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As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies to the meeting.

BOARD OF DIRECTORS

Mr. Gautam P. Khandelwal
(Chairman)

Mrs. Suelve Khandelwal
(Executive Director)

Mr. Ajay Kumar Swarup
Mr. Arnold Allen

AUDITORS

M/s. M. V. Ghelani & Co.
Chartered Accountants, Mumbai

BANKERS

Bank of Baroda
The Hongkong and Shanghai Banking Corporation Ltd.

LISTED AT

Bombay Stock Exchange Limited

REGISTERED OFFICE

Nirmal, 20th Floor, Nariman Point,
Mumbai-400021.
Tel No. : 022-22023055/66
Fax No.: 022-22043162
Email id: itil_investor@informedfin.com

SOFTWARE DEVELOPMENT CENTRE

Millenium Business Park, 302, 303 & 304,
Bldg. No. 4, Sector No. 3, TTC, MIDC,
MAHAPE, Navi Mumbai - 400 710.
Maharashtra, India.

REGISTRAR & SHARE TRANSFER AGENTS

Sharepro Services (India) Private Limited

13AB, Samhita Warehousing Complex,
Second Floor, Sakinaka,
Telephone Exchange Lane,
Off. Andheri Kurla Road,
Sakinaka, Andheri (East),
Mumbai- 400072.
Tel No.: 022-67720334/37 (Direct) ; 022-37720300/400(Board)
Email-id: sharepro@shareproservices.com

NOTICE

NOTICE is hereby given that the Fifty-Third Annual General Meeting of the Members of Informed Technologies India Limited will be held on Tuesday, September 20, 2011 at 11.00 A.M at Sunflower II, MVIRDC World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai- 400005 to transact following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2011 and the Profit & Loss Account for the year ended on that date and the Report of Directors and Auditors thereon.
2. To declare dividend on Equity shares.
3. To appoint a Director in place of Mr. Ajay Kumar Swarup, who retires by rotation, and being eligible, offers himself for re-appointment.
4. To appoint M/s. M. V. Ghelani & Co., Chartered Accountants, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:
"RESOLVED THAT pursuant to the provisions of Section 372A and other applicable provisions, if any of the Companies Act, 1956, consent of the Company be and is hereby accorded to the Board of Directors of the Company to acquire by way of subscription, purchase or otherwise equity/equity related securities/Mutual Funds/other securities of and further to make any inter corporate investments, deposits, loans, advances and guarantees to any body corporate up to a limit not exceeding Rs. 11 Crore notwithstanding that the aggregate of securities so far acquired or to be acquired in all bodies corporate may exceed the limits prescribed under the said section.
RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to do all acts, deeds and things necessary in this regard."
6. To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:
"RESOLVED THAT pursuant to the provisions of Section 314(1) of the Companies Act, 1956, consent of the Company be and is hereby accorded to appoint Mr. Arnold Allen, Director of the Company to hold an office or a place of profit as Financial and Corporate Advisor w.e.f April 1, 2011 for the sum not exceeding Rs. 500,000 per annum and also to ratify the excess amount paid to the said Director during the financial year 2010-2011 amounting to Rs. 159,066/-.
FURTHER RESOLVED THAT the Board is authorized to determine the tenure of the service."

For and on behalf of the Board

Gautam Khandelwal
Chairman

Place: Mumbai
Date: May 27, 2011

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.
Proxy form, in order to be effective, must be deposited at the Registered Office of the Company not less than 48 (forty-eight) hours before the time fixed for holding the meeting
2. Explanatory statement pursuant to Sections 173(2) of the Companies Act, 1956, in respect of the special businesses proposed to be transacted at the Meeting is annexed hereto.
3. Register of Members and Share Transfer Books of the Company will remain closed from September 14, 2011 to September 20, 2011 (both days inclusive).
4. The dividend for Financial Year 2010-11 as recommended by the Board, if approved at the meeting, will be paid to those Members whose names appear in the Company's Register of Members as on book closure dates. In respect of shares held in electronic form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories for this purpose.
5. The Company proposes the payment of dividend, if declared through Electronic Clearing Service (ECS) or incorporation of Bank details on the dividend warrants as furnished by the Members.
Members holding shares in physical mode are advised to immediately submit **ECS Mandate** (attached to this Report) to the Company's Registrar & Transfer Agent, Sharepro Services (India) Private Limited in order to avail Dividend through Electronic Clearing Service (ECS) latest by September 1, 2011. This service not only protects a shareholder against fraudulent interception and encashment of dividend warrants but also eliminates dependence on the postal system,

loss/damage of dividend warrants in transit and correspondence relating to revalidation/issue of duplicate dividend warrants.

Members holding shares in physical mode and who, for any reason, would not like to avail of the ECS facility being offered to such shareholders as mentioned above, are requested to furnish (if not done earlier) in the **Bank mandate** form (attached to this Report), details of their Bank account no, Name of Bank and branch, which would be printed on the dividend warrants to avoid fraudulent encashment thereof.

6. The Company's equity shares are listed at Bombay Stock Exchange Limited, Phiroze Jeeebhoy Towers, Dalal Street, Mumbai 400001 and the Company has paid the Annual Listing Fees to the Stock Exchanges for the year 2011-12.
7. Members requiring any information on Accounts are requested to write to the Company at least one week before the meeting so as to enable the Management to keep information ready, replies will be provided only at the meeting.
8. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
9. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease in portfolio management. Members can contact the Company and Sharepro Services (India) Private Limited, for assistance in this regard.
10. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company's Registrar and Transfer Agent, Sharepro Services (India) Private Limited.
11. Consequent upon the introduction of Section 109A of the Companies Act, 1956, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their request in Form 2B (which will be made available on request) to the Registrar and Transfer Agent, Sharepro Services (India) Private Limited.

For and on behalf of the Board

Gautam Khandelwal
Chairman

Place: Mumbai
Date: May 27, 2011

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item No. 5

The Company is generating surplus funds from its operational and other activities and seeks consent to invest the funds in short term/long term securities. It is proposed that the Board of Directors be authorized to invest upto Rs.11 Crore by way of subscription and/or purchase of equity/equity related/Mutual Funds/ other securities of and further to make any inter corporate investments, deposits, loans, advances and guarantees to any body corporate from time to time.

Your Directors recommends the resolutions for your approval. None of the Directors of the Company is, in any way, concerned or interested in the said resolution.

Item No. 6

As per the provisions of Section 314 (1) of the Companies Act, 1956 consent of the Company in general meeting is required to appoint Director of a Company to hold any office or place of profit in the Company.

Mr. Arnold Allen was appointed as Director w.e.f. 30.10.2006. Mr. Arnold Allen is advising and assisting the management in strategic, financial and corporate matters. Your Directors feel that service of Mr. Arnold Allen will continue to add substantial value to the Company through his contribution to the management of the Company. It is recommended that his appointment shall be continued as Financial and Corporate Advisor of the Company w. e. f. April 1, 2011.

Further the company had also taken the approval of Shareholders in last annual general meeting for the payment of remuneration of the said director amounting to Rs. 250,000/- p.a. for the financial year 2010-11. However the payment which was made is in excess by Rs. 159,066/- for the said financial year for which approval of the Shareholder is required by way of ratification for such excess payment made.

Your Directors recommends the resolutions for your approval. Except Mr. Arnold Allen, no other Director of the Company is, in any way, concerned or interested in the said resolution.

For and on behalf of the Board

Place: Mumbai
Date: May 27, 2011

Gautam Khandelwal
Chairman

Directors' Report, Management Discussion and Analysis Report

To,
The Members,

Your Directors have pleasure in presenting the Fifty-Third Annual Report together with the Audited Statements of Accounts of the Company for the Financial Year ended March 31, 2011.

Financial Highlights

The performance of your Company for the year under review is summarized below:

	(Rs. in Lakhs)	
Particulars	2010-11	2009-10
Sales and other Income	407.73	485.46
Profit before Interest, Depreciation and Tax	253.84	310.62
Less: Interest	0.99	1.17
Profit before Depreciation and Tax	252.85	309.45
Less: Depreciation	13.87	14.08
Profit before Tax	238.98	295.37
Less: Provision for Tax (Net)	45.16	61.88
Profit after Tax	193.82	233.49
Less: Proposed Dividend (including Dividend Distribution Tax)	48.62	48.78
Add: Balance brought forward from last year	442.11	257.40
Balance transferred to Balance sheet	587.31	442.11

Dividend

Directors are pleased to recommend dividend of Rs.1/- per equity share (10%) of the face value of Rs. 10/- for the year ended 31st March, 2011. The dividend, subject to approval at the AGM on September 20, 2011 will be paid to the shareholders whose names appear in the Company's Register of Members as on book closure dates.

Directors

Mr. Ajay Kumar Swarup retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. The Board recommends to the Members his appointment as a Director.

Management Discussion and Analysis

In terms of Clause 49 of the Listing Agreement with the Stock Exchange, Mumbai, the Management Discussion and Analysis of the Company are as follows:

a) Economy review:

During the year, world economy remained volatile with the impact of the US and European financial crisis. Business sentiments, while better than before, still remain muted. However, Indian economy has shown resilience and has managed to register growth in GDP at 8.5% for the financial year 2010-11.

b) Industry Review and future outlook

BPO sector has a huge business potential in terms of earnings due to the edge India has because of its skilled manpower coupled with low costs and technological base. The need for greater transparency in international financial

markets and emergence and continuing growth of Internet as an immediate channel for dissemination of content will continue to drive business, in which the Company is engaged. The meltdown of US economy and financial market pose a challenge to the competitiveness of the Industry. However, Company is tackling these issues by enhanced stress on improving technology and offering higher value added services and is confident of building upon its current business. The Company is looking for expansion into International (non USA) data /reports and also in other verticals like digital publishing.

c) Business Review & Development and Overview of Financial Performance & Operations

The Company is operating as IT enabled, knowledge based Back Office Processing Centre out of Millennium Business Park in Mahape, Software Technology Park, Navi Mumbai and serves the needs of the financial content sector in the USA. The Company collects and analyses data on financial fundamentals, Corporate Governance, Director/Executive Compensation and capital market. The outsourced services consist of financial databases and back office activity for research/advisory reports. The Company has focus on the niche market segment of financial content and has developed repeat business with its customers, which are well known and respected American corporates. The focus helps in developing expertise in the said field and is hopeful of capitalizing the same by striking new business deals in the USA and will help in increasing the performance of the Company. During the year, the total income of the Company is Rs 407.73 Lakhs compared to Rs 485.46 Lakhs in previous year.

d) Internal Control Systems

The Company has adequate internal control systems in place. These systems are continuously monitored, periodically reviewed and wherever necessary are modified as per the requirements for exercising effective controls.

