



**Annual Report
2009-2010**

MRS KIRTI LAKHOTIA, CMD
MR SIDHARTH LAKHOTIA, Director, Chief Executive Officer
MR PRATIK LAKHOTIA, Director Finance
MR PRAVEEN JAIN
MR G K GUPTA
MR KAMALJIT SINGH

COMPANY SECRETARY
MR P. N. ROY CHOUDHURY

AUDITORS
BUDHIA & CO.
Chartered Accountant

CONSULTANT
A. K. LABH & COMPANY
Company Secretaries

REGISTRAR AND SHARE TRANSFER AGENT
M/S S. K. COMPUTERS
34/1A, SUDHIR CHATTERJEE STREET
KOLKATA 700 006

BANKERS
UNITED BANK OF INDIA
STATE BANK OF INDIA

REGISTERED OFFICE
P-16, CIT ROAD, KOLKATA 700 014
PHONE: (033) 2227 7906

CORPORATE OFFICE
2/5A SARAT BOSE ROAD, KOLKATA 700 020
PHONE: (033) 2486 0667
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LCC INFOTECH LIMITED

NOTICE

NOTICE is hereby given that the 24th Annual General Meeting of LCC Infotech Limited will be held at Bharatiya Bhasha Parisad, 36A, Shakespeare Sarani, Kolkata- 700 017 on Tuesday, the 28th September, 2010 at 01.00 P.M. to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2010 and the Profit and Loss Account for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Sidharth Lakhota who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Mr. Kamaljit Singh who retires by rotation and being eligible, offers himself for re-appointment
4. To appoint auditors of the company and to fix their remuneration.

Special Business:

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

RESOLVED THAT in accordance with the provisions of section 198, 269 and 309 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification and reenactment thereof for the time being in force) the consent of the company be and is hereby accorded to the reappointment of Mrs. Kirti Lakhota as Non-retiring Managing Director of the Company for a period of 5 (five) years with effect from 8th June, 2010 on the terms and conditions including remuneration provided such remuneration is also to be Rs. 50,000/- per month and as are set out in the agreement to be entered into minimum remuneration payable to Mrs. Kirti Lakhota in the event of loss or inadequacy of profits of the Company in any financial year during the aforesaid period on a salary of between the Company and Mrs. Kirti Lakhota, a draft of which is placed before the meeting which agreement is hereby specifically sanctioned with liberty to the Board of Directors (herein after referred to as "The Board" which term shall be deemed to include any committee which the Board may constitute to exercise its powers, including the powers conferred by the resolution) to alter and vary the terms and conditions of the said agreement and / or remuneration including minimum remuneration and / or agreement in such manner as the Board may deem fit and acceptable to Mrs. Kirti Lakhota.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to decide from time to time for the payment of perquisites as defined in the schedule XIII of the Companies Act, 1956 to Mrs. Kirti Lakhota, Managing Director of the Company, the aggregate value of which shall be equivalent to the salary being paid to Mrs. Kirti Lakhota during the period.

RESOLVED FURTHER THAT the Managing Director shall not be entitled to any sitting fee for attending meetings of the Board and / or Committee(s) thereof.

RESOLVED FURTHER THAT to give effect to the above resolution, Board of Directors of the Company be and hereby authorised to do all such acts, deeds or things and to take all such steps as may be required or considered necessary or incidental thereto."

By Order of the Board
For LCC Infotech Limited

Kolkata
Date: 23rd August 2010

P. N. Roychoudhury
Company Secretary

Notes:

1. The Register of Members and Share Transfer Books of the Company shall remain close from 21st day of September, 2010 to 28th day of September, 2010 (both days inclusive)
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY**
3. Proxies in order to be effective must be received by the Company at its Registered Office/ Corporate Office not less than 48 hours before the meeting
4. Members of the company holding more than one Share Certificate in the same name under different Ledger Folios, are requested to apply for consolidation of such Folios and send the relevant Equity Share Certificates to the Company's Registrar & Share Transfer Agent M/s. S. K. Computers, situated at 34/1A, Sudhir Chatterjee Street, Kolkata 700 006.
5. Please note that as per the notification of SEBI, the Company's Equity shares have been under compulsory Demat trading for all the investors. You are, therefore, requested to Demat your share holdings, to avoid inconvenience in future
6. Information pursuant to clause 49 of the listing agreement in connection with the Directors retiring by rotation / confirming their appointment in the Annual General Meeting and given in the report on corporate governance as Annexed with the Director's report.
7. Members are requested to:
 - (a) Notify change of address, if any.
 - (b) Send query(ies), if any, regarding audited accounts at least 10 days before the meeting.
 - (c) Bring with them copy of the annual report and attendance slip at the meeting.
 - (d) Carry their identity proof to produce at the venue for security reasons.

