



# **INTEGRATED HITECH LIMITED**

**27<sup>TH</sup> ANNUAL REPORT**

**Financial Year .2019-20**

**INTEGRATED HITECH LIMITED**

CIN: L72300TN1993PLC024583

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<b>Directors</b>				
Mr. Ebenezer Gerald - Chairman	-	Chairman cum Managing Director		
Mr. Rajendhiran Jayaram	-	Non Executive Independent Director		
Mrs. Rajendhiran Eswari Angali	-	Non Executive Independent Director		
<b>Chief Financial Officer</b>				
Ms. Shantwana Adhikari				
<b>Company Secretary</b>				
Mr. Deepak Kumar Saha				
<b>Auditors</b>				
M/s JohnMoris & Co, Chartered Accountants (ICAI Firm registration number: 007220S)				
<b>Secretarial Auditor</b>				
Mr. Rabindara Kumar Samal , Practicing Company Secretary				
<b>Bankers</b>				
Canara Bank				
<b>Registered Office</b>				
3 <sup>rd</sup> Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008 Phone 044-28514406/28514407 CIN No. L72300TN1993PLC024583 GST NO : 33AAACI6420R1ZE Fax : 044-285865990391 E-mail : <a href="mailto:md@easitax.com">md@easitax.com</a> / <a href="mailto:easitax.ihl@gmail.com">easitax.ihl@gmail.com</a> Website : <a href="http://www.easitax.com">www.easitax.com</a>				

**Notice is hereby given** that the Twenty Seventh Annual General Meeting of the members of Integrated Hitech Limited will be held on Thursday the 31<sup>st</sup> December, 2020 at its Registered office Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008 at 11.00 A.M., to transact the following business:

**ORDINARY BUSINESS:****1. ADOPTION OF ACCOUNTS:**

To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**.

"RESOLVED THAT the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss account of the Company ( Both Standalone and Consolidated )with the Schedules and Cash Flow Statement for the year ended 31st March, 2020 together with the Directors Report and the Auditors' Report thereon, be and are hereby approved and adopted."

**2. APPOINTMENT OF AUDITORS**

To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**.

**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act 2013 and upon recommendation of Audit Committee members M/s John Moris & Co., Chartered Accountants, (Firm Registration No.: 007220S), be and are hereby re-appointed as the Statutory Auditors of the Company, for another term of five consecutive years from the conclusion of 27<sup>th</sup> Annual General Meeting until the conclusion of 32<sup>nd</sup> Annual General Meeting without the requirement of further ratification by the members in the terms of the provisions of the Companies Act 2013, at such remuneration as may be fixed by the Board of Directors upon recommendation of Audit Committee.

AS SPECIAL BUSINESS:

**APPOINTMENT OF DIRECTORS****3. RE-APPOINTMENT OF SMT. RAJENDHIRAN ESWARI ANGALI (DIN: 05345622) AS AN INDEPENDENT WOMEN DIRECTOR:-**

To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and pursuant to the recommendation of the Nomination & Remuneration Committee, Mrs. Rajendhiran Eswari Angali (DIN- 05345622), who holds office of Independent Director up to 15<sup>th</sup> June, 2020 and

who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 16<sup>th</sup> June, 2020 upto 15<sup>th</sup> June, 2025."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

**By Order of the Board**

**Chennai**

**Date:- 07/12/2020**

**A. GERALD EBENEZER**  
**Managing Director**

**NOTES: Statutory information:**

- 1.** The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of the Special Business set out in Item No.3, annexed here to
- 2.** A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy or Proxies to attend and vote instead of himself and such Proxy or Proxies need not be a member or members of the Company. The Proxy form, duly signed, must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. Members who have exercised their vote through e-voting cannot vote at the meeting.
- 3.** A Proxy form shall be in Form No.MGT-11 of the Companies Act, 2013.
- 4.** Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf.
- 5.** The Register of Members and the Share Transfer books of the Company will remain closed from **24<sup>th</sup> December, 2020 to 31<sup>st</sup> December, 2020 (both days inclusive)** in connection with the Annual General Meeting (AGM) and payment of dividend.
- 6.** Members are requested to intimate change, if any, in their address immediately.
- 7.** Members are requested to bring their copy of the Annual Report with them to the Annual General Meeting.
- 8.** Annual Report and the Notice of the AGM are available in the Company's website: [www.easitax.com](http://www.easitax.com) The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com). Facility for Remote E-voting and Voting during the meeting.
- 9.** Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act 2013, and the relevant Rules, the Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) to facilitate the Members to exercise their right to vote at the Annual General Meeting through remote e-voting. The detailed process for participating in the said e-voting is furnished in Page No.5.
- 10.** A person who has participated in the remote e-voting is not debarred from participating in the meeting though he/she shall not be able to vote at the meeting again and his/her earlier vote cast electronically shall be treated as final. However, as per Rule 20 of the Companies (Management & Administration) Rules, 2014, facility for voting shall also be made available at the meeting and Members who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- 11.** Pursuant to proviso to Regulation 40 (1) of the Listing Regulations, effective from 1st April 2019 transfer of securities other than transmission or transposition of names are not to be processed by the Company in physical form. So, shareholders desirous of transferring their shares are requested to dematerialize their shares.

**ANNEXURE TO THE NOTICE****A. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:****ITEM NO: 3**

The Special Business relates to seeking members' approval for regularization of Re-Appointment of Mrs. Rajendhiran Eswari Angali (DIN- 05345622) Who is appointed by the Board of Directors as Additional Independent Director for a consecutive period of five years with effect from 16<sup>th</sup> June, 2020 to 15th June 2025. The Board of Directors recommends the above resolution for the share holders approval.

The Board of Directors, on the basis of performance evaluation done by the Nomination and Remuneration Committee of Mrs. Rajendhiran Eswari Angali (DIN- 05345622) Independent Director, considers that given her background and experience and contributions made by her during her tenure and the continued association of Mrs. Rajendhiran Eswari Angali (DIN- 05345622) would be beneficial to the company and it is desirable to continue to avail her service as an Independent Woman Director.

**Details of Directors seeking Re-appointment at the forthcoming Annual General Meeting pursuant to Provisions of SEBI (LODR) Regulations 2015.**

a	Name	Mrs. Smt. Rajendhiran Eswari Angali
b	Brief Resume	
	i. Age	41
	ii. Qualification	MCA,MHRM
	iii. Experience	15yrs
	iv. Date of Appointment on the Board of the Company(Integrated Hitech Ltd.)	15/06/2015
c	Name(s) of companies in which Directorship held (as per section 165 of the Companies Act, 2013)	Mansi Finance (Chennai) Limited.
d		
e	No. of Share held by the- Director	0
	-her Relatives	0
	-Total	0
f	Relationship between Directors inter se (As per Section 2(77) of the Companies Act, 2013)	NIL

No other Director except Mrs. Rajendhiran Eswari Angali is interested in the above resolution.

**GUIDANCE TO SHAREHOLDERS FOR REMOTE E-VOTING**

- (i) The voting period begins at 9:00 AM on 28<sup>th</sup> December, 2020 and ends on 30<sup>th</sup> December, 2020 at 5:00PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date viz., 24<sup>th</sup> December, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5 p.m. on 30<sup>th</sup> December, 2020.
- (ii) For shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on “Shareholders” module.
- (iv) Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders 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 e-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:

- a) Enter the following details:

Applicable for Shareholders holding shares in Demat form and Physical form:

	<b>For Members holding shares in Demat Form and Physical Form</b>
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"> <li>Members who have not updated their PAN with the Company/Depository Participant 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 your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>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 (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. 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.
- (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 **INTEGRATED HITECH LIMITED (EVS No. 201207054)** and you will be directed to the e-voting screen.
- (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) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **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.**
- (xix) **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.

- (xx) **SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA <https://Investors.cameoindia.com> AND FOLLOW THE INSTRUCTIONS THEREIN. In case of any difficulty please contact the RTA.** Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the e-voting when the notice of the AGM is sent based on this registration.

#### **General**

- a) The voting period begins on **28<sup>th</sup> December, 2020 (9.00 AM) and ends on 30<sup>th</sup> December, 2020 (5.00 PM)** During this period shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24<sup>th</sup> December, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date is 24<sup>th</sup> December, 2020.
- c) Mr. Rabindra Kumar Samal, Practising Company Secretary, Chennai has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- d) The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- e) The results of the e-voting along with the scrutinizer's report shall be placed in the Company's website [www.easitax.com](http://www.easitax.com) and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.

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).

**DIRECTORS' REPORT**

**Dear Members,**

Your Directors have pleasure in presenting before you the 27<sup>th</sup> Annual Report of your Company on the business and operations together with the Audited Financial Statements including Consolidated Financial Statement and Auditors' Report for the financial year ended 31<sup>st</sup> March'2020. The performance of the Company during the year under Report is summarized as below:

**FINANCIAL HIGHLIGHTS:**

The summarized financial results of our operations for the Financial Year ending 31<sup>st</sup> March'2020 is detailed hereunder.

(Rs. in Lakhs)

	STANDALONE		CONSOLIDATED	
Particulars	March 31, 2020 (Amt in Rs.)	March 31, 2019 (Amt in Rs.)	March 31, 2020 (Amt in Rs.)	March 31, 2019 (Amt in Rs.)
Operating Income	15.70	23.92	15.70	23.92
Other Income	2.46	0.19	2.46	0.19
<b>Total Income</b>	<b>18.16</b>	<b>24.11</b>	<b>18.16</b>	<b>24.11</b>
Total Expenditure	41.98	25.10	41.98	25.10
Net profit/Loss	(23.82)	(0.99)	(23.82)	(0.99)
Exceptional Items	0.00	0.00	0.00	0.00
Profit / (Loss) before tax	(23.82)	(0.99)	(23.82)	(0.99)
Provision for tax	NIL	NIL	NIL	NIL
Deffered tax	NIL	NIL	NIL	NIL
<b>Net Profit/Loss after tax</b>	<b>(23.82)</b>	<b>(0.99)</b>	<b>(23.82)</b>	<b>(0.99)</b>
Earnings Per Share	00.00	00.00	00.00	00.00

**WEB ADDRESS –** [www.easitax.com](http://www.easitax.com)

**FINANCIAL PERFORMANCE**

During the year under review, your Company has registered a total loss of Rs. 23.80/- Lakhs as compared to previous year loss of Rs. 0.99/- Lakhs. The Board is trying hard for the growth of the Company. Your Directors are continuously looking for avenues for future growth of the Company by developing new Software in the ever growing field of Financial and Health Care Sector. The Company is now ready to avail the new opportunities available in the market.

**CHANGES IN SHARE CAPITAL**

During the Financial year 2019-20 the Authorized Share Capital and Paid Up Capital as at 31st March 2020 stood at Rs.11,00,00,000/- and Rs.10,00,46,000/- respectively. During the year under review, the company has not issued any Securities nor granted any Stock Options or Sweat Equity.

### **BUSINESS REVIEW/ STATE OF THE COMPANY'S AFFAIRS**

Your Company is involved in the development of various software and services for E-filing of Corporate Statutory Tax Returns and developing the existing software's. The company is working on to develop e-redressal system for GST and e-record system for health care.

During the year under review, the total income of the Company stands at Rs. 18.16/- Lakhs and the expenses stands at Rs. 41.98/- Lakhs. The Net Loss stands at Rs. 23.82/- Lakhs in compression to Rs. 0.99/- Lakhs of last year.

The losses can be attributed to the developmental expenses the company is incurring for developing the GST & Health Care Software which are to be launched in the market soon.

### **CHANGES IN THE NATURE OF THE BUSINESS**

During the year under review, there were no changes in nature of business of the company.

### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

#### **Impact Of Covid-19 Pandemic Situation On The Company**

By Mid March,2020 the world was gripped by the Pandemic Covid-19 which impacted the work and financials of the Company severely for the period March-2020 to September-2020. The Restriction imposed by the Govt. has been slackened but still complete normalcy is yet to be regained. The loss in terms of man hour as well as financial are staggering but complete assessment of the same is yet to be made and can be accessed only after the Pandemic is over.

Pursuant to Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/84 Dt. 20th May 2020, issued by the Securities and Exchange Board of India (SEBI) under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are furnishing the details of the "material impact" of the various measures taken by your Company to control the spread of "Covid-19 pandemic" (from the last week of March 2020) and the impact on the Company's operations.

By following the Direction of government, office was shut down from 24<sup>th</sup> March, 2020 due to lockdown. Company implemented work from home, for all the work carried out by the employees from home.

The company is strictly complying with the Standard Operating Procedure and measures issued by the Government.

The operation is being carried out with skeletal staff attending office as & when required and the rest operating from home. The necessary Precautionary & Preventive measures as stipulated by the Govt. from time to time were adhered to.

Your Company is into developing & marketing software. Because of the lockdown & the subsequent partial closedown of Market there has been significant reduction in demand and we expect to see rebound in demand once normalcy is achieved.

### **LISTING OF EQUITY SHARES**

The Company's Equity shares are presently listed on BSE Limited and the Company has received in Principle Approval for revocation of Suspension in trading of Equity Shares on 25<sup>th</sup> February, 2019. The Company has paid the Annual Listing Fees to the said Stock Exchanges for the financial year 2019-2020.

We are in the process of revocation of the suspension but the same could not be expedited because of the Pandemic and we are sure to restore the listing in due course of Time.

The Company is in the process of complying with the requirement of achieving 100% holding of the promoters in demat forms as required under the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015.

### **DIVIDEND**

As there is no profit in this year therefore the Board recommends no dividend is to be declared for this financial year.

### **INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY**

During the year, the Board of Directors ('the Board') reviewed the affairs of the subsidiary. In accordance with Section-129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company and its subsidiary, which form part of the Annual Report. Further, a statement containing the salient features of the financial statement of the subsidiary in the prescribed format AOC - 1 is appended as Annexure-1 to the Board's report. The statement also provides the details of performance, financial positions of each of the subsidiaries.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of the subsidiary, are available on our website [www.easitax.com](http://www.easitax.com). These documents will also be available for inspection during business hours at our registered office.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

**BOARD'S COMPOSITION, CATEGORY OF DIRECTORS AND THEIR MEETINGS:**

The Board is collectively responsible for the sustainable success of the company. The Company's Board has an optimum combination of Executive and Non-Executive Directors and reflects diversity in terms of disciplines, professions, social groups, gender and stakeholder interest.

The strength of the Board as on March 31, 2020 is Three (3) directors. They are as follows:

- |                       |                             |
|-----------------------|-----------------------------|
| 1. A. GERALD EBENEZER | Managing Director           |
| 2. J.RAJENDHIRAN      | Independent Director        |
| 3. R.A.ESWARI         | Independent Director(Women) |

**CHANGE IN DIRECTORS****Resignation of Directors**

During the year under review Mr. ARUMAINATHAN XAVIER NICHOLAS PRABHU (DIN: 01228018) has resigned from the Board as an Independent Director with effect from 1<sup>st</sup> Jan, 2020. The Board places on record its appreciation for the services rendered by him during his tenure as the Director.

