



16th Annual Report

Financial Year 2020-21





Lex Nimble Solutions Limited

16th Annual Report for the Financial Year 2020-21

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The Board Members:

- Praveen Chakravarthy Medikundam : Chairman & Non-Executive Director
- Samuel Alemu : Non-Executive Director
- Sarada Devi Medikundam : Non-Executive Director
- Vanumu Chandra Sekhar : Executive Director
- Venkata Muralidhar Koduri : Independent Director
- Rakesh Choudhary : Independent Director
- Sreenivas Katragadda : Independent Director
- Bukkaraju Venkata Jaganmohan : Non-Executive Director

Audit Committee:

- Rakesh Choudhary : Chairman
- Vanumu Chandra Sekhar : Member
- Venkata Muralidhar Koduri : Member

Nomination & Remuneration Committee:

- Sreenivas Katragadda : Chairman
- Rakesh Choudhary : Member
- Praveen Chakravarthy Medikundam : Member



Corporate Information

Registered Office

Q3, Module A1, 10th Floor, Cyber Towers,
HITEC City, Madhapur, Hyderabad,
Telangana-500081

Email: investment@lexnimble.in

Website: www.lexnimble.in

Contact No.: 040-40202393

Chief Financial Officer:

Udayasri Mavuleti

Contact: udaya@lexnimble.in

Company Secretary & Compliance Officer:

Kavitha Somavarapu

Contact: kavitha@lexnimble.in

Statutory Auditors

SPC & Associates

Chartered Accountants

Address: Plot No.252 A, 2nd Floor,
MLA Colony, Lotus Pond Road,
Road No.12, Banjara Hills,
Hyderabad-500034

Secretarial Auditors

V. Bhaskara Rao

V. Bhaskararao & Co.

Company Secretaries

Address: Flat No. 103, (6-2-1085/B),
Badam Sohana Apartments, Somajiguda,
Hyderabad-500082

Bankers

HDFC Bank

HITEC City Branch, Madhapur.

Registrar & Share Transfer Agent

Bigshare Services Private Limited

1st floor, Bharat Tin Works Building,

Opp. Vasant Oasis, Makwana Road,

Marol, Andheri East, Mumbai-400059

Stock Exchange

BSE Limited (SME platform)

Scrip Code: 541196

NOTICE OF 16TH ANNUAL GENERAL MEETING

Notice is hereby given that the Sixteenth Annual General Meeting of members of M/s. Lex Nimble Solutions Limited will be held through Video Conferencing, on Saturday the 28th Day of August, 2021 at 08.00 AM IST through CDSL e-meeting platform in accordance with the applicable provisions of Companies Act, 2013 read with MCA General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January 2021 respectively, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements including Audited Balance Sheet, Profit & Loss Account and the cash flow statement along with various other schedules as on 31st March, 2021 together with the reports of Board of directors and Auditors thereon.
2. To re-appoint a Director in place of Mr. Praveen Chakravarthy Medikundam (DIN: 02816167), who retires by rotation and being eligible, offers himself for re-appointment.

“RESOLVED THAT, pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with the applicable rules thereon and other applicable provisions of law, if any, Mr. Praveen Chakravarthy Medikundam (DIN: 02816167), who retires by rotation in the Annual General Meeting, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

3. To re-appoint a Director in place of Mr. Samuel Alemu (DIN: 03169580), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

“RESOLVED THAT, pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with the applicable rules thereon and other applicable provisions of law, if any, Mr. Samuel Alemu (DIN: 03169580), who retires by rotation in the Annual General Meeting, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

Explanation: Details of Mr. Praveen Chakravarthy Medikundam and Mr. Samuel Alemu as required under SEBI (LODR) Regulations, 2015 for the proposed re-appointment is annexed to this notice.

SPECIAL BUSINESS:**4. TO APPROVE INCREASE IN REMUNERATION OF WHOLE-TIME DIRECTOR MR. CHANDRA SEKHAR VANUMU (DIN: 06361980), AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to provisions of sections 196,197,198 and other applicable provisions of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other relevant rules (including any statutory modification or re-enactment thereof) read with Schedule V of Companies Act, 2013 and in accordance with the recommendations of Nomination and Remuneration Committee and the Board , the consent of members of the company be and is hereby accorded to increase the remuneration of Whole time Director on an yearly incremental basis upto 30% per annum on the overall maximum remuneration paid in the preceding financial year during the tenure of his appointment subject to the limits laid down under Schedule V of the Companies Act, 2013 excluding the exempted remuneration and perquisites if any with authority to the Board or any of it’s Committees to increase the said remuneration.”