By Order of the Board
For LCC Infotech Limited

Kolkata
Date: 23rd August, 2010

P. N. Roychoudhury
Company Secretary

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 173 (2) of the Companies Act, 1956.

Mrs. Kirti Lakhotia was reappointed as Managing Director of the Company at the meeting of the Board of Directors of the Company held on 07.06.2010 for a period of 5 (five) years with effect from 08.06.2010 subject to the approval of the members.

The agreement entered into by the company with Mrs. Kirti Lakhotia in respect of his appointment, inter alia, contains the following terms and conditions:

Salary 50,000/- per month

Perquisites 50,000/- per month

She shall be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses or allowances for utilization of gas, electricity, water, furnishing and repairs, medical insurance and such other perquisites and / or allowances upto the amounts specified above, subject to overall ceiling of remuneration stipulated in section 198 and 309 read with schedule XIII of the Companies Act, 1956. The said perquisites and allowances shall be evaluated, wherever applicable, as per the Income Tax Act, 1961 or any other rules there under (including any statutory modification(s) or re-enactment thereof, for the time being in force). However, Company's contribution to Provident Fund, Superannuation or Annuity Fund, to the extent these singly or together are not taxable under the Income Tax Act, and gratuity payable and encashment of leave at the end of the tenure, as per the rules of the Company, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

The terms and conditions set out for appointment and payment of remuneration herein and / or in the Agreement may be altered and varied from time to time by the Board of Directors of the Company as it may, at its discretion deem fit so as not to exceed the limits specified in the Schedule XIII of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force) or any amendments made thereto.

The agreement may be terminated by either party (Company or Managing Director) by giving the other three months prior notice of termination in writing.

The Agreement entered into between the Company and Mrs. Kirti Lakhotia is available for inspection at the Registered Office of the Company on any working day excluding Saturdays and holidays, upto the date of the ensuing Annual General Meeting between 11.00 a.m. to 1.00 p.m.

Yours Directors commend the resolution for your approval.

None of the Directors of the Company except Mrs. Kirti Lakhotia in his personal capacity and Mr. Sidharth Lakhotia and Mr. Pratik Lakhotia being the relatives of Mrs. Kirti Lakhotia is interested or deemed to be interested in the proposed resolution.

By Order of the Board
For LCC Infotech Limited

Kolkata
23rd August, 2010

P. N. Roychoudhury
Company Secretar

LCC INFOTECH LTD.

DIRECTORS' REPORT

To the Members,

Your Directors hereby present the 24th Annual Report together with the Audited Accounts for the year ended 31st March, 2010.

1. Financial Results:

The performance of the Company for the financial year ended March 31, 2010 is summarised below:

(Amount in Rs. '000)

	For the Year ended 31st March 2010	For the year ended 31st march 2009
Profit/(Loss) for the year	326	215
Less: Tax Provision for the year	--	35
Less: Deferred Tax Provision for the year	--	--
Profit/(Loss) after Taxation	326	180
Less: Transfer from Reserve	—	—
Sales Return	—	—
	326	180
Add: Balance (Dr.) brought forward	(52638)	(52819)
	(52312)	(52639)
Less: Deferred Tax	—	—
Balance carried forward to Balance Sheet	(52312)	(52639)

2. Dividend:

During the year 2009-2010, your company has posted a profit after tax (PAT) of Rs. 3.26 lakh and is looking at increasing this number in the coming years. However due to inadequate profit the Board of Directors have expressed their inability to declared dividend for the current year.

3. Current year and Future Prospect

During the year 2009-10 company's total income was 20.39 crores. The total expenditure 20.35 crores. After necessary appropriations/adjustment there was a profit of Rs. 3.26 Lakhs. During the year company has earned operational profit before depreciation of Rs. 32.95 Lakhs.

Your company has complied with the standard of MGMT.SYS., RvAC 216 (certification body for QM system) and has been granted ISO 9001:2008 to design, develop and provide value added services in the field of Information Technology. This certificate has been a reassuring factor about the quality of services provided by your company.

Your company complete its 26th year of operations in the IT training and become a pioneering specialized centre of excellence in the field of technology education. Now we has decided to branch out into various professional and degree based education to the budding new generation.

Your company has been keeping pace with the technological revolution that is continuously taking place in the worldwide. Your company has also augmented its business volume by providing IT Preventive Maintenance Services, which include problem identification and diagnosis, problem remediation and elimination and recommendation about future system installation, usage and maintenance.

With India becoming a hub for global talent sourcing of skilled manpower, there is an acute demand for manpower with various skills sets both in the technology sector as well as in the field of traditional degree based education. With the current projects and forecasts we are heading for a big gap in the demand and supply of trained manpower and there lies a big opportunity for your company in the years to come.

4. Directors:

In accordance with the provisions of the Companies Act, 1956 and the Articles & Association of the company, Mr. Sidharth Lakhota and Mr. Kamaljit Singh retires from office by rotation at the ensuing Annual General Meeting and, being eligible, offer themselves for re-appointment.