**CHANGES IN KEY MANAGERIAL PERSONNEL**

During the year under review Following Key Managerial Persons were appointed:-

1. CS Deepak Kumar Saha has been appointed as Company Secretary and Compliance Officer of the company with effect from 7<sup>th</sup> February 2020.
2. Ms. ShantwanaAdhikarihas been appointed as Chief Financial Officer (CFO) of the Company with effect from 15<sup>th</sup> June, 2020.

The following are the KMP as on date:-

- |                          |   |                   |
|--------------------------|---|-------------------|
| 1. A. GERALD EBENEZER    | - | Managing Director |
| 2. Ms. ShantwanaAdhikari | - | CFO               |
| 3. CS Deepak Kumar Saha  | - | Company Secretary |

**MEETINGS OF THE BOARD OF DIRECTORS**

The Board of Directors met Five (5) times during this financial year, The disclosure on Board meetings and attendance of directors are given below:

Date of meetings	No. of Directors attended the meeting
20.05.2019	4
24.07.2019	4
24.10.2019	3
05.02.2020	3
07.02.2020	3

**COMMITTEES OF THE BOARD**

The details of composition of the Committees of the Board of Directors are as under:-

**a. Audit Committee**

The Audit Committee constitutes of Mr. J.RAJENDHIRAN, Mrs .R.A.ESWARI, Mr. AXN PRABHU and Mr. A. GERALD EBENEZER. Mr. J.RAJENDHIRAN is the Chairman of the Nomination and Remuneration Committee. The Board of Directors have accepted all the recommendations given by the Audit Committee. The terms and reference of Audit Committee and details of meetings held during the financial year 2019-20 and the attendance of members are given in the Corporate Governance Report, which forms part of the Directors Report.

However, Mr. AXN PRABHU has not been the part of Audit Committee after his resignation from the Board as Directors of the Company with effect from 1<sup>st</sup> January, 2020.

**b. Nomination, Remuneration Committee**

The Nomination and Remuneration Committee consists of Mr. J.RAJENDHIRAN, Mrs. R.A.ESWARI, Mr. AXN PRABHU, and A. GERALD EBENEZER. Mr. J.RAJENDHIRAN is the Chairman of the Nomination and Remuneration Committee. The details of the Nomination and Remuneration Committee and meetings held during the financial year 2019-20 and the attendance of members are provided in the Corporate Governance Report, which forms part of the Directors Report.

However, Mr. AXN PRABHU has not been the part of Nomination and Remuneration Committee after his resignation from the Board as Directors of the Company with effect from 1<sup>st</sup> January, 2020.

**c. Stakeholders Relationship Committee**

The Stakeholders Relationship Committee consists of Mr. J.RAJENDHIRAN, Mrs. R.A.ESWARI, Mr. AXN PRABHU, and A. GERALD EBENEZER. Mr. J.RAJENDHIRAN is the Chairman of the Nomination and Remuneration Committee. The details of the Nomination and Remuneration Committee and meetings held during the financial year 2019-20 and the

attendance of members are provided in the Corporate Governance Report, which forms part of the Directors Report.

However, Mr. AXN PRABHU has not been the part of Stakeholders Relationship Committee after his resignation from the Board as Directors of the Company with effect from 1<sup>st</sup> January, 2020.

### **EXTRACT OF ANNUAL RETURN**

As required under Sub-Section (3) of Section 92 of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 an extract of Annual Return in Form MGT - 9 forms part of this report as Annexure - 2.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis forms an integral part of this Report and gives details of the overall industry structure, developments, performance and state of affairs of the company and other material developments during the financial year and is attached as Annexure-3.

### **CORPORATE GOVERNANCE**

The Corporate Governance Report and a certificate by the Statutory Auditors regarding compliance of the conditions of corporate governance by your Company as stipulated in Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attached to this Report as Annexure -4.

### **STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS**

All the Independent Directors have given declarations of Independence, as required pursuant to Section 149 (7) of the Companies Act, 2013 stating that they meet the criteria of Independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

All the Independent Directors have complied with the Code for Independent Directors prescribed in Scheduled IV to the Act.

### **MEETING OF INDEPENDENT DIRECTORS**

The performance of the Individual Directors on the Board and the Committees thereof is done by the Board and the Independent Directors in their exclusive meeting done as per the policy formulated by the Board in this regard.

### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the performance evaluation of the Board and Individual Directors is done on annual basis.

The evaluation is done by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) The directors had 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 and of the profit and loss of the company for that period;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;
- e) The Directors had laid down internal financial controls to be followed by the company and such internal financial controls are adequate and were operating effectively; and
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **INTERNAL FINANCIAL CONTROLS**

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

### **LOANS, GUARANTEES AND INVESTMENTS**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

### **RELATED PARTY TRANSACTIONS**

There were no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

### **PARTICULARS OF EMPLOYEES**



None of the employees of the Company has been in receipt of remuneration exceeding the amounts envisaged under Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Companies Act, 2013.

### **DEPOSITS**

During the year under review, the Company has not accepted any fixed deposit from the public under Sections 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

### **VIGIL MECHANISM**

In terms of the provisions of Section 177 of the Companies Act, 2013 your Company has formulated a Whistle Blower Policy as a Vigil Mechanism. This mechanism aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

This mechanism is for the employees to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:**

#### **A. Conservation of Energy, Technology Absorption**

The Company always believes in giving the best to its clients and in this regard it continuously upgrade its knowledge in cutting edge technology and in the latest and best equipments.

#### **B. Foreign Exchange Earnings and Outgo**

There were no foreign exchange earnings and outgo during the year under review.

### **RISK MANAGEMENT**

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliance.

### **AUDITORS**

**a. Statutory Auditors:**

M/s. John Moris & Co., (Firm Registration No.: 007220S) Chartered Accountants hold office till the conclusion of 27<sup>th</sup> Annual General Meeting.

They have consented to be re-appointed as the Statutory Auditors of the Company, if approved in the General Meeting, would be within the limits specified under section 141(3)(g) of the Companies Act 2013. In this regard, the Company has received a certificate from the auditors about their eligibility and intimated their consent and willingness for their reappointment pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules framed there under.

Pursuant to the provisions of Section 139 the Companies Act, 2013 M/s. JhonMoris& Co., (Firm Registration No.: 007220S) Chartered Accountants it is proposed to re-appoint them for a further period of Five consecutive years to hold office from the conclusion of 27<sup>th</sup> Annual General Meeting until the conclusion of 32<sup>nd</sup> Annual General Meeting without the requirement of any further ratification by the members of the Company at subsequent Annual General Meetings. The Board recommends their re-appointment.

There are no comments, qualifications, reservations or adverse remarks by the Statutory Auditors in their report.

**b. Secretarial Auditor:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed CS Rabindra Kumar Samal, Company Secretary in Whole time Practice to undertake the Secretarial Audit of the Company for the financial year 2019-20, 2020-21 and 2021-22.

The Report of the Secretarial Auditor in Form MR-3 for the financial year 2019-20 is attached in Annexure-5.

**REPLY TO OBSERVATION RAISED BY THE SECRETARIAL AUDITOR**

1. CS Deepak Kumar Saha has been appointed as Company Secretary and Compliance Officer of the company with effect from 7<sup>th</sup> February 2020.
2. Ms. ShantwanaAdhikarihas been appointed as CFO of the company with effect from 15<sup>th</sup> June,2020.

Both the appointments made have satisfied the observation of the Secretarial Auditor made in clause 1and 2 of its report dated 05/12/2020 for the Financial Year 2019-20.

3. The Company is in the process of complying with the requirement of achieving 100% holding of the promoters in demat forms as required under the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015.
4. The Nomination and Remuneration Committee consists of Mr. J.RAJENDHIRAN, Mrs. R.A.ESWARI, Mr. AXN PRABHU, and A. GERALD EBENEZER. Mr. J.RAJENDHIRAN is the Chairman of the Nomination and Remuneration Committee.

Mr. AXN PRABHU has not been the part of Nomination and Remuneration Committee after his resignation from the Board as Directors of the Company with effect from 1<sup>st</sup> January, 2020. We have been trying to induct one more independent non executive director to broad base the Board composition as well as complying with the regulatory requirement. However, because of the present pandemic situation all our efforts are getting frustrated. We are confident that will be resolved soon.

**FRAUDS REPORTED BY THE AUDITORS**

No Frauds were reported by the Auditors either to the Audit Committee or in their reports during the year under review.

**MAINTENANCE OF COST RECORDS**

The provisions of Section 148 of the Companies Act, 2013 are not applicable for the year since the Company is not falling under the category of class Companies as prescribed under Sub-section (1) of Section 148 of the Companies Act 2013 and Rules framed there under.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported.

During the year under review, the Internal Complaints Committee, which has been in existence in the company to receive and deal in with complaints relating to such harassment, has not received any complaint pertaining to sexual harassment.

**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS.**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future except as mentioned above in clause "LISTING OF EQUITY SHARES" for which we have taken necessary steps for Restoration of Listing status.

**ACKNOWLEDGEMENT**

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

For and on behalf of the Board  
**M/s. Integrated Hitech Ltd.**

**Date: 07/12/2020**

**Place: Chennai**

**(Director)**

**(Director)**

**Annexure - 1 to the Directors Report**

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule-5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures]

***Part "A" Subsidiaries***

(Information in respect of each subsidiary to be presented with amounts in Rs.)

As no commercial activity has commenced at both the subsidiary in Singapore and USA, the financial information relating to the subsidiaries are not furnished and consolidated financial information is also not furnished.

Sl.No.	Particulars	Details
1.	Name of the Subsidiary	1. Integrated Hitech Singapore Pte Ltd, 2. Integrated Hitech (America) Corporation
2.	The date since which subsidiary has been acquired 1. Integrated Hitech Singapore Pte Ltd 2. Integrated Hitech (America) Corporation	14/04/2001 16/03/2001
3.	Reporting period for the subsidiary concerned if different from the holding company's reporting period	N.A.
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
5.	Share Capital	
6.	Reserve & Surplus	
7.	Total Assets	
8.	Total Liabilities	
9.	Investments	
10.	Turnover	
11.	Profit before taxation	
12.	Provision for taxation	
13.	Profit after taxation	
14.	Proposed dividend	
15.	% of Shareholding	

Notes: The following information shall be furnished at the end of the statement

- Names of the subsidiaries, which are yet to commence operations: 2(Two)
- Names of the subsidiaries which have been liquidated or sold during the year: NIL

**PART "B": Associates and Joint Ventures****Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures:**

The Company does not have any associate companies and Joint Ventures. Hence the information required under this head is not being furnished.

For and on behalf of the Board  
**M/s. Integrated Hitech Ltd.**

**Date: 07/12/2020**

**(Director)**

**(Director)**

**Place: Chennai**

**FORM NO. AOC -2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis. **NIL**

<b>SL. No.</b>	<b>Particulars</b>	<b>Details</b>
a)	Name (s) of the related party & nature of relationship	NA
b)	Nature of contracts/arrangements/transaction	NA
c)	Duration of the contracts/arrangements/transaction	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
e)	Justification for entering into such contracts or arrangements or transactions'	NA
f)	Date of approval by the Board	NA
g)	Amount paid as advances, if any	NA
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

2. Details of contracts or arrangements or transactions at Arm's length basis. **NIL**

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NA
b)	Nature of contracts/arrangements/transaction	NA
c)	Duration of the contracts/arrangements/transaction	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
e)	Date of approval by the Board	NA
f)	Amount paid as advances, if any	NA

For and on behalf of the Board  
**M/s. Integrated Hitech Ltd.**

**Date:** 07/12/2020

**Place:** Chennai

**(Director)**

**(Director)**

**Annexure-2****Form No. MGT-9****EXTRACT OF ANNUAL RETURN****As on the financial year ended on 31<sup>st</sup> March, 2020****of****INTEGRATED HITECH LIMITED***[Pursuant to Section 92(1) of the Companies Act, 2013**And*

Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

- i) CIN: L72300TN1993PLC024583
- ii) Registration Date: 11/03/1993
- iii) Name of the Company: INTEGRATED HITECH LIMITED
- iv) Category/Sub-Category of the Company: Company Limited by Share/ Indian Non-Government Company
- v) Address of the Registered office and contact details: 150/115, Cisons Complex, 3<sup>rd</sup> Floor, Moniteth Road Egmore Chennai- 600008
- vi) Whether listed company: YES
- vii) Name and Address and contact details of Registrar & Transfer Agents ( RTA ), if any:

**M/s Cameo Corporate Services Limited,  
SUBRAMANIAN BUILDING  
No:1, Club House Road, Chennai-600 002**

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Other Information Technology And Computer Service Activities	62099	100%

**INTEGRATED HITECH LIMITED**

CIN: L72300TN1993PLC024583

**II. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES [No. of Companies for which information is being filled] : Two****III.**

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	Integrated Hitech (America) Corporation Address:- 8011, Bren Dina Court, Murrysville, PA 15668.		Subsidiary
2	Integrated Hitech Singapore Pte Ltd Address:- Cantonment Road, Singapore, 089747		Subsidiary

**IV.SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1 <sup>st</sup> April 2019]				No. of Shares held at the end of the year[As on 31 <sup>st</sup> March 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	0	11,05,700	11,05,700	11.05	0	11,05,700	11,05,700	11.05	0
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-



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<b>Total shareholding of Promoter (A1)</b>	<b>0</b>	<b>11,05,700</b>	<b>11,05,700</b>	<b>11.05</b>	<b>0</b>	<b>11,05,700</b>	<b>11,05,700</b>	<b>11.05</b>	<b>0</b>
<b>(2) Foreign</b>									
Individuals (non-Resident individuals/Foreign individuals)	-	-	-	-	-	-	-	-	-
Bodies Corporate	-	-	-	-	-	-	-	-	-
Institutions	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
<b>Sub - Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Share Holding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>0</b>	<b>11,05,700</b>	<b>11,05,700</b>	<b>11.05</b>	<b>0</b>	<b>11,05,700</b>	<b>11,05,700</b>	<b>11.05</b>	<b>0</b>
<b>B. Public shareholding</b>									
1. Institutions	-	-	-	-	-	-	-	-	-
A) Mutual Funds	-	-	-	-	-	-	-	-	-
B) Banks / FI	-	-	-	-	-	-	-	-	-
C) Central Govt	-	-	-	-	-	-	-	-	-
D) State Govt(s)	-	-	-	-	-	-	-	-	-
E) Venture Capital Funds	-	-	-	-	-	-	-	-	-
F) Insurance Companies	-	-	-	-	-	-	-	-	-

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G) fiis	-	-	-	-	-	-	-	-	-
H) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
I) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2. Non- Institutions</b>									
a) Bodies Corp.	677878	470900	1148778	11.48	674147	467300	1141447	11.40	- 0.07 3
b) Individuals									
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	2981183	1589708	4570891	45.67	2986964	1586208	4573172	45.72	0.02 3
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1760769	1048200	2808969	28.08	1760769	1048200	2808969	28.09	0.00
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
c) Others (specify)									
Hindu Undivided Families	333843	0	333843	3.36	335693	0	335693	3.35	0.09
Non Resident Indians	36419	0	36419	0.36	39619	0	39619	0.39	0.03

