

INTELLIVATE CAPITAL VENTURES LIMITED

**34TH
ANNUAL REPORT
2016-2017**

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BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Venkateswara Rao: Whole time Director
Mrs. Leena Modi : Non-Executive Director
Mr. Ajit Ruwala : Independent Director
Mr. Siddharth Shah : Independent Director
Ms. Ranjeeta Dey : Company Secretary and Compliance Officer (*w.e.f. from 30th May, 2017*)
Ms. Meera Kapur : Chief Financial Officer (*w.e.f. from 11th August, 2017*)

REGISTERED OFFICE

66/1, Hansa Villa, Opp. South Indian Gymkhana,
Bhaudaji Cross Road, Matunga (CR), Mumbai - 400 019
Phone: (022) 2439 1859 **Fax:** (022) 2403 1691
Website: www.intellivatecapitalventures.in
E-mail: secretarial@intellivatecapital.com

REGISTRAR & SHARE TRANSFER AGENTS:

PURVA SHAREREGISTRY (INDIA) PVT. LTD.

Address: No-9, Shiv Shakti Industrial Estate,
Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital,
Lower Parel, Mumbai - 400 011
Phone: 022-2301 6761 / 2301 8261 **Fax:** 022-2301 2517
Website: www.purvashare.com
E-mail: purvashr@gmail.com

BANKERS

IndusInd Bank, Mumbai

STATUTORY AUDITORS

M/s J. B. Dudhela & Co.
Chartered Accountants, Mumbai

SECRETARIAL AUDITORS

M/s SRM & Co.
Company Secretaries, Mumbai

INTERNAL AUDITORS

M/s I. P. Mehta & Co.
Chartered Accountants, Mumbai

INTELLIVATE CAPITAL VENTURES LIMITED

ANNUAL REPORT 2016-17

INTELLIVATE CAPITAL VENTURES LIMITED

CIN: L27200MH1982PLC028715

Registered Office: 66/1, Hansa Villa, Opp. South Indian Gymkhana, Bhaudaji Cross Road,
Matunga (CR), Mumbai- 400 019

Phone: (022) 2439 1859 Fax: (022) 2403 1691

Website: www.intellivatecapitalventures.in E-mail: secretarial@intellivatecapital.com

NOTICE OF 34TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Fourth Annual General Meeting (AGM) of the Members of Intellivate Capital Ventures Limited will be held on Friday, 22nd September, 2017 at 12.00 P.M. at 1004-A, Naman Midtown, 10th Floor, Senapati Bapat Marg, Elphinstone Road (W), Mumbai - 400013 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 together with the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mrs. Leena Modi, Director (DIN: 00796382), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint M/s K. J. Shah & Associates, Chartered Accountants, Mumbai (FRN: 127308W) as Statutory Auditors of the Company in place of retiring Statutory Auditors M/s. J. B. Dudhela & Co., Chartered Accountants, Mumbai (FRN: 102777W) who hold office upto the conclusion of 34th Annual General Meeting, to hold office from the conclusion of 34th Annual General Meeting up to the conclusion of 39th Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), M/s K. J. Shah & Associates, Chartered Accountants, Mumbai (FRN: 127308W), be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of 34th Annual General Meeting upto the conclusion of 39th Annual General Meeting to be held for the financial year ending 31st March, 2022 (subject to ratification by the members at every AGM held after this AGM) and to audit financial statements of the Company for the financial years from 2017-18 to 2021-22 in place of retiring auditors M/s. J. B. Dudhela & Co., Chartered Accountants, Mumbai (FRN: 102777W), who hold office upto the conclusion of 34th Annual General Meeting; and the Board of Directors of the Company be and are hereby authorized to fix the Auditor's remuneration as may be agreed upon between the auditors and the Board of Directors of the Company."