The resolution for confirmation of re-appointment of Mrs. Kirti Lakhota as Managing Director of the company is also proposed for your approval.

5. Auditors:

The Auditors M/s Budhia & Co. Chartered Accountant will retire at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment. The company has received a certificate from them to the effect that their reappointment, if made, will be within the limits prescribed under Section 224(1) of the Companies Act, 1956.

6. Auditor Observations:

The observations of the Auditors are duly dealt in Notes of Accounts attached to the Balance Sheet and are self explanatory in nature.

7. Subsidiary Company:

The Audited Annual Accounts for the Financial Year ending 31st March, 2010 along with the Auditors' and Directors' Report thereon of eLCC.Info.com Ltd., a Subsidiary of your Company are annexed to this report as required under Section 212 of the Companies Act, 1956.

8. Fixed Deposits:

The Company has not accepted or invited any deposits from the Public and as such no amount of principal or interest was outstanding during the year 2009-2010.

9. Particulars of Employees:

None of the employees of the Company is covered under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975.

10. Particulars pursuant to Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988:

The Company does not have any manufacturing activity and hence the provision of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 does not apply to the Company. The details of the foreign exchange earnings and outgo are given in details in Schedule 19 Notes on Accounts, forming part of the Balance Sheet.

11. Directors' Responsibility Statement:

The Directors confirm pursuant to the provisions of Section 217 (2AA) of the Companies Act, 1956,

- * that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- * that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31st March 2010 and of the profit or loss of the Company for that period;
- * that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

* that the Directors have prepared the annual accounts on a going concern basis.

12. Corporate Governance:

In terms of Listing Agreements, a report on Corporate Governance along with the Auditors' Report on its compliance is annexed, forming part of the Annual Report.

13. Listing Status:

The company's shares are listed at Bombay Stock Exchange Limited and National Stock Exchange of India Limited. The company's shares have been delisted from Delhi, Calcutta and Ahmedabad Stock Exchange. Listing fee has been paid till March 31st 2006 to Bombay Stock Exchange Limited and upto March 31st 2011 to National Stock Exchange of India Limited.

14. Acknowledgement:

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from the members, bankers, business associates, various Govt. Authorities in all the endeavors of the Company during the year under review. Your Directors also place on record their deep sense of appreciation for the committed services of the Executives, Staffs and Workers of the Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

PLACE: KOLKATA
DATE: 23rd August, 2010

SIDHARTH LAKHOTIA
DIRECTOR & C.E.O

KIRTI LAKHOTIA
MANAGING DIRECTOR

ANNEXURE "A" TO DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy:

At LCC Infotech Limited, we believe good corporate governance, which results in corporate excellence by practicing and attaining maximum level of transparency, disclosures accountability and equity in all its interaction with its shareholders. Thus all the business transactions are ensures high degree of legal compliance and ethical standard. Further as required by the Listing Agreement, report on Corporate Governance is given below:

2. BOARD OF DIRECTORS

A. Composition of the Board:

The board consists of six directors consisting of three executive directors and three non-executive directors. There are three independent directors in the board fulfilling the criteria as stipulated vide clause 49.1.A.III of the listing agreement. Mrs. Kirti Lakhotia, Mr. Sidharth Lakhotia and Mr. Pratik Lakhotia, being relative and related with each other. All the directors are above 21 years of age.

Name of Directors	Category of Director	Member of Boards of other public limited Company	Total number of Committee(s) membership in other Public Limited Company (ies)	
			Chairman	Member
Mrs. Kirti Lakhotia (a) (Managing Director	Executive Director	2	Nil	Nil
Mr. Sidharth Lakhotia (a) (Chief Executive Director	Executive Director	2	Nil	Nil
Mr. Pratik Lakhotia (a) (Director Finance)	Executive Director	2	Nil	Nil
Mr. Kamaljit Singh	Independent & Non Executive Director	Nil	Nil	Nil
Mr. G. K. Gupta	Indepedent & Non Executive Director	Nil	Nil	Nil
Mr. Praveen Jain	Indepedent & Non Executive Director	Nil	Nil	Nil

(a) Promoters of the company.

* Only the two committees viz, the Audit Committee and Shareholders Grievance Committee are considered.

(b) Attendance of each Director at the Board Meeting and the last Annual General Meting:

	Name of the Board of Directors	No. of meeting held	Meetings Attended	Attendance at the last AGM
1.	Mrs. Kirti Lakhotia	7	7	Yes
2.	Mr. Sidharth Lakhotia	7	7	Yes
3.	Mr. Gopal Krishan Gupta	7	7	Yes
4.	Mr. Praveen Jain^	7	Nil	No
5.	Mr. Pratik Lakhotia	7	7	Yes
6.	Mr. Kamaljit Singh	7	7	Yes

^ Leave of absence was granted as in availability was regretted