The Company has also implemented Quality Management System (QMS) and has got itself registered under ISO 9001:2008 Standard.

e) Risks, Concerns & Threats:

The Company has Committee, which meets frequently to take the stock of all the impending and immediate threats to the business and takes necessary steps for positioning of the Company to meet same in time. Any major threats affecting the Company in general and business environment indirectly affecting the functioning of the Company are discussed with the Board from time to time.

Subsidiary company and Consolidated Statement

As mentioned in previous years Annual Report, the Company in order to reduce overseas operating cost and other commercial reasons has closed the operations of Informed Financials USA, a wholly owned subsidiary in August 2010. Accordingly the statement pursuant to Section 212 of the Companies Act, 1956 in respect of the said subsidiary is therefore not applicable.

Auditors

M/s. M. V. Ghelani & Co., Chartered Accountants, Mumbai, the Statutory Auditors of the Company retires at the ensuing Annual General Meeting and, is eligible for re-appointment. The Company has received Certificate u/s 224(1B) of the Companies Act, 1956, expressing willingness to be reappointed as Statutory Auditors for the Financial Year 2011-12. The observations made in the Auditor's Report are self-explanatory and do not call for any further comments.

Employees

Relations between the employees and the management remained cordial during the year under review. The Company has no employees of the specified categories under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended upto date.

Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo

In accordance with the requirements of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, your Directors furnish the required details below:

- A. Conservation of Energy: Not Applicable
- B. Technology Absorption:
- a. Research and Development (R & D): The Company has not undertaken any R&D activity in the current year.
- b. Technology Absorption, Adaptation and Innovation: The Company has not imported any technology during the year.
- C. Foreign Exchange earnings and outgo: During the year under review, the foreign Exchange outgo was Rs 12.46 Lakhs (Previous year – Rs 22.37 Lakhs). The Foreign exchange earning was Rs. 175.39 Lakhs (Previous year –Rs 213.56 Lakhs).

Directors' Responsibility Statement

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Board of Directors of your Company confirms that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- ii) the Directors have 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 ended 31st March, 2011 and of the profit of the Company for that year;
- iii) the Directors have taken proper and sufficient care to the best of their knowledge and ability, 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;
- iv) the annual accounts have been prepared on a going concern basis.

Compliance Certificate

Pursuant to the provisions of Section 383A of Companies Act, 1956, the Company has obtained Certificate from Mr. Ritesh Kamdar, Practicing Company Secretary, stating that the Company has complied with the provisions of the Companies Act, 1956 and the certificate is attached to this report.

Corporate Governance

Pursuant to Clause 49 of the Listing Agreement, a detailed report on Corporate Governance along with the Certificate of Statutory Auditors on the Compliance is given as an Annexure to this Report.

Acknowledgements

Your Board of Directors wish to place on record their appreciation for the whole-hearted co-operation received by the Company from the Shareholders, various Government departments, Company's Bankers and all the employees during the year under review.

For and on behalf of the Board

Gautam P. Khandelwal
Chairman

Place : Mumbai

Date : May 27, 2011

COMPLIANCE CERTIFICATE

(Pursuant to Section 383A (1) of the Companies Act, 1956)

Name of the Company : **INFORMED TECHNOLOGIES INDIA LIMITED**
Registration No : L99999MH1958PLC011001
Nominal Capital : Rs. 75,000,000/-
Paid up Capital : Rs. 41,691,000/- as on 31.03.2011

To

The Members

INFORMED TECHNOLOGIES INDIA LIMITED

'NIRMAL', 20th floor

Nariman Point, Mumbai- 400 021

I have examined the registers, records, books and papers of **M/S. INFORMED TECHNOLOGIES INDIA LIMITED** (the company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there-under and also the provisions contained in the Memorandum and Articles of Association of the company for financial year ended on **31st March, 2011**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial period:

- 1 The Company has kept and maintained all registers as stated in "**Annexure - A**" to this certificate, as per the provisions and the rules made there-under and all entries therein have been duly recorded.
- 2 The Company has filed the forms and returns as stated in "**Annexure - B**" to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other Authorities within the time prescribed under the Act and the rules made there under.
- 3 The Company is a public limited company and has the minimum prescribed paid-up capital.
- 4 The **Board of Directors** duly met **6 (six) times** on 27.04.2010, 28.05.2010, 30.07.2010, 13.09.2010, 29.10.2010 and 28.01.2011 in respect of which proper notices were given and the proceedings were properly recorded and signed.
The **Share Transfer and Investor Grievance Committee** duly met **15 (fifteen) times** on 01.04.2010, 17.04.2010, 03.05.2010, 17.05.2010, 02.06.2010, 17.06.2010, 17.09.2010, 18.10.2010, 11.11.2010, 17.11.2010, 17.12.2010, 03.01.2011, 17.01.2011, 02.02.2011 and 17.02.2011 in respect of which proper notices were given and the proceedings were properly recorded and signed.
The **Audit Committee** duly met **5 (five) times** on 27.04.2010, 28.05.2010, 30.07.2010, 29.10.2010 and 28.01.2011 in respect of which proper notices were given and the proceedings were properly recorded and signed.
- 5 The Company has closed its Register of Members during the financial year under review from September 10, 2010 to September 17, 2010 (both days inclusive).
- 6 The **Annual General Meeting** for the financial year ended on March 31, 2010 was held on Friday, the **September 17, 2010** after giving due notice to the members of the company and the resolution passed thereat were duly recorded in Minutes Book maintained for the purpose.
- 7 No Extra Ordinary meeting was held during the financial year under review.
- 8 The Company has not advanced any loans to its directors during the year under view.
- 9 During the year the company has not entered into any contracts within the meaning of section 297 of the Act.
- 10 The company has made necessary entries in the register maintained under section 301 of the Act.

- 11** Company has taken the approval of the Shareholders for payment of remuneration amounting to Rs. 2,50,000/- (Rupees two lacs fifty thousand only) to one of the Director of the Company under section 314 (1) of the Act, *however the actual payment made was for Rs. 4,09,066/- (Rupees four lacs nine thousand sixty six only)*. As informed by the Company, the excess payment made will be recommended for the ratification to the shareholders of the Company in the forth coming annual general meeting of the Company.
- 12** The company has issued duplicate share certificates during the financial year in compliance with the provisions of the Act.
- 13** The company:
- a.** has delivered the certificates in respect of transfer and transmission of shares during the year. There was no fresh allotment of shares during the year.
 - b.** has deposited the amount in a separate bank account within the prescribed time as and when the dividend was declared.
 - c.** has paid dividend and posted dividend warrants as and when required when the dividend was declared.
 - d.** did not have any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and were required to transfer to Investor Educational and Protection Fund.
 - e.** has duly complied with the requirements of section 217 of the Act.
- 14** The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year under review.
- 15** The provisions of section 269 of the Act with regard to appointment of Managing Director / Whole-time Director / Manager are not applicable as its paid-up capital is less than 5 crores as prescribed by the Act.
- 16** The Company has not appointed any sole-selling agents during the financial year.
- 17** The Company was not required to obtain any approvals of the Central Government, Company Law Board Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the act, during the year under review.
- 18** The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
- 19** The Company has not issued any shares / debentures / other securities during the financial year.
- 20** The Company has not bought back any shares during the financial year.
- 21** The Company has not issued any redeemable preference shares/debentures during the financial year and there is no redemption of preference shares.
- 22** There were no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 23** The Company has not accepted deposits within the meaning of section 58A of the Companies Act, 1956 during the financial year.
- 24** The Company has not availed any loans in terms of section 293(1) (d) of the Act.
- 25** The Company has made inter-corporate investments, in compliance with the provisions of section 372A of the Act and made necessary entries in the register kept for the purpose, and the company has not made loans or given guarantees or provided securities to other bodies Corporate.
- 26** The Company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state of another during the year under scrutiny.
-

- 27 The Company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
- 28 The Company has not altered the provisions of the Memorandum with respect to name of the company during the financial year under scrutiny.
- 29 The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the financial year under scrutiny.
- 30 The Company has not altered its Articles of Association during the financial year.
- 31 There were no prosecution(s) initiated against or show cause notice received by the Company and no fines or penalties or any other punishment was imposed on the company during the financial period, for offences under the Act.
- 32 The Company has not received any money as security from its employees during the financial year as per provisions of section 417(1) of the Act.
- 33 The Company was generally regular to deposit both employers and employees contribution towards Provident Fund as required under section 417 of the Act during the financial year.