SPECIAL BUSINESS:

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

"RESOLVED THAT in supersession of the Ordinary Resolution passed by the Members of the Company through postal ballot on 14th October, 2008 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board"), to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount which is Rs. 100 Crores (Rupees One Hundred Crores only) over and above the aggregate of the paid-up share capital of the Company and its free reserves and that the Board be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts,

deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

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

"RESOLVED THAT in supersession of the Special Resolution passed by the Members of the Company through postal ballot on 14th October, 2008 and pursuant to the provisions of Section 186 of the Companies Act, 2013 and such other provisions as may be applicable, if any, read with Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force and the Articles of Association of the Company the Board of Directors of the Company be and is hereby authorized to agree to at its discretion to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to and to make investments in shares, debentures and/ or any other securities of other body corporates or person whether Indian or overseas and/or in various schemes of Mutual Funds or such other funds, as they may in their absolute discretion deem beneficial and in the interest of the Company in excess of 60% of the paid up Share Capital and Free Reserves and Securities Premium of the Company or 100% of Free Reserves and Securities Premium of the Company whichever is more, as prescribed under Section 186 of the Companies Act, 2013 from time to time, in one or more tranches, up to maximum amount of Rs. 100 Crores (Rupees One Hundred Crores only), notwithstanding that such investment or loans given or securities provided together with the Company's existing investments in all other bodies corporate, loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013 and that the Board thereof is authorized to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, and to settle any question or doubt that may arise in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps in respect of the above loans, guarantees and investment including the timing, amount and other terms and conditions of such loans, guarantees and investment and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard and to exercise all the rights and powers which would vest in the Company in pursuance of such loans, guarantees and investment."

By order of the Board of Directors of
For Intellivate Capital Ventures Limited

Place : Mumbai
Date : 11th August, 2017

Registered Office:
66/1, Hansa Villa, Opp. South Indian Gymkhana,
Bhaudaji Cross Road,
Matunga (CR), Mumbai- 400 019

Sd/-
Venkateswara Rao
Whole Time Director
DIN: 03138031

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY/IES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as a proxy on behalf of member or members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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. Proxies, in order to be effective, must be received at the registered office of the Company, duly completed and signed, not less than forty eight (48) hours before the commencement of the meeting. Proxies submitted on behalf of the Companies, Societies etc., must be supported by appropriate resolution / authority, as applicable.
3. The Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business at Item No. 4 and Item No. 5 of the accompanying Notice is annexed hereto.
4. Corporate Members are required to send a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote on their behalf at the AGM (including through remote e-voting) or any adjournment thereof.
5. Members, Proxies and Authorized Representatives are requested to bring to the meeting; the attendance slip enclosed herewith, duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. Duplicate attendance slip or copies of the Report and Financials Statements will not be made available at the Annual General Meeting venue.
6. A brief resume of each of the directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between Directors inter se and Key Managerial Personnel as stipulated under Regulation 36 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, and Clause 1.2.5 of Secretarial Standards-2 on General Meetings, are provided in detail of Directors seeking Appointment/ Reappointment at the Annual General Meeting is annexed herewith as **Annexure I**.
7. 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 their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Transfer Agent / Company.
8. Electronic copy of the Annual Report for FY2016-17 is being sent to all the members whose e-mail Ids are registered with the Company/Depository Participant(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Annual Report for FY 2016-17 are being sent in the permitted mode. Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant (in case of shares in dematerialized form) or with Purva Share Registry (India) Private Limited (in case of Shares held in physical form).
9. Non Resident Indian members are requested to inform the Company's RTA immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, if not furnished earlier.
10. Members may also note that the Notice of the 34th AGM and the Annual Report for FY 2016-17 will be available on the Company's website www.intellivatecapitalventures.in for their download and also on the website of Central Depository Services (India) Limited viz. www.evotingindia.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost. For any communication, the shareholders may also send requests to the Company's investor e-mail id: secretarial@intellivatecapital.com
11. Pursuant to Regulation 42 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 16th September, 2017 to Friday, 22nd September, 2017 (both days inclusive).
12. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection by the members during the Annual General Meeting.
13. In case of joint holders, only such joint holder who is named first in the order of names will be entitled to vote.
14. To comply with the provisions of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules 2014, the Company is required to update its database by incorporating members' designated E-mail ID in its records.

Members are requested to submit their E-mail ID vide the e-mail updation form enclosed with this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and by returning the letter by post.

The e-mail ID provided shall be updated subject to successful verification of your signature(s) as per record available with the RTA of the Company.

