of the Shareholders be and is hereby accorded to the company to carry on the business under sub clause C-65 of clause III of the Memorandum of Association of the Company."
6. To consider and if deemed fit, to pass with or without modification, following resolution as special Resolution:
 "RESOLVED that pursuant to the provisions of section 21 and other applicable provisions if any of The Companies Act, 1956, approval of the Company be and is hereby accorded to the Company to change its name from INDO-CITY TRADES & FINANCE LTD. to INDO-CITY INFOTECH LIMITED. or any other alternative name approved by Registrar of Companies, Maharashtra and adopted by the Board of Directors of the Company subject to approval of appropriate authorities."
 "RESOLVED further that the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary desirable or expedient for giving effect to this resolution and to settle any questions, disputes that may arise in relation thereto."

On behalf of the Board of Directors

Place: Mumbai

Dated: 23rd August, 1999

REGISTERED OFFICE:

2/6 Mittal Estate, Andheri-Kurla Road,
Andheri (E), Mumbai-400 059.

(ANIL JAIN)

Executive Director

INDO-CITY TRADES & FINANCE LIMITED**NOTES: -**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY FORM SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Members are requested to notify immediately changes in their respective addresses, if any, to the Company's Registered office quoting their Folio No.
3. The register of members and the share transfer book will remain closed from 15/09/1999 to 20/09/1999 (both days inclusive) in terms of the provisions of Section 154 of the Companies Act, 1956.
4. Members intending to require information about accounts to be explained in the meeting are requested to inform the company in writing at least seven days in advance of the Annual General Meeting.
5. Shareholders are requested to please bring their Copies of Annual Report in the Meeting.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 173 (2) OF THE COMPANIES ACT, 1956.**Item No. 4 & 5**

Apart from existing activities carried, your company is trying to embark upon diversification programme by starting a new business activity in the field of Infotech, Computers Hardware and Software Industry. The Memorandum of Association of the Company is required to be amended to start the new activity. The resolution under this item is recommended for approval. None of the Directors is concerned or interested in the resolution.

Item No.6

Your Company is planning to concentrate its activities mainly in the field of Infotech, Computer Hardware and Software Industry. To reflect its real business, name of your company is required to be amended. The resolution under this item is recommended for approval. None of the Directors is concerned or interested in the resolution.

On behalf of the Board of Directors

PLACE: Mumbai.

DATE: 23rd August, 1999

SD/-
(ANIL JAIN)
Executive Director.