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<b>Sub-total (B)(2):-</b>	<b>5790092</b>	<b>3108808</b>	<b>8898900</b>	<b>88.95</b>	<b>5797192</b>	<b>3101708</b>	<b>8898900</b>	<b>88.95</b>	<b>0.00</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>5790092</b>	<b>3108808</b>	<b>8898900</b>	<b>88.95</b>	<b>5797192</b>	<b>3101708</b>	<b>8898900</b>	<b>88.95</b>	<b>0.00</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>5790092</b>	<b>4214508</b>	<b>10004600</b>	<b>100.00</b>	<b>5797192</b>	<b>4207408</b>	<b>10004600</b>	<b>100.00</b>	<b>0.00</b>

**ii) Shareholding of Promoters**

SN	Shareholder's Name	Shareholding at the beginning of the year April , 2019			Share holding at the end of the year March 31, 2020			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	A.GERALD EBENEZER	5,55,800	5.56	0	5,55,800	5.56	0	
2	A.RENALD ABEL	2,46,300	2.46	0	2,46,300	2.46	0	
3	JULIET ABEL	90,500	0.90	0	90,500	0.90	0	
4	J.V.MARDIA	65,900	0.66		65,900	0.66		
5	V.RADHA MOHAN	47,800	0.48		47,800	0.48		
6	T.PRABHAKAR	34,200	0.34		34,200	0.34		
7	CHANDRASEKAR	24,800	0.25		24,800	0.25		

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8	MURUGAN M.	10,000	0.10		10,000	0.10		
9	RAJKUMAR	9,900	0.10		9,900	0.10		
10	DENIEL SELVARAJ	7,400	0.07		7,400	0.07		
11	PALANI KUMAR	6,100	0.06		6,100	0.06		
12	SUDHA GERALD	4,400	0.04		4,400	0.04		
13	GELL GEORGE	1,300	0.01		1,300	0.01		
14	SURESH J.	1,300	0.01		1,300	0.01		
	<b>TOTAL</b>	<b>11,05,700</b>	<b>11.05</b>		<b>11,05,700</b>	<b>11.05</b>		

iii) **Change in Promoters' Shareholding (please specify, if there is no change):** During Financial Year 2019-20 followings changes were made in the Promoters Shareholding are given below:-

SN	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1. A.GERALD EBENEZER</b>					
	i) At the beginning of the year	-	-	-	-
	ii) Increase/Decrease in shareholding during the year	-	-	-	-
	iii) At the end of the year	-	-	-	-
<b>2.</b>					
	i) At the beginning of the year	-	-	-	-
	ii) Increase/Decrease in shareholding during the year	-	-	-	-
	iii) At the end of the year	-	-	-	-

iv) **Shareholding Pattern of top ten Shareholders:**

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10	Shareholding at the	Cumulative
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	Shareholders	beginning of the year  April 1, 2019		Shareholding at end of the Year March 31,2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SAIANAND COMMERCIAL LIMITED	460000	4.60	460000	4.60
2	CHIDAMBARAM M	450000	4.50	450000	4.50
3	MARDIA SONS HOLDINGS P LTD	421000	4.21	421000	4.21
4	MAMTA RAMGARHIA	265717	2.65	265717	2.65
5	SHANMUGANATHAN I	250000	2.50	250000	2.50
6	RAM GOPAL RAMGARHIA HUF	237246	2.37	237796	2.38
7	BHARAT KUMAR MARDIA	150000	1.50	150000	1.50
8	JASHMIN BABULAL SHUKLA	148450	1.48	148450	1.48
9	SHAKUNTALA SHUKLA	117900	1.18	117900	1.18
10	SUJIT RANJAN MAITY	113733	1.14	113733	1.14

**v) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholder’s Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1. A.GERALD EBENEZER					
	i) At the beginning of the year April 1, 2019	5,55,800	5.56	5,55,800	5.56

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	ii) Increase/Decrease in shareholding during the year	-	-	-	-
	iii) At the end of the year March 31, 2020	5,55,800	5.56	5,55,800	5.56

**F) INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	-	-	-
* Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

**XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**INTEGRATED HITECH LIMITED**

CIN: L72300TN1993PLC024583

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager: *Managing Director***

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	A.Gerald Ebenezer		60,000.00
1	Gross salary		-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	-	<b>60,000.00</b>
	Ceiling as per the Act	-	-

**B. Remuneration to other directors: *Two***

Sl.No.	Particulars of Remuneration	Sitting Fees for attending board/ committee meetings	Commission	Others, please specify	Total Amount
1	Independent Directors				
	1. Mr.J.Rahendhiran	38000	0	0	38000
	2. R.A.Eswari	14000	0	0	14000
	3. A. X. N. Prabhu	30000	0	0	30000

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	Total (1)	82000	-	-	82000
2	Other Non-Executive Directors	-	-	-	0
	Fee for attending board committee meetings	-	-	-	0
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	82000	-	-	82000
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD- NIL**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	-	70000.00	-	70000.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-



**INTEGRATED HITECH LIMITED**

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	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	70000.00	-	70000.00

**XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**MANAGEMENT ANALYSIS AND DISCUSSION REPORT**

Your Company is in the process of development and service of various tax compliance software such as e-filing of Income Tax Returns Software for individuals and corporate bodies, e-filing of Tax Deducted at Source (e-TDS) software for corporate and also in the process of developing GST Software for filing and management of GST for both Individual and Corporate. The company is in the process of development of Hospital Management Software (HMS) and Cloud Resource Management (CRM).

The Hospital Management software has wide application in the health care Industry for day to day operation, management data storage and retrieval which would make the patient care delivery system a seamless one. The transition would be to a smooth, efficient and paperless environment with ultimate result in patient satisfaction.

Infact our e-TDS software is being used in some of the Banks in India and most likely once the software reaches its final stage, would find application in other Banks/FI's.

**Risk and Risk Mitigations:**

In Growing dynamics business situation, new entrants into the market and competition will continue to exert pricing pressure undermining industry profitability. Strategic positioning and generating higher level of economic value by continuing to build IP and offer value added services around verticals and add-on's is mandatory.

**REPORT ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company is committed to high standards of corporate governance and believes in conducting business lawfully, with integrity and in an ethical manner. The Company is determined to provide in time, correct and complete information, as required, to all its stakeholders. The Company regularly interacts with all the stakeholders. The Company firmly believes that good Corporate Governance can be achieved by promoting corporate fairness, transparency and accountability. To achieve Corporate Governance of the highest standards, the Company has adopted a comprehensive Corporate Governance policy.

Integrated Hitech Limited is in compliance with the Corporate Governance guidelines as stipulated under the Corporate Governance Policy and various clauses of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). A report on this is detailed below.

**2. BOARD OF DIRECTORS**

The Board, as defined in the Corporate Governance principles of Integrated Hitech Limited, has the responsibility of ensuring concord among shareholders' expectations, the Company's plans and the management's performance. The Board is also responsible for developing and approving the mission of the Company's business, its objectives and goals and the strategy for achieving these. In terms of Company's Corporate Governance policy, all statutory and other significant and material information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of the shareholders.

**COMPOSITION**

Your Company has a balance Board, comprising 1 executives and 2 non-executive directors. The non-executive directors include independent professionals. No director is related to any other director on the Board in terms of definition of 'relative' given under the Companies Act, 2013.

Name of the Director	DIN	Status, i.e. Executive, Non-Executive and Independent	Members in the Board of other public Companies	No. of membership /chairmanship of Board Committees of other Companies including this company	
				As a Chairman	As a Member
Mr. A. GERALD EBENEZER	02026613	Executive	None	None	2

**INTEGRATED HITECH LIMITED**

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Mr. J.RAJENDHIRA N	01784664	Independent	1	2	4
Mrs .R.A.ESWARI	05345622	Independent	1	None	2

During the financial year ended 31<sup>st</sup> March 2020, 5 Board Meeting were held, which are as follows

Sl. No.	Date	Board strength	No. of Directors present
1	20.05.2019	04	04
2	24.07.2019	04	04
3	24.10.2019	03	03
4	05.02.2020	03	03
5	07.02.2020	03	03

Attendance at Board Meeting and Annual General Meeting during the financial year

Director	No. of Board Meetings attended	Attendance at last AGM
Mr. A. GERALD EBENEZER	05	Yes
Mr. J.RAJENDHIRAN	05	Yes
Mrs .R.A.ESWARI	05	Yes
Mr. AXN PRABHU	02	Yes

**3. AUDIT COMMITTEE**

Terms of reference:

The broad terms of reference of the Audit Committee are to interact with the internal and Statutory Auditors, overseeing the Company's financial reporting process and review with the management the annual financial statements before submitting to the Board and includes:

1. Appointment and fixation of remuneration payable to Auditors;
2. Review Quarterly, half yearly and annual financial results before submission to the Board;
3. Review accounting policies followed by the Company;
4. The adequacy and effectiveness of internal control system and procedures in the Company.

**COMPOSITION OF THE AUDIT COMMITTEE:**

**THE AUDIT COMMITTEE CONSISTS OF THE FOLLOWING MEMBERS:**

Sl. No.	Name of the Member	Chairman/member
1	J.RAJENDHIRAN	Chairman
2	R.A.ESWARI	Member
3	A. GERALD EBENEZER	Member

**MEETING AND ATTENDANCE****DETAILS OF AUDIT COMMITTEE MEETING DURING THE FINANCIAL YEAR**

During the financial year ended 31<sup>st</sup> March 2020, four(04) meetings of Audit Committee were held, which are as follows

Sl. No.	Date	Committee strength	No. of members present
1	20.05.2019	03	03
2	24.07.2019	03	03
3	24.10.2019	03	03
4	05.02.2020	03	03

**ATTENDANCE OF AUDIT COMMITTEE MEETING DURING THE FINANCIAL YEAR**

Sl. No.	Name of the Member	No. of Meetings attended
1	J.RAJENDHIRAN	04
2	R.A.ESWARI	04
3	A.X.N PRABHU	03
4	A. GERALD EBENEZER	01

**4. NOMINATION & REMUNERATION COMMITTEE**

In compliance with Section 178 of the Companies Act, 2013, the Board has renamed the existing "Remuneration Committee" as the "Nomination and Remuneration Committee." The Committee is governed through Nomination & Remuneration Policy of the Company. The brief terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors/ Independent Directors based on certain laid down criteria;

- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

**COMPOSITION OF THE NOMINATION & REMUNERATION COMMITTEE:**

The Nomination & Remuneration Committee consists of the following members:

Sl. No.	Name of the Member	Chairman/member
1	J.RAJENDHIRAN	Chairman
2	R.A.ESWARI	Member
3	A. GERALD EBENEZER	Member

**DETAILS OF NOMINATION & REMUNERATION COMMITTEE MEETING DURING THE YEAR:**

During the financial year ended 31<sup>st</sup> March 2019, Four (4) meetings of Nomination & Remuneration Committee were held, which are as follows:

Sl. No.	Date	Committee strength	No. of members present
1	20.05.2019	03	03
2	24.07.2019	03	03
3	24.10.2019	03	03
4	07.02.2020	03	03

**ATTENDANCE OF COMMITTEE MEETING DURING THE FINANCIAL YEAR**

Sl. No.	Name of the Member	No. of Meetings attended
1	J.RAJENDHIRAN	04
2	R.A.ESWARI	04
3	A.X.N PRABHU	03
4	A. GERALD EBENEZER	01

**REMUNERATION TO DIRECTORS:**

Non-Executive directors are remunerated by way of sitting fees only. The Company pays remuneration by way of salary, perquisites and allowances to the Executive Directors within the limits approved by the members and as permitted under Schedule V of the Companies Act, 2013.

**MANNER OF BOARD EVALUATIONS:**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 27 of SEBI(LODR) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

**5. STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholders Relationship Committee met time to time whenever requires to approve share transfers, transmissions, issue of duplicate share certificates, re-materialization of shares and all other issues pertaining to shares and also to redress investor grievances like non receipt of dividend warrants, non-receipt of share certificates, etc. The committee regularly reviews the movement in shareholding and ownership structure. The committee also reviews the performance of the Registrar and Share Transfer Agents.

**COMPOSITION OF THE COMMITTEE:****THE COMMITTEE CONSISTS OF THE FOLLOWING MEMBERS:**

Sl. No.	Name of the Member	Chairman/member
1	J.RAJENDHIRAN	Chairman
2	R.A.ESWARI	Member
3	A. GERALD EBENEZER	Member

During the financial year ended 31<sup>st</sup> March 2020, Four (4) meetings of Stakeholders Relationship Committee were held, which are as follows:

Sl. No.	Date	Committee strength	No. of members present
1	20.05.2019	03	03
2	24.07.2019	03	03
3	24.10.2019	03	03
4	05.02.2020	03	03

#### ATTENDANCE OF COMMITTEE MEETING DURING THE FINANCIAL YEAR

Sl. No.	Name of the Member	No. of Meetings attended
1	J.RAJENDHIRAN	04
2	R.A.ESWARI	04
3	A.X.N PRABHU	03
4	A. GERALD EBENEZER	01

The followings are details about the grievances that solved/to be solved by the committee.

Total number of Complaints received during the year	: Nil
Number of Complaints solved	: Nil
Number of complaints remaining unattended as on 31.03.2020	: Nil
Number of pending share transfer as on 31.03.2020	: Nil
Number of pending demat cases as on 31.03.2020	: Nil

#### 6. RISK MANAGEMENT COMMITTEE

Risk Assessment and minimization procedures have been framed by the Company named as “Risk Management Charter” and are reviewed by the Committee from time to time. The Committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company. The Duties and Responsibilities of the Committee are as follows:

- Annually review and approve the Risk Management Policy and associated frameworks, processes and practices of the company.
- Ensure that the company is taking the appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.
- Evaluate significant risk exposures of the company and access management’s actions to mitigate the exposures in a timely manner.



- Co-ordinate its activities with Audit Committee in stances where there is any overlap with Audit activities.

Within its overall scope as aforesaid, the Committee shall review risks trends, exposure, potential impact analysis and mitigation plan.

The composition of the Risk Management Committee as at March 31, 2020 are as under: The Committee meets from time to time.

Sl. No.	Name of the Member	Chairman/member
1	J.RAJENDHIRAN	Chairman
2	R.A.ESWARI	Member
3	A. GERALD EBENEZER	Member

## 7. INDEPENDENT DIRECTORS MEETING:

During the year under review, the Independent Directors Meeting was held on February, 14, 2020, wherein all two Independent Directors were present and Mr. J. Rajendhiran appointed as Chairman for the Meeting. Meeting was convened inter alia, to discuss:

1. Review of the performance of Non- Independent Directors and the Board as a whole.
2. Review of the performance of the Chairperson of the Company.
3. Assessment of the quality, quantity and timeliness of the flow of information between the Company's management and the Board.