Ritesh Kamdar
Practicing Company Secretary
Membership No. 20154 and CP No. 8371

PLACE: MUMBAI

DATED: 27.05.2011

ANNEXURE-'A'

Statutory Registers & Records as maintained by the Company:

Sr. No.	PARTICULARS	UNDERSECTION
01.	Register of Members and Index	150 & 151
02.	Register of Transfer of Shares	-
03.	Register of Directors, Managing Director, Manager and Company Secretary	303
04.	Register of Director's Shareholding	307
05.	Minutes Book for minutes of meetings of Board of Directors	193
06.	Minutes Book for minutes of meetings of Members	193
07.	Register of Particulars of Contracts in which Directors are interested	301

ANNEXURE-'B'

Forms and Returns as filed by the Company with Register of Companies, Regional Director, Central Government or other Authorities during the financial period ending March 31, 2011:

Sr. No.	Form No/ Return	Filed Under Section	Particulars	Date of Filing	Whether filed within prescribed time YES/NO	If delay in filing whether requisite additional fees paid YES/NO
01.	Annual Return	159	Annual Return for the F.Y ended 31.03.2010	01.10.2010	YES	-NA-
02.	Balance Sheet	220	Balance sheet for the F.Y ended 31.03.2010	28.09.2010	YES	-NA-
03.	Form 66	383A	Compliance Certificate for the F.Y ended 31.03.2010	28.09.2010	YES	-NA-
04.	Form 23	372A & 314 (1)	Special Resolution passed on 17.09.2010 for 1. Inter-corporate Investments & 2. Appointment of Director at a place of profit	28.09.2010	YES	-NA-

Report on Corporate Governance

1. Company’s philosophy on the Corporate Governance:

Informed Technologies India Limited believes in adopting the best practices in the area of Corporate Governance and follows the principles of fair representation, full disclosure, accountability and responsibility in all its dealings and communications with the ultimate objective of realizing and enhancing shareholder’s values and protecting the rights and interests of all its stakeholders.

2. Board of Directors:

a) Composition

The Board consists of Four (4) Directors of these Two (2) Directors are independent Directors. The Chairman of the Board is Non-Executive Director.

b) Meetings of the Board

The meetings of the Board of Directors are held atleast once in each quarter, scheduled well in advance and generally held at the Company’s registered office in Mumbai. During the Financial Year 2010-11, 6 (six) Board meetings were held. The Board meetings were held on April 27, 2010, May 28, 2010, July 30, 2010, September 13, 2010, October 29, 2010 and January 28, 2011.

Attendance of each Director at the Board Meeting and the last Annual General Meeting:

Sr. No.	Name of Directors	Attendance details	
		Board Meeting	Last A.G.M
1.	Mr. Gautam P. Khandelwal	6	Yes
2.	Mrs. Suelve Khandelwal	6	No
3.	Mr. Ajay Kumar Swarup	6	No
4.	Mr. Arnold Allen	5	No

c) Directorship of Directors in other Companies

The details of the Directors with regard to their outside Directorships, committee positions are as follows:

Name of Director	Executive / Non-Executive / Independent ¹	No. of outside Directorship Held		Outside Committee Positions Held ²	
		Public	Private	Chairman	Member
Mr. Gautam P. Khandelwal	Non- Executive	Two	Seven	Nil	Nil
Mrs. Suelve Khandelwal	Executive	Nil	Two	Nil	Nil
Mr. Ajay Kumar Swarup	Independent	Four	One	Nil	Nil
Mr. Arnold Allen	Independent	One	Nil	Nil	Two

1. Independent Director means a Director defined as such under Clause 49 of the Listing Agreement.
2. Only two Committees viz. the Audit Committee and the Shareholders / Investor Grievance Committees are considered.

d) Detail of Directors being appointed and re-appointed

The details of the Director retiring by rotation as required under Clause 49 of the Listing Agreement is as follows:

Mr. Ajay Kumar Swarup is graduate in Economics and IIM alumnus. He is an industrialist with professional qualifications and dynamic track of building large business. His guidance and expertise has helped the Company considerably in the past.

e) Code of Conduct:

The Company has laid down code of conduct applicable to all Board Members and Senior Executives of the Company. All Board members and Senior Executives have confirmed compliance of the code of conduct. The Executive Director of the Company has given the certificate annexed to this report as per the requirement of Clause 49 of the Listing Agreement.

3. Audit Committee:

The Audit Committee comprise of Mr. Ajay Kumar Swarup-Chairman, Mr. Arnold Allen-Member, Mr. Gautam Khandelwal-Member. The members of the Committee have the relevant experience in the field of finance, banking and accounting. Statutory Auditors of the Company is invitee to the Audit Committee Meeting.

Terms of reference

- All the matters specified under section 292A of the Companies Act, 1956.
- Ensuring Compliances with matters listed under the listing agreement with stock exchange.
- Financial reporting process and disclosure of financial information.
- Reviewing any change in accounting policies and practices.
- Compliance with accounting standards and reviewing the adequacy of internal control system.
- Reviewing the reports of the statutory auditors and ensuring that adequate follow up and action is taken by the management.

The Committee met 5 (five) times during the year under review The meetings were held on April 27, 2010, May 28, 2010, July 30, 2010, October 29, 2010 and January 28, 2011.

Name of Director	No. of Meetings	
	Held	Attended
Mr. Ajay Kumar Swarup	5	5
Mr. Arnold Allen	5	5
Mr. Gautam Khandelwal	5	5

4. Remuneration Committee

The Committee comprise of Mr. Gautam Khandelwal, Mr. Ajay Kumar Swarup and Mr. Arnold Allen to determine Remuneration policy for Executive Director of the Company. Mr. Gautam Khandelwal heads the committee. During the year under review, no Meetings were held.

Monthly remuneration is paid to Executive Director while other directors are eligible only for sitting fees. Mr. Gautam Khandelwal, Mr. Ajay Kumar Swarup and Mr. Arnold Allen have waived sitting fees.

Details of remuneration paid to Directors for the year:

Name of the Director	Salary & Perquisites (Rs.)	Commission (Rs.)	Sitting Fees (Rs.)
Mrs. Suelve Khandelwal	12,00,000	NIL	NIL

5. Share Transfer and Investor Grievances Committee

The Committee comprise of Mr. Gautam Khandelwal and Mrs. Suelve Khandelwal. Mr. Gautam Khandelwal heads the committee. During the year, the Committee met from time to time to approve transfers, transmission of shares, issue of duplicate/rematerialized shares and consolidated and splitting of share certificates, to review shareholders correspondence including complaints received from shareholders and its redressal.

6. General Body Meetings:

Details of the last three Annual General Meetings held is given below:

Financial Year	Date, Time and Venue	Special Resolutions passed
2007-2008	September 25, 2008 at 10.00 A.M Sunflower II, World Trade Centre, Centre One, 30 th Floor, Cuffe Parade, Mumbai-400005.	2 special Resolution were passed unanimously by show of hands
2008-2009	September 25, 2009 at 10.00 A.M Sunflower II, World Trade Centre, Centre One, 30 th Floor, Cuffe Parade, Mumbai-400005.	2 special Resolution were passed unanimously by show of hands
2009-2010	September 17, 2010 at 10.30 A.M Sunflower II, World Trade Centre, Centre One, 30 th Floor, Cuffe Parade, Mumbai-400005.	2 special Resolution were passed unanimously by show of hands

Further, during the financial year 2010-11, no special resolutions were passed through postal ballot. No special resolution requiring a Postal Ballot is being proposed at the ensuing AGM.

7. Disclosures

- The disclosures with regard to transactions with related parties are given in Schedule 17, the Notes to Accounts under Note (iv) of the audited financial statements for the year ended March 31, 2011. The Audit Committee has reviewed these transactions as mandatory required under Clause 49 of the Listing Agreement.
- There were no instances of non-compliance, penalties, strictures imposed on the Company by Stock Exchange, SEBI or any statutory authority on any matter related to capital markets, during the last three years.
- The Company does not have Whistle Blower Policy, but however no person is denied access to Audit Committee.
- The Company has complied with mandatory requirement.
- The Company has complied with Non-Mandatory requirement of setting up Remuneration Committee to determine the remuneration payable to an Executive Director.

8. Means of communication

- The quarterly un-audited results were published in Free Press Journal and Navshakti, in accordance with the requirement of the Listing Agreement.
- Annual audited financial results were published in Free Press Journal and Navshakti. These are not sent individually to the shareholders. No presentations were made to institutional investors or to the analysts.

9. (a) General Shareholders Information

(a) Annual General Meeting:

Date : September 20, 2011
 Time : 11.00 A. M
 Venue : Sunflower II, MVIRDC World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai- 400005

(b) Financial Calendar (April 1, 2011 to March 31, 2012):

First quarter results : End July, 2011
 Second quarter results : End October, 2011
 Third quarter results : End January, 2012
 Fourth quarter and Annual results : End May 2012
 Annual General Meeting : September 2012

(c) Date of Book closure:

September 14, 2011 to September 20, 2011 (both days inclusive)

(d) Listing details:

Stock Exchange : Bombay Stock Exchange Limited,
 Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400023.
 Scrip Code : 504810
 ISIN Number : INE123E01014 – NSDL & CDSL

(e) Market Price Data:

High/Low price and volume of the Company's shares at BSE during each month in Financial Year 2010-11 is as follows:

Month	High (Rs.)	Low (Rs.)	Volume (shares)
April-2010	32.45	18.25	12,625
May-2010	29.80	22.85	15,386
June-2010	23.80	20.75	3,642
July-2010	35.00	21.00	8,499
August-2010	37.10	31.70	9,240
September-2010	38.35	29.00	1,503
October-2010	29.00	22.85	3,100
November-2010	30.70	26.25	2,960
December-2010	30.95	25.75	959
January-2011	27.00	23.00	941
February-2011	25.30	21.75	3,178
March-2011	21.95	20.90	270

(f) Registrar and Transfer Agent:

Sharepro Services (India) Pvt. Ltd.

13AB, Samhita Warehousing Complex,
Second Floor, Sakinaka,
Telephone Exchange Lane,
Off. Andheri Kurla Road, Sakinaka,
Andheri (East), Mumbai- 400072.
Tel No.: 022-67720334/37(Direct) 022-37720300/400(Board)
Email-id: sharepro@shareproservices.com

(g) Share Transfer System:

Share transfer in physical form are registered and returned within a period of 7 to 15 days from the date of receipt in case documents are complete in all respects.

