

ANNUAL REPORT

2014 - 2015

INTEGRATED HITECH LIMITED.

BOARD OF DIRECTORS

Mr.A.Gerald Ebenezer
Managing Director

Mr.AXN Prabhu
Director

Mr.J. Rajendhiran
Director

Ms.R.A.Eswari
Woman Director

BANKERS

Canara Bank

AUDITORS

A.JOHN MORIS & CO.,
Chartered Accountants.

REGISTERED OFFICE
&
SOFTWARE LAB

150/116, Cisons Complex,
Montieth Road, III Floor,
Egmore, Chennai-600008.

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INTEGRATED HITECH LIMITED

NOTICE

NOTICE is hereby given that the Twenty Second Annual General Meeting of the members of **INTEGRATED HITECH LIMITED** will be held on Wednesday the 30th September 2015, at 10.30 a.m. at the Registered Office of the Company: 150/116, Cisons Complex, Third Floor, Montieth Road, Egmore,, , Chennai – 600 008. to transact the following business:

Ordinary Business

1. To appoint a Director in place of Shri.J.Rajendhiran who retires by rotation and being eligible, offers himself for re-appointment.
2. To consider, approve and adopt the Audited Balance Sheet as at 31st March 2015 and the Profit and Loss Account for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
3. To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting.

By order of the Board,
For Integrated Hitech Limited

A. Gerald Ebenezer

Managing Director

Place:Chennai

Date:31/08/2015

EXPLANATORY STATEMENT

(Pursuant to section 173(2) of The Companies Act 1956)

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.
2. The proxy form in order to be effective must be deposited at the Registered office of the company not less than 48 hours before commencement of the meeting
3. The members' are requested to intimate to the Registrar and Transfer Agents, M/s Cameo Corporate Services Limited, 'Subramanian Building' No:1, Club House Road, Chennai-600 002., change of address, if any, at the earliest quoting their registered folio number.
4. Members holding Shares in more than one folio in identical order of names are requested to write to R&TA enclosing their Share Certificate to enable us to consolidate their holdings in one folio to facilitate better service.
5. As per Companies Act 1956, as amended, a shareholder may nominate in the prescribed manner, a person to whom his shares in the Company shall vest in the event of his death [Form 2B of Companies,(Central Government) General Rules & forms]. In the case of joint holding, joint holders may together nominate a person to whom the share shall vest in the event of death of the joint holders. Shareholders are requested to avail the facility. Equity shares of the Company are in the Depository, set up by National Securities Depository Limited and Central Depository Services (India) Limited. The shares of the company are in the compulsory dematerialisation list specified by SEBI and are traded in the demat mode and the share holders are requested to get their holding dematerialized as early as possible, in their own interest.
6. The Share Transfer Books will remain closed from the 21st September 2015 to the 28th September 2015 (both days inclusive) for the purpose of Annual General Meeting.

DIRECTORS' REPORT TO THE SHARE-HOLDERS

Dear Members,

Your Directors have great pleasure in presenting the **TWENTIETH ANNUAL REPORT** of the Company with the audited accounts for the year ended 31st March 2015.

FINANCIAL RESULTS:

Rs.in lakhs.

ended	Year ended	Year	
31/03/2015	31/03/2014.		
Income from operations		9.50	11.22
Other Income		0.64	0.60
Profit before Tax		0.95	(0.24)
Profit after Tax		0.95	(7.82)
Balance carried to Balance-Sheet		0.95	(7.82)

RESERVES & SURPLUS:

The Reserves and Surplus stands at Rs.78.65 lakhs as on 31/03/2015 as against Rs.77.70 lakhs as on 31/03/2015

DIVIDEND:

Due to inadequacy of profits, the Board has considered expedient not to recommend any dividend for the year ended 31st, March, 2015.

DEPOSITS

The Company has not accepted any deposit from the public.

DIRECTORS:

In accordance with the provisions of The Companies Act, 1956 and the Company's Articles of Association Mr J.Rajendhiran is due to retire by rotation and is eligible for reappointment.

Notice has been received u/s 257 of the Companies Act proposing his name for appointment as Director.

DIRECTORS' RESPONSIBILITY STATEMENT;

Pursuant to the requirement under Section 217(2AA) of The Companies Act, 1956, with respect to Directors' responsibility Statement, it is hereby confirmed:

(i) That in the preparation of the accounts for the financial year ended 31st March 2015, the applicable accounting standards have been followed.

(ii). That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 2014-2015 and of the profit or loss of the company for the year under review;

(iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; That the Directors have prepared the accounts for the financial year ended 31st March 2015 on a 'going concern' basis.

(iv) WOMEN DIRECTOR – Your company has appointed Ms.R.A.Eswari woman director who has good experience in management of corporates.

PROJECT IMPLEMENTATION: ETDS: Your Company is providing the software and services for major companies and Banks for electronically filing their TDS returns. The company is in the process of new areas of software development.

FUTURE PROSPECTS:

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.

