

SPRINGFORM TECHNOLOGY LIMITED

# ANNUAL REPORT

FINANCIAL YEAR 2015-16

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### **AUDITORS' REPORT**

# SPRINGFORM TECHNOLOGY LIMITED

(Formerly known as New Sagar Trading Company Limited)

Regd. Office.: A- Wing, Suchita Enclave, Maharashtra Nagar,  
Borivali (West), Mumbai- 400092. Tel. :- 022-28906901

E-mail :- [sales@springindia.com](mailto:sales@springindia.com), Website :- [www.springformtech.com](http://www.springformtech.com)

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CIN No. :- L51900MH1979PLC021914

May 30, 2016

To

**The Listing Department  
BSE Limited**

Phiroze Jeejeebhoy Towers,  
2<sup>nd</sup> Floor, Dalal Street,  
Mumbai – 400 001

Dear Sir,

Ref.: Company Code: BSE 501479

**Sub: Submission of Declaration in respect of Audited Report with Unmodified Opinion  
for the Annual Audited Financial Result for the Year ended March 31, 2016**

With reference to the captioned subject and pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and pursuant to the SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2016 read with circular issued by Securities Exchange Board of India bearing reference no. CIR/ CFD/CMD/ 56/ 2016 dated May 27, 2016, we hereby declare that with respect to audited financial results for the year ended March 31, 2016 which are approved and adopted by the Board of Directors in their meeting held on May 30, 2016, the statutory auditors have not expressed any modified opinion(s) in the audit report.

The above declaration is provided as required under proviso to regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide notification dated May 25, 2016.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

**FOR SPRINGFORM TECHNOLOGY LIMITED**

  
**PANKAJ KISHOR SHAH  
MANAGING DIRECTOR**

DIN: 00945911

Address: 7/8, Neel Kamal,  
Roshan Nagar, Borivli (West),  
Mumbai 400092

## **SPRINGFORM TECHNOLOGY LIMITED**

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Regd. Office.: 203, A- Wing, Suchita Enclave, Maharashtra Nagar,

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**CIN No.:- L51900MH1979PLC021914**

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### **NOTICE**

**NOTICE** is hereby given that the **Thirty Sixth Annual General Meeting** of **SPRINGFORM TECHNOLOGY LIMITED** will be held on Tuesday, September 27, 2016 at 3:30 p.m. at the Registered Office of the Company at 203, A- Wing, Suchita Enclave, Maharashtra Nagar, Borivali (West), Mumbai-400092 to transact the following business:

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2016, together with the Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of **Mr. Kishor Mavji Shah (DIN 00945921)**, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 139(1), 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 re-enactment(s) thereof, for the time being in force) M/s. Vandana V. Dodhia & Co., Chartered Accountants, Mumbai (Firm Registration No. 117812W) be and are hereby appointed as the Statutory Auditors of the Company for a period of one (1) year and who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the 37<sup>th</sup> Annual General Meeting of the Company.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to fix such remuneration as may be determined by the Audit Committee in consultation with the Statutory Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company and they be also authorized to do all such acts, deeds and things and to sign all such documents, papers and writing as may be necessary to give effect to the aforesaid resolution.”

By Order of the Board  
For Springform Technology Limited

  
Pankaj Shan  
Managing Director  
DIN- 00945911

Place: Mumbai  
Date: August 13, 2016

## NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 36<sup>th</sup> ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument appointing proxy, in order to be effective, must be deposited at the registered office of the Company, duly completed and signed, not less than **48 HOURS** before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. A person appointed as proxy can act as a proxy on behalf of members not exceeding fifty (50) and/or holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by member(s) holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person.
3. Member/Proxy, desirous of attending the Meeting, must bring the Attendance Slip (enclosed herewith) to the Meeting duly completed and signed, and hand over the same at the venue entrance.
4. During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member can inspect the proxies lodged at any time during the business hours of the Company, provided that a prior notice of not less than three days is given in writing to the Company for such inspection.
5. Pursuant to Section 91 of the Companies Act, 2013, Register of Members and Share Transfer Books of the Company will remain close from Tuesday, September 20, 2016 to Tuesday, September 27, 2016 both days inclusive for the purpose of the AGM.
6. The statutory records and registers as are required to be kept for inspection under the Companies Act, 2013, shall be available for inspection by the members at the Registered Office of the Company during office hours on all working days except Sundays between 11.00 a.m. and 4.00 p.m. up to the date of the ensuing AGM and at the meeting, during the meeting hours and shall be accessible to the person attending the meeting.
7. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members are requested to submit their self attested PAN details to the Company.
8. Pursuant to the provisions of Section 72 of the Companies Act, 2013 read with relevant Rules made thereunder, Members holding shares in single name may avail the facility of nomination in respect of shares held by them. Members holding shares in physical form may avail this facility by sending a nomination in the prescribed Form No. SH-13 duly filled, to the Company.

9. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address with the Company. Hence the Members are requested to register their email addresses and contact details with us by sending an email at [sales@springindia.com](mailto:sales@springindia.com) by quoting their Folio No. in order to facilitate the Company to serve the notices, annual reports and Members communications electronically in a prompt manner. The Notice of the AGM along with the Annual Report 2015-16 is being sent by Registered Post /Courier.
10. Requisite details of Director Mr. Kishore Shah seeking re-appointment at the ensuing AGM is given hereunder. The Director has furnished the necessary declarations for his appointment.
11. Members may note that the Notice of the Meeting and the Annual Report 2015-16 is available on the Company's website at [www.springformtech.com](http://www.springformtech.com)

**12. Voting Instructions:**

- a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 36<sup>th</sup> AGM by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services Limited ("CSDL").
- b) Ms. Amita Desai, Practicing Company Secretary (Membership No. 4180) has been appointed as the Scrutinizer to scrutinize the voting process including remote e-voting process in a fair and transparent manner.
- c) Members who do not have access to remote e-voting facility may send their votes using Ballot form available on the website of the Company. The Ballot Form shall also be made available to such members upon a request made in writing to the Company at its registered office by mentioning their Folio No. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final. The members are requested to send the Ballot Forms at the Registered Office of the Company and the same shall be addressed to Ms. Amita Desai. **Ballot forms received after Monday, September 26, 2015 (5.00 p.m. IST) will not be considered.**
- d) A facility for voting by Poll or otherwise will also be made available at the AGM to the Members attending the AGM who have not already cast their votes by remote e-voting or Ballot Form prior to the AGM. The members who have cast their vote by remote e-voting or Ballot Form prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

- e) Voting Rights shall be reckoned on the paid-up value of equity shares registered in the name of the Members as on **cut-off date i.e. Tuesday, September 20, 2016**. A person whose name is recorded in the Register of Members as on the cut-off date, i.e., Tuesday, September 20, 2016 only shall be entitled to avail the facility of remote e-voting/ Ballot paper voting/ voting facility provided at the AGM.
- f) Any person becoming member of the Company after the dispatch of the Notice of the AGM and holding shares as on the cut-off date, i.e., Tuesday, September 20, 2016 shall be entitled to vote by remote e-voting/ Ballot paper voting/ voting facility provided at the AGM.
- g) The remote **e-voting period commences on Saturday, September 24, 2016 (9:00 am IST) and ends on Monday, September 26, 2016(5:00 pm IST)**. During this period members of the Company holding shares as on Tuesday, September 20, 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- h) A member can opt for only one mode of voting i.e., either through remote e-voting or by Ballot voting/ Voting facility provided at the AGM. If a member casts votes by more than one mode, then voting done through e-voting shall prevail and voting through Ballot/ voting facility at the AGM shall be not be considered.
- i) The instructions for shareholders voting electronically are as under:
- (i) The voting period begins on **Saturday, September 24, 2016 (9:00 am IST)** and ends on **Monday, September 26, 2016 (5:00 pm IST)**. During this period shareholders' of the Company, holding shares as on the cut-off date (record date) of **Tuesday, September 20, 2016** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iii) Click on Shareholders.
  - (iv) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members 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](http://www.evotingindia.com) and voted on an earlier 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:

<b>For Members holding shares in Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>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.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If the details are not recorded with the Company please enter the member ID / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (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. 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 the name of the Company, on which you choose to vote.
- (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) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. Them-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.
- (xviii) 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](http://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](mailto: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](mailto: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.

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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

## **18) Voting Results**

- a) The Scrutinizer shall, after the conclusion of voting at the AGM, will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in