

INTELLIVATE CAPITAL VENTURES LIMITED

**36TH
ANNUAL REPORT
2018-19**

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BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Venkateswara Rao	: Whole time Director
Mrs. Leena Modi	: Director
Mr. Ajit Ruwala	: Independent Director
Mr. Siddharth Shah	: Independent Director
Ms. Ranjeeta Dey	: Company Secretary and Compliance Officer
Ms. Riya Sidhpura	: Chief Financial Officer

STATUTORY AUDITORS

M/s. K. J. Shah & Associates
Chartered Accountants, Mumbai

SECRETARIAL AUDITORS

M/s. Maurya & Associates
Company Secretaries, Mumbai

INTERNAL AUDITORS

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

BANKERS

IndusInd Bank, Mumbai

REGISTERED OFFICE:**INTELLIVATE CAPITAL VENTURES LIMITED**

Address: 1104, A Wing, Naman Midtown,
11th Floor Senapati Bapat Marg,
Prabhadevi, Mumbai - 400013

Phone: (022) 2439 1933

Fax: (022) 24031691

Website: www.intellivatecapitalventures.in

E-mail: secretarial@intellivatecapital.com

REGISTRAR & SHARE TRANSFER AGENTS:**PURVA SHAREGISTRY (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

INTELLIVATE CAPITAL VENTURES LIMITED**ANNUAL REPORT 2018-19****INTELLIVATE CAPITAL VENTURES LIMITED****CIN: L27200MH1982PLC028715****Registered Office:** 1104, A Wing, Naman Midtown, 11th Floor Senapati Bapat Marg, Prabhadevi, Mumbai - 400013.**Phone:** (022) 2439 1933 **Fax:** (022) 2403 1691**Website:** www.intellivatecapitalventures.in **E-mail:** secretarial@intellivatecapital.com**NOTICE OF 36TH ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Thirty Sixth Annual General Meeting of the Members of Intellivate Capital Ventures Limited will be held on Monday, 16th September, 2019 at 12:00 Noon at 1004-A, Naman Midtown, 10th Floor, Senapati Bapat Marg, Prabhadevi (Elphinstone Road) West, Mumbai - 400013 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company comprising of Balance Sheet for the year ended 31st March, 2019, the Statement of Profit & Loss as on that date together with Notes forming part of accounts, Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Leena Modi (DIN: 00796382), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

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

Place : Mumbai
Date : 13th August, 2019

Registered Office:
1104, A Wing, Naman Midtown,
11th Floor Senapati Bapat Marg,
Prabhadevi, Mumbai - 400013

Sd/-
Venkateswara Rao
Whole Time Director
DIN: 03138031

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as a proxy on behalf of 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. 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 Meeting.
4. 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 AGM venue.
5. 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 details of Directors seeking Appointment/ Re-appointment at the Annual General Meeting is annexed herewith as Annexure I.
6. 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.
7. Electronic copy of the Annual Report for FY 2018-19 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 2018-19 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).
8. Members may also note that the Notice of the 36th AGM and the Annual Report for FY 2018-19 will be available on the Company's website www.intellivatescapitalventures.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@intellivatescapital.in.
9. 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, **07th September, 2019 to Monday, 16th September, 2019** (both days inclusive).
10. 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 AGM.
11. In case of joint holders, only such joint holder who is named first in the order of names will be entitled to vote.
12. To comply with the provision of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules 2014, the Company shall be 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.
13. The cut-off date for the purpose of remote e-voting and voting at the AGM shall be 09th September, 2019. Please note that members can opt for only one mode of voting i.e., either by voting at the meeting or through remote e-voting. If Members opt

for remote e-voting, then they should not vote at the Meeting. However, once an e-vote on a resolution is casted by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting may also attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.

14. A route map showing directions to reach the venue of the 36th AGM is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meetings".
15. 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.
16. **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, 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 AGM) as an alternative to cast their votes electronically. The Company has engaged services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency to provide the e-voting.

The facility of voting through Polling Papers shall also be made available at the venue of the 35th AGM. 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 AGM.

"The Company has appointed M/s. Maurya & Associates . Company Secretaries, Mumbai, as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM 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 09th September, 2019 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. 09th September, 2019 only."

The voting right of Shareholders shall be in proportion to their share in the paid up equity capital of the Company as on **09th September, 2019** (cut-off date).