AUDITORS AND AUDIT REPORT:

M/S A. John Moris & Co., Chartered Accountants, Chennai, the Auditor of the Company, holds office until the conclusion of the ensuing Annual General Meeting. The Company has received confirmation from them that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956. Accordingly it is proposed to appoint M/s A. John Moris & Co., as Auditor of the Company at the ensuing Annual General Meeting, to hold office till the conclusion of the next Annual General Meeting

LISTING REQUIREMENTS;

The shares of the company are listed on the Chennai and Mumbai Stock Exchanges. The annual listing fee has been duly paid..

DEPOSITORY SYSTEM;

The Security and Exchange Board of India (SEBI) has mandated the delivery of shares of your company under the compulsory dematerialized form with effect from 28th August 2000. Your company has entered into an agreement with the Central Depository Services and National Securities Depository Limited for dematerialization of your Company's Securities in accordance with the provisions of Depository Regulation. With this the members have the option /discretion to hold their demat shares in the company through the National Securities Depository Limited or the Central Depository Services (India) Limited.

CORPORATE GOVERNANCE:

Your directors are happy to report that your company has fully complied with the SEBI Guidelines on Corporate Governance, which have been incorporated as per the Listing Agreement with the Stock Exchanges.

A detailed report on Corporate Governance forms Annexure -A to this report. The Statutory Auditors of the Company have examined the Company's compliance as above and have certified the same as required under the SEBI guidelines.. The certificate is reproduced as Annexure-B to this report.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Your Company is in development and service of various tax compliance software such as e-filing of Income Tax Returns Software for individuals and corporate bodies and e-filing of Tax Deducted at Source (e-TDS) software for corporates.

Your Company have plans for associating with other large corporates/Banks to successfully implement the e-filing of Income Tax Returns and e-TDS Returns and plans to become the major player in the e-filing of I.T>Returns and e-TDS Returns for Income Tax.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION;

The Company has no activity relating to conservation of energy or technology absorption.

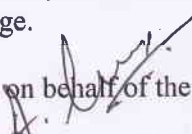
PERSONNEL:

Particulars of Employees pursuant to Section 217(2A) of the Companies Act, 1956. Mr.A.Gerald Ebenezer, Managing Director was in receipt of a remuneration of Rs.60,000/- for the year 2014-15.

ACKNOWLEDGEMENT:

The Directors wish to place on record their appreciation of the dedicated and untiring hard work put by the employees at all levels. The Directors would like to thank the Banks, Consultants, Auditors and above all the shareholders and valued customers for their continued support and patronage.

For and on behalf of the Board,


A. Gerald Ebenezer
Managing Director.

Place: Chennai
Date: . 31/08/2014

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equality, in all facets of its operations and in all inter-actions with shareholders, employees, the government and lenders. Company is committed to achieve the highest international standards of corporate- governance. Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value, over a sustained period of time.

BOARD OF DIRECTORS:

The Board of Directors of the Company is composed of:

- Mr.A.Gerald Ebenezer - Executive and Managing Director.
- Mr.AXN.Prabhu – Non-Executive and independent Director.
- Mr.J.Rajendhiran - Non-Executive and independent Director.
- Ms.R.A.Eswari - Non-Executive and independent Director.

Mr.A.Gerald Ebenezer held Directorship in two companies and did not have any membership of any committee of any other company.

Other Directors did not hold directorship or committee membership in any other company .

During the year,5 meetings of the Board of Directors were held and the dates of the meetings of BOD are given below:

31/05/2015	30/07/2014	14/08/2014	31/10/2014	14/02/2015
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Attendance details of the Directors for the Board Meetings during the year:

Name of the Director	No. of Meetings held during his tenure	No. of meetings attended by him
Mr. Gerald Ebenezer	5	5
Mr.AXN.Prabhu	5	3
Mr.J.Rajendhiran	5	4
Mr.R.Murugesan	5	2

AUDIT COMMITTEE:

1 Audit Committee is comprising of three independent non-executive directors Viz.

1) Mr. J.Rajendhiran 2) Mr. AXN.Prabhu.and

Mr.J.Rajendhiran is the Chairperson of the committee. This constitution of Audit committee also meets with the requirements under Section 292A of the Companies Act, 1956. The terms of reference stipulated by the board to the Audit Committee are, as contained under Clause 49 of the Listing Agreement.

Four meetings of the Audit Committee were held during the year and all the three members attended all the committee meetings.

REMUNERATION COMMITTEE:

The remuneration committee of the Company comprises of 3 Directors viz.,

Mr. A. Gerald Ebenezer (Chairman), Mr.J.Rajendhiran (member) and Mr.AXN.Prabhu (member).

Non-executive Directors are paid only sitting fees.

Mr.A.Gerald Ebenezer-Managing Director is paid a salary of Rs.60,000/-per annum.

Mr.A.Gerald Ebenezer has been appointed as Managing Director of the company with effect from 21st, March 2002 for a period of five years.and reappointed as Managing Director by the Board in their meeting held on 31st January 2009for a further period of five years which has been approved by the members of the Company in the AGM held on 29th September 2009.

SHAREHOLDERS / INVESTORS GREIVANCE COMMITTEE

The shareholders / investors grievance committee comprises of Mr.AXN.Prabhu and MrJ.Rajendhiran. The committee oversees the performance of the Registrar and Share Transfer Agent and recommends measures to improve the level of investor services. The company has authorized Mr. AXN.Prabhu and Mr. J.Rajendhiran directors severally to approve the share transfers.

The Board has designated Mr.AXN.Prabhu as the Chairperson of this committee.

The total number of complaints received and solved to the satisfaction of the shareholders during the year is three.

GENERAL BODY MEETING

The last three Annual General Meeting of the company were held as under:-

Year	Location	Date	Time
012-2013	Registered office of the company, 150/116, Cisons Complex, 3 rd Floor, Montieth Road, Egmore Chennai	30/09/2013	10.30 a.m.
013-2014	Registered office of the company, 150/116, Cisons Complex, 3 rd Floor, Montieth Road, Egmore Chennai	30/09/2014	10.30 a.m.
014-2015	Registered office of the company, 150/116, Cisons Complex, 3 rd Floor, Montieth Road, Egmore Chennai	30/09/2015	10.30 a.m.

DISCLOSURES:-

Disclosures on materially significant related party transactions i.e. transactions of the company of material nature, with its promoters or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the company at large:- None of the transactions with any of the related parties were in conflict with the interest of the company. There are no pecuniary relationship or transactions of the non-executive directors vis-à-vis company.

Details of non-compliance by the company, penalties, strictures imposed on the company by the stock exchanges or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years: – None.

MEANS OF COMMUNICATION:

- Quarterly results: The company has published quarterly results and notices in Trinity Mirror (English) and Makkal Kural (vernacular).
- Management Discussion and analysis forms part of the Director's report.

NEW OR REAPPOINTMENT OF DIRECTORS:

Mr.J.Rahendhiran is proposed for re-appointment as Director on his retirement on rotation. He has good exposure to company law matters, stock exchange matters etc . Also it may be noted that he has been a director of the company rendering valuable services.

GENERAL SHAREHOLDERS INFORMATION:

- Annual General Meeting: date, time and venue:30th , September2015, 10.30 a.m. at the registered office of the company
- Financial Year 2015-16 Annual General Meeting August/September 2016
: Board Meetings
Result for the quarter ending June 30th 2015: Last week of July 2016
Result for the quarter ending September 30th 2015: Last week of October 2016
Result for the quarter ending December 31st 2015: Last week of January 2016
Result for the quarter ending March 31st 2015: Last week of June 2016
- Book closer date Monday the 21st September 2015 to Monday the 28thSeptember 2015 (both days inclusive).
- Registered office: 150/116, Cisons Complex, Third Floor, Montieth Road, Egmore, Chennai-600008.
- Equity shares Listed on Stock Exchanges at 1. The Bombay Stock Exchange Ltd, Mumbai. And 2 The Madras Stock Exchange Ltd, Chennai.
- Annual Listing fees: Duly paid to all the above Stock Exchanges.
- Demat ISIN Numbers in NSDL & CDSL: Fully Paid Equity shares::
ISIN INE934A 01012
- Stock Market Data: The high and low prices of shares during the year:2014-2015

Month	High	Low
April 2014	4.11	3.74
May 2014	4.40	3.79
June 2014	4.80	4.18
July 2014	5.13	4.56
August 2014	5.10	4.50
Sep. 2014	4.61	4.40
Oct. 2014	5.22	4.18
Nov 2014	4.94	3.66
Dec2014	4.01	2.72
Jan.2015	4.30	2.87
Feb.2015	3.70	2.90
Mar.2015	3.85	3.40
52 Week High	5.22	
52 Week Low		2.72
All time High	55.00	
All Time Low		0.41

9. Registrar and Transfer Agents: Cameo Corporate Services Limited, "Subramanian Building", No.1, Club House Road, Chennai – 600 002.

10. Share Transfer System: Presently, the share transfers in physical form are processed and the share certificates returned within a period of 30 days and Dematerialized shares within a period of 15 days from the date of receipt, subject to the documents being clear in all respects. The Company has, as per SEBI guidelines given option for demat with effect from 28th, August, 2000. The Company has entered into agreement for dematerialisation with both National Securities Depository Ltd (NSDL) and Central Depository Services (India) Limited (CDSL).

11. Pattern of Share holding as on March 31st 2015.

Category	No. of Shares	Percentage
Indian Promoters	11,05,700	11.05
Financial Institutions / Banks/Mutual Funds	--	--
NRI / OCBs	41,514	0.41
Bodies Corporate	12,46,461	12.46
Indian Public	76,10,925	74.14
Others(Clearing member)	--	--
Total	1,00,04,600	100.00

12. Distribution of Share-holding as on 31st, March 2015

Share-holding of Nominal Value		Share Holders		Share Amount	
Rs.	Rs.	Number	% to total	In Rs.	%
(1)		(2)	(3)	(4)	(5)
10	5000	19881	93.3906	25339540	25.3278
5001	10000	722	3.3915	6033310	6.0305
10001	20000	328	1.5407	5049790	5.0474
20001	30000	119	0.5590	3061440	3.0600
30001	40000	43	0.2019	1547380	1.5466
40001	50000	56	0.2630	2691970	2.6907
50001	100000	63	0.2959	4762010	4.7598
100000	and above	76	0.3570	51560560	51.5368
Total		21288	100.0000	100046000	100.0000

13. Dematerialization of Shares upto the year:
-NSDL: 39,88,772 Shares: CDSL:17,88,610 Shares TOTAL:57,77,382 Shares
57.74% have been dematerialized up to 31st March 2015

14. Investor correspondence
For transfer/Dematerialization of
Shares, and any other query relating ,
to the shares of the company.