## 8. FINANCIAL CALENDER TENTATIVE

(Compliance of Regulation 33 of the SEBI (LODR)Regulation,2015

Period ended	Financial Reporting On or before
31 <sup>st</sup> December, 2020	14th February, 2021
31 <sup>st</sup> March, 2021	30th May, 2021

## 9. General Body Meetings

Date, location and time where our Annual General Meetings (AGM) has been held:

Annual General Meeting	Date of Annual General Meeting	Location	Time
------------------------	--------------------------------	----------	------

24 <sup>th</sup>	29 <sup>th</sup> September, 2017	150/115, Cisons Complex, Third Floor, Montieth Road, Egmore, Chennai-700008	10.30 A.M.
25 <sup>th</sup>	28 <sup>th</sup> September, 2018	150/115, Cisons Complex, Third Floor, Montieth Road, Egmore, Chennai-700008	10.30 A.M.
26 <sup>th</sup>	27 <sup>th</sup> September, 2019	150/115, Cisons Complex, Third Floor, Montieth Road, Egmore, Chennai-700008	10.30 A.M.

**10. DISCLOSURES**

Materially significant related party transactions which may have potential conflict with the interests of the Company at large: **None**

(Appropriate approvals have been taken for related party transactions. The committee reviewed and approved transactions of the Company with related parties and recommended the Board for approval as and when necessary. The details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standard.)

- Details of non-compliances, penalties, and strictures by stock exchange/ SEBI/Statutory Authorities on any matter related to Capital Markets, during the last year: NIL

**The BSE had vide its letter No. LIST/COMP/SK/1126/2018-19 dated 25<sup>th</sup> February, 2019 intimated the company of its in Principle Approval for revocation of Suspension of trading of the Companies Scrips. The Company is in the process of completing the requisite and revocation may be suspended at the earliest.**

- Pecuniary relationships or transaction with Non-Executive Directors: **None**

- The Company has a vigil mechanism/Whistle Blower Policy in line with Companies Act, 2013 and SEBI (LODR) 2015. The Board is hereby affirmed that no personnel have been denied access to the audit committee.

**11. IHL CODE OF CONDUCT**

The **Integrated Hitech Limited(IHL)** Code of conduct, as adopted by the Board of Directors, is applicable to all directors and senior management of the Company. This code is derived from three interlinked fundamental principles, i.e. good corporate governance, good corporate citizenship and exemplary personal conduct. The written code of conduct can be viewed from the company's website. As provided under the listing regulations with the stock exchanges, the Chairman of the company had given a declaration on behalf of the Board and senior management for affirmation of compliance with the code of conduct for the financial year 2019-20.

**12. MEANS OF COMMUNICATION:**

- Quarterly Results : Quarterly results are approved and taken on record by the Board of Directors of the Company within 45 days of the close of the relevant quarter and approved results are forthwith sent to the Stock Exchange where the Company's shares are listed. The results are published in the proforma prescribed, in widely circulated newspapers both English and vernacular. These results are simultaneously posted on the Company's website.
- Which newspapers normally published in : Trinity Mirror – English newspaper  
Makkal Kural– Tamil Newspaper
- Any Website where displayed : Yes, [www.easitax.com](http://www.easitax.com)
- Whether presentation made to Institutional Investors or to analysts : NA.
- Whether Management Discussion and Analysis Report is a part of Annual Report or not : Yes, it is a part of this Year's Annual Report.

**13. GENERAL SHAREHOLDER INFORMATION**

27<sup>th</sup> Annual General Meeting:

Date : 31/12/2020  
 Time : 11.00 A.M.  
 Venue : 150/115, Cisons Complex, Third Floor,  
 Montieth Road, Egmore, Chennai-700008

**14. BOOK CLOSURE**

The Register of members and share transfer book of the company shall remain closed from December 24, 2020 to December 31, 2020 (both days inclusive) for the purpose of Annual General Meeting and Dividend

**15. LISTING ON STOCK EXCHANGES:**

Name of the stock	Address	Scrip Code/Stock symbol
-------------------	---------	-------------------------

**INTEGRATED HITECH LIMITED**

CIN: L72300TN1993PLC024583

<b>Exchange</b>		
Bombay Stock Exchange Limited	PhirozeJeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	532303

**16. ISIN NO. FOR THE COMPANY'S EQUITY SHARES IN DEMAT FORM:**

ISIN NO.:- INE934A01012

**17. DEPOSITORY CONNECTIVITY :NSDL& CDSL****18. STOCK MARKET DATA:**

The high and low prices of shares during the year:2019-2020. High and Low Data not furnished as the listing of your Company is under suspension by The Bombay Stock Exchange. However, the Company had received the in-principle approval for revocation of suspension in trading of Enquiry SHARE ON 25<sup>th</sup> Feb,2019.

The monthly high and low quotations at the BSE during each month in the last financial year are provided as follows:

All time High	55.00
All time Low	0.41

\* Market price per share is of face value of Rs.10/- each

**19. REGISTRAR & TRANSFER AGENT (RTA):**

M/s. Cameo Corporate Services Ltd.  
Subramaniam Building No.1,  
Club House Road, Chennai, Tamil Nadu- 600 002.  
Ph No. 044 - 28460390/91/92/93/94/95  
Contact Person -Mr.Murali -murali@cameoindia.com

**20. SHARE TRANSFER SYSTEM:**

The Share transfers are presently being registered within a period of 15 days from the date of receipt of documents that are complete in all respects. Share transfers and registration are approved by the stakeholder Relationship/Grievances Committee and/or the Board. The transfers of shares are mostly in electronic form, Transfer and registration are confirmed to depositories on receipt of demat request within 21 days.

**21. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2020:**

(a) According to category of holding:

**INTEGRATED HITECH LIMITED**

CIN: L72300TN1993PLC024583

Category	No. of Shareholders	% of Shareholders	No. of shares	% of shares
Promoters/PAC	14	0.06	1105700	11.05
FPI	0	0	0	0
Financial Institutions/ Banks	0	0	0	0
Clearing Member	0	0	0	0
Bodies Corporate	109	0.52	1141447	11.41
HUF	205	0.97	335693	3.36
NRI	26	0.12	39619	0.40
Trusts	0	0	0	0
Resident	20864	98.33	7382141	73.78
<b>Total</b>	<b>21218</b>	<b>100</b>	<b>10004600</b>	<b>100</b>

**(b) According to number of equity shares held:**

Category	No. of Shareholders	% of Shareholders	No. of shares	% of shares
1 - 500	19819	93.41	2527803	25.27
501 - 1000	724	3.41	604602	6.04
1001 - 2000	324	1.53	496702	4.96
2001 - 3000	118	0.56	304991	3.05
3001 - 4000	43	0.20	154921	1.55
4001 - 5000	56	0.26	269092	2.69
5001 - 10000	60	0.28	451465	4.51
10001 - And Above	74	0.35	5195024	51.93
<b>Total</b>	<b>21218</b>	<b>100.00</b>	<b>10004600</b>	<b>100.00</b>

**22. DEMATERIALIZATION OF SHARES AND LIQUIDITY:**

57,97,192 no's of equity shares have been dematerialized as on 31.03.2020.

**23. ADDRESS FOR CORRESPONDENCE:**

**INTEGRATED HITECH LIMITED**

Cisons Complex, 150/115, 3rd Floor,

Montieth Road, Egmore, Chennai,

Tamil Nadu, 600008

Tel. No. 044-28514406 / 28514407

Fax No. 044-28586599

E-mail: [easitax.ihl@gmail.com](mailto:easitax.ihl@gmail.com); [integrated@eth.net](mailto:integrated@eth.net)

For and on behalf of the Board of Directors

Place: Chennai

A. GERALD EBENEZER

Date: 07/12/ 2020

Managing Director

**INDEPENDENT AUDITOR'S CERTIFICATE ON  
CORPORATE GOVERNANCE**

To the Members of  
Integrated Hitech Limited

1. This certificate is issued in accordance with the terms of our engagement.
2. We, A. John Moris & Co. Chartered Accountants, the Statutory Auditors of Integrated Hitech Limited("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March, 2020, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

**Management's Responsibility**

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

**Auditor's Responsibility**

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained

by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the "ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

**Opinion**

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V to the Listing Regulations during the year ended 31st March, 2020.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For A. John Moris & Co.**  
**Chartered Accountants**  
**(Firm's Registration No. 007220S)**

**A. John Moris**  
**Partner**  
**(Membership No. 029424)**  
**Date: 02/09/2020**

**DECLARATION ON CODE OF CONDUCT AS ENVISAGED UNDER SEBI (LODR), 2015**

To  
The Members  
Integrated Hitech Limited

I, A. Gerald Ebenezer, Managing Director of M/s. Integrated Hitech Limited hereby declare that to the best of my knowledge and information, all the Board Members and the Senior Management Personnel have complied all the compliance with the code of conduct for the year ended March 31, 2020.

Place: Chennai  
Date: 07/12/2020

**A. GERALD EBENEZER**  
Managing Director

**MD AND CFO CERTIFICATION**

To  
The Board Of Directors  
Integrated Hitech Ltd

We, Managing Director & CFO responsible for the finance function, certify that:

- a) We have reviewed the financial statements and cash flow statement for the year ended 31st March 2020 and to the best of our knowledge and belief:
  - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March 2020 are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems pertaining to financial reporting. Deficiency in the design or operation of such internal controls, if any, of which We are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d)
  - i. There has not been any significant change in internal control over financial reporting during the year under reference;
  - ii. There has not been any significant change in accounting policies during the year requiring disclosure in the notes of the financial statements; and
  - iii. We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Chennai

A. GERALD EBENEZER

SHANTWANA ADHIKARI

Date: 07/12/2020

Managing Director

Chief Financial Officer



**FORM NO. MR.3**

**Secretarial Audit Report for the Financial Year Ended March 31, 2020**

**(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)**

To

The Members

Integrated Hitech Limited

150/115, Cisons Complex

3rd Floor, Moniteth Road

Egmore, Chennai- 600008

We have conducted the secretarial audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Integrated Hitech Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2020, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the Financial Year ended on March 31, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed thereunder

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments from time to time;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments from time to time;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the audit period)**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the audit period)**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the Company during the audit period)**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**
- (vi) In our opinion and as identified as informed by the management, the Company has adequate systems to monitor and ensure compliance (including the process of renewal /fresh/pending applications with government authorities), the following laws are specifically applicable to the company.
  - 1. The Information Technology Act, 2000 and the rules made thereunder.
  - 2. Software Technology Parks of India rules and regulations.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015 and amendments from time to time.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- 1. As per the provisions of Section 203 of the Companies Act, 2013 and (Regulation 17(8) & Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015) the Company don't have appointed any Chief Financial Officer (CFO) during the period ended 31<sup>st</sup> March, 2020.*
- 2. As per the provisions of Section 203 of the Companies Act, 2013 and (Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015) the Company should have a Whole time Company Secretary. However, there were no whole time Company secretary upto the period 07<sup>th</sup> February, 2020.*
- 3. The Company has not complied with various provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015) with respect to the Preparation of the 26<sup>th</sup> Annual Report for the financial year 2018-19.*
- 4. The Company has not complied with the 100% promoters holding in the demat form.*

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act subject to the following observations:

- 1. As per the provisions of Section 178 of the Companies Act, 2013 and (Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015) all the Directors of the Nomination & Remuneration Committee shall be non-executive Directors. However after appointment of Mr. Ebenezer Gerald (Managing Director) as a member of the committee w.e.f. from 05<sup>th</sup> February, 2020, the Composition of the Nomination & Remuneration Committee is not in compliance with the above provisions.*

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further

information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision was carried through while the dissenting members' views are captured and recorded as part of the minutes.

**We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report** that during the Audit period no events have occurred, which has major bearing on the Company's affairs.

Place: Chennai

Date: 07.12.2020

**Rabindra Kumar Samal**  
**Practicing Company Secretary**  
**FCS No.:7649 CP No.: 18278**

**UDIN- F007649B001422788**

This Report is to be read with our letter of even date which is annexed as **Annexure A** and Forms an integral part of this report.

**ANNEXURE – A**

To  
The Members  
Integrated Hitech Limited  
150/115, Cisons Complex  
3rd Floor, Moniteth Road  
Egmore, Chennai- 600008

Our report of even date is to be read along with this letter.

1. Maintenance of statutory and other records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of Accounts of the Company. We have relied on the report of the Statutory Auditor in respect of the same as per the guidance of the Institute of Company Secretaries of India.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Company is following a system of obtaining reports from various departments to ensure compliance with applicable laws.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company

Place: Chennai

Date: 07.12.2020

**Rabindra Kumar Samal**  
**Practicing Company Secretary**  
**FCS No.:7649 CP No.: 18278**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

***(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)***

To  
The Members  
Integrated Hitech Limited  
150/115, Cisons Complex  
3rd Floor, Moniteth Road  
Egmore, Chennai- 600008

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. Integrated Hitech Limited** having CIN: L72300TN1993PLC024583 and having Registered office at 150/115, Cisons Complex, 3<sup>rd</sup> Floor, Moniteth Road, Egmore, Chennai- 600008 (hereinafter referred to as '**the Company**'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of our information and according to the verifications (including Directors Identification Number (**DIN**) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31<sup>st</sup> March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment in Company *</b>
1	Rajendhiran Jayaram	01784664	18.09.2009
2	Ebenezer Gerald	02026613	12.10.1995
3	Rajendhiran Eswari Angali	05345622	15.06.2015

\*The date of appointment is as per the MCA Portal.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai  
Date: 07.12.2020

**Rabindra Kumar Samal**  
**Practicing Company Secretary**  
**FCS No.:7649 CP No.: 18278**

**UDIN- F007649B001422909**

## **INDEPENDENT AUDITOR'S REPORT**

To the Members of **Integrated Hitech Limited**

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of Integrated Hitech Limited ("the Company") which comprise the Balance Sheet as at March 31 2020 and the statement of Profit and Loss, the Statement of Changes in Equity & the cash flows Statement for the year then ended and notes to the financial statements including a summary of significant accounting policies.

In our opinion and to the best of our information and according to the explanations given to us the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IND AS") the accounting principles generally accepted in India of their consolidated state of affairs of the Company as at March 31 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act 2013. Our responsibilities under those

1. Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by ICAI and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Key Audit Matters**

Key audit matters are those matters that in our professional judgment were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. No such matters were identified during the course of our audit.

## **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the preparation and presentation of these financial statements in term of the requirements of the Companies Act 2013 that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error which have been used for the purpose of preparation of the financial statements by the Directors of the Company as aforesaid.

In preparing the financial statements the respective Board of Directors of the companies are responsible for assessing the ability of the Company to continue as a going concern disclosing as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Company is responsible for overseeing the financial reporting process of the Company.



