

SPRINGFORM TECHNOLOGY LIMITED

ANNUAL REPORT

FINANCIAL YEAR 2017-18

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SPRINGFORM TECHNOLOGY LIMITED

(Formerly known as New Sagar Trading Company Limited)

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

Borivali (West), Mumbai- 400092. Tel. :- 022-28906901

E-mail :- sales@springindia.com, Website :- www.springformtech.com

CIN No.:- L51900MH1979PLC021914

September 5, 2018

To
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
2nd Floor, Dalal Street,
Mumbai – 400 001

Dear Sir,

Ref.: Company Code: BSE 501479

Sub: Notice convening Annual General Meeting (“AGM”)

With reference to the captioned subject and pursuant to Schedule III Part A Para (A) (12) read with Regulation 30 of SEBI (Listing Obligations And Disclosure Requirements) Regulation, 2015, we are enclosing herewith copy of notice convening the **38th AGM** schedule to be held on **Saturday, September 29, 2018 at 11:00 AM**

Thanking you,

Yours faithfully,

FOR SPRINGFORM TECHNOLOGY LIMITED



PANKAJ SHAH
MANAGING DIRECTOR
DIN: 00945911

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

Enclosure: As Above

SPRINGFORM TECHNOLOGY LIMITED

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CIN No.:- L51900MH1979PLC021914

NOTICE

NOTICE is hereby given that the **Thirty Eighth Annual General Meeting** of **SPRINGFORM TECHNOLOGY LIMITED** will be held on Saturday, September 29, 2018 at 11:00 AM 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, 2018, 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 ratify the appointment of Statutory 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 resolution passed by the members at 37th Annual General Meeting (AGM) of the Company held on 25th September 2017, appointment of M/s. V. R. Renuka & Co., Chartered Accountants, Mumbai (Firm Registration No. 108826W) as Statutory Auditor of the Company be and is hereby ratified from the conclusion of this AGM till the conclusion of next AGM of the Company on such terms and condition as may be mutually agreed.”

“RESOLVED FURTHER THAT any one of the Director of the Company be and is hereby 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 Shah
Managing Director
DIN- 00945911

Place: Mumbai
Date: 14th August, 2018

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 38th 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. First Proviso to Section 139 (1) of the Companies Act, 2013 was omitted vide the amendment under the Companies Amendment Act, 2017 with effect from May 07, 2018 and accordingly the Company does not require ratification of the appointment of Statutory Auditor by the members at every AGM . Hence the ratification of appointment of Statutory Auditors is not mandatory as per Companies Act, 2013. However, as the Company had appointed M/s. V. R. Renuka & Co., Chartered Accountants, Mumbai (Firm Registration No. 108826W), as Statutory Auditor of the Company at the 37th Annual General Meeting (AGM) held on 25th September 2017 for a term of Five years, subject to ratification of the appointment by the members every year hence it is proposed to ratify the appointment of M/s. V. R. Renuka & Co., Chartered Accountants for FY 2018-19 and accordingly it is proposed under Resolution No. 3 of the Notice calling this 38th AGM .
5. 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.
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 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 2017-18 is being sent by Registered Post/Courier.
10. Requisite details of Director Mr. Kishor Mavji 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 2017-18 is available on the Company's website at 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 38th 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 Friday, September 28, 2018 (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. Saturday, September 22, 2018**. A person whose name is recorded in the Register of Members as on the cut-off date, i.e., Saturday, September 22, 2018 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., Saturday, September 22, 2018 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 **Wednesday, September 26, 2018 (9:00 a.m. IST) and ends on Friday, September 28, 2018 (5:00 p.m. IST)**. During this period members of the Company holding shares as on Saturday, September 22, 2018, 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.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on September 26, 2018 at 09:00 AM and ends on September 26, 2018 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, September 22, 2018 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.
- (v) 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.

- (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 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 sequence number which is printed on Postal Ballot / Attendance Slip indicated 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 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.
- (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 the relevant SPRINGFORM TECHNOLOGY LIMITED on which you choose to vote.

- (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 a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login 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 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, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

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 the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- b) The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company: www.springformtech.com and CDSL website: www.evotingindia.com immediately after the declaration of result by the Chairman or a person authorized by him. The results shall also be communicated to the BSE Limited.
- c) Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM, i.e., September 29, 2018.

By Order of the Board
For Springform Technology Limited


Pankaj Shah
Managing Director
DIN- 00945911

Place: Mumbai
Date: 14th August, 2018