Cameo Corporate Services Ltd.
"Subramaniam Building"
NO. 1 clubhouse road
Chennai – 600 002
To the Registered Office of the
Company.

15. Any query on Annual Report

ANNEXURE - B

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To

The Board of Directors,
Integrated Hitech Ltd,
150/116,Cisons Complex, Third Floor,
Montieth Road, Egmore,
Chennai – 600 008.

We have reviewed implementation of Corporate Governance procedure by M/s. Integrated Hitech Ltd., Chennai, for the year ended 31st March 2015 with the relevant records and documents maintained by the company and furnished to us for our review.

Based on our verifications and information and explanation given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with Stock Exchange.

Place:Chennai

Date:30-07-2015

A. John Moris & Co.
Chartered Accountants,

For A. JOHN MORIS & Co.,
CHARTERED ACCOUNTANTS
FRN : 007220S


(A. JOHN MORIS)
Managing Partner
M.No. : 029424

**AUDITORS' REPORT TO THE MEMBERS
OF
"Integrated Hitech Ltd.,**

TO THE MEMBERS OF INTEGRATED HITECH LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Integrated Hitech Ltd. ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements 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 read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes 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 design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143 (10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial



statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report 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.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (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 books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164(2) of the Act.



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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements .

ii. The Company has made provisions as required under the applicable law or accounting standards.

For A.JOHN MORIS & CO.,

CHARTERED ACCOUNTANTS,

FRN. 007220S



(A. JOHN MORIS)



PLACE : Chennai

DATE : 30/07/2015

PARTNER.

M.No. 29424

ANNEXURE TO THE Independent Auditor's Report

(Referred to in paragraph (1) under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date

(i) In respect of its fixed assets:

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

(b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.

(ii) In respect of its inventories:

(a) As explained to us, the inventories were physically verified during the year by the Management.. In our opinion, having regard to the nature and location of the inventory, the frequency of verification is reasonable

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.

(iv) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.



(v) In our opinion and according to the information and explanations given to us, the Company has complied with

the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended, with regard to the deposits accepted. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal.

(vi) According to the information and explanations given to us, in respect of statutory dues:

a. In our opinion and according to the information and explanations given to us, the company is regular in depositing with appropriate authorities undisputed statutory dues including Investor Education and Protection Funds, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Cess and other applicable statutory dues.

The Company has been generally regular in transferring amounts to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder within time.

(vii) The Company does not have accumulated losses at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment

of dues to financial institutions, banks and debenture holders.

(ix) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Company for loans taken by others from banks and financial institutions are not, prima facie, prejudicial to the interests of the Company.

(x) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained, other than temporary deployment pending application.



(xi) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For A.JOHN MORIS & CO.,
CHARTERED ACCOUNTANTS,
FRN. 007220S


(A. JOHN MORIS)



PLACE : CHENNAI

DATE : 30.07.2015

PARTNER.

M.No. 29424

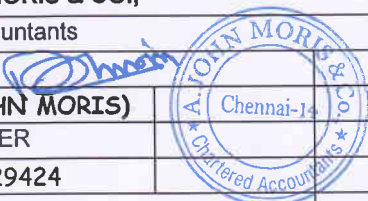
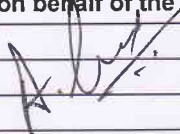
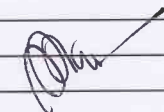
BALANCE SHEET AS ON 31st MARCH, 2015

M/s. Integrated Hitech Ltd

150/116, 3rd Floor, Cisons Complex, Montieth Road, Egmore, Chennai - 600008

BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars		SCH No.	As at 31 March, 2015	As at 31 March, 2014
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	01	10,00,46000	10,00,46000
	(b) Reserves and surplus	02	78,65,030	77,70,280
			10,79,11,030	10,78,16,280
2	Share application money pending allotment			
3	Non-current liabilities			
	(a) Long-term borrowings		-	-
	(b) Deferred tax liabilities (net)		-	-
	(c) Other long-term liabilities		-	-
	(d) Long-term provisions			
4	Current liabilities			
	(a) Short-term borrowings		-	-
	(b) Trade payables		32,740	1,97,740
	(c) Other current liabilities		551,640	5,23,420
	(d) Short-term provisions		-	-
		TOTAL	10,84,95,410	10,85,37,440
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets	03A	693,37,210	692,89,880
	(ii) Intangible assets	03B		
	(b) Non-current investments	04	63,15,040	63,15,400
	(c) Long-term loans and advances		-	-
	(d) Other non-current assets		-	-
			756,52,250	756,05,280
2	Current assets			
	(a) Current investments		-	-
	(b) Inventories	05	-	-
	(c) Trade receivables	06	250,32,080	249,29,350
	(d) Cash and cash equivalents	07	23,14,410	24,93,510
	(e) Short-term loans and advances	08	54,96,670	55,09,300
	(f) Other current assets		-	-
			328,43,160	323,32,160