## **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if individually or in the aggregate they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

## **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act we report to the extent applicable that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid financial statements.
- (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the financial statements.
- (d) In our opinion the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Company as on 31st March 2020 taken on record by the Board of Directors of the Company none of the directors of the companies are disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of internal financial controls over financial reporting of the and the operating effectiveness of such controls refer to our separate report in Annexure.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules 2014 in our opinion and to the best of our information and according to the explanations given to us:

- i. There were no pending litigations which would impact the financial position.
- ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **A John Moris & Co.,**  
Chartered Accountants,  
FRN: 007220 S

Place: Chennai  
Date: 15-06-2020

**CA A John Moris**  
Managing Partner  
M.No 029424

**ANNEXURE-'A' TO THE AUDITORS' REPORT**  
**REPORT OF THE AUDITOR TO THE MEMBERS IN ACCORDANCE WITH THE**  
**COMPANIES (AUDITORS'REPORT) ORDER 2016**

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.  
(b) As explained to us fixed assets are physically verified by the management at reasonable intervals which in our opinion is reasonable looking to the size of the Company and the nature of its business. No material discrepancies were noticed on such verification.  
(c) According to the information and explanation given to us and on the basis of our examination of the records of the Company the Company does not hold any title deeds of immovable properties.
2. The company is providing a service and hence provision relating to inventory is not applicable.
3. According to the information and explanations given to us and on the basis of our examination of the books of account it was observed that the Company has not granted loans to corporate listed in the register maintained under section 189 of the Companies Act 2013
4. In our opinion and according to the information and explanations given to us the Company has complied with the provisions of section 185 and 186 of the Act with respect to the investments made. The company has not granted any loans to its directors.
5. During the year the Company has not accepted any deposits from non-members. As such the compliance with the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Companies Act 2013 and rules framed there under are not applicable.
6. As per information & explanation given by the management maintenance of cost records has not been prescribed by the Central Government under subsection (1) of section 148 of the Companies Act 2013 for any of the activities of the Company.
7. (a) According to the records the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax and other applicable statutory dues during the year.

- (b) According to the information and explanations given to us there is no amounts payable in respect of income tax and service tax which have not been deposited on account of any disputes.
- (c) According to the information and explanations given to us no amount is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act 1956 (1 of 1956) and rules made there under has been transferred to such fund within time.
8. Based on our audit procedures and on the information and explanations given by the management we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution bank or debenture holders.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). Term loans were obtained by the Company and the same was applied for the purpose it was raised for.
10. According to the information and explanations given to us no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and based on our examination of the records of the Company the amount paid towards managerial remuneration are within the provisions of section 197 of companies act 2013.
12. The Company is not a chit fund or a Nidhi /mutual benefit fund/society. Accordingly this paragraph of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by applicable accounting standards.

14. According to the information and explanations give to us and based on our examination of the records of the Company the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company the Company has not entered into any non-cash transactions its directors.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For **A John Moris& Co.,**  
Chartered Accountants,  
FRN: 007220 S

Place: Chennai  
Date: 15-06-2020

**CA A John Moris**  
Managing Partner  
M.No 029424

**ANNEXURE -'B' TO THE AUDITORS' REPORT**  
**REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUBSECTION 3 OF**  
**SECTION 143 OF THE COMPANIES ACT 2013 ("THE ACT")**

We have audited the internal financial controls over financial reporting of M/s. Integrated Hitech Limited ("the Company") as of 31st March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to company's policies the safeguarding of its assets the prevention and detection of frauds and errors the accuracy and completeness of the accounting records and the timely preparation of reliable financial information as required under the Companies Act 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act 2013 to the extent applicable to an audit of internal financial controls both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was

established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting assessing the risk that a material weakness exists and

Testing and evaluating the design and operating Effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment including the assessment of the risks of material misstatement of the financial statements whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- i. Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company;
- ii. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- iii. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition use or disposition of the company's assets that could have a material effect on the financial statements.

## **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting including the possibility of collusion or improper management override of controls material misstatements due to error or fraud may occur and not be detected. Also projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion the Company has in all material respects an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **A John Moris & Co.,**  
Chartered Accountants,  
FRN: 007220 S

Place: Chennai  
Date: 15-06-2020

**CA A John Moris**  
Managing Partner  
M.No 029424



**Standalone Balance Sheet as at 31st March, 2020**

Particulars	Note	As at 31st March, 2020	As at 31st March, 2019
		INR Lacs	INR Lacs
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	1	68,151,050	68,563,050
(b) Non current Investment	2	6,315,040	6,315,040
<b>Total non-current assets</b>		<b>74,466,090.00</b>	<b>74,878,090.00</b>
<b>Current assets</b>			
(a) <u>Financial Assets</u>			
(ii) Trade receivables	3	25,377,340	25,277,710
(iv) Cash and cash equivalents	4	3,716,020	3,835,150
(v) Short term loan and advances	5	5,540,890	5,541,200
<b>Total current assets</b>		<b>34,634,250.00</b>	<b>34,654,060.00</b>
<b>TOTAL ASSETS</b>		<b>109,100,340.00</b>	<b>109,532,150.00</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	6	100,046,000	100,046,000
(b) Other equity	7	6,461,260	8,843,400
<b>Total equity</b>		<b>106,507,260.00</b>	<b>108,889,400.00</b>
<b>Liabilities</b>			
<b>Non-Current liabilities</b>			
(a) <u>Financial liabilities</u>			
(i) Borrowings	8	-	-
(b) Deferred tax liabilities	9	-	-
<b>Total Non- Current liabilities</b>		<b>-</b>	<b>-</b>
<b>Current liabilities</b>			
(a) <u>Financial Liabilities</u>			
(i) Trade payables	10	103,000	92,170
(ii) Short Term Borrowings	11	1,850,000	-
(b) Short Term provisions	12	640,080	550,580
<b>Total current liabilities</b>		<b>2,593,080.00</b>	<b>642,750.00</b>
<b>TOTAL LIABILITIES</b>		<b>2,593,080.00</b>	<b>642,750.00</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>109,100,340.00</b>	<b>109,532,150.00</b>

*See accompanying notes to the financial statements*

**For A John Moris & Co**  
Chartered Accountants  
FRN 007220 S

**A John Moris**  
Managing Partner  
M.No 029424

**For and on behalf of board of directors**

**Mr. A.Gerald Ebenezer**  
Chairman cum Managing Director  
**Mr. J.Rajendhairan**  
Director

DATE: 15/06/2020  
PLACE:CHENNAI

**Standalone Statement of profit and loss for the year ended 31st March, 2020**

S. No.	Particulars	Note	For the year ended 31st March, 2020	For the year ended 31st March, 2019
			<b>INR Lacs</b>	<b>INR Lacs</b>
I	Revenue From Operations	13	1,570,260	2,392,070
II	Other Income	14	246,000	19,200
III	<b>Total Income (I+II)</b>		<b>1,816,260.00</b>	<b>2,411,270.00</b>
IV	<b>EXPENSES</b>			
	Employee benefits expense	15	836,210	694,380
	Depreciation and amortization expense	16	412,000	449,010
	Other expenses	17	1,770,190	1,366,820
	<b>Total expenses (IV)</b>		<b>3,018,400.00</b>	<b>2,510,210.00</b>
	<b>Profit / (Loss) before extraordinary items and tax (III-IV)</b>		<b>(1,202,140.00)</b>	<b>(98,940.00)</b>
	Exceptional items		(1,180,000.00)	-
V	<b>Profit before tax (III-IV)</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
VI	<b>Tax expense:</b>			
	(1) Current tax		-	-
	(3) Deferred tax		-	-
			-	-
VII	<b>Profit or loss for the period from continuing operations</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
	<b>Profit or loss for the period from discontinued operations</b>		-	-
	Tax expense of discontinued operations		-	-
	Profit or loss for the period from continuing operations after Tax		-	-
	<b>PROFIT OR LOSS FOR THE PERIOD</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
VIII	<b>Other Comprehensive Income</b>		-	-
	(i) Items that will not be reclassified to profit or loss			
	- Changes in fair value of FVOCI equity instruments		-	-
IX	<b>Total other comprehensive income</b>		-	-
X	<b>Total comprehensive income for the year (VII+IX)</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
XI	Earnings per equity share:		-	-
	Basic & Diluted (Face value Rs.10 per equity share)		-	-

*See accompanying notes to the financial statements*

**For A John Moris & Co**  
Chartered Accountants  
FRN 007220 S

**A John Moris**  
Managing Partner  
M.No 029424

**For and on behalf of board of directors**

**Mr. A.Gerald Ebenezer**  
Chairman cum Managing Director  
**Mr. J.Rajendhairan**  
Director

DATE: 15/06/2020  
PLACE:CHENNAI

## A. Equity Share Capital:

Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
100046000	0	100046000

## B. Other Equity

	Share application money pending allotment	Equity component of financial instruments	Reserves and Surplus			Debt instrument s through Other Comprehe	Equity Instrument s through Other Comprehe	Effective portion of Cash Flow Hedges	Revaluatio n Surplus	Exchange difference s on translating the	Other items of Other Comprehe nsive	Money received against share warrants	Total
			Capital Reserve	Other Reserves (specify nature)	Retained Earnings								
Balance at the beginning of the reporting period	-	-	-	-	8,843,400	-	-	-	-	-	-	-	8,843,400
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-2,382,140	-	-	-	-	-	-	-	-2,382,140
Balance at the end of the reporting period	-	-	-	-	6,461,260	-	-	-	-	-	-	-	6,461,260

Standalone  
Statement of cash flows for the year ended 31st March, 2020

Sr. No.	Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
		INR Lacs	INR Lacs
A	<b><u>Cash flow from operating activities</u></b>		
	Net Profit / (Loss) before extraordinary items and tax	(2,382,140.00)	(98,940.00)
	<b><u>Adjustments for:</u></b>		
	Finance costs	-	-
	Depreciation and amortisation expense	412,000.00	449,010.00
	Interest income	-	-
	<b>Operating profit before working capital changes</b>	<b>(1,970,140.00)</b>	<b>350,070.00</b>
	<b><u>Adjustments for (increase) / decrease in operating assets</u></b>		
	Trade Receivables	(99,630.00)	(272,880.00)
	Long term loans and advances	310.00	-
	Short term loans and advances	1,850,000.00	90,000.00
	<b><u>Adjustments for increase / (decrease) in operating liabilities</u></b>		
	Trade payable	10,830.00	15,110.00
	Other current liabilities	89,500.00	-
	Short term provisions	-	29,570.00
	<b>Cash generated from operations</b>	<b>(119,130.00)</b>	<b>211,870.00</b>
	Direct taxes paid (net)	-	-
	<b>Net cash from operating activities (A)</b>	<b>(119,130.00)</b>	<b>211,870.00</b>
B	<b><u>Cash flows from investing activities</u></b>		
	Payment for property, plant and equipment (PPE)	-	-
	<b>Net cash (used in) investing activities (B)</b>	<b>-</b>	<b>-</b>
C	<b><u>Cash flow from financing activities</u></b>		
	Repayment of borrowings	-	-
	Interest paid	-	-
	<b>Net cash (used in) financing activities (C)</b>	<b>-</b>	<b>-</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS [A+B+C]</b>	<b>(119,130.00)</b>	<b>211,870.00</b>
	<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>	<b>3,835,150</b>	<b>3,623,280</b>
	<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<b>3,716,020.00</b>	<b>3,835,150.00</b>

As per our Report of even date attached

**For A John Moris & Co**  
Chartered Accountants  
FRN 007220 S

**A John Moris**  
Managing Partner  
M.No 029424

DATE: 15/06/2020  
PLACE:CHENNAI

**For and on behalf of board of directors**

**Mr. A.Gerald Ebenezer**  
Chairman cum Managing Director  
**Mr. J.Rajendhairan**  
Director

## Notes to financial statements for the year ended 31st March, 2020

### A. CORPORATE INFORMATION:

Integrated Hightech Limited is a Public company limited by shares having its registered office at 150/115, CISIONS COMPLEX, 3RD FLOOR, MONITETH ROAD EGMORE CHENNAI-8 Chennai TN 600008 IN, bearing CIN L72300TN1993PLC024583. The company is listed in Bombay Stock Exchange. The Principal business activity of the company is Software Development Services

### B. SIGNIFICANT ACCOUNTING POLICIES

#### 1. Basis of Preparation of Financial Statements:

The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

The financial statements are presented in INR, the functional currency of the Company. Rounding of amounts All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

#### 2. Use of Estimates and judgments:

The preparation of the financial statements requires the Management to make, judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates. The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the management and are based on historical experience and various other assumptions and factors (including expectations of future events) that the management believes to be reasonable under the existing circumstances. Actual results may differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

#### Critical accounting judgements and key source of estimation uncertainty

The Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an on-going basis.

(a) Estimation of current tax expenses and payable - Refer note no. - 14

#### 3. Property, plant and equipment (PPE)

Property, plant and equipment is stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, land and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable costs of bringing the asset to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the item and restoring the site on which it is located.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

#### 4. Financial Instruments:

##### Financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instruments.

##### Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement.

In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

##### Financial Liabilities

##### Initial Recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss.

The Company's financial liabilities includes trade and other payables, loans and borrowings including bank overdrafts.

**Subsequent measurement**

Financial liabilities measured at amortised cost are subsequently measured at using EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

**Financial Guarantee Contracts**

Financial guarantee contracts issued by the Company are those contracts that requires a payment to be made or to reimburse the holder for a loss it incurs because the specified debtors fails to make payment when due in accordance with the term of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

**De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**5. Fair Value Measurement**

The Company measures financial instruments, such as, derivatives, investments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (a) In the principal market for the asset or liability, or
- (b) In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- (i) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- (ii) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- (iii) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above

**6. Inventory**

Inventories are valued at the lower of cost and net realisable value. Cost is computed on a weighted average basis.

**7. Cash and Cash Equivalents:**

Cash and Cash equivalents include cash and Cheque in hand, bank balances, demand deposits with banks and other short-term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where original maturity is three months or less.

**8. Foreign Currency Transactions: NIL****9. Revenue Recognition:****Rendering of Services**

Income from services rendered is recognised based on invoices raised for service provided on an accrual basis.

Revenue is measured at fair value of the consideration received or receivable, after deduction of any discounts, any taxes or duties collected on behalf of the government which are levied on sales such as Goods & Service tax (GST) and service tax.

**Interest**

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable and based on Effective interest rate method.

**Dividend**

Dividend Income is recognized when right to receive the same is established.

**10. Employee Benefits:**

Employee Benefits: - The Company doesnot falls with in the applicability of Employee Benefit plans.

**11. Taxes on Income:**

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax is based on taxable profit for the year. Taxable profit is different from accounting profit due to temporary differences between accounting and tax treatments, and due to items that are never taxable or tax deductible. Tax provisions are included in current liabilities. Interest and penalties on tax liabilities are provided for in the tax charge. The Company offsets, the current tax assets and liabilities (on a year on year basis) where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis or to realise the assets and liabilities on net basis.

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred tax assets are not recognised where it is more likely than not that the assets will not be realised in the future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Minimum Alternative Tax ('MAT') credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

**12. Borrowing Cost:**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized as a part of Cost of that assets, during the period till all the activities necessary to prepare the Qualifying assets for its intended use or sale are complete during the period of time that is required to complete and prepare the assets for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are recognized as an expense in the period in which they are incurred.

**13. Earnings Per Share:**

Basic earnings per shares are calculated by dividing the net profit or loss after tax for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**14. Leases:****Where the Company is Lessee**

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on accrual basis as per the terms of agreements entered with the counter parties.

**Where the Company is Lessor**

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. The Company recognizes lease rentals from the property leased out, on accrual basis as per the terms of agreements entered with the counter parties. Costs, including depreciation, are recognized as an expense in the Statement of Profit and Loss.

**15. Provisions, Contingent Liabilities and Contingent Assets:**

A provision is recognised if, as a result of a past event, the group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or an obligation for which the future outcome cannot be ascertained with reasonable certainty. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither recognized nor disclosed in financial statements.

Schedule: 1										
Property, Plant and Equipment										
S.No.	Particulars	Gross Block (Rs.)			Depreciation		Depn. for the year	Net Block (Rs.)		
		As on 01.04.2019	Additions	Deletion	As on 31.03.2020	As on 01.04.2019		As on 31.03.2020	W.D.V. as on 31.03.2020	W.D.V. as on 01.04.2019
<b>I</b>	<b>Tangible Assets</b>									
1	Building	1942050	-	-	1,942,050	754,423	97,102	851,525	1,090,525	1,187,627
2	Computer, peripherals & Software	30011824	-	-	30,011,824	13,967,275	183,923	14,151,198	15,860,626	16,044,549
4	Plant & Machinery	1061285	-	-	1,061,285	1,061,285	-	1,061,285	-	-
6	Furniture & Fittings	2619498	-	-	2,619,498	2,034,795	130,975	2,165,770	453,728	584,703
7	Vehicles-Car	373400	-	-	373,400	373,400	-	373,400	-	-
<b>II</b>	<b>Intangible Assets</b>									
1	Web portals	54461066	-	-	54,461,066	3,714,895	-	3,714,895	50,746,171	50,746,171
	<b>Total</b>	90469123	-	-	<b>90,469,123</b>	21,906,073	<b>412,000</b>	<b>22,318,073</b>	<b>68,151,050</b>	<b>68,563,050</b>



**Notes to financial statements for the year ended 31st March, 2020**

**2 Investments**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Investment in Subsidiaries	6,315,040	6,315,040
<b>Total</b>	<b>6,315,040.00</b>	<b>6,315,040.00</b>

**3 Trade Receivables**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Unsecured, considered good	25,377,340	25,277,710
<b>Total</b>	<b>25,377,340.00</b>	<b>25,277,710.00</b>

**4 Cash & cash equivalents**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
<u>Balances with banks</u>		
i) in current accounts	3,712,040	3,823,170
Cash on hand	3,980	11,980
<b>Total</b>	<b>3,716,020.00</b>	<b>3,835,150.00</b>

**5 Other Current assets**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Advance to suppliers	5,540,890	5,541,200
<b>Total</b>	<b>5,540,890.00</b>	<b>5,541,200.00</b>

## 6 Equity share capital

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Authorised: Equity Shares of Rs 10 each	100,046,000	100,046,000
Issued, Subscribed and Paid up: Equity Shares of Rs 10 each		
<b>Total</b>	<b>-</b>	<b>-</b>

## Notes:

## 6.1 Reconciliation of number of shares outstanding at the beginning and end of the year:

Authorised share capital:	No. of shares	Amount
	In Lacs	INR Lacs
Balance as at 31st March, 2018		-
Add / (Less): Changes during the year		-
Balance as at 31st March, 2019	-	-
Add / (Less): Changes during the year	-	-
Balance as at 31st March, 2020	-	-

Issued, Subscribed and Paid up share capital:	No. of shares	Amount
	In Lacs	INR Lacs
Balance as at 31st March, 2018		-
Add / (Less): Changes during the year	-	-
Balance as at 31st March, 2019	-	-
Add / (Less): Changes during the year	-	-
Balance as at 31st March, 2020	-	-

## 6.2 Terms / rights attached to Equity Shares:

The Company has only one class of equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends if in the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Shareholders.

## 6.3 Details of shares held by each shareholder holding more than 5% shares in the Company:

Equity share of Rs.10 each fully paid up with voting rights	Number of fully paid equity shares	% Holding

## 7 Reserves &amp; Surplus

A Other Equity		
Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Share forfeiture a/c	-	-
Securities premium	-	-
Retained earnings	6,461,260.00	8,843,400.00
<b>Total</b>	<b>6,461,260.00</b>	<b>8,843,400.00</b>
B Securities Premium	-	-
C Retained earnings	-	-

## 8 Borrowings

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
UnSecured		
From Others	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 9 Deferred Tax Liability

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Deferred Tax Liabilities		
- on account of depreciation	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 10 Trade payables

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Dues to Micro and Small enterprises		-
Dues to Others	103,000	92,170
<b>Total</b>	<b>103,000.00</b>	<b>92,170.00</b>

## 11 Other financial liabilities

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Other payables	1,850,000	-
<b>Total</b>	<b>1,850,000.00</b>	<b>-</b>

## 12 Other Current liability

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Short Term provisions	640,080	550,580
<b>Total</b>	<b>640,080.00</b>	<b>550,580.00</b>

**13 Revenue from operation**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Sale of Services	1570260	2392070
<b>Total</b>	<b>1,570,260.00</b>	<b>2,392,070.00</b>

**14 Other Income**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Rent Received	246000	19200
<b>Total</b>	<b>246,000.00</b>	<b>19,200.00</b>

**15 Employee Benefit Expense**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Salaries, wages and bonus	836,210	694,380
<b>Total</b>	<b>836,210.00</b>	<b>694,380.00</b>

**16 Depreciation and amortisation expense**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Depreciation of property, plant and equipment (Refer note 2)	412,000	449,010
<b>Total</b>	<b>412,000.00</b>	<b>449,010.00</b>

**17 Other Expenses**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Rent	380,190	312,310
Listing Fees	280,200	515,500
Professional/Agency fees & Other expenses	7,000	25,270
Advertisement expenses	98,210	87,370
Payment to Auditors - Audit fees	88500	75,000
Marketing & business promotion expenses	256,010	35,100
Postage, Telephone & Communication	80,100	76,080
Printing & Stationery	120,280	98,660
Travelling & conveyance	170,500	48,500
Repair & maintenance expenses	220,000	73,300
Interest & Bank charges	6510	4,410
Other Expenses	62,690.00	15,320.00
<b>Total</b>	<b>1,770,190.00</b>	<b>1,366,820.00</b>

Notes to financial statements for the year ended 31st March, 2020

18 Income taxes

(a) Tax expense recognised in the Statement of profit and loss:

Particulars	For the year ended March 31st, 2020	For the year ended March 31st, 2019
	INR Lacs	INR Lacs
Tax Expenses	-	-
Total income tax expense/(credit)	-	-

A reconciliation between the statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows :

(b) Reconciliation of effective tax rate

Particulars	For the year ended March 31st, 2020	For the year ended March 31st, 2019
	INR Lacs	INR Lacs
Profit /(loss) before taxation	(2,382,140.00)	(98,940.00)
Enacted income tax rate in India		
Tax at the enacted income tax rate	-	-
<b>Reconciliation line items:</b>		
Tax credit not recognised	-	-
<b>Tax expense/ (credit)</b>	-	-

**Notes to financial statements for the year ended 31st March, 2020**

**19 Contingent liabilities & Commitments**

The company does not have any contingent liabilities and Commitments (Including Capital Commitments as on March 31, 2020 (As at March 31, 2019 - Nil).

**20 Earning Per share**

(In Rupees)

<b>PARTICULARS</b>	<b>For the year ended March 31, 2020</b>	<b>For the year ended March 31, 2019</b>
Profit after tax available for equity shareholders	(2,382,140.00)	(98,940.00)
Weighted average number of equity shares		
Nominal value of equity shares		
Basic and diluted Earning Per Share		

**21 Segment Reporting**

The Company's Board of Directors has been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108 "Operating Segments". The CODM evaluates the Company's performance and allocated the resources based on an analysis of various performance indicators. The Company is primarily engaged in the business of financial services. The same has been considered as business segment and the management considers these as a single reportable segment. Accordingly, disclosure of segment information has not been furnished.

**22 Related party disclosures**

There were no related party transaction were carried out during the year and previous year.

<b>Name of related party</b>	<b>Position</b>
Integrated Hitech Singapore Pte Ltd	Subsidiary Company
Integrated Hitech ( America) Corporation	Subsidiary Company
Mr. Gerald Ebenezer	Director
Mr. Sheikh Abdul Farook	Director
Mr. Raj Jebkumar	Director

## Notes Forming Part of Financial Statements

### 23 Financial instruments

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

**The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:**

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

**The carrying amounts and fair values of financial instruments by category are as follows:**

#### For March 31, 2020

Particulars	FVOCI	FVTPL	Amortised cost	Total fair value	Carrying amount
	INR Lacs	INR Lacs	INR Lacs	INR Lacs	INR Lacs
<b>Financial assets</b>					
Investments	-	-	6,315,040.00	6,315,040.00	6,315,040.00
Inventory					-
Trade Receivables					-
Cash and cash equivalents	-	-	3,716,020.00	3,716,020.00	3,716,020.00
Other financial assets	-	-	5,540,890.00	5,540,890.00	5,540,890.00
<b>Total Financial assets</b>	-	-	<b>15,571,950.00</b>	<b>15,571,950.00</b>	<b>15,571,950.00</b>
<b>Financial liabilities</b>					
Borrowings	-	-	-	-	-
Trade payables	-	-	103,000.00	103,000.00	103,000.00
Others	-	-	-	-	-
<b>Total financial liabilities</b>	-	-	<b>103,000.00</b>	<b>103,000.00</b>	<b>103,000.00</b>

#### For March 31, 2019

Particulars	FVOCI	FVTPL	Amortised cost	Total fair value	Carrying amount
	INR Lacs	INR Lacs	INR Lacs	INR Lacs	INR Lacs
<b>Financial assets</b>					
Investments	-	-	6,315,040.00	6,315,040.00	6,315,040.00
Inventory					-
Trade Receivables					-
Cash and cash equivalents	-	-	-	-	-
Other financial assets	-	-	-	-	-
<b>Total Financial assets</b>	-	-	<b>6,315,040.00</b>	<b>6,315,040.00</b>	<b>6,315,040.00</b>
<b>Financial liabilities</b>					
Borrowings	-	-	-	-	-
Trade payables	-	-	92,170.00	92,170.00	92,170.00
Others	-	-	-	-	-
<b>Total financial liabilities</b>	-	-	<b>92,170.00</b>	<b>92,170.00</b>	<b>92,170.00</b>

There were no significant changes in classification and no significant movements between the fair value hierarchy classifications of financial assets and financial liabilities during the period.

## **Notes Forming Part of Financial Statements**

### **23 Financial risk factors**

The Company's principal financial liabilities comprise loans and borrowings, advances and trade and other payables. The purpose of these financial liabilities is to finance the Company's operations and to provide to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

Considering the size and the operations of the Company, it is not exposed to Liquidity Risk, Market Risk and Credit risk.

## Notes Forming Part of Financial Statements

### 24 Capital risk management

The Company's objectives when managing capital are to :

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may issue new shares, adjust the amount of dividends paid to shareholders etc. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business.

The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

### 25 First time adoption of Ind AS

The accounting policies set out in Note 1, have been applied in preparing the financial statements from the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS balance sheet at April 01, 2016 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

#### Exemptions and exceptions availed

##### A. Ind AS optional exemptions

###### (i) Deemed Cost

The Company on first time adoption of Ind AS, has elected to continue with the carrying value for all of its property, plant & equipment and other intangible assets as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed costs as at the date of transition.

###### (ii) Designation of previously recognised financial instruments

Paragraph D19B of Ind AS 101 gives an option to an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The company has opted to apply this exemption for its investment in equity Investments.

##### B. Ind AS mandatory exemptions

###### (i) Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies).

Ind AS estimates as at April 01, 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP.

The Company made estimates for following item in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- Impairment of financial assets based on expected credit loss model.

###### (ii) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

###### (iii) De-recognition of financial assets and financial liabilities

The Company has elected to apply derecognition requirements for financial assets and financial liabilities in Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

#### Transition to Ind AS - Reconciliations

There were no adjustments required to be carried out pursuant to the adoption of the Ind AS by the Company. Hence, there are no reconciliation line items have been presented.

### 26 Recent accounting pronouncements

#### Ind AS 115 - Revenue from Contracts with Customers

In March 2018, the Ministry of Corporate Affairs has notified the Companies (Indian Accounting Standards) Amended Rules, 2018 ("amended rules"). As per the amended rules, Ind AS 115 "Revenue from contracts with customers" supersedes Ind AS 11, "Construction contracts" and Ind AS 18, "Revenue" and is applicable for all accounting periods commencing on or after 1 April 2018.

Ind AS 115 introduces a new framework of five step model for the analysis of revenue transactions. The model specifies that revenue should be recognised when (or as) an entity transfer control of goods or services to a customer at the amount to which the entity expects to be entitled. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The new revenue standard is applicable to the Company from 1 April 2018.

The Company is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 115 is expected to be insignificant.

27 The financial statements were approved for issue by the Board of Directors on 30-May-2019.

28 The figures of the previous year's have been regrouped or reclassified wherever necessary to make them comparable.



## **INDEPENDENT AUDITOR'S REPORT**

To the Members of **Integrated Hitech Limited**

### **Report on the Audit of the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying consolidated financial statements of Integrated Hitech Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") which comprise the consolidated Balance Sheet as at 31st March, 2020 and the consolidated statement of Profit and Loss, the Statement of Changes in Equity & the consolidated cash flows Statement for the year then ended and notes to the consolidated financial statements including a summary of significant accounting policies (herein after referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IND AS") the accounting principles generally accepted in India of their consolidated state of affairs of the Company as at March 31 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act 2013. Our responsibilities under those

1. Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Key Audit Matters**

Key audit matters are those matters that in our professional judgment were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. No such matters were identified during the course of our audit.

## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act 2013 that give a true and fair view of the consolidated financial position consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company as aforesaid.

In preparing the consolidated financial statements the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern disclosing as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if individually or in the aggregate they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

## **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act we report to the extent applicable that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31st March 2020 taken on record by the Board of Directors of the Holding Company none of the directors of the Group companies are disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls refer to our separate report in Annexure.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules 2014 in our opinion and to the best of our information and according to the explanations given to us:

- i. There were no pending litigations which would impact the consolidated financial position of the Group its associates and jointly controlled entities.
- ii. The Group its associates and jointly controlled entities did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies associate companies and jointly controlled companies incorporated in India.

For **A John Moris & Co.,**  
Chartered Accountants,  
FRN: 007220S

Place: Chennai  
Date: 15-06-2020

**CA A John Moris**  
Managing Partner  
M.No 029424

**ANNEXURE-'A' TO THE AUDITORS' REPORT**  
**REPORT OF THE AUDITOR TO THE MEMBERS IN ACCORDANCE WITH THE**  
**COMPANIES (AUDITORS'REPORT) ORDER 2016**

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) As explained to us fixed assets are physically verified by the management at reasonable intervals which in our opinion is reasonable looking to the size of the Company and the nature of its business. No material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us and on the basis of our examination of the records of the Company the Company does not hold any title deeds of immovable properties.