(h) Distribution of Shareholding as on March 31, 2011 is as under:

No. of shares	No. of Shareholders	%	No. of Shares	%
Upto 500	3,361	95.29	367,156	8.81
501-1000	98	2.78	71,773	1.72
1001-2000	32	0.91	42,230	1.01
2001-3000	9	0.26	20,359	0.49
3001-4000	6	0.17	20,108	0.48
4001-5000	4	0.11	17,202	0.41
5001-10000	4	0.11	26,983	0.65
10001 and above	13	0.37	3,603,289	86.43
TOTAL	3,527	100	4,169,100	100.00

(i) Shareholding Pattern as on March 31, 2011

Sr. No.	Category	No. of Shares held	% of Shareholding
1	Indian Promoters	504,061	12.09
2	Foreign Promoters	2,678,220	64.24
3	Mutual Funds/UTI	60	0.00
4	Financial Institutions/Banks	1,090	0.03
5	Insurance Companies	385,380	9.24
6	Private Bodies Corporate	35,212	0.84
7	Indian Pubic	561,892	13.48
8	NRI/OCBs	3,185	0.08
	TOTAL	4,169,100	100.00

(j) Dematerialization of shares as on March 31, 2011

Particulars	No. of shares	% to Capital
Dematted		
National Securities Depository Limited	3,712,205	89.04
Central Depository Securities Limited	34,205	0.82
Physical	422,690	10.14
Total	4,169,100	100

(k) Outstanding GDR's/ADR's/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs and there are no warrants or any Convertible instruments.

(l) Software Development Centre:

The Business Processing Outsourcing operations are carried out from Millennium Business park, Unit No. 302, 302 & 304, Building No. 4, Sector 3, TTC, MIDC, Mahape, Navi Mumbai.

(m) Name and Designation of Compliance Officer:

Mr. Gautam Khandelwal, Director

(n) Address for correspondence:

The Compliance Officer
The Informed Technologies India Limited
Nirmal, 20th Floor, Nariman Point, Mumbai-400021
Tel No. : 022-22023055/66
Fax No.: 022-22043162
Email id: itil_investor@informedfin.com

(o) Auditors Certificate on Corporate governance:

The Auditors Certificate on Compliance of Clause 49 of the Listing Agreement relating to Corporate Governance is given as an annexure to this report.

Declaration

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board of Directors and Senior Management Personnel have confirmed with the Code of Conduct and Ethics in respect of Financial Year 2010-11.

For Informed Technologies India Limited

Date: May 27, 2011
Place: Mumbai

Suelve Khandelwal
Executive Director

Annexure**Auditors' Certificate regarding compliance of the conditions of Corporate Governance**

**To,
The Members of
Informed Technologies India Limited**

We have examined the compliance of conditions of Corporate Governance by Informed Technologies India Limited, for the year ended 31st March 2011, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange, (hereinafter referred to as clause 49).

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that while the Shareholders/Investor Grievance Committee has not maintained records to show the investor grievances pending for a period of one month against the Company, the Registrar of the Company have certified that as at 31st March, 2011 there were no investor grievances remaining unattended/pending for more than 30 days.

We further state that such compliance 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.

For M.V.Ghelani & Co.
Chartered Accountants

M.V.Ghelani
Proprietor

Date: May 27, 2011
Place: Mumbai

AUDITORS REPORT

TO THE MEMBERS OF

INFORMED TECHNOLOGIES INDIA LIMITED

1. We have audited the attached Balance Sheet of INFORMED TECHNOLOGIES INDIA LIMITED as at 31st March, 2011 and the Profit and Loss account and the Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government vide notification No G.S.R. 480(E) dated June 12, 2003 in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we enclose in the Annexure, a statement on the matters specified in the said order.
4. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) 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;
 - (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - (v) On the basis of written representations received from the Directors of the Company, as on 31st March, 2011, and taken on record by the Board of Directors, we report that none of the directors of the Company is, prima facie, disqualified as on 31st March, 2011 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the significant Accounting policies and notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
 - (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011
 - (b) in the case of the Profit and Loss account, of the profit for the year ended on that date;
 - (c) in the case of Cash Flow Statement, of the cash flows for the year ended on that date

For **M.V. GHELANI & CO.**
CHARTERED ACCOUNTANTS

(M. V. GHELANI)
PROPRIETOR
Membership No.: 031105

Place : Mumbai
Dated : 27th May 2011

ANNEXURE TO THE AUDITORS' REPORT ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2011

Annexure referred to in paragraph 3 of our report of even date to the members of Informed Technologies India Limited on the accounts for the year ended 31st March, 2011

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) As explained to us, the fixed assets of the Company have not been physically verified during the year.
(c) During the year, the Company has not disposed off any asset.
2. The nature of the company's operations during the year does not require it to hold inventories and as such paragraph 4 (ii) of the Companies (Auditors Report) Order, 2003 ('the Order') is not applicable.
3. In respect of loans, either granted or taken by the Company, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act 1956.
 - (a) In respect of an unsecured loan (including advances) granted in the earlier years to one company covered in the register maintained under Section 301 of the Companies Act, 1956:
 - (i) The maximum amount outstanding during the year was Rs. 7,455,954 and the year end balance was Rs. 7,455,954.
 - (ii) *The terms and condition of the said loan (including advance) seems, prima facie, prejudicial to the interest of the company as the company has granted the same interest free and there are no covenants with regard to its repayment.*
 - (iii) Since there are no covenants with regard to the repayment and interest, we are not in a position to comment on the regularity or otherwise of payment of the principal amount and interest.
 - (iv) In the opinion of the management this loan is considered bad for recovery and the company has made a provision for doubtful or bad debt in respect of the loan.
 - (b) In respect of an unsecured loan (including advances) taken during the year from one company covered in the register maintained under Section 301 of the Companies Act, 1956:
 - (i) During the year, the Company has taken loan/advance from one party covered in the register maintained under section 301 of the Companies Act, 1956, the maximum amount involved during the year was Rs. 93,480 and their outstanding at the year end is Rs. NIL.
 - (ii) According to the information and explanations given to us, the loan/advance is interest free. In our opinion, other terms and conditions are not prima facie, prejudicial to the interest of the Company.
 - (iii) According to the information and explanations given to us, there is no overdue amount of loan taken from this Company listed in the register maintained under section 301 of the companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets and with regard to the sale of services. There are no purchases of inventory. During the course of our audit, we have not observed any continuing failure to correct any major weakness in internal controls.
5. (a) According to the information and explanations provided by the management to us, we are of the opinion that the transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956, have been so entered.
(b) In our opinion and according to the information and explanations given to us, loan transactions made in pursuance of any contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding Rs. five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time where such market prices are available.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of the sections 58A and 58AA of the companies Act, 1956 and the rules framed thereunder.
7. *The Company does not have any Internal Audit System commensurate with size of the Company and nature of its business.*

8. According to the information and explanations given to us, the maintenance of cost records was not prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956 for any of the activities of the Company.
9. (a) The Company is generally regular in depositing with appropriate authorities, Provident Fund, ESIC and other undisputed statutory dues including Income Tax, Wealth Tax, Custom Duty, Cess and other statutory dues applicable to it.
- (b) According to the information and explanations given to us no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, sales Tax, Wealth Tax, Custom Duty, Cess and other statutory dues were in arrears, as at 31st March, 2011 for a period of more than six months from the date they become payable.
- (c) According to the information and explanations given to us, the following dues of income tax have not been deposited with the appropriate authorities on account of dispute;

Name of the Statute	Nature of dues	Amount (Rs. in lacs)	Forum where dispute is pending
The Income Tax-Act, 1961	Income-Tax, Interest	6.14	Appellate Tribunal- Mumbai

10. The Company does not have any accumulated losses at the end of the financial Year. The Company has not incurred any cash loss during the current year or during the immediately preceding financial year.
11. According to the information and explanations given to us and based on the records made available to us, the Company has not defaulted in repayment of dues to any financial institution, bank or debenture holder during the year.
12. According to the information and explanations given to us and based on the records made available to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities
13. According to the information and explanations given to us and based on the records made available to us, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
14. In our opinion and according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company
15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
16. According to the information and explanations given to us and the records made available to us, the term loan (being car loan) obtained was applied for the purpose for which the loan was obtained.
17. According to the information and explanations given to us and the records made available to us, the Company has not raised any funds either on short-term or long-term basis during the period covered by our audit report
18. According to the information and explanations given to us and the records made available to us, the Company has not issued any debentures during the period covered by our audit report.
19. According to the information and explanations given to us and the records made available to us, the Company has not raised any money by public issue during the period covered by our audit report.
20. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by Company has been noticed or reported during the course of our audit.

**For M.V. GHELANI & CO.
CHARTERED ACCOUNTANTS**

**(M. V. GHELANI)
PROPRIETOR
Membership No.: 031105**

Place : Mumbai
Dated : 27th May 2011

BALANCE SHEET AS AT 31ST MARCH, 2011

Schedule	As at 31st March, 2011		As at 31st March, 2010	
		Rupees	Rupees	Rupees
I. SOURCES OF FUNDS				
Shareholders' Funds				
Share Capital	1	41,691,000	41,691,000	
Reserves & Surplus	2	58,731,321	100,422,321	44,210,634
Secured Loans	3		767,433	1,078,554
Total			101,189,754	86,980,188
II. APPLICATION OF FUNDS				
Fixed Assets				
Gross Block	4	41,512,608	41,459,109	
Less : Depreciation		<u>10,315,871</u>	<u>8,929,139</u>	
Net Block			31,196,737	32,529,970
Investments	5		77,877,171	61,264,076
Current Assets, Loans and Advances				
Sundry Debtors	6	2,111,846	2,016,430	
Cash and Bank Balances	7	3,620,472	1,716,884	
Other Current Assets, Loans and Advances	8	17,173,133	19,306,017	
		<u>22,905,451</u>	<u>23,039,331</u>	
Less : Current Liabilities and Provisions				
Liabilities	9	9,099,434	9,751,351	
Provisions	10	21,690,172	20,101,838	
		<u>30,789,606</u>	<u>29,853,189</u>	
Net Current Assets			(7,884,155)	(6,813,858)
Total			101,189,754	86,980,188

Significant Accounting Policies and
Notes to Accounts

17

The Schedules and Notes to account referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our report of even date.

As per our report of even date annexed

For M.V.Ghelani & Co.
Chartered Accountants

M.V.Ghelani
Proprietor

Mumbai, 27th May, 2011

For and on behalf of the Board

Gautam P.Khandelwal
Chairman

Smt. Suelve G.Khandelwal
Director

Mumbai, 27th May, 2011

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedule	Year ended 31st March, 2011 Rupees	Year ended 31st March, 2010 Rupees
I. INCOME			
Sales and Services	11	17,539,223	21,356,457
Other Income	12	23,233,834	27,190,368
TOTAL INCOME	A	40,773,057	48,546,825
II. EXPENDITURE			
Payments to and provision for employees	13	6,809,804	6,575,682
Operating expenses	14	2,459,164	4,015,229
Administrative and other expenses	15	6,119,343	6,893,692
TOTAL EXPENDITURE	B	15,388,311	17,484,603
Profit Before interest and depreciation	A-B	25,384,746	31,062,222
Interest	16	99,477	117,321
Depreciation		1,386,733	1,407,877
Profit before taxation		23,898,536	29,537,024
Payment and Provision for Taxation			
-Current Tax		4,700,000	6,000,000
-Prior Year Tax Adjustment		(183,686)	188,166
Profit after taxation		19,382,222	23,348,858
Add: Profit brought forward from previous year		44,210,634	25,739,415
Amount available for Appropriations		63,592,856	49,088,273
Appropriations			
Proposed Dividend		4,169,100	4,169,100
Dividend distribution tax		692,435	708,539
Balance of Profit & Loss A/c carried to Balance Sheet		58,731,321	44,210,634
Earning Per Share (Basic & Diluted)		4.649	5.600
Significant Accounting Policies and Notes to accounts	17		

The Schedules and Notes to account referred to above form an integral part of the Profit and Loss Account.

This is the Profit and Loss Account referred to in our report of even date.

As per our report of even date annexed

For M.V.Ghelani & Co.
Chartered Accountants

M.V.Ghelani
Proprietor

Mumbai, 27th May, 2011

For and on behalf of the Board

Gautam P.Khandelwal
Chairman

Smt. Suelve G.Khandelwal
Director

Mumbai, 27th May, 2011

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31st March,2011 Rupees	As at 31st March,2010 Rupees
SCHEDULE 1 - SHARE CAPITAL		
Authorised		
7,000,000 Equity Shares of Rs.10 each	70,000,000	70,000,000
50,000 15% (Free of Company's tax, but subject to deduction of tax at source at the prescribed rates) "A" Cumulative Redeemable Preference Shares of Rs. 100 each	<u>5,000,000</u>	<u>5,000,000</u>
	75,000,000	75,000,000
ISSUED, SUBSCRIBED AND PAID UP		
4,169,100 Equity Shares of Rs.10 each fully paid up	<u>41,691,000</u>	<u>41,691,000</u>
	41,691,000	41,691,000

NOTES :

Of the above equity shares,

- (i) 1,369,100 Equity shares were allotted as fully paid up by way of Bonus shares by capitalisation of General Reserve
(ii) 2,678,220 Equity shares are held by Khandelwals Limited, Holding company.

SCHEDULE 2 - RESERVES & SURPLUS

Profit & Loss Account	<u>58,731,321</u>	<u>44,210,634</u>
Total	58,731,321	44,210,634

SCHEDULE 3 - SECURED LOANS

Kotak Mahindra Prime Ltd (Car loan) (Secured by hypothecation of Motor Car purchased under the loan)	767,433	1,078,554
	<u>767,433</u>	<u>1,078,554</u>

SCHEDULE 4 - FIXED ASSETS

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2010	Additions during the year	Deduction	Cost As at 31.3.2011	Upto 31.03.2010	For the year	Adjustments on deduction/ transfer	Upto 31.3.2011	As at 31.3.2011	As at 31.3.2010
Buildings-Freehold (Refer note 1)	24,000,052	-	-	24,000,052	4,791,467	391,201	-	5,182,668	18,817,384	19,208,585
Buildings-Leasehold (Refer note 2)	8,537,100	-	-	8,537,100	656,333	139,155	-	795,488	7,741,612	7,880,767
Computers including Computer Software	2,847,683	53,500	-	2,901,183	1,905,902	420,162	-	2,326,064	575,119	941,781
Electrical Installation	828,863	-	-	828,863	311,274	39,369	-	350,643	478,220	517,589
Furniture & Fixtures	2,327,591	-	-	2,327,591	716,993	147,071	-	864,064	1,463,527	1,610,598
Office Equipments	864,935	-	-	864,935	372,450	54,750	-	427,200	437,735	492,485
Motorcar	2,052,884	-	-	2,052,884	174,720	195,024	-	369,744	1,683,140	1,878,164
Total	41,459,108	53,500	-	41,512,608	8,929,139	1,386,733	-	10,315,871	31,196,737	32,529,970
Previous year	46,080,710	2,052,884	6,674,485	41,459,109	13,277,319	1,407,877	5,756,057	8,929,139	32,529,970	32,803,391

Notes :

(1) Buildings-Freehold Include:

The face value of shares held in co-operative housing societies amounting to Rs.81,750/- viz:

- (a) Shree Nirmal Commercial Limited: 765 shares of Rs.100 each fully paid up and
(b) The Malabar Hill Co-Operative Housing Society Limited: 105 shares of Rs.50 each fully paid up and the Net Block of both the above premises included herein is Rs.18,699,583/-(Previous Year Rs.19,087,844/-)

The respective share certificates are held in the former name Khandelwal Ferro Alloys Corporation Limited/KFA Corporation Limited.

(2) Buildings-Leasehold Include:

Unit No.302, 303 & 304 at Mahape, having aggregate Gross Block value Rs.8,537,100/- (Previous Year Rs.8,537,100/-) have been acquired on 95 years lease from MIDC. The lease documents in respect of unit no.302 & 303 having Gross Block value Rs.5,507,800/- (Previous Year Rs.5,507,800/-) have yet to be executed.

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31st March,2011 Rupees	As at 31st March,2010 Rupees
SCHEDULE 5-INVESTMENTS		
A. LONG TERM (At Cost Less permanent diminution in value (if any))		
(i) Trade		
In Fully paid-up Equity Shares (Unquoted)		
(a) In Wholly Owned Subsidiary Company		
Informed Financial USA Inc.	219,250	219,250
[100 Equity Shares (Previous Year : 100) of US \$50 each]		
Less: Provision for diminution in value (Refer Schedule17 Note(iii)(j))	<u>219,250</u> -	- 219,250
(b) Others		
Gras Hospitality Services Limited	7,500,000	-
[62727 Equity Shares (Previous Year : Nil) of Rs.10 each]		
Amigo Sport Private limited	<u>24,999,250</u>	-
[5263 Equity Shares (Previous Year : Nil) of Rs.10 each]		
Total (i)	32,499,250	
(ii) Non Trade		
Fully paid-up Equity Shares (Quoted)		
Zenith Birla (India) Limited (Formerly Known as Zenith Ltd.)	622	622
[22 Equity Shares (Previous year :18) of Rs. 10/- each]		
Birla Precision Technologies Limited	-	-
(7 equity shares (Previous year : Nil) of Rs. 2/- each)		
(Received on demerger arrangement-Zenith Birla (India) Limited)		
Mahindra & Mahindra Financial Services Ltd	23,200	23,200
[116 Equity Shares (Previous year : 116) of Rs. 10/- each]		
Nagpur Power & Industries Limited	3,622,781	1,800,000
[96094 Equity Shares (Previous year :45000) of Rs.10/- each]		
Globus Spirits Limited	2,500,000	2,500,000
(25000 equity shares (Previous year:25000) of Rs.10/- each)		
Coal India Limited	110,250	-
(450 equity shares (Previous year: Nil) of Rs.10/- each)		
Power Grid Corporation of India Ltd	69,570	-
(773 equity shares (Previous year: Nil) of Rs.10/- each)		
Manganese Ore India Limited	10,500	-
(28 equity shares (Previous year: Nil) of Rs.10/- each)		
Fully paid-up Equity Shares (Unquoted)		
Gujarat Steel Tubes Limited	375	375
[180 Equity Shares (Previous year : 180) of Rs. 10/- each]		
Less: Provision for diminution in value of investments	<u>375</u> -	375 -
Total (ii)	6,336,923	4,323,822
Total (A)	38,836,173	4,543,072
B. CURRENT (At lower of cost or market value)		
In Mutual Funds (Unquoted)		
In Units of SBI Mutual fund-Liquid floater plan-Dividend (Nil Units (Previous year: 1,702,239 Units))	-	17,506,878
in units of SBI Mutual fund-SBI Ultra ST-RP-Monthly Dividend (3,704,142 Units (Previous year: 3,738,562 Units))	37,966,359	38,272,551
Less: diminution in value	- 37,966,359	79,023 38,193,528
in units of SBI Mutual fund-SBI Ultra ST-RP-Daily Dividend (107,421 Units (Previous year: 102,005 Units))	1,074,639	1,020,598
Total (B)	39,040,998	56,721,004
Total Investments (A+B)	77,877,171	61,264,076
Aggregate Cost of quoted Investments	6,336,923	4,323,822
Aggregate Market Value of quoted Investments	8,942,802	5,157,582
Aggregate cost of unquoted Investments	71,540,248	57,019,277

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31st March,2010 Rupees	As at 31st March,2011 Rupees
SCHEDULE 6- SUNDRY DEBTORS		
Unsecured		
Debts outstanding for a period exceeding six months		
Considered doubtful or Bad	298,393	298,393
Less: Provision for Doubtful debts	298,393	- 298,393
[Due from a Company under the same Management Rs. 298,393 [maximum amount due during the year Rs. 298,393] (Refer Schedule No.17 (iii)(e)]	<u>298,393</u>	<u>-</u>
Other Debts		
Considered Good	2,111,846	2,016,430
Total	<u>2,111,846</u>	<u>2,016,430</u>
Grand Total	<u>2,111,846</u>	<u>2,016,430</u>
 SCHEDULE 7- CASH AND BANK BALANCES		
Cash in hand	17,514	5,252
Balance with Scheduled Banks		
- In Current Accounts	2,369,862	480,500
- In Margin money for issue of bank guarantee	33,096	31,132
- In FDR	1,200,000	1,200,000
Total	<u>3,620,472</u>	<u>1,716,884</u>
 SCHEDULE 8- OTHER CURRENT ASSETS, LOANS AND ADVANCES		
(Unsecured)		
(a) Considered good		
Deposits	801,365	875,554
Advances recoverable in cash or in kind or for value to be received	1,050,211	2,286,057
Prepaid expenses	92,426	93,464
Advance payment of Taxes	14,420,671	15,236,208
Service tax credit	808,460	814,734
Sub Total (a)	<u>17,173,133</u>	<u>19,306,017</u>
(b) Considered doubtful or Bad		
Advances recoverable in cash or in kind or for value to be received (of which, Rs.7,455,954 (Previous year Rs.7,455,954) due from a Company under the same Management Maximum amount due during the year and during the previous year Rs. 7,455,954)	7,455,954	7,455,954
Less: Provision for Doubtful or Bad Advances	7,455,954	7,455,954
Sub Total (b)	<u>-</u>	<u>-</u>
Total (a + b)	<u>17,173,133</u>	<u>19,306,017</u>

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31st March,2011 Rupees	As at 31st March,2010 Rupees
SCHEDULE 9- LIABILITIES		
Sundry Creditors		
(i) Dues to Small Scale Industrial Undertakings (Refer Schedule 17(iii)(g)Notes to Accounts)	-	-
(ii) Others	365,113	1,024,938
(iii) Dues to Subsidiary Company (Since written back and credited to P&L a/c for the year) (Refer Schedule 15 & Schedule 17(iii)(j) Notes to Accounts)	-	521,171
Security Deposits	8,403,000	7,878,000
Other Liabilities	331,321	327,243
Total	<u>9,099,434</u>	<u>9,751,351</u>

SCHEDULE 10- PROVISIONS

Provision for :		
Gratuity	501,080	377,991
Leave Salary	126,393	103,789
Income tax	15,517,000	14,217,000
Proposed Dividend	4,169,100	4,169,100
Unclaimed Dividend	332,856	174,111
Dividend distribution tax	692,435	708,539
Fringe Benefit Tax	351,308	351,308
Total	<u>21,690,172</u>	<u>20,101,838</u>

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT

	YEAR ENDED 31st March, 2011 Rupees	YEAR ENDED 31st March, 2010 Rupees
SCHEDULE 11- SALES		
Data outsourcing charges-BPO	17,539,223	21,356,457
Total	<u>17,539,223</u>	<u>21,356,457</u>
 SCHEDULE 12- OTHER INCOME		
Other Interest (Tax deducted at source Rs 38,734/- (Previous year Rs.2,028/-))	806,824	20,280
Dividend from Current Investments	1,592,095	1,135,479
Dividend from Long Term Investments	25,906	649
Rental/Business Centre Charges (Tax deducted at source Rs.20,28,030/- (Previous year Rs.35,90,515/-))	20,280,000	21,338,000
Provision for diminution in value of investments w/back	79,023	-
Sundry Balances written back	9,685	130,238
Credit balance of wholly owned subsidiary w/back (Refer Schedule 17 Note (iii)(j))	384,941	-
Profit on sale/redemption of Current Investments	55,361	4,565,722
Total	<u>23,233,834</u>	<u>27,190,368</u>
 SCHEDULE 13- PAYMENTS TO AND PROVISION FOR EMPLOYEES		
Salaries	6,364,818	6,201,055
Contribution to Provident Fund	268,653	263,608
Contribution to ESIC	114,911	28,945
Staff Welfare	61,422	82,074
Total	<u>6,809,804</u>	<u>6,575,682</u>

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT

	YEAR ENDED 31st March, 2011 Rupees		YEAR ENDED 31st March, 2010 Rupees	
14- OPERATING EXPENSES				
Webhosting Charges	119,496		125,343	
Communication charges	547,686		680,869	
Professional fees	959,126		921,520	
(Includes fees paid to a Director for services rendered Rs.409,066/- (Previous year: 230,142/-) (Refer Schedule 17 Note(iii)())				
Membership & Subscription	36,919		37,147	
Software expenses	25,800		17,876	
Computer Hire charges	132,600		151,600	
Computer Maintenance charges	6,850		2,832	
Data Processing/management charges	-		477,086	
Business Development fees	578,929		1,334,698	
Foreign exchange fluctuation	51,759	2,459,164	266,258	4,015,229
Total		<u>2,459,164</u>		<u>4,015,229</u>
15- ADMINISTRATIVE AND OTHER EXPENSES				
Repairs and Maintenance				
Building Maintenance charges	1,004,017		704,114	
Repairs to others	87,747		16,921	
		1,091,764		721,035
Auditors remuneration		154,438		161,801
Travelling expenses				
Conveyance	46,039		37,290	
Staff Bus charges	1,266,771		1,221,192	
Travelling -Director	688,302	2,001,112	570,254	1,828,736
Administrative expenses:				
Rent Rates & Taxes	277,100		290,838	
Printing & Stationery	47,852		52,158	
Insurance Charges	55,522		77,944	
Recruitment expenses	8,600		8,425	
ISO Audit fees	18,000		10,000	
Electricity Charges	1,219,674		1,424,694	
Annual service charges-STPI	56,250		76,250	
(Includes relating to prior period Rs.Nil, previous year Rs.76,250/-)				
Donation	500,000		700,000	
Loss on dimunition in value of current investments	-		79,023	
Fixed Assets .w/off	-		918,428	
Miscellaneous expenses	469,782		544,360	
Provision for diminution in value of Investment in wholly owned subsidiary co.	219,250		-	
(Refer Schedule 17 Note(iii)())				
Total		<u>2,872,029</u>		<u>4,182,120</u>
		<u>6,119,343</u>		<u>6,893,692</u>
SCHEDULE 16- INTEREST				
Interest on Car Loan		99,477		117,321
Total		<u>99,477</u>		<u>117,321</u>

Schedule 17

Significant Accounting Policies and Notes to Accounts Annexed to the Balance Sheet as at March 31,2011 and the Profit and Loss Account for the year ended March 31,2011.**i) Significant Accounting Policies:****a) Basis for preparation of financial statement:**

The financial statements are prepared under the historical cost convention on an accrual basis of accounting and in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956 as adopted consistently by the Company.

b) Fixed Assets and Depreciation:

Fixed assets are stated at Cost of acquisition. Depreciation is provided on Straight Line Method and at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956. However, office equipments are depreciated at 6.33 % on Straight Line Method.

c) Investments:

Investments are classified into long term Investments and current investments. Long Term investments are stated at cost and diminution in value is provided for, where the management is of the opinion that the diminution is of permanent nature. Current investments are stated at lower of cost or market value. When disposing of a part of the holding of an individual investment, the carrying amount of cost allocated to the part that is disposed is determined on the basis of the average carrying amount of the total holding of the investment.

d) Sundry Debtors and Loans and Advances:

Sundry Debtors and Loans and Advances are stated after making adequate provision for doubtful balances.

e) Revenue Recognition:

Revenue is recognised when no significant uncertainty exists regarding the amount of consideration that will be derived from the sale of goods or rendering the service.

f) Retirement Benefits:

Contributions to Provident Fund are charged to Profit and Loss Account on an accrual basis. Provision for gratuity and leave benefits is determined as per actuarial valuation at the year end and charged to the Profit and Loss Account.

g) Foreign Exchange Transactions:

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Exchange difference arising out of the said transactions other than those relating to fixed assets are recognised in the Profit and Loss Account. Exchange difference in respect of liabilities incurred for the acquisition of fixed assets are adjusted to the cost of the assets.

Monetary assets and liabilities denominated in foreign currency are translated at the exchange rates prevailing on the balance sheet date.

h) Borrowing Costs:

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

i) Taxation:

Income tax expense comprises of current tax, deferred tax charge or credit and fringe benefit tax. The deferred tax charge or credit is recognised using current tax rates. Where there is an unabsorbed depreciation or carry forward loss, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty of realisation in future. Deferred tax assets/liabilities are reviewed as at each balance sheet date based on developments during the year and available case laws, to reassess realisation/liabilities.

j) Leases**Finance Lease**

Finance lease, which transfers substantially all the risks and rewards incident to ownership of the leased item, are capitalized at the lower of the fair value of the leased asset and present value of the minimum lease

payment of the leased asset at the inception of the lease term and disclosed as leased assets.