			TOTAL		10,84,95,410	10,85,37,440
	See accompanying notes forming part of the financial statements					
In terms of our report attached.						
For A. JOHN MORIS & CO.,			For and on behalf of the Board of Directors			
Chartered Accountants						
FRN. 007220S						
	(A. JOHN MORIS)					
	PARTNER			(Mr. A. Gerald Ebenezer)		(Mr. J. Rajendhairan)
	M.No. 29424			Chairman cum Managing Director		Director
Place :	Chennai			Place : Chennai		
Date :	30.07.2015			Date : 30.07.2015		

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars		SCH.No.	For the year ended 31 March, 2015	For the year ended 31 March, 2014
CONTINUING OPERATIONS				
1	Revenue from operations		9,50,400	11,22,280
2	Other income		64,010	60,180
3	Total revenue (1+2)		10,14,410	11,82,460
4	Expenses			
	(a) Cost of materials consumed		-	-
	(b) Purchases of stock-in-trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade		-	-
	(d) Employee benefits expense		3,97,200	4,23,340
	(e) Finance costs		-	-
	(f) Depreciation and amortisation expense		2,70,370	4,41,260
	(g) Other expenses	9	2,52,090	3,41,780
	Total expenses		9,19,660	12,66,380
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		94,750	(23,920)
6	Exceptional items		-----	(7,58,110)
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		94,750	(7,82,030)
8	Extraordinary items		----	-
9	Profit / (Loss) before tax (7 ± 8)		94,750	(7,82,030)
10	Tax expense:			
	(a) Current tax expense for current year		-	-
	(b) (Less): MAT credit (where applicable)		-	-
	(c) Current tax expense relating to prior years		-	-
	(d) Net current tax expense		-	-
	(e) Deferred tax		-	-
11	Profit / (Loss) from continuing operations (9 ± 10)		94,750	(7,82,030)
12	Profit / (Loss) for the year		94,750	(7,82,030)
15.i	Earnings per share (of `10/- each):			
	(a) Basic		0.10	-
	(i) Continuing operations		0.10	-
	(ii) Total operations			
	(b) Diluted			

	(i) Continuing operations	0.10	-
	(ii) Total operations	0.10	-
15.ii	Earnings per share (excluding extraordinary items) (of `10/- each):		
	(a) Basic		
	(i) Continuing operations	0.10	-
	(ii) Total operations	0.10	-
	(b) Diluted		
	(i) Continuing operations	0.10	-
	(ii) Total operations	0.10	-
	See accompanying notes forming part of the financial statements		

In terms of our report attached.

For A. JOHN MORIS & CO.,

Chartered Accountants

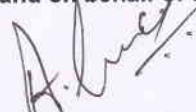
FRN. 007220S



A. JOHN MORIS
Partner M.No. 29424



For and on behalf of the Board of Directors



(Mr. A. Gerald Ebenezer)
Chairman cum Managing Director



(Mr. J. Rajendhiran)
Director

Place Chennai
Date : 30.07.2015

Place : Chennai
Date : 30.07.2015

**SCHEDULES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
AND PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31st MARCH, 2015.**

PARTICULARS	YEAR ENDED 31 st MARCH 2015 Rs.	YEAR ENDED 31 st MARCH 2014 Rs.
SCHEDULE 01: Share Capital: Authorised:11000000 Equity Shares of Rs.10each Issued, Subscribed and Paid up: 10004600 Shares of Rs.10 each fully paid up	<u>11,00,00,000</u> 10,00,46,000	<u>11,00,00,000</u> 10,00,46,000
SCHEDULE 02: Reserves & Surplus: General Reserve (As per last Balance Sheet) Add:Transferred from P & L Account Balance in P & L Account	77,70,280 94,750 ----- 78,65,030	85,52,310 (782,030) ----- 77,70,280

SCHEDULE 03: Fixed Assets

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	<i>As on</i> 01/04/2014	<i>Additions/</i> <i>Deletions</i>	<i>As on</i> 31/03/2015	<i>As on</i> 01/04/2014	<i>For the</i> <i>year</i>	<i>As on</i> 31/03/2015	<i>As on</i> 01/04/2014	<i>As on</i> 31/03/2014
A.Tangible								
Building	19,42,050	-	19,42,050	446,137	43,910	490,047	14,95,913	14,52,003
Computer, peripherals & Software	2,92,33,124	3,17,700	295,50,824	133,59,936	96,366	134,56,302	158,73,188	160,94,522
Plant& Machinery	10,61,285	-	10,61,285	10,61,285	-	10,61,285	-	-
Furniture &Fittings	26,19,498	-	26,19,498	14,64,704	110,280	15,74,984	11,54,794	10,44,514
Vehicles-car	3,73,400	-	373,400	353,586	19,814	373,400	19,814	-
	352,29,066	317,700	355,47,057	166,85,648	270,370	169,56,018	185,43,709	185,91,039
Web portals	544,61,066	-	544,61,066	37,14,895	-	37,14,895	507,46,171	507,46,171
Total	896,90,423	3,17,700	900,08,123	204,00,543	2,70,370	206,70,913	692,89,880	693,37,210

PARTICULARS	YEAR ENDED 31 st MARCH 2015	YEAR ENDED 31 st MARCH 2014
	Rs	Rs
SCHEDULE 04: Investments:		
A. Investment in Subsidiaries		
SCHEDULE 05: Inventories:	<u>63,15,040</u>	<u>63,15,400</u>
Stock in trade: (As per Inventory taken, valued and certified by management at lower of cost or net realisable value)	-----	-----
SCHEDULE 06: Trade Receivables		
Unsecured considered good;	247,12,970	244,46,950
	3,19,110	4,82,400
Debts outstanding for a period exceeding six months	-----	-----
	<u>250,32,080</u>	<u>249,29,350</u>
Less than six months	-----	-----
SCHEDULE 07: Cash & Bank Balances:		
Cash on hand	8,260	95,738
Balances with Scheduled Banks:		
On Current Account	100,938	1,92,560
In Fixed deposits	-	-
Balances with non-scheduled banks:	22,05,212	22,05,212
On Current Account-HDFC Bank	<u>23,14,410</u>	<u>24,93,510</u>
SCHEDULE 08: Other Current Assets, Deposits & Advances:		
Deposit with Stock Exchange	5,00,000	5,00,000
Rental & property Advance	41,29,910	41,29,910
Tax Deducted at Source	<u>8,66,760</u>	<u>8,79,390</u>
	<u>54,96,670</u>	<u>55,09,300</u>

PARTICULARS	YEAR ENDED 31 st MARCH 2015 Rs	YEAR ENDED 31 st MARCH 2014 Rs
SCHEDULE 9:		
Operational & Administrative Expenditure:		
Rent & Electricity	42,510	89,460
Postage, Telephone & Communication	10,190	23,285
Printing & Stationery	12,615	15,312
Listing fees & charges & expenses	45,000	45,000
Marketing & business promotion expenses	18,160	10,610
Advertisement expenses	23,940	49,146
Travelling & conveyance	8,310	10,140
Repair & maintenance expenses	28,170	31,290
Professional & Consultancy charges	14,500	15,400
Books & Periodicals, Seminar & Meetings	2,115	6,480
Interest & Bank charges	3,720	4,340
Audit fees:	40,000	40,000
Statutory	2,860	1,317
Other expenses		
Total	252,090	3,41,780

As per our report of even date

A. John Moris & Co,
Chartered Accountants

Place: Chennai
Date: 30-07-2015


A. GERALD EBENEZER
Managing Director


J. RAJENDHIRAN
Director

For A. JOHN MORIS & Co.,
CHARTERED ACCOUNTANTS
FRN : 007220S


(A. JOHN MORIS)
Managing Partner
M.No. : 029424

SCHEDULE 10: NOTES ON ACCOUNTS:

Notes forming part of Balance Sheet and Profit & loss account for the year ended 31/03/2015

1. SIGNIFICANT ACCOUNTING POLICIES:

Financial Statements are prepared under historical cost convention method and comply with the mandatory Accounting Standards issued by The Institute of Chartered Accountant of India.
The significant accounting policies followed by the company are stated below.

A) INCOME AND EXPENDITURE :

a) Company follows accrual system of accounting in general.

b) Revenue from software development is recognized at the time of invoicing them to customers.

c) Capitalisation of Revenue Expenses

As the company is in development of new software and also in maintenance of existing software and revenue is derived from sale and service of upgraded existing software and most of the resources are utilized for development of new software, the revenue expenditures shown in the expenses of Profit & Loss Account under "operational and administrative expenses staff cost &, development expenses have been proportionally capitalized and disclosed as additions to "Computer peripherals and software" under Schedule 03 of "Fixed Assets".

B) FIXED ASSETS:

Fixed assets have been valued at cost less depreciation. Cost includes other attributable expenses relatable to the cost of acquisition.

C) DEPRECIATION:

a) Depreciation on fixed assets has been provided on straight line method at the rates prescribed in schedule XIV of The Companies Act 1956 including assets costing less than Rs.5000/-and charged on the basis of usage of the asset.

b) Depreciation on fixed assets added /disposed off during the year is provided on pro-rata basis with reference to the month of addition /disposal.

D) VALUATION OF CLOSING STOCK:

As there is no stock in trade, the question of valuation does not arise.

E) INVESTMENT IN SUBSIDIARIES;

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

F) MISCELLANEOUS EXPENDITURE

Miscellaneous Expenditure including preliminary expenses are written off over a period of ten years.