The Scrutinizer shall after the conclusion of voting at AGM, 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 AGM, 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 13th September, 2019 (09:00 a.m.) and ends on 15th September, 2019 (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 your 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 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.
- VIII. If you are a first time user 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. Click on the EVSN for "Intellivate Capital Ventures Limited".
- XIII. 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.
- XIV. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XV. 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.
- XVI. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVII. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XVIII. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XIX. **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. Apple 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.**
- XX. **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

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Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- XXI. 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.
- XXII. 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. 09th September, 2019, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

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

Place : Mumbai
Date : 13th August, 2019

Registered Office:
1104, A Wing, Naman Midtown,
11th Floor Senapati Bapat Marg,
Prabhadevi, Mumbai - 400013

Sd/-
Venkateswara Rao
Whole Time Director
DIN: 03138031

INTELLIVATE CAPITAL VENTURES LIMITED
ANNUAL REPORT 2018-19
ANNEXURE I
**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/ 54 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	50,46,616 Equity Shares of Re.1/- each
Number of Meetings of the Board attended during the year.	04 out of 04
List of Directorship and Membership /Chairmanship of Committees in other Companies	<p>DIRECTORSHIP: Public Companies - Supremex Shine Steels Limited - Intellivate Capital Advisors Limited - Intellivate Capital Ventures Limited - Samruddhi Finstock Limited - Samco Commodities Limited</p> <p>Private Companies - High Rise Realty Private Limited - Ashwa Realty (India) Private Limited - VM Management Consultancy Private Limited - Niralee properties Pvt Ltd - Bombay Exim Pvt Ltd - Jimeet Developers Private Limited - Win Sure Trade Invest Private Limited - Rock Builders And Developers Private Limited - Galaxy Realty Private Limited - Jinal Fin-Vest Private Limited - Anish Properties Private Limited - Saria Builders And Developers Private Limited - Hansa Villa Realty Private Limited - Piyali Builders And Developers Private Limited</p> <p>MEMBERSHIP/ CHAIRMANSHIP OF COMMITTEES: Audit Committee - Intellivate Capital Advisors Limited (Member) - Supremex Shine Steels Limited (Member)</p> <p>Stakeholders Relationship Committee - Intellivate Capital Advisors Limited (Chairman) - Supremex Shine Steels Limited (Chairman)</p>
Relationship with other Directors and Key Managerial Personnel of the Company	Not Related

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

Place : Mumbai
Date : 13th August, 2019

Registered Office:
 1104, A Wing, Naman Midtown,
 11th Floor Senapati Bapat Marg,
 Prabhadevi, Mumbai - 400013

Sd/-
Venkateswara Rao
Whole Time Director
 DIN: 03138031

INTELLIVATE CAPITAL VENTURES LIMITED**ANNUAL REPORT 2018-19****BOARD'S REPORT**

TO
THE MEMBERS OF THE COMPANY,

Your Directors are pleased to present the 36th Annual Report on the business and operations of the Company together with the Audited Financial Statements for the Financial Year (FY) ended 31st March, 2019.

FINANCIAL RESULTS:

(Amount in Rs.)

S. No.	Particulars	Current Year ended 31 st March, 2019	Previous Year ended 31 st March, 2018
1.	Total Revenue (Net)	33,00,000	14,00,000
2.	Other Income	43,798	40,372
3.	Total Income	33,43,798	14,40,372
4.	Profit before Depreciation & Amortization Expenses, Finance Cost and Tax	5,35,521	(13,47,686)
5.	Less : Depreciation and Amortization Expenses	-	-
6.	Finance Cost	-	-
7.	Profit before Tax	5,35,521	(13,47,686)
8.	Less: Provision for Tax	1,40,000	1,36,347
9.	Profit after Tax	3,95,521	(14,84,033)
10.	Prior Period Adjustment		-
11.	Profit/(Loss) for the Year	3,95,521	(14,84,033)
12.	Balance of Profit as per last Balance Sheet	14,24,992	29,09,025
13.	Balance Available for Appropriation	18,20,514	14,24,992
14.	Rate of Proposed/Paid Dividend	-	-
15.	Proposed/paid Dividend	-	-
16.	Transfer to General Reserve	-	-
17.	Balance of Profit carried to Balance Sheet	18,20,514	14,24,992

REVIEW OF OPERATIONS:

During the year under review, the Company's Gross Revenue from operations stood at Rs. 33,00,000/- compared with Rs. 14,00,000/- in the previous year. The Operating profit before tax stood at Rs. 5,35,521/- as against Operating loss before tax of Rs. 13,47,686/- in the Previous Year. The Net profit for the year stood at Rs. 3,95,521/- as against Net loss of Rs. 14,84,033/- reported in the Previous Year.

The Company continued to operate in the business of offering advisory services on several financial and corporate issues and there was no change in business activities. There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

DIVIDEND AND RESERVES:

The Board has not recommended any dividend for Financial Year 2018-19 in view of the current market outlook; and in order to preserve cash.

SHARE CAPITAL OF THE COMPANY:

There was no change in share capital of the Company during the FY 2018-19. The paid up equity share capital of your Company as on 31st March, 2019 was Rs. 2,91,00,000/- (Rupees Two Crores Ninety One Lakh only) divided into 2,91,00,000 Equity shares of the face value of Rs. 1/- (Rupees One only) each. The said shares are listed on BSE Limited.

MANAGEMENT DISCUSSIONS AND ANALYSIS: