

INTEGRATED HITECH LIMITED

CIN: L72300TN1993PLC024583

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Directors				
Mr. Ebenezer Gerald - Chairman	-	Chairman cum Managing Director		
Mrs. Sudha Gerald	-	Non Executive Director		
Mr. Rajendhiran Jayaram	-	Non Executive Independent Director		
Mrs. Rajendhiran Eswari Angali	-	Non Executive Independent Director		
Chief Financial Officer				
Ms. Shantwana Adhikari				
Company Secretary				
Mr. Deepak Kumar Saha				
Auditors				
M/s John Moris & Co, Chartered Accountants (ICAI Firm registration number: 007220S)				
Secretarial Auditor				
Mr. Rabindara Kumar Samal , Practicing Company Secretary				
Bankers				
Canara Bank				
Registered Office				
3 rd Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008 Phone 044-28514406/28514407 CIN No. L72300TN1993PLC024583 GST NO : 33AAACI6420R1ZE Fax : 044-285865990391 E-mail : md@easitax.com / easitax.ihl@gmail.com Website : www.easitax.com				

NOTICE is hereby given that the 29th Annual General Meeting of the Members of INTEGRATED HITECH LIMITED. will be held on Thursday the 29th September, 2022, at 10:00 AM through Video Conferencing (VC) for which purpose the Registered Office of the Company situated at Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008 shall be deemed to be the venue for the Meeting and the proceedings of AGM shall be deemed to be made thereat, to transact the following business:

ORDINARY BUSINESS:**1. ADOPTION OF ACCOUNTS:**

To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**.

"RESOLVED THAT the Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss account of the Company (Both Standalone and Consolidated) with the Schedules and Cash Flow Statement for the year ended 31st March, 2022 together with the Directors Report and the Auditors' Report thereon, be and are hereby approved and adopted."

2. APPOINTMENT OF AUDITORS

To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**.

"RESOLVED THAT the Auditors of the Company, M/s. John Moris & Co., Chartered Accountants, Chennai (Firm Registration No. 007220S) who were appointed as Statutory Auditors to hold office for a period of five years till the conclusion of the 32nd Annual General Meeting on a remuneration as the Board of Directors of the Company may determine, in addition to travelling and out of pocket expenses be and is hereby ratified".

AS SPECIAL BUSINESS:**APPOINTMENT OF DIRECTORS****3. Regularisation of appointment of Mrs. Sudha Gerald (DIN: 02356484) as a director:-**

To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 160 and other applicable provisions, if any, of the Companies Act, 2013("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force), Mrs. Sudha Gerald (DIN: 02356484), who was appointed as an

additional director of the company with effect from 19th January, 2022 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Mrs. Sudha Gerald for the office of Director be and is hereby appointed as a Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By Order of the Board

Chennai

Date:- 02/09/ 2022

A. GERALD EBENEZER
Managing Director

NOTES: Statutory information:

- 1.** The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of the Special Business set out in Item No.3, annexed here to
- 2.** A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy or Proxies to attend and vote instead of himself and such Proxy or Proxies need not be a member or members of the Company. The Proxy form, duly signed, must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. Members who have exercised their vote through e-voting cannot vote at the meeting.
- 3.** A Proxy form shall be in Form No.MGT-11 of the Companies Act, 2013.
- 4.** Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf.
- 5.** The Register of Members and the Share Transfer books of the Company will remain closed from **22nd September, 2022 to 29th September, 2022 (both days inclusive)** in connection with the Annual General Meeting (AGM) and payment of dividend.
- 6.** Members are requested to intimate change, if any, in their address immediately.
- 7.** Members are requested to bring their copy of the Annual Report with them to the Annual General Meeting.
- 8.** Annual Report and the Notice of the AGM are available in the Company's website: www.easitax.com The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting during the AGM) i.e. www.evotingindia.com. Facility for Remote E-voting and Voting during the meeting.
- 9.** Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act 2013, and the relevant Rules, the Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) to facilitate the Members to exercise their right to vote at the Annual General Meeting through remote e-voting. The detailed process for participating in the said e-voting is furnished in Page No.5.
- 10.** A person who has participated in the remote e-voting is not debarred from participating in the meeting though he/she shall not be able to vote at the meeting again and his/her earlier vote cast electronically shall be treated as final. However, as per Rule 20 of the Companies (Management & Administration) Rules, 2014, facility for voting shall also be made available at the meeting and Members who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- 11.** Pursuant to proviso to Regulation 40 (1) of the Listing Regulations, effective from 1st April 2019 transfer of securities other than transmission or transposition of names are not to be processed by the Company in physical form. So, shareholders desirous of transferring their shares are requested to dematerialize their shares.

GUIDANCE TO SHAREHOLDERS FOR REMOTE E-VOTING

- (i) The voting period begins at 9:00 AM on 26th September, 2022 and ends on 28th September, 2022 at 5:00PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date viz., 22nd September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5 p.m. on 28th September, 2022.
- (ii) For shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on “Shareholders” module.
- (iv) Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders 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.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

- a) Enter the following details:

Applicable for Shareholders holding shares in Demat form and Physical form:

	For Members holding shares in Demat Form and Physical Form
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"> 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. 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. Eg. If your name is Ramesh Kumar with sequence 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 (iv)

- (viii) After entering these details appropriately, click on “SUBMIT” tab.

- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for **INTEGRATED HITECH LIMITED (EVS No. 220902086)** and you will be directed to the e-voting screen.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a 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.
- (xviii) **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.**
- (xix) **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.

- (xx) **SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA <https://Investors.cameoindia.com> AND FOLLOW THE INSTRUCTIONS THEREIN. In case of any difficulty please contact the RTA.** Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the e-voting when the notice of the AGM is sent based on this registration.

General

- a) The voting period begins on **26th September, 2022 (9.00 AM) and ends on 28th September, 2022 (5.00 PM)** During this period shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date is 22nd September, 2022.
- c) Mr. Rabindra Kumar Samal, Practising Company Secretary, Chennai has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- d) The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- e) The results of the e-voting along with the scrutinizer's report shall be placed in the Company's website www.easitax.com and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.

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.

By Order of the Board

Chennai

Date:- 02/09/ 2022

A. GERALD EBENEZER
Managing Director

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**ITEM No. 3:**

The Special Business relates to seeking members' approval for regularization of Appointment of Mrs. Sudha Gerald (DIN- 02356484) Who is appointed by the Board of Directors as Additional Director with effect from 19th January, 2022 to the conclusion of ensuing AGM. The Board of Directors recommends the above resolution for the share holders approval.

The Board of Directors, on the basis of performance evaluation done by the Nomination and Remuneration Committee of Sudha Gerald (DIN- 02356484) Director, considers that given her background and experience and contributions made by her during her tenure and the continued association of Mrs. Sudha Gerald (DIN- 02356484) would be beneficial to the company and it is desirable to continue to avail her service as an Non Executive Director.

Mrs. Sudha Gerald (DIN-02356484), on the recommendation of the Nomination and Remuneration Committee was appointed as an Additional Director with effect from 19th January, 2022 by the Board in accordance with section-161 of the companies Act, 2013(" the Act"). As per the Section-161 of the Act, Mrs. Sudha Gerald holds office upto the date of the ensuing AGM on 29th September, 2022. The Company has received the requisite notice in writing under section 160 of the Act from a member proprsing the candidature of Mrs. Sudha Gerald to be appointed as a Non-Executive Director at the ensuing AGM liable to retire by rotation.

Mrs. Sudha Gerald possesses the requisite knowledge, experience and skill for the position of Director. The Board on receipt of the said notice from a member and on recommendation of it's Nomination and Remuneration Committee and subject to approval of members in the ensuing AGM, has accorded its consent, to appoint Mrs. Sudha Gerald as a Non -Executive Director liable to retire by rotation.

DIRECTORS' REPORT**Dear Members,**

Your Directors have pleasure in presenting before you the 29th Annual Report of your Company on the business and operations together with the Audited Financial Statements including Consolidated Financial Statement and Auditors' Report for the financial year ended 31st March'2022. The performance of the Company during the year under Report is summarized as below:

FINANCIAL HIGHLIGHTS:

The summarized financial results of our operations for the Financial Year ending 31st March' 2022 is detailed hereunder.

(Rs. in Lakhs)

	STANDALONE		CONSOLIDATED	
Particulars	March 31, 2022 (Amt in Rs.)	March 31, 2021 (Amt in Rs.)	March 31, 2022 (Amt in Rs.)	March 31, 2021 (Amt in Rs.)
Operating Income	3.37	14.45	3.37	14.45
Other Income	6.18	4.87	6.18	4.87
Total Income	9.55	19.32	9.55	19.32
Total Expenditure	20.80	24.86	20.80	24.86
Net profit/Loss	(11.24)	(5.54)	(11.24)	(5.54)
Exceptional Items				
Exceptional Items	0	0.00	0	0.00
Profit / (Loss) before tax	(11.24)	(5.54)	(11.24)	(5.54)
Provision for tax	NIL	NIL	NIL	NIL
Deffered tax	NIL	NIL	NIL	NIL
Net Profit/Loss after tax	(11.24)	(5.54)	(11.24)	(5.54)
Earnings Per Share	00.00	00.00	00.00	00.00

WEB ADDRESS -www.easitax.com**FINANCIAL PERFORMANCE**

During the year under review, your Company has registered a total loss of Rs. 11.24/- Lakhs as compared to previous year loss of Rs. 5.54/- Lakhs. The Board is trying hard for the growth of the Company. Your Directors are continuously looking for avenues for future growth of the Company by developing new Software in the ever growing field of Financial and Health Care Sector. The Company is now ready to avail the new opportunities available in the market.

CHANGES IN SHARE CAPITAL

During the Financial year 2021-22 the Authorized Share Capital and Paid Up Capital as at 31st March 2022 stood at Rs.11,00,00,000/- and Rs.10,00,46,000/- respectively. During the year under review, the company has not issued any Securities nor granted any Stock Options or Sweat Equity.

BUSINESS REVIEW/ STATE OF THE COMPANY'S AFFAIRS

Your Company is involved in the development of various software and services for E-filing of Corporate Statutory Tax Returns and developing the existing software's. The company is working on to develop e-redressal system for GST and e-record system for health care.

During the year under review, the total income of the Company stands at Rs. 9.55/- Lakhs and the expenses stands at Rs. 20.80/- Lakhs. The Net Loss stands at Rs. 11.24/- Lakhs in compression to Rs. 5.54/- Lakhs of last year.

The losses can be attributed to the developmental expenses the company is incurring for developing the GST & Health Care Software which are to be launched in the market soon.

CHANGES IN THE NATURE OF THE BUSINESS

During the year under review, there were no changes in nature of business of the company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**LISTING OF EQUITY SHARES**

The Company's Equity shares are presently listed on BSE Limited and the Company has received in Principle Approval for revocation of Suspension in trading of Equity Shares on 25th February, 2019. The Company has paid the Annual Listing Fees to the said Stock Exchanges for the financial year 2021-2022.

We are in the process of revocation of the suspension but the same could not be expedited because of the Pandemic and we are sure to restore the listing in due course of Time.

The Company is in the process of complying with the requirement of achieving 100% holding of the promoters in demat forms as required under the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015.

DIVIDEND

As there is no profit in this year therefore the Board recommends no dividend is to be declared for this financial year.