2. NOTES ON ACCOUNTS

a) Miscellaneous Expenditure (to the extent not written off or adjusted) comprise of preliminary expenses, registration fees etc.

b) The previous year's figures have been recast/restated, where necessary to conform to current year classification .

c) Foreign currency expenditure: Nil

d) Earnings in Foreign currency Rs. Nil.

e) Related party disclosure

As per Accounting Standard 18, issued by The Institute of Chartered Accountants of India , the disclosure of transaction with the related parties are given below:

I. Name of the Related parties :

- i) Subsidiary companies:
Integrated Hitech Singapore Pte. Ltd.,
Singapore
Integrated Hitech (America) Corporation
USA
 - ii) Key Management personnel:
Integrated Hitech Singapore Pte. Ltd.,
Mr. A. Gerald Ebenezer (Director)
Mr. Sheik Abdul Farook (Director)
- Integrated Hitech (America) Corporation USA
Mr. A. Gerald Ebenezer (Director)

The financial statements of the subsidiaries are not annexed since they have not commenced commercial operation.

II. Aggregate Related Party Disclosure for the period ended 31st March 2015

For key management personnel:

The following payments were made to the Managing Director Mr.A.Gerald Ebenezer.

.Remuneration including perquisites as M.D. Rs.60,000 /-

- f) As of March 31,2014 the company has no outstanding dues to small scale industrial undertakings.
- g) All the figures have been rounded off to the nearest rupee.
- h) As the company is involved in Software/Web development, the furnishing of particulars regarding quantity is not practicable.

Place: Chennai
Date:30-07-2015

A. John Moris &Co
Chartered Accountants.

For A. JOHN MORIS & Co.,
CHARTERED ACCOUNTANTS
FRN : 007220S


(A. JOHN MORIS)
Managing Partner
M.No. : 029424

STATEMENT U/S 212 OF THE COMPANIES ACT,1956

1. Name of Subsidiary : 1.Integrated Hitech Singapore Pte.Ltd., Singapore.
2. Integrated Hitech America Corporatio, USA.

- 2.Details pertaining to the subsidiary for the year ended 31st March 2015.
As the subsidiary has not commenced operations, financial information not furnished.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31,2015

M/s. Integrated Hitech Ltd

150/116, 3rd Floor, Cisons Complex, Montieth Road, Egmore, Chennai – 600008

CASH FLOW STATEMENT FOR THE YEAR ENDE 31ST MARCH, 2015

Particulars	For the year ended 31 March, 2015		For the year ended 31 March, 2014	
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		94,750		
<u>Adjustments for:</u>				(782,030)
Depreciation and amortisation		270,370	441,260	
Provision for impairment of fixed assets and intangibles				
Amortisation of share issue expenses and discount on shares				
(Profit) / loss on sale / write off of assets				
Expense on employee stock option scheme				
Finance costs				
Interest income				
Dividend income				
Net (gain) / loss on sale of investments				
Rental income from investment properties				
Rental income from operating leases				
Share of profit from partnership firms				
Share of profit from AOPs				
Share of profit from LLPs				
Liabilities / provisions no longer required written back				
Adjustments to the carrying amount of investments				
Provision for losses of subsidiary companies				
Provision for doubtful trade and other receivables, loans and advances				
Provision for estimated loss on derivatives				
Provision for warranty				
Provision for estimated losses on onerous contracts				
Provision for contingencies				
Provision for intangibles				
Prior period Item				
Other non-cash charges (specify)				
Net unrealised exchange (gain) / loss				
Operating profit / (loss) before working capital changes		365,120		(340,770)
<u>Changes in working capital:</u>				
<u>Adjustments for (increase) / decrease in operating assets:</u>				
Inventories		-		
Trade receivables		(102,730)		499,847
Short-term loans and advances		12,630		(78,790)
Long-term loans and advances				
Other current assets				
Other non-current assets				
<u>Adjustments for increase / (decrease) in operating liabilities:</u>				

Trade payables	(1,65,000)	(14,630)
Other current liabilities	28,220	(23,680)
Other long-term liabilities		
Short-term provisions		
Long-term provisions		
Cash flow from extraordinary items		
Cash generated from operations		-
Net income tax (paid) / refunds		
	138,240	41,977
Net cash flow from / (used in) operating activities (A)		

Particulars	For the year ended 31 March, 2015		For the year ended 31 March, 2014	
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(317,700)			
Proceeds from sale of fixed assets				
Inter-corporate deposits (net)				
Bank balances not considered as Cash and cash equivalents				
- Placed				
- Matured				
Current investments not considered as Cash and cash equivalents	370			
- Purchased				
- Proceeds from sale				
Purchase of long-term investments				
- Subsidiaries				
- Associates				
- Joint ventures				
- Business units				
- Others				
Proceeds from sale of long-term investments				
- Subsidiaries				
- Associates				
- Joint ventures				
- Business units				
- Others				
Loans given				
- Subsidiaries				
- Associates				
- Joint ventures				
- Others				(65,878)
Loans realised				
- Subsidiaries				
- Associates				
- Joint ventures				
- Others				
Interest received				
- Subsidiaries				

- Associates			
- Joint ventures			
- Others			
Dividend received			
- Subsidiaries			
- Associates			
- Joint ventures			
- Others			
Rental income from investment properties			
Rental income from operating leases			
Amounts received from partnership firms			
Amounts received from AOPs			
Amounts received from LLPs			
Cash flow from extraordinary items		-	-
Net income tax (paid) / refunds		-	-
Net cash flow from / (used in) investing activities (B)		(317,330)	(65,878)