Operating Lease

The assets given under operating lease are shown in the balance sheet under fixed assets and depreciated on a basis consistent with the depreciation policy of the Company. The net lease income is recognized in the profit & loss account on a straight line basis over the period during which the benefit is derived from the leased assets.

k) **Contingent liability:**

Contingent liability are usually not provided for unless it is probable that the future outcome may be materially detrimental to the Company.

l) **Segment Reporting:**

The Company is principally engaged in the business of Business process outsourcing which is the only reportable segment as per Accounting Standard 17 issued by the Institute of Chartered Accountants of India on "Segment Reporting".

ii. **Defined Benefit Plans:**

As per Actuarial valuation as on 31st March,2011 and recognised in the financial statements in respect of Employee Benefit schemes:

	Gratuity (in Rupees)	Leave Encashment (in Rupees)
1. Components of Employer Expenses:		
a) Interest Cost from 01.04.10 to 31.03.11	28,349	7,784
b) Service Cost from 01.04.10 to 31.03.11	107,729	42,682
c) Actual return on Plan Assets	Nil	Nil
d) Curtailment Cost/Credit	Nil	Nil
e) Settlement Cost/Credit	Nil	Nil
f) Past Service Cost	Nil	Nil
e) Actuarial Gain	2,893	893
f) Net Cost provided as expense in P&L Account	133,185	49,573
2. Net Asset/(Liability) recognised in Balance Sheet as at 31 st March,2011		
a) Present value of Obligation as at 31.03.11	501,080	126,393
b) Fair value of Plan Assets as at 31.03.11	Nil	
c) Un-funded liability recognised in the Balance Sheet	501,080	126,393
3. Changes in benefit obligation during the year ended 31 st March,2011		
a) Actuarial value of Projected Benefit Obligations (PBO) as at 31.03.10	377,991	103,789
b) Service Cost from 01.04.10 to 31.03.11	107,729	42,682
c) Interest Cost from 01.04.10 to 31.03.11	28,349	7,784
d) Curtailment Cost / (Credit)	Nil	Nil
e) Settlement Cost / (Credit)	Nil	Nil
f) Plan Amendments	Nil	Nil
g) Acquisitions	Nil	Nil
h) Actuarial Gain on obligations	2,893	893
i) Benefits paid from 01.04.10 to 31.03.11	10,096	26,969
j) PBO as at 31.03.11	501,080	126,393
4. Change in the value of Plan Assets during the year ended 31 st March,2011		
a) Fair value of plan Assets as at 01.04.10	Nil	Nil
b) Actual return on plan Assets	Nil	Nil
c) Actuarial Gain / (Loss)	Nil	Nil
d) Actual Company Contribution	Nil	Nil
e) Benefits Paid	Nil	Nil
f) Fair Value of plan assets as at 31.03.11	Nil	Nil

5. Actuarial Assumptions		
a) Rate of Discounting (p.a)	7.50%	7.50%
b) Rate of increase in Compensation level (p.a)	5.00%	5.00%
c) Rate of Withdrawal	1.00%	1.00%
e) Retirement Age	58 years	58 years

The Company has relied on the valuation certificate issued by consulting Actuary for calculating the actuarial value of Gratuity and Leave Encashment liability of the employees of the Company in terms of AS 15 (revised) issued by the Institute of Chartered Accountants of India.

(iii) **Notes to Accounts:**

a) Commitment and Contingencies

	As at 31st Mar, 2011 Rupees	As at 31st Mar, 2010 Rupees
Estimated amount of contract remains to be executed on capital account and not provided for against which advance has been paid	Nil	Nil
Any claim against the Company not acknowledged as debts	None	None
b) The Company's claim for carry forward of business loss eligible for set-off against the future profits under the Income Tax Act, 1961 has been disputed. Further considering the nature of business, viz. uncertainty regarding generation of sufficient future income for set off against the said carry forwards, net deferred tax assets at the year end including related credit for the year have not been recognised in these accounts on prudent basis.		
c) In the opinion of the board the Current Assets, Loans and Advances have a value on realisation in the ordinary course of business at least equal to the sums stated.		
d) The balance of sundry debtors, deposits, advances and sundry creditors are subject to confirmation.		
e) The Company has to receive sums aggregating to Rs.298,393/- from Khandelwals Ltd, London, a Company under the same management. These sums are old outstandings which are unreconciled and supporting documents are not available. Therefore as a prudent policy the said amount has been provided as doubtful. Under the circumstances, the auditors have relied upon the judgement of the Management.		
f) Previous year's figures are reclassified and/or regrouped and/or rearranged wherever necessary.		
g) In the absence of relevant information with the company, the names of small scale industrial undertakings to whom the company owes any sum together with interest outstanding for more than 30 days have not been given. This management representation has been relied upon by the Auditors.		
h) The Company has been registered with Software Technology Park of India (STPI) vide letter no STPI/MUM/VIII(A)(393)/2000(03)/ (SKA)/ 3577 dated 25.05.2009 valid upto 1st December 2012.		
i) The company has provided for but not funded the gratuity liability of Rs.501,080 and leave encashment liability of Rs.126,393		
j) The Company's Wholly Owned Subsidiary (WOS) M/s. Informed Financial USA, INC has closed its operations with effect from the close of business on August 31, 2010 pursuant to an Application of Withdrawal from the transaction of business filed and recorded in the Office of Treasurer of the State of New Jersey on 9th July, 2010. All its known liabilities are discharged. Consequently, the dues to subsidiary of Rs. 384,941/- have been written back as no longer payable (Refer Schedule 12) and the company has made full provision for diminution in value of investment of Rs. 219,250/- (Refer Schedule 5), since the net worth of the company has been eroded. The statement pursuant to section 212 of The Companies Act, 1956 in respect of the said subsidiary is now not applicable.		
k) The Company has given office premises on operating lease. The lease term is for one year. The total of future minimum sublease payments expected to be received under non-cancellable subleases at the balance sheet date is Rs.750,000 (previous year Rs.750,000).		
l) Pursuant to the provisions of section 314(1) of the Companies Act, 1956, Company appointed Mr. Arnold Allen, Director of the Company to hold an office or a place of profit as Financial and Corporate Advisor w.e.f April 1, 2010 for the sum not exceeding Rs.250,000 p.a. During the year the Board of Directors have		

approved and paid sums aggregating to Rs. 409,066/- i.e. in excess of the sum of Rs. 250,000/-, subject to consent of the members for this additional sum.

iv) Disclosures as required under AS-18, "Related Party Disclosures" are given below:

a) Name and Nature of Relationship of the Related Parties where Control Exists:

Name of the Related Party	Nature of Relationship
a) Khandelwals Limited, London	Holding Company
b) Nagpur Power & Industries Ltd	Associate Company
c) Magnachem Pharmaceuticals Pvt.Ltd.	Associate Company
d) Meteor Metals & Ores Ltd.	Associate Company
e) Zeppelin Investments P. Ltd.	Associate Company

b) Name of the Related Parties having Transaction with the Company during the Year and the details of transactions carried out with them :

1. Enterprises owned or significantly influenced by any management Personnel or their relatives

a) Nagpur Power & Industries Limited		
- Advance Taken and Repaid		Rs.581,918/Rs.581,918 (Rs.579,631/Rs. 579,631)

Figures in brackets are related to previous year

2. Key Management Personnel	Designation	(In Rupees)
a) Mr.Gautam Khandelwal	Chairman	Nil (NIL)
b) Mrs. Suelve Khandelwal	Director	Rs.1,200,000 (Rs.1,200,000)
c) Mr. Arnold Allen		
-Professional fees	Director	Rs. 409,066 (Rs. 230,142)

Figures in brackets are related to previous year

3. Relatives of Key Management Personnel* ————— Nil —————

* The Company does not have an exhaustive list of business or professions in which relatives of directors of the company have substantial interest. As such, payments made to any such persons, if any have not been identified. This management representation has been relied upon by the Auditors.

c) Balance Outstanding As At 31st March, 2011

	Maximum Outstanding Balance (Rs.)	Receivable (Rs.)	Payable (Rs.)
1 Related Parties where control exists			
a) Khandelwals Limited.,London	298,393 (298,393)	298,393 (298,393)	Nil (Nil)
b) Nagpur Power and Industries Limited	93,480 (92,483)	Nil (Nil)	Nil (Nil)
c) Magnachem Pharmaceuticals Private Limited	7,455,954 (7,455,954)	7,455,954 (7,455,954)	Nil (Nil)
d) Meteor Metals & Ores Limited	Nil (Nil)	Nil (Nil)	Nil (Nil)

Figures in brackets are related to previous year

2. Key Management Personnel	Maximum Outstanding Balance (Rs.)	Receivable (Rs.)	Payable (Rs.)
a) Mr.Gautam Khandelwal	Nil (Nil)	Nil (Nil)	Nil (Nil)
b) Mr.Arnold Allen	321,108 cr (230,142 cr)	Nil (Nil)	Nil (Nil)
c) Mrs.Suelve Khandelwal	77,743 (96,800)	Nil (Nil)	Nil (6,238)

Figures in brackets are related to previous year

3 Relatives of key Management Personnel	Maximum Outstanding Balance (Rs.)	Receivable (Rs.)	Payable (Rs.)
			Nil

iv) Earnings Per Share:	For the year ended 31 st Mar, 2011	For the year ended 31 st Mar, 2010
Profit/(Loss) for the year (Rs.) (A)	19,382,222	23,348,858
Number of Equity Shares Outstanding (B)	4,169,100	4,169,100
Earnings per share of Rs.10 each (A/B)	4.649	5.600

vi) **Additional information pursuant to the provisions of Paragraphs 3 (i)(a),4B, and 4D of part II of the Schedule VI of the Companies Act, 1956 :**

	For the year ended 31 st Mar, 2011 Rupees	For the year ended 31 st Mar, 2010 Rupees
a) Auditor's Remuneration (excluding Service Tax)		
Audit Fees	55,000	55,000
Taxation matters including tax audit	30,000	30,000
Certification work and other matters	58,120	72,955
Out of pocket expenses	11,318	3,846
TOTAL	154,438	161,801

	For the year ended 31 st Mar, 2011 Rupees	For the year ended 31 st Mar, 2010 Rupees
b) Sales		
Business Process Outsourcing *	17,539,223	21,356,457
TOTAL	17,539,223	21,356,457

	For the year ended 31st Mar, 2011 Rupees	For the year ended 31st Mar, 2010 Rupees
c) Value of imports calculated on CIF basis during the year		
Components and spares	Nil	Nil
Capital goods	Nil	Nil
TOTAL	Nil	Nil
* This activity is not capable of being expressed in generic units and hence, its quantitative information, is not provided.		
	For the year ended 31st Mar, 2011 Rupees	For the year ended 31st Mar, 2010 Rupees
d) Expenditure in Foreign Currency:		
Other matters :		
Foreign Travel	258,284	195,140
Business Development Fees	578,929	1,334,698
Data Processing charges	-	477,085
Legal & Consultancy	409,066	230,142
TOTAL	1,246,279	2,237,065
	For the year ended 31st Mar, 2011 Rupees	For the year ended 31st Mar, 2010 Rupees
e) Earnings in Foreign Exchange :		
Business Process Outsourcing	17,539,223	21,356,457
TOTAL	17,539,223	21,356,457
vii) Contingent Liabilities not provided for:		
Claims made against the Company not acknowledged as debts :	As at 31-03-2011	As at 31-03-2010
	Rupees	Rupees
Income Tax Demand not provided for pending outcome of appeal.	613,948	613,948
Note:		
Future cash outflow on above is determinable only on the completion of negotiations/on receipt of judgments/decisions pending with respective firms/authorities.		
f) The Information with regards to paragraphs 3(ii) (a) and 4C of part II of the Schedule VI do not apply to the company.		