15. A route map showing directions to reach the venue of the 34th Annual General Meeting is given at the end of this Annual Report as per the requirement of the Secretarial Standards-2 on "General Meetings".
16. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Company Secretary and Compliance Officer at the Registered Office of the Company at least seven days in advance of the meeting so that the information required may be made readily available at the meeting.

17. VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by ICSI, the Company is pleased to provide Members facility to exercise their Right to vote through 'remote e-voting' (e-voting from a place other than venue of the Annual General Meeting) as an alternative to cast their votes electronically on all the resolutions set forth in the Notice convening the 34th Annual General Meeting of the Company. The Company has engaged services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency to provide the e-voting facility.

The facility of voting through Polling Papers shall also be made available at the venue of the 34th Annual General Meeting. The members attending the meeting, who have not cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the Annual General Meeting.

Once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again.

The Company has appointed M/s. SRM & Co., Company Secretaries, Mumbai as the Scrutinizer for conducting the remote e-voting and the voting process at the Annual General Meeting in a fair and transparent manner.

E-voting is optional.

In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed 15th September, 2017 as the 'Cut-off Date'. The remote e-voting /voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. 15th September, 2017 only.

The Scrutinizer shall after the conclusion of voting at Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days from the conclusion of the Annual General Meeting, a consolidated Scrutinizer's Report of total votes cast in favour or against, if any, to the Chairman of the Meeting or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The result declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL, immediately after the declaration of result by the Chairman of the Meeting or a person authorized by him in writing. The result shall also be immediately forwarded to the BSE Limited.

The instructions to members for voting electronically are as under:-

- I. The voting period begins on 19th September, 2017 (09:00 a.m.) and ends on 21st September, 2017 (05:00 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 (record date) 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/ Members
- V. Now enter the User ID
 1. For CDSL: 16 digits beneficiary ID,
 2. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 3. 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 members are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then their existing password is to be used.
- VIII. If the member is a first time user then follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter the 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 (refer serial no. printed on the Ballot Form) 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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
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 reach directly 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.
- 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. If members are holding shares in DEMAT form and logged on to and casted vote earlier for EVSN www.evotingindia.com of any company then the existing login id and password are to be used.
- XIII. Click on the EVSN for "Intellivate Capital Ventures Limited".
- XIV. On the voting page, members 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 the member assents to the Resolution and option NO implies that the member dissents to the Resolution.
- XV. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XVI. After selecting the resolution the member have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If member wishes to confirm their vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify the vote.
- XVII. Once the members "CONFIRM" their vote on the resolution, they will not be allowed to modify their vote.
- XVIII. Members can also take out print of the voting done by clicking on "Click here to print" option on the Voting page.
- XIX. If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XX. **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. I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- XXI. **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 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.

INTELLIVATE CAPITAL VENTURES LIMITED**ANNUAL REPORT 2016-17**

- XXII. In case members 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.
- XXIII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 15th September, 2017, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

**By order of the Board of Directors of
For Intellivate Capital Ventures Limited**

Place : Mumbai
Date : 11th August, 2017

Sd/-
Venkateswara Rao
Whole Time Director
DIN: 03138031

Registered Office:
66/1, Hansa Villa, Opp. South Indian Gymkhana,
Bhaudaji Cross Road,
Matunga (CR), Mumbai- 400 019

**STATEMENT IN RESPECT OF THE SPECIAL BUSINESSES PURSUANT
TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:**

ITEM NO. 4:

The Members of the Company through postal ballot, on 14th October, 2008, had approved by means of an Ordinary Resolution, the limits upto which the Company can borrow in excess of the aggregate paid-up capital and its free reserves, as per requirements of the Section 293(1)(d) of the Companies Act, 1956.

Now, under the provisions of Section 180(1)(c) of the Companies Act, 2013, the above powers can be exercised by the Board only with the consent of the shareholders obtained by a Special Resolution. Therefore, it is necessary to obtain approval of the shareholders by means of Special Resolution to enable the Board of Directors of the Company under Section 180(1)(c) of the said Act to borrow monies, provided that the total amount so borrowed by the Board shall not to exceed Rs. 100 Crores (Rupees One Hundred Crores only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

The Board recommends the Resolution as set out at Item no. 4 of the Notice as a Special Resolution, for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned/ interested in the above resolution.

ITEM NO. 5:

The Members of the Company through postal ballot, on 14th October, 2008, had approved by means of a Special Resolution, the limits upto Rs. 50 Crores for authorizing the Board of Directors of the Company for making investments in shares, debentures, securities of the other bodies corporate and/or various schemes of Mutual Funds and/or other funds, to give loans to any other body corporate, to give any other guarantee and/or provide any other security pursuant to section 372A of the Companies Act, 1956.

Under the provisions of Section 186 of the Companies Act 2013, the powers to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to and to make investments in shares, debentures and/or any other securities of other body corporates or person whether Indian or overseas and/or in various schemes of Mutual Funds or such other funds, in excess of the limits prescribed, can be exercised by the Board with the consent of the shareholders obtained by a Special Resolution. As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution at a general meeting, for the authorizing the Board to exercise aforesaid powers, in excess of 60% of the paid up Share Capital, Free Reserves and Securities Premium of the Company or 100% of Free Reserves and Securities Premium of the Company whichever is more, as prescribed under section 186 of the Companies Act, 2013 from time to time, in one or more tranches, up to maximum limit of Rs. 100 Crores notwithstanding that such investment or loans given or securities provided together with the Company's existing investments in all other bodies corporate, loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013.

The Board recommends the Resolution as set out at Item no. 5 of the Notice as a Special Resolution, for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned/ interested in the above resolution.

**By order of the Board of Directors of
For Intellivate Capital Ventures Limited**

Place : Mumbai
Date : 11th August, 2017

Registered Office:
66/1, Hansa Villa, Opp. South Indian Gymkhana,
Bhaudaji Cross Road,
Matunga (CR), Mumbai- 400 019

Sd/-
Venkateswara Rao
Whole Time Director
DIN: 03138031

INTELLIVATE CAPITAL VENTURES LIMITED**ANNUAL REPORT 2016-17****DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT
AT THE FORTHCOMING ANNUAL GENERAL MEETING**

In pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on "General Meetings":

Name of the Director	Mrs. Leena Modi
DIN	00796382
Date of Birth/ Age	04-04-1965 /52 Years
Nationality	Indian
Date of appointment as Director	04/08/2016
Designation	Director
Qualification	Graduate In Commerce
Experience and Expertise	She has experience of well over 20 years in the field of corporate laws, securities laws, and corporate finance and Property matters.
Shareholding in the Company	60,24,000 Equity Shares of Re. 1/- each
Number of Meetings of the Board attended during the year.	03 out of 03
List of Directorship and Membership /Chairmanship of Committees in other Companies	<p>DIRECTORSHIP:</p> <p>Public Companies</p> <ul style="list-style-type: none"> - Supremex Shine Steels Limited - Intellivate Capital Advisors Limited - Samruddhi Finstock Limited - Samco Commodities Limited <p>Private Companies</p> <ul style="list-style-type: none"> - Rock Builders And Developers Private Limited - Galaxy Realty Private Limited - Jimeet Developers Private Limited - Niralee Properties Private Limited - Bombay Exim Private Limited - Jinal Fin-Vest Private Limited - Anish Properties Private Limited - Saria Builders And Developers Private Limited - Piyali Builders And Developers Private Limited <p>MEMBERSHIP/ CHAIRMANSHIP OF COMMITTEES:</p> <p>Stakeholders Relationship Committee</p> <ul style="list-style-type: none"> - Intellivate Capital Advisors Limited (Member) - Supremex Shine Steels Limited (Member)
Relationship with other Directors and Key Managerial Personnel of the Company	Not Related

**By order of the Board of Directors of
For Intellivate Capital Ventures Limited**

Place : Mumbai
Date : 11th August, 2017

Registered Office:
66/1, Hansa Villa, Opp. South Indian Gymkhana,
Bhaudaji Cross Road,
Matunga (CR), Mumbai- 400 019

Sd/-
Venkateswara Rao
Whole Time Director
DIN: 03138031