Particulars	For the year ended 31 March, 2015		For the year ended 31 March, 2014	
C. Cash flow from financing activities				
Proceeds from issue of equity shares				
Proceeds from issue of preference shares				
Redemption / buy back of preference / equity shares				
Proceeds from issue of share warrants				
Share application money received / (refunded)	-	-	-	-
Proceeds from long-term borrowings				
Repayment of long-term borrowings				
Net increase / (decrease) in working capital borrowings				
Proceeds from other short-term borrowings				
Repayment of other short-term borrowings				
Finance cost				
Dividends paid				
Tax on dividend				
Cash flow from extraordinary items	-			
Net cash flow from / (used in) financing activities (C)		(179,090)		(23,901)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		(23,901)		
Cash and cash equivalents at the beginning of the year		24,93,510		
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents				
Cash and cash equivalents at the end of the year		23,14,410		
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents as per Balance Sheet		-		-
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 <i>Cash Flow Statements</i> (give details)				

Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) included in Note 19

Add: Current investments considered as part of Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) (Refer Note (ii) to Note 16 Current investments)

Cash and cash equivalents at the end of the year *

* Comprises:

- (a) Cash on hand
- (b) Cheques, drafts on hand
- (c) Balances with banks
 - (i) In current accounts
 - (ii) In EEFC accounts
 - (iii) In deposit accounts with original maturity of less than 3 months
 - (iv) In earmarked accounts (give details) (Refer Note (ii) below)
- (d) Others (specify nature)
- (e) Current investments considered as part of Cash and cash equivalents (Refer Note (ii) to Note 16 Current investments)

	23,14,410	
8,260	23,06,150	95,738
		23,97,772
	23,14,410	24,93,510

Notes:

- (i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.
- (ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.

See accompanying notes forming part of the financial statements

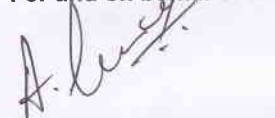
In terms of our report attached.


For A. JOHN MORIS & CO.,
Chartered Accountants
FRN. 007220S


A. JOHN MORIS
Partner
M.No. 29424



For and on behalf of the Board of Directors


(Mr. A. Gerald Ebenezer)
Chairman


(Mr. J. Rajendhiran)
Director

Place : Chennai
Date : 30.07.2015

Place : Chennai
Date : 30.07.2015

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I.Registration Details:

State Code:

1 8

Registration No:

2 4 5 8 3

Balance Sheet Date:

31 0 3 2 0 1 5

II. Capital raised during the year (Amount in Rs.Thousands)

Public Issue

N I L

Rights Issue

N I L

Bonus Issue

N I L

Promoters

N I L

III. Position of Mobilisation & Deployment of funds (Amount in Rs.Thousands)

Total Liabilities

1 0 8 4 9 5

Total Assets

1 0 8 4 9 5

SOURCES OF FUNDS

Paid up Capital

1 0 0 0 4 6

Reserves & surplus

7 8 6 5

Secured Loan

N I L

Unsecured Loan

N I L

APPLICATION OF FUNDS

Net Fixed Assets

6 9 3 3 7

Investments

6 3 1 5

Net Current Assets

3 2 8 4 3

Miscellaneous Expenditure

N I L

Accumulated Losses

	N	I	L	

IV Performance of the Company (Amount in Rs.Thousands)

Turnover

9 5 0

Total Expenditure

9 1 9

Profit/(Loss) before Tax

9 4

Profit/(Loss) after Tax

9 4

Earning per Share (Rs.)

N I L

Dividend Rate

N I L

V. Generic Names of Three Principal Products/Service of the Company:

Product Description

Software Development

Item code (ITC Code)

8 4 7 1 - 9 9

INTEGRATED HITECH LIMITED

Regd. Office: 150/116, Cisons Complex III Floor, Montieth Road,
Egmore, Chennai-600008.

ATTENDANCE SLIP

Please complete the Attendance Slip and hand it over at the entrance of the Meeting Hall.
Name & Address of the Shareholder(s)

Ledger Folio No:.....
No. of Shares held:

I hereby record my presence at the Annual General Meeting of the company, at the Registered Office:150/116, Cisons Complex
Third Floor, Montieth Road,, Egmore
Chennai-600 008 on Monday , the 30th September 2015 at 10.30 A.M.

SIGNATURE OF THE SHAREHOLDER/PROXY*
*Strike out whichever is not applicable.
CUTHERE _____

INTEGRATED HITECH LIMITED

Regd. Office: 150/116, Cisons Complex III Floor, Montieth Road,
Egmore, Chennai-600008.

FORM OF PROXY

Proxy No.....:
Ledger Folio No;.....
No. of Shares.....

I/Weof
Being a Member/Members of **Integrated Hitech Limited** hereby appoint
Or failing him/herof..... Or failing him/her
.....of.....

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Tuesday, the
30th ,September 2015 at 10.30 A.M.

Signed thisday of2015

Affix a
Re.1
Revenue
Stamp

NOTE:The Proxy duly completed must be returned so as to reach the Registered Office of the Company not less than 48 hours
before the time for holding the aforesaid Meeting. The Proxy need not be a Member of the Company.