

# **SPRINGFORM TECHNOLOGY LIMITED**

**ANNUAL REPORT  
FINANCIAL YEAR 2020-21**

# SPRINGFORM TECHNOLOGY LIMITED

**Regd. Office.:** A-203, Suchita Enclave, Maharashtra Nagar,  
Borivali (West), Mumbai – 400 092. **Tel.:** 022-28906901

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

**CIN:** L51900MH1979PLC021914

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# SPRINGFORM TECHNOLOGY LIMITED

(Formerly known as New Sagar Trading Company Limited)

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## NOTICE OF THE 41<sup>ST</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the Forty First (41<sup>st</sup>) Annual General Meeting ("AGM") of the members of **Springform Technology Limited** ("the Company") will be held on Thursday, September 30, 2021 at 4.00 p.m. through Video Conferencing ("VC") facility without the physical presence of the members at a common venue to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year from 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021 including Audited Balance Sheet as at March 31, 2021 together with the Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Pankaj Shah (DIN 00945911), who retires by rotation and being eligible, offers himself for appointment.
3. To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration and in this regard to consider and pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the resolution passed by the members at 40<sup>th</sup> Annual General Meeting (AGM) of the Company held on 31<sup>st</sup> December, 2020, appointment of M/s. Vandana V. Dodhia & Co., Chartered Accountant, Mumbai (Firm's Registration No: 117812W) as Statutory Auditor of the Company be and is hereby ratified from the conclusion of this 41<sup>st</sup> AGM till the conclusion of 42<sup>nd</sup> AGM of the Company on such term and condition as may be mutually agreed between them and the Board of Directors (or the Committee of the Board) ."

**SPECIAL BUSINESS:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) and re-enactment(s) thereof for the time being in force, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable provisions of law, if any and pursuant to the provisions of the Articles of Association of the Company, Mrs. Rupali Pankaj Shah (DIN: 06955564) who was appointed as an Additional Director of the Company by the Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee, to hold office up to the conclusion of this Annual General Meeting of the Company with proposal to re-appoint thereat and in respect of whom the Company has received a Notice in writing from a member under Section 160 (1) of the Act, proposing her candidature for the office of Director, being eligible, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

By Order of the Board  
For Springform Technology Limited

  
Pankaj Shah  
Managing Director DIN: 00945911



Place: Mumbai  
Date: August 27, 2021



## NOTES:

1. AGM of the Company is being conducted through VC in compliance with General Circular No.02/2021 dated January 13, 2021 read with General Circular No. 14/2020, 17/2020 , 20/2020 issued by Ministry of Corporate Affairs and Circular dated January 15, 2021 read with Circular dated May 12, 2020 issued by the Securities and Exchange Board of India (collectively referred to as "Circulars") which details procedure and manner of holding AGM through VC and provide certain relaxations from compliance with listing obligations in view of Covid-19 Pandemic.
2. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at 203, A- Wing, Suchita Enclave, Maharashtra Nagar, Borivali (West), Mumbai- 400092 India, which shall be the deemed Venue of the AGM. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy so appointed need not be a member of the Company. Since this AGM is being held through VC, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out material facts concerning the special business under agenda Item No. 4 of the Notice, is annexed hereto. The Board of Directors have considered and decided to include the special business at the AGM, as the same was 'unavoidable' in nature.
5. 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 Listing Regulations (as amended), and applicable Circulars, the Company is offering facility of remote e-voting to its Members in respect of the businesses 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, as the authorized e- Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can only be transferred in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of



securities. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's RTA for assistance in this regard.

7. Central Depository Services (India) Limited (CDSL) shall be providing facility for voting and attending the AGM through VC. The VC facility for joining the meeting by the Members, shall remain open before 15 minutes and after 15 minutes from 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 and for e-voting during the AGM will be made available to all the 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, Scrutinizers etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
8. The attendance of the Members attending the AGM through VC facility will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
9. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of its Board or governing body's Resolution/Authorization etc., authorizing their representative to attend and vote at the AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization should be sent to the Company on its registered e-mail address at [sales@springindia.com](mailto:sales@springindia.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). The scanned image of the above mentioned documents should be in the naming format "Corporate Name\_-EVENT No."
10. Brief details of the Directors, who are eligible to be appointed/re-appointed, are annexed hereto as per requirements of Regulation 36(3) of the SEBI Listing Regulations and as per the provisions of the Act and Secretarial Standard.
11. In terms of sections 101 and 136 of the Act, read with the rules made thereunder, listed companies may send the notice of AGM and the Annual Report, including Audited Financial Statements, Boards' Report, etc. by electronic mode. Pursuant to the said provisions of the Act read with the Circulars, Notice of 41<sup>st</sup> AGM along with the Annual Report for FY 2020-21 is being sent only through electronic mode to those members whose email addresses are registered with the Company/depositories. The Notice calling the AGM has been uploaded on the website of the Company at [www.springformtech.com](http://www.springformtech.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.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](http://www.evotingindia.com).

12. The Register of Members and Transfer Books of the Company shall remain closed on, Friday September 24, 2021 to Wednesday, September 29, 2021 (Both days inclusive) for the purpose of the AGM.
13. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Thursday, September 23, 2021.
14. The Board has appointed Mrs. Amita S. Desai (FCS: 4180) Practicing Company Secretaries, of M/s Amita Desai & Co., Mumbai as the Scrutinizer for conducting the remote e-voting / ballot process, in a fair and transparent manner.
15. With a view to enable the Company to serve the Members better, Members who hold the shares in identical names and in the same order of names in more than one folio, are requested to write to the Company to consolidate their holdings in one folio. In case of Joint Holders attending the AGM, only such Joint Holder whose name appear first in the order of names will be entitled to vote.
16. In case a person becomes a Member of the Company after dispatch of AGM Notice, and is a Member as on the cut-off date for e-voting, i.e., Thursday, September 23, 2021, such person / Member may obtain the user id and password from sending an email request on [evoting@cdsl.co.in](mailto:evoting@cdsl.co.in), alternatively, he may send signed copy of the request letter providing the email address, mobile number and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to [sales@springindia.com](mailto:sales@springindia.com) for obtaining the Annual Report and Notice of AGM.
17. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
18. Members can avail the facility of nomination in respect of shares held by them in physical form. Members desiring to avail this facility may send email to [tosupport@purvashare.com](mailto:tosupport@purvashare.com) Members holding shares in demat form may contact their Depository Participant for availing this facility.
19. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. The Register of Directors' and Key Managerial Personnel and their Shareholdings, maintained under Section 170 of the Act, the

Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode by sending an e-mail to [sales@springindia.com](mailto:sales@springindia.com).

20. Instructions for remote e-voting and joining the e-AGM are as follows:

**INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on Monday, September 27, 2021 at 09:00 a.m. and ends on Wednesday, September 29, 2021 at 05:00 p.m. During this period, you as the Member of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) that is Thursday, September 23, 2021 may cast your vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) If you have already voted through e-voting prior to the AGM date, you would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 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.
- (iv) 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.
- (v) 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.
- (vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts



in order to access e-Voting facility.

(vii) Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>

Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” “Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:**

Members who are unable to retrieve User ID/ Password are advised to use Forget User