2. The company is providing a service and hence provision relating to inventory is not applicable.

3. According to the information and explanations given to us and on the basis of our examination of the books of account it was observed that the Company has not granted loans to corporate listed in the register maintained under section 189 of the Companies Act 2013

4. In our opinion and according to the information and explanations given to us the Company has complied with the provisions of section 185 and 186 of the Act with respect to the investments made. The company has not granted any loans to its directors.

5. During the year the Company has not accepted any deposits from non-members. As such the compliance with the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Companies Act 2013 and rules framed there under are not applicable.

6. As per information & explanation given by the management maintenance of cost records has not been prescribed by the Central Government under subsection (1) of section 148 of the Companies Act 2013 for any of the activities of the Company.

7. (a) According to the records the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax and other applicable statutory dues during the year.

(b) According to the information and explanations given to us there is no amounts payable in respect of income tax and service tax which have not been deposited on account of any disputes.

(c) According to the information and explanations given to us no amount is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act 1956 (1 of 1956) and rules made there under has been transferred to such fund within time.

8. Based on our audit procedures and on the information and explanations given by the management we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution bank or debenture holders.

9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). Term loans were obtained by the Company and the same was applied for the purpose it was raised for.

10. According to the information and explanations given to us no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11. According to the information and explanations given to us and based on our examination of the records of the Company the amount paid towards managerial remuneration are within the provisions of section 197 of companies act 2013.

12. The Company is not a chit fund or a Nidhi /mutual benefit fund/society. Accordingly this paragraph of the Order is not applicable.

13. According to the information and explanations given to us and based on our examination of the records of the Company transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by applicable accounting standards.

14. According to the information and explanations give to us and based on our examination of the records of the Company the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15. According to the information and explanations given to us and based on our examination of the records of the Company the Company has not entered into any non-cash transactions its directors.

16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For **A John Moris& Co.,**  
Chartered Accountants,  
FRN: 007220 S

Place: Chennai  
Date: 15-06-2020

**CA A John Moris**  
Managing Partner  
M.No 029424

**ANNEXURE -'B' TO THE AUDITORS' REPORT**  
**REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUBSECTION 3 OF**  
**SECTION 143 OF THE COMPANIES ACT 2013 ("THE ACT")**

We have audited the internal financial controls over financial reporting of M/s. Integrated Hitech Limited ("the Company") as of 31st March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to company's policies the safeguarding of its assets the prevention and detection of frauds and errors the accuracy and completeness of the accounting records and the timely preparation of reliable financial information as required under the Companies Act 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act 2013 to the extent applicable to an audit of internal financial controls both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.



Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting assessing the risk that a material weakness exists and

Testing and evaluating the design and operating Effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment including the assessment of the risks of material misstatement of the financial statements whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- i. Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company;
- ii. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- iii. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition use or disposition of the company's assets that could have a material effect on the financial statements.

## **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting including the possibility of collusion or improper management override of controls material misstatements due to error or fraud may occur and not be detected. Also projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion the Company has in all material respects an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2020 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **A John Moris & Co.,**  
Chartered Accountants,  
FRN: 007220 S

Place: Chennai  
Date: 15-06-2020

**CA A John Moris**  
Managing Partner  
M.No 029424

**Consolidated Balance Sheet as at 31st March, 2020**

Particulars	Note	As at 31st March, 2020	As at 31st March, 2019
		INR Lacs	INR Lacs
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	1	68,151,050	68,563,050
(b) Non current Investment	2	6,315,040	6,315,040
<b>Total non-current assets</b>		<b>74,466,090.00</b>	<b>74,878,090.00</b>
<b>Current assets</b>			
(a) <u>Financial Assets</u>			
(ii) Trade receivables	3	25,377,340	25,277,710
(iv) Cash and cash equivalents	4	3,716,020	3,835,150
(v) Short term loan and advances	5	5,540,890	5,541,200
<b>Total current assets</b>		<b>34,634,250.00</b>	<b>34,654,060.00</b>
<b>TOTAL ASSETS</b>		<b>109,100,340.00</b>	<b>109,532,150.00</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	6	100,046,000	100,046,000
(b) Other equity	7	6,461,260	8,843,400
<b>Total equity</b>		<b>106,507,260.00</b>	<b>108,889,400.00</b>
<b>Liabilities</b>			
<b>Non-Current liabilities</b>			
(a) <u>Financial liabilities</u>			
(i) Borrowings	8	-	-
(b) Deferred tax liabilities	9	-	-
<b>Total Non- Current liabilities</b>		<b>-</b>	<b>-</b>
<b>Current liabilities</b>			
(a) <u>Financial Liabilities</u>			
(i) Trade payables	10	103,000	92,170
(ii) Short Term Borrowings	11	1,850,000	-
(b) Short Term provisions	12	640,080	550,580
<b>Total current liabilities</b>		<b>2,593,080.00</b>	<b>642,750.00</b>
<b>TOTAL LIABILITIES</b>		<b>2,593,080.00</b>	<b>642,750.00</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>109,100,340.00</b>	<b>109,532,150.00</b>

*See accompanying notes to the financial statements*

**For A John Moris & Co**  
Chartered Accountants  
FRN 007220 S

**A John Moris**  
Managing Partner  
M.No 029424

**For and on behalf of board of directors**

**Mr. A.Gerald Ebenezer**  
Chairman cum Managing Director  
**Mr. J.Rajendhairan**  
Director

DATE: 15/06/2020  
PLACE:CHENNAI

**Consolidated Statement of profit and loss for the year ended 31st March, 2020**

S. No.	Particulars	Note	For the year ended 31st March, 2020	For the year ended 31st March, 2019
			<b>INR Lacs</b>	<b>INR Lacs</b>
I	Revenue From Operations	13	1,570,260	2,392,070
II	Other Income	14	246,000	19,200
III	<b>Total Income (I+II)</b>		<b>1,816,260.00</b>	<b>2,411,270.00</b>
IV	<b>EXPENSES</b>			
	Employee benefits expense	15	836,210	694,380
	Depreciation and amortization expense	16	412,000	449,010
	Other expenses	17	1,770,190	1,366,820
	<b>Total expenses (IV)</b>		<b>3,018,400.00</b>	<b>2,510,210.00</b>
	<b>Profit / (Loss) before extraordinary items and tax (III-IV)</b>		<b>(1,202,140.00)</b>	<b>(98,940.00)</b>
	Exceptional items		(1,180,000.00)	-
V	<b>Profit before tax (III-IV)</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
VI	<b>Tax expense:</b>			
	(1) Current tax		-	-
	(3) Deferred tax		-	-
			-	-
VII	<b>Profit or loss for the period from continuing operations</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
	<b>Profit or loss for the period from discontinued operations</b>		-	-
	Tax expense of discontinued operations		-	-
	Profit or loss for the period from continuing operations after Tax		-	-
	<b>PROFIT OR LOSS FOR THE PERIOD</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
VIII	<b>Other Comprehensive Income</b>		-	-
	(i) Items that will not be reclassified to profit or loss			
	- Changes in fair value of FVOCI equity instruments		-	-
IX	<b>Total other comprehensive income</b>		-	-
X	<b>Total comprehensive income for the year (VII+IX)</b>		<b>(2,382,140.00)</b>	<b>(98,940.00)</b>
XI	Earnings per equity share:		-	-
	Basic & Diluted (Face value Rs.10 per equity share)		-	-

*See accompanying notes to the financial statements*

**For A John Moris & Co**  
Chartered Accountants  
FRN 007220 S

**A John Moris**  
Managing Partner  
M.No 029424

**For and on behalf of board of directors**

**Mr. A.Gerald Ebenezer**  
Chairman cum Managing Director  
**Mr. J.Rajendhairan**  
Director

DATE: 15/06/2020  
PLACE:CHENNAI

## A. Equity Share Capital:

Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
100046000	0	100046000

## B. Other Equity

	Share application money pending allotment	Equity component of financial instruments	Reserves and Surplus			Debt instrument s through Other Comprehe	Equity Instrument s through Other Comprehe	Effective portion of Cash Flow Hedges	Revaluatio n Surplus	Exchange difference s on translating the	Other items of Other Comprehe nsive	Money received against share warrants	Total
			Capital Reserve	Other Reserves (specify nature)	Retained Earnings								
Balance at the beginning of the reporting period	-	-	-	-	8,843,400	-	-	-	-	-	-	-	8,843,400
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-2,382,140	-	-	-	-	-	-	-	-2,382,140
Balance at the end of the reporting period	-	-	-	-	6,461,260	-	-	-	-	-	-	-	6,461,260

## Statement of cash flows for the year ended 31st March, 2020

Sr. No.	Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
		INR Lacs	INR Lacs
A	<b>Cash flow from operating activities</b>		
	Net Profit / (Loss) before extraordinary items and tax	(2,382,140.00)	(98,940.00)
	<b>Adjustments for:</b>		
	Finance costs	-	-
	Depreciation and amortisation expense	412,000.00	449,010.00
	Interest income	-	-
	<b>Operating profit before working capital changes</b>	<b>(1,970,140.00)</b>	<b>350,070.00</b>
	<b>Adjustments for (increase) / decrease in operating assets</b>		
	Trade Receivables	(99,630.00)	(272,880.00)
	Long term loans and advances	310.00	-
	Short term loans and advances	1,850,000.00	90,000.00
	<b>Adjustments for increase / (decrease) in operating liabilities</b>		
	Trade payable	10,830.00	15,110.00
	Other current liabilities	89,500.00	-
	Short term provisions	-	29,570.00
	<b>Cash generated from operations</b>	<b>(119,130.00)</b>	<b>211,870.00</b>
	Direct taxes paid (net)	-	-
	<b>Net cash from operating activities (A)</b>	<b>(119,130.00)</b>	<b>211,870.00</b>
B	<b>Cash flows from investing activities</b>		
	Payment for property, plant and equipment (PPE)	-	-
	<b>Net cash (used in) investing activities (B)</b>	<b>-</b>	<b>-</b>
C	<b>Cash flow from financing activities</b>		
	Repayment of borrowings	-	-
	Interest paid	-	-
	<b>Net cash (used in) financing activities (C)</b>	<b>-</b>	<b>-</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS [A+B+C]</b>	<b>(119,130.00)</b>	<b>211,870.00</b>
	<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>	<b>3,835,150</b>	<b>3,623,280</b>
	<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<b>3,716,020.00</b>	<b>3,835,150.00</b>

As per our Report of even date attached

**For A John Moris & Co**

Chartered Accountants

FRN 007220 S

**A John Moris**

Managing Partner

M.No 029424

DATE: 15/06/2020

PLACE:CHENNAI

**For and on behalf of board of directors****Mr. A.Gerald Ebenezer**

Chairman cum Managing Director

**Mr. J.Rajendhairan**

Director

## Notes to financial statements for the year ended 31st March, 2020

### A. CORPORATE INFORMATION:

Integrated Hightech Limited is a Public company limited by shares having its registered office at 150/115, CISIONS COMPLEX, 3RD FLOOR, MONITETH ROAD EGMORE CHENNAI-8 Chennai TN 600008 IN, bearing CIN L72300TN1993PLC024583. The company is listed in Bombay Stock Exchange. The Principal business activity of the company is Software Development Services

### B. SIGNIFICANT ACCOUNTING POLICIES

#### 1. Basis of Preparation of Financial Statements:

The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

The financial statements are presented in INR, the functional currency of the Company. Rounding of amounts All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

#### 2. Use of Estimates and judgments:

The preparation of the financial statements requires the Management to make, judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates. The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the management and are based on historical experience and various other assumptions and factors (including expectations of future events) that the management believes to be reasonable under the existing circumstances. Actual results may differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

#### Critical accounting judgements and key source of estimation uncertainty

The Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an on-going basis.

(a) Estimation of current tax expenses and payable - Refer note no. - 14

#### 3. Property, plant and equipment (PPE)

Property, plant and equipment is stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, land and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable costs of bringing the asset to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the item and restoring the site on which it is located.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

#### 4. Financial Instruments:

##### Financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instruments.

##### Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement.

In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

##### Financial Liabilities

##### Initial Recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss.

The Company's financial liabilities includes trade and other payables, loans and borrowings including bank overdrafts.

**Subsequent measurement**

Financial liabilities measured at amortised cost are subsequently measured at using EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

**Financial Guarantee Contracts**

Financial guarantee contracts issued by the Company are those contracts that requires a payment to be made or to reimburse the holder for a loss it incurs because the specified debtors fails to make payment when due in accordance with the term of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

**De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**5. Fair Value Measurement**

The Company measures financial instruments, such as, derivatives, investments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (a) In the principal market for the asset or liability, or
- (b) In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- (i) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- (ii) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- (iii) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above

**6. Inventory**

Inventories are valued at the lower of cost and net realisable value. Cost is computed on a weighted average basis.

**7. Cash and Cash Equivalents:**

Cash and Cash equivalents include cash and Cheque in hand, bank balances, demand deposits with banks and other short-term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where original maturity is three months or less.

**8. Foreign Currency Transactions: NIL****9. Revenue Recognition:****Rendering of Services**

Income from services rendered is recognised based on invoices raised for service provided on an accrual basis.

Revenue is measured at fair value of the consideration received or receivable, after deduction of any discounts, any taxes or duties collected on behalf of the government which are levied on sales such as Goods & Service tax (GST) and service tax.

**Interest**

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable and based on Effective interest rate method.

**Dividend**

Dividend Income is recognized when right to receive the same is established.

**10. Employee Benefits:**

Employee Benefits: - The Company doesnot falls with in the applicability of Employee Benefit plans.



**11. Taxes on Income:**

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax is based on taxable profit for the year. Taxable profit is different from accounting profit due to temporary differences between accounting and tax treatments, and due to items that are never taxable or tax deductible. Tax provisions are included in current liabilities. Interest and penalties on tax liabilities are provided for in the tax charge. The Company offsets, the current tax assets and liabilities (on a year on year basis) where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis or to realise the assets and liabilities on net basis.

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred tax assets are not recognised where it is more likely than not that the assets will not be realised in the future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Minimum Alternative Tax ('MAT') credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

**12. Borrowing Cost:**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized as a part of Cost of that assets, during the period till all the activities necessary to prepare the Qualifying assets for its intended use or sale are complete during the period of time that is required to complete and prepare the assets for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are recognized as an expense in the period in which they are incurred.

**13. Earnings Per Share:**

Basic earnings per shares are calculated by dividing the net profit or loss after tax for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**14. Leases:****Where the Company is Lessee**

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on accrual basis as per the terms of agreements entered with the counter parties.

**Where the Company is Lessor**

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. The Company recognizes lease rentals from the property leased out, on accrual basis as per the terms of agreements entered with the counter parties. Costs, including depreciation, are recognized as an expense in the Statement of Profit and Loss.

**15. Provisions, Contingent Liabilities and Contingent Assets:**

A provision is recognised if, as a result of a past event, the group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or an obligation for which the future outcome cannot be ascertained with reasonable certainty. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither recognized nor disclosed in financial statements.