“RESOLVED FURTHER THAT in pursuance of provisions of Section 197(11) read with schedule V of the Companies Act, 2013, the proposed remuneration, shall be paid as minimum remuneration, in case of losses or inadequate profits incurred by the company, in any financial year.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of directors of the company be and are hereby authorized, to do all such acts, deeds, matters and things as may be incidental and necessary thereto.”

**By the order of the Board
For Lex Nimble Solutions Limited**

Sd/-

**(Praveen Chakravarthy Medikundam)
Chairman & Director**

**Place: Hyderabad
Date: 24.07.2021**

NOTES:

- 1) As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. In continuation of this Ministry has decided to allow companies to hold the General meetings through VC/OAVM whose AGMs were due to be held in the year 2021, vide MCA circular no. 02/2021 dated January 13th 2021. Thus, the forthcoming AGM will be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- 2) In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2021 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent only to those members whose e- mail ids are registered with the Company or the Registrar and Share Transfer Agent or the Depository Participants(s) through electronic means and no physical copy of the Notice has been sent by the Company to any member. The Notice has also been hosted on the website of the Company www.lexnimble.in.
- 3) In compliance with the said Circulars, the Company has also published a public notice by way of an advertisement made, advising the members whose e-mail ids are not registered with the Company or its Registrar and Share Transfer Agent (RTA) or Depository Participant(s) (DPs), as the case may be, to register their e-mail ids with them immediately.
- 4) The members who have not yet registered their e- mail ids with the Company may contact the Company on investment@lexnimble.in or by posting their request on company's website in contact us page in Investor category for registering their e- mail Ids. The Company shall send the Notice to such members whose e-mail id's get registered with the Company / RTA.
- 5) If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA or to DPs in respect of shares held in electronic form.
- 6) In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members, only through remote e-voting or through the e-voting

system provided during the meeting while participating through VC facility.

- 7) Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice. Information on all the Directors proposed to be appointed/re-appointed at the Meeting as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 are provided in the Annexure - A to this Notice.
- 8) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting and e- voting facility during the AGM to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, for casting votes by a member using remote e-voting as well as the e-voting during the AGM.
- 9) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 10) The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- 11) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.lexnimble.in The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also

disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

- 12) Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
- 13) Pursuant to the provisions of MCA Circulars, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other relevant documents referred to in the accompanying notice/explanatory statement shall be made available, only in electronic form for inspection during the Meeting through VC which can be accessed at www.lexnimble.in. Same can be accessed by the members of the company up to the date of ensuing General Meeting by posting a mail to the Company at investment@lexnimble.in by mentioning the DP ID and name of the shareholder on all working days, except Saturdays, from 11.00 AM to 1.00 PM.
- 14) The Share Transfer Register and the Register of Members of the Company will remain closed from **23.08.2020 to 28.08.2020** (both days inclusive).
- 15) The record date for the purpose of determining the eligibility of members to attend the 16th Annual General Meeting and to vote through remote e-voting facility provided by the company/ vote at the Annual General Meeting will be **21.08.2021**. Any person who is not a member as on the cut-off date shall treat this notice for information purposes only.
- 16) **Bigshare Services Private Limited**, E/2 Ansa Industrial Estate, Saki-Vihar Road, Sakinaka, Andheri (E), Mumbai - 400 072 is the Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
- 17) The Company's ISIN for its equity shares is INE860Y01019.

- 18) **Process and manner for e-voting is as under:** The Company is offering e-voting facility to its members enabling them to cast their votes electronically. The Company has signed an agreement with M/s Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the shareholders to cast their votes electronically pursuant to Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations 2015.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on **Wednesday 25.08.2021 at 9.00 AM IST and ends on Friday 27.08.2021 at 5.00 PM IST**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e **21.08.2021** 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.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.