Signature to Schedules 1 to 17, which form an integral part of the accounts.

As per our report of even date annexed

For M.V.Ghelani & Co.
Chartered Accountants

M.V.Ghelani
Proprietor
Membership No.: 031105
s
Mumbai, 27th May, 2011

For and on behalf of the Board

Gautam P.Khandelwal
Chairman

Smt. Suelve G.Khandelwal
Director

Mumbai, 27th May, 2011

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

	Amount in Rupees	
	For the year ended 31st March,2011	For the year ended 31st March,2010
	Rs.	Rs.
Cash From Operating Activities		
Net Profit before tax and prior period items	23,898,536	29,537,024
Adjustments for :		
Depreciation	1,386,733	1,407,877
Fixed Assets (w/off)	-	918,428
Interest Expenses	99,477	117,321
Dividend Income	(1,618,001)	(1136128)
Interest Income	(806,824)	(20,280)
Profit on redemption of Investments	(55,361)	(4,565,722)
Loss on Diminution value of investments w/off	(79,023)	79,023
Foreign Exchange Loss/(Gain)	51,759	266,258
Provision for diminution in value of Investment in wholly owned subsidiary co.	219,250	
Sundry Balances Written back	(394,626)	-
	<u>(1,196,615)</u>	<u>(2,933,224)</u>
Operating Profit before working capital changes	22,701,921	26,603,800
Trade Receivables	(147,175)	364,248
Other Current Assets, Loans & Advances	2,132,884	(6,268,937)
Trade Payables	936,417	6,936,011
	<u>2,922,125</u>	<u>1,031,322</u>
Cash flow generated from Operations	25,624,046	27,635,122
Cash Flow before Prior Period Adjustments & Extra Ordinary Items	25,624,046	27,635,122
Prior period adjustment and extraordinary item		
Sundry Balances Written back	394,626	-
Proposed dividend	(4,169,100)	(4,169,100)
Dividend distribution tax	(692,435)	(708,539)
Income tax	(4,516,314)	(6,188,166)
Net cash flow from Operating Activities (A)	16,640,823	16,569,317
Cash Flow From Investing Activities		
Purchase of Fixed Assets	(53,500)	(2,052,884)
Purchase of Investments	(55,902,413)	(75,162,069)
Dividend Income	1,618,001	1,136,128
Proceeds from Sale of Investment	39,204,452	58,503,695
Interest Income	806,824	20,280
	<u>(14,326,637)</u>	<u>(17,554,850)</u>
Net cash flow from Investing Activities (B)	(14,326,637)	(17,554,850)
Cash Flow From Financing Activities		
Interest Paid	(99,477)	(117,321)
Proceeds from Secured Loan	-	1,315,548
Repayment of Loan	(311,121)	(236,994)
	<u>(410,598)</u>	<u>961,233</u>
Net Cash Provided by/(Used in) Financing Activities (C)	(410,598)	961,233
Net Increase in Cash and Cash Equivalents (A+B+C)	1,903,588	(24,299)
Cash & Cash Equivalent at the Beginning of the Period	1,716,884	1,741,183
Cash & Cash Equivalent at the end of the Period	3,620,472	1,716,884

For M.V.Ghelani & Co.
Chartered Accountants

For and on behalf of the board
Gautam P. Khandelwal
Chairman

M. V. Ghelani
Proprietor
Membership No.: 031105
Mumbai, 27th May,2011

Smt.Suelve G. Khandelwal
Director
Mumbai, 27th May,2011

AUDITOR'S CERTIFICATE

To,
The Board of Directors
Informed Technologies India Limited
"Nirmal", 20th Floor, Nariman Point,
Mumbai - 400 021.

We have examined the attached Cash Flow Statement of Informed Technologies India Limited for the year ended 31st March, 2011. The statement has been prepared by the company in accordance with the requirements of Clause 32 of listing agreement with Stock Exchange and is based on and is derived from and is in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of even date to the members of the Company.

For M.V. Ghelani & Co.,
Chartered Accountants

M.V. Ghelani
Proprietor
Membership No.: 031105
Mumbai, 27th May,2011

Balance Sheet Abstract and Company's General Business Profile
As per Schedule VI, part (IV) of the Companies Act, 1956

I Registration Details

Registration No.	0	1	1	0	0	1
State Code					1	1
Balance Sheet Date	3	1	0	3	1	1

II Capital Raised during the year (Rs.in Thousands)

Public Issue	N	I	L
Right Issue	N	I	L
Bonus Issue	N	I	L
Private Placement	N	I	L

III Position of Mobilisation and Deployment of Funds (Amount in Rs.Thousands)

Source of Funds						
Total Liabilities	1	0	1	1	9	0
Total Assets	1	0	1	1	9	0
Paid up Capital		4	1	6	9	1
Reserves & Surplus		5	8	7	3	1
Secured Loans				7	6	7
Unsecured Loans				N	I	L
Net Fixed Assets		3	1	1	9	7
Investments		7	7	8	7	7
Net Current Assets			(7	8	8	4)
Accumulated Losses				N	I	L

IV Performance of Company (Amount in Rs.Thousands)

Total Income	4	0	7	7	3
Total Expenditure	1	5	3	8	8
Profit Before Tax	2	3	8	9	8
Profit After Tax	1	9	3	8	2
Earning per Share in Rs.	4	.	6	4	9
Dividend rate %				1	0

V Generic Names of three principal products/service of Company (As per monetary terms)

Item Code No.(ITC Code)	N	O	T		A	P	P	L	I	C	A	B	L	E		
Product Description	B	U	S	I	N	E	S	S		P	R	O	C	E	S	S
	O	U	T	S	O	U	R	C	I	N	G					

For **M.V.Ghelani & Co.**
Chartered Accountants

M. V. Ghelani
Proprietor
Membership No.: 031105
Mumbai, 27th May,2011

For and on behalf of the board
Gautam P. Khandelwal
Chairman

Smt. Suelve G. Khandelwal
Director

Mumbai, 27th May,2011

Date:

To,
Sharepro Services (India) Private Limited,
13AB, Samhita Warehousing Complex,
Second Floor, Sakinaka Telephone Exchange Lane,
Off Andheri Kurla Road,
Sakinaka, Andheri(East),
Mumbai-400072.

FORM FOR ECS MANDATE/BANK MANDATE

(Not required to be filled by shareholders holding shares in dematerialized form)

I/We, _____ do hereby authorize Informed Technologies India Limited to:

- Credit my dividend amount directly to my Bank Account as per details furnished below by Electronic Clearing Services(ECS)-ECS Mandate*
- Print the details of my Bank Account as furnished below, on my dividend warrant which will be mailed to me-Bank Mandate*

(*Strike out whichever is not applicable)

FOLIO NO. _____

A. Bank Name	:	
B. Branch	:	
C. Bank Address	:	
D. Bank Account Number	:	
E: Account Type (Saving/Current)	:	
F: 9 Digit Code (MICR) number of the Bank & Branch as appearing on the cheque (For ECS Mandate only) (PLEASE ATTACH PHOTO COPY OF THE CANCELLED CHEQUE)	:	
G: STD code & Telephone no. of Member (optional)	:	

I/We shall not hold the Company responsible if the ECS/Bank Mandate could not be implemented for reasons beyond the control of the Company.

Signature of shareholder(s)
(As per specimen lodged with the Company)

INFORMED TECHNOLOGIES INDIA LIMITED

Registered Office : 'Nirmal', 20th Floor, Nariman Point, Mumbai – 400 021

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Regd. Folio No:

No. of Shares Held:

*DP ID:

*Client ID:

NAME & ADDRESS OF THE MEMBER/PROXY

I hereby record my presence at the 53rd Annual General Meeting of the Company to be held at the Sunflower II, MVIRDC, World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai-400005, on Tuesday, September 20, 2011 at 11.00 A.M. (I.S.T)

.....
(Signature of the Member/ Proxy)

(To be signed at the time of handing over this slip at the Hall and not in advance)

* Applicable for investors holding shares in Electronic (Demat) Form.

INFORMED TECHNOLOGIES INDIA LIMITED

Registered Office : 'Nirmal', 20th Floor, Nariman Point, Mumbai – 400 021

PROXY FORM

Regd. Folio No:

No. of Shares Held:

*DP ID:

*Client ID:

I/We _____ of _____

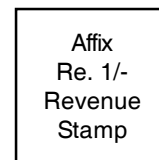
being a Member/Members of Informed Technologies India Limited hereby appoint _____

_____ of _____ or failing him/her

_____ of _____ as my/our proxy to vote for me/us

and on my/our behalf at the 53rd Annual General Meeting of the Company to be held at Sunflower II, MVIRDC, World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai-400005, on Tuesday, September 20, 2011 at 11.00 A.M. (I.S.T) and at any adjournment thereof.

As Witness my/our hand(s) this _____ day of _____ 2011



Signature

NOTE: The Proxy 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.

* Applicable for investors holding shares in Electronic(Demat) Form.

Book - Post

To

If undelivered please return to :

Informed Technologies India Limited

Nirmal, 20th Floor,
Nariman Point,
Mumbai - 400 021.

INFORMED TECHNOLOGIES INDIA LIMITED

53rd ANNUAL REPORT 2010-2011