Schedule: 1										
Property, Plant and Equipment										
S.No.	Particulars	Gross Block (Rs.)			Depreciation		Depn. for the year	Net Block (Rs.)		
		As on 01.04.2019	Additions	Deletion	As on 31.03.2020	As on 01.04.2019		As on 31.03.2020	W.D.V. as on 31.03.2020	W.D.V. as on 01.04.2019
<b>I</b>	<b>Tangible Assets</b>									
1	Building	1942050	-	-	1,942,050	754,423	97,102	851,525	1,090,525	1,187,627
2	Computer, peripherals & Software	30011824	-	-	30,011,824	13,967,275	183,923	14,151,198	15,860,626	16,044,549
4	Plant & Machinery	1061285	-	-	1,061,285	1,061,285	-	1,061,285	-	-
6	Furniture & Fittings	2619498	-	-	2,619,498	2,034,795	130,975	2,165,770	453,728	584,703
7	Vehicles-Car	373400	-	-	373,400	373,400	-	373,400	-	-
<b>II</b>	<b>Intangible Assets</b>									
1	Web portals	54461066	-	-	54,461,066	3,714,895	-	3,714,895	50,746,171	50,746,171
	<b>Total</b>	90469123	-	-	<b>90,469,123</b>	21,906,073	<b>412,000</b>	<b>22,318,073</b>	<b>68,151,050</b>	<b>68,563,050</b>

**2 Investments**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Investment in Subsidiaries	6,315,040	6,315,040
<b>Total</b>	<b>6,315,040.00</b>	<b>6,315,040.00</b>

**3 Trade Receivables**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Unsecured, considered good	25,377,340	25,277,710
<b>Total</b>	<b>25,377,340.00</b>	<b>25,277,710.00</b>

**4 Cash & cash equivalents**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
<u>Balances with banks</u>		
i) in current accounts	3,712,040	3,823,170
Cash on hand	3,980	11,980
<b>Total</b>	<b>3,716,020.00</b>	<b>3,835,150.00</b>

**5 Other Current assets**

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Advance to suppliers	5,540,890	5,541,200
<b>Total</b>	<b>5,540,890.00</b>	<b>5,541,200.00</b>

## 6 Equity share capital

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Authorised: Equity Shares of Rs 10 each	100,046,000	100,046,000
Issued, Subscribed and Paid up: Equity Shares of Rs 10 each		
<b>Total</b>	<b>-</b>	<b>-</b>

## Notes:

## 6.1 Reconciliation of number of shares outstanding at the beginning and end of the year:

Authorised share capital:	No. of shares	Amount
	In Lacs	INR Lacs
Balance as at 31st March, 2018		-
Add / (Less): Changes during the year		-
Balance as at 31st March, 2019	-	-
Add / (Less): Changes during the year	-	-
Balance as at 31st March, 2020	-	-

Issued, Subscribed and Paid up share capital:	No. of shares	Amount
	In Lacs	INR Lacs
Balance as at 31st March, 2018		-
Add / (Less): Changes during the year	-	-
Balance as at 31st March, 2019	-	-
Add / (Less): Changes during the year	-	-
Balance as at 31st March, 2020	-	-

## 6.2 Terms / rights attached to Equity Shares:

The Company has only one class of equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends if in the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Shareholders.

## 6.3 Details of shares held by each shareholder holding more than 5% shares in the Company:

Equity share of Rs.10 each fully paid up with voting rights	Number of fully paid equity shares	% Holding

## 7 Reserves &amp; Surplus

A Other Equity		
Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Share forfeiture a/c	-	-
Securities premium	-	-
Retained earnings	6,461,260.00	8,843,400.00
<b>Total</b>	<b>6,461,260.00</b>	<b>8,843,400.00</b>
B Securities Premium	-	-
C Retained earnings	-	-

## 8 Borrowings

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
UnSecured		
From Others	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 9 Deferred Tax Liability

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Deferred Tax Liabilities		
- on account of depreciation	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## 10 Trade payables

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Dues to Micro and Small enterprises		-
Dues to Others	103,000	92,170
<b>Total</b>	<b>103,000.00</b>	<b>92,170.00</b>

## 11 Other financial liabilities

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Other payables	1,850,000	-
<b>Total</b>	<b>1,850,000.00</b>	<b>-</b>

## 12 Other Current liability

Particulars	As at 31st March, 2020	As at 31st March, 2019
	INR Lacs	INR Lacs
Short Term provisions	640,080	550,580
<b>Total</b>	<b>640,080.00</b>	<b>550,580.00</b>

**13 Revenue from operation**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Sale of Services	1570260	2392070
<b>Total</b>	<b>1,570,260.00</b>	<b>2,392,070.00</b>

**14 Other Income**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Rent Received	246000	19200
<b>Total</b>	<b>246,000.00</b>	<b>19,200.00</b>

**15 Employee Benefit Expense**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Salaries, wages and bonus	836,210	694,380
<b>Total</b>	<b>836,210.00</b>	<b>694,380.00</b>

**16 Depreciation and amortisation expense**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Depreciation of property, plant and equipment (Refer note 2)	412,000	449,010
<b>Total</b>	<b>412,000.00</b>	<b>449,010.00</b>

**17 Other Expenses**

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
	INR Lacs	INR Lacs
Rent	380,190	312,310
Listing Fees	280,200	515,500
Professional/Agency fees & Other expenses	7,000	25,270
Advertisement expenses	98,210	87,370
Payment to Auditors - Audit fees	88500	75,000
Marketing & business promotion expenses	256,010	35,100
Postage, Telephone & Communication	80,100	76,080
Printing & Stationery	120,280	98,660
Travelling & conveyance	170,500	48,500
Repair & maintenance expenses	220,000	73,300
Interest & Bank charges	6510	4,410
Other Expenses	62,690.00	15,320.00
<b>Total</b>	<b>1,770,190.00</b>	<b>1,366,820.00</b>

Notes to financial statements for the year ended 31st March, 2020

18 Income taxes

(a) Tax expense recognised in the Statement of profit and loss:

Particulars	For the year ended March 31st, 2020	For the year ended March 31st, 2019
	INR Lacs	INR Lacs
Tax Expenses	-	-
Total income tax expense/(credit)	-	-

A reconciliation between the statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows :

(b) Reconciliation of effective tax rate

Particulars	For the year ended March 31st, 2020	For the year ended March 31st, 2019
	INR Lacs	INR Lacs
Profit /(loss) before taxation	(2,382,140.00)	(98,940.00)
Enacted income tax rate in India		
Tax at the enacted income tax rate	-	-
<b>Reconciliation line items:</b>		
Tax credit not recognised	-	-
<b>Tax expense/ (credit)</b>	-	-

**Notes to financial statements for the year ended 31st March, 2020**

**19 Contingent liabilities & Commitments**

The company does not have any contingent liabilities and Commitments (Including Capital Commitments as on March 31, 2020 (As at March 31, 2019 - Nil).

**20 Earning Per share**

(In Rupees)

<b>PARTICULARS</b>	<b>For the year ended March 31, 2020</b>	<b>For the year ended March 31, 2019</b>
Profit after tax available for equity shareholders	(2,382,140.00)	(98,940.00)
Weighted average number of equity shares		
Nominal value of equity shares		
Basic and diluted Earning Per Share		

**21 Segment Reporting**

The Company's Board of Directors has been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108 "Operating Segments". The CODM evaluates the Company's performance and allocated the resources based on an analysis of various performance indicators. The Company is primarily engaged in the business of financial services. The same has been considered as business segment and the management considers these as a single reportable segment. Accordingly, disclosure of segment information has not been furnished.

**22 Related party disclosures**

There were no related party transaction were carried out during the year and previous year.

<b>Name of related party</b>	<b>Position</b>
Integrated Hitech Singapore Pte Ltd	Subsidiary Company
Integrated Hitech ( America) Corporation	Subsidiary Company
Mr. Gerald Ebenezer	Director
Mr. Sheikh Abdul Farook	Director
Mr. Raj Jebkumar	Director

## Notes Forming Part of Financial Statements

### 23 Financial instruments

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

**The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:**

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

**The carrying amounts and fair values of financial instruments by category are as follows:**

#### For March 31, 2020

Particulars	FVOCI	FVTPL	Amortised cost	Total fair value	Carrying amount
	INR Lacs	INR Lacs	INR Lacs	INR Lacs	INR Lacs
<b>Financial assets</b>					
Investments	-	-	6,315,040.00	6,315,040.00	6,315,040.00
Inventory					-
Trade Receivables					-
Cash and cash equivalents	-	-	3,716,020.00	3,716,020.00	3,716,020.00
Other financial assets	-	-	5,540,890.00	5,540,890.00	5,540,890.00
<b>Total Financial assets</b>	-	-	<b>15,571,950.00</b>	<b>15,571,950.00</b>	<b>15,571,950.00</b>
<b>Financial liabilities</b>					
Borrowings	-	-	-	-	-
Trade payables	-	-	103,000.00	103,000.00	103,000.00
Others	-	-	-	-	-
<b>Total financial liabilities</b>	-	-	<b>103,000.00</b>	<b>103,000.00</b>	<b>103,000.00</b>

#### For March 31, 2019

Particulars	FVOCI	FVTPL	Amortised cost	Total fair value	Carrying amount
	INR Lacs	INR Lacs	INR Lacs	INR Lacs	INR Lacs
<b>Financial assets</b>					
Investments	-	-	6,315,040.00	6,315,040.00	6,315,040.00
Inventory					-
Trade Receivables					-
Cash and cash equivalents	-	-	-	-	-
Other financial assets	-	-	-	-	-
<b>Total Financial assets</b>	-	-	<b>6,315,040.00</b>	<b>6,315,040.00</b>	<b>6,315,040.00</b>
<b>Financial liabilities</b>					
Borrowings	-	-	-	-	-
Trade payables	-	-	92,170.00	92,170.00	92,170.00
Others	-	-	-	-	-
<b>Total financial liabilities</b>	-	-	<b>92,170.00</b>	<b>92,170.00</b>	<b>92,170.00</b>

There were no significant changes in classification and no significant movements between the fair value hierarchy classifications of financial assets and financial liabilities during the period.



## **Notes Forming Part of Financial Statements**

### **23 Financial risk factors**

The Company's principal financial liabilities comprise loans and borrowings, advances and trade and other payables. The purpose of these financial liabilities is to finance the Company's operations and to provide to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

Considering the size and the operations of the Company, it is not exposed to Liquidity Risk, Market Risk and Credit risk.

## Notes Forming Part of Financial Statements

### 24 Capital risk management

The Company's objectives when managing capital are to :

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may issue new shares, adjust the amount of dividends paid to shareholders etc. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business.

The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

### 25 First time adoption of Ind AS

The accounting policies set out in Note 1, have been applied in preparing the financial statements from the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS balance sheet at April 01, 2016 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

#### Exemptions and exceptions availed

##### A. Ind AS optional exemptions

###### (i) Deemed Cost

The Company on first time adoption of Ind AS, has elected to continue with the carrying value for all of its property, plant & equipment and other intangible assets as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed costs as at the date of transition.

###### (ii) Designation of previously recognised financial instruments

Paragraph D19B of Ind AS 101 gives an option to an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The company has opted to apply this exemption for its investment in equity Investments.

##### B. Ind AS mandatory exemptions

###### (i) Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies).

Ind AS estimates as at April 01, 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP.

The Company made estimates for following item in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- Impairment of financial assets based on expected credit loss model.

###### (ii) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

###### (iii) De-recognition of financial assets and financial liabilities

The Company has elected to apply derecognition requirements for financial assets and financial liabilities in Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

#### Transition to Ind AS - Reconciliations

There were no adjustments required to be carried out pursuant to the adoption of the Ind AS by the Company. Hence, there are no reconciliation line items have been presented.

### 26 Recent accounting pronouncements

#### Ind AS 115 - Revenue from Contracts with Customers

In March 2018, the Ministry of Corporate Affairs has notified the Companies (Indian Accounting Standards) Amended Rules, 2018 ("amended rules"). As per the amended rules, Ind AS 115 "Revenue from contracts with customers" supersedes Ind AS 11, "Construction contracts" and Ind AS 18, "Revenue" and is applicable for all accounting periods commencing on or after 1 April 2018.

Ind AS 115 introduces a new framework of five step model for the analysis of revenue transactions. The model specifies that revenue should be recognised when (or as) an entity transfer control of goods or services to a customer at the amount to which the entity expects to be entitled. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The new revenue standard is applicable to the Company from 1 April 2018.

The Company is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 115 is expected to be insignificant.

27 The financial statements were approved for issue by the Board of Directors on 30-May-2019.

28 The figures of the previous year's have been regrouped or reclassified wherever necessary to make them comparable.

**INTEGRATED HITECH LIMITED**  
**Registered Office: Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008**  
Telephone: 044-28514406 / 28514407 \* Fax: 044-28586599 \* E-mail: [easytax.ihl@gmail.com](mailto:easytax.ihl@gmail.com)  
CIN: L72300TN1993PLC024583

**Attendance Slip**

CIN: L72300TN1993PLC024583

Name of the Company: INTEGRATED HITECH LIMITED

Registered Office: Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008

Members attending the Meeting in person or by Proxy are requested to complete the Attendance Slip and hand it over at the entrance of the meeting room.

I hereby record my presence at the 27<sup>th</sup> Annual General Meeting of the Company at Cisons Complex, 150/115, 3<sup>rd</sup> Floor, Montieth Road, Egmore, Chennai, Tamil Nadu-600008 on Thursday, December 31, 2020 at 11.00 a.m.

.....  
.....  
Full name of the Member (in block letters) ..... Signature  
DP ID No.:\* .....  
Folio No.: ..... Client ID No.:\* .....  
\*Applicable for Member holding shares in electronic form  
.....  
Full name of the proxy (in block letters) ..... Signature

---

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**(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)**

CIN: L72300TN1993PLC024583

Name of the Company: INTEGRATED HITECH LIMITED

Registered Office: Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008

Name of the Member(s) : .....

Registered Address: .....

E-mail Id: ..... Folio No.: ..... DP ID No.:\* ..... Client ID No.:\* .....

I / We, being the Member(s) of \_\_\_\_\_ shares of the above mentioned company, hereby appoint

1. Name : .....  
Address : .....  
E-mail Id : .....  
Signature : \_\_\_\_\_, or failing him / her
2. Name: .....  
Address: .....  
E-mail Id: .....  
Signature: \_\_\_\_\_, or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 27<sup>th</sup> Annual General Meeting of the Company, to be held on Thursday, December 31, 2020, at 11.00 a.m. at Cisons Complex, 150/115, 3rd Floor, Montieth Road, Egmore, Chennai, Tamil Nadu, 600008 and at any adjournment thereof in respect of such Resolutions set out in the Notice convening the meeting.

Signed this \_\_\_\_ day of \_\_\_\_\_, 2020

Signature of Shareholder

Signature of Proxy Holder (s)

Affix  
Revenue  
Stamp

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**