

BOARD OF DIRECTORS

Mr. Gautam P. Khandelwal	<i>(Non-Executive Chairman)</i>
Mrs. Suelve Khandelwal	<i>(Executive Director)</i>
Mr. Ajay Kumar Swarup	<i>(Independent Director)</i>
Mr. Arnold Allen	<i>(Independent Director)</i>
Mr. Nimis Sheth	<i>(Additional Director - Professional)</i>

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@informed_tech.com
Website : www.informed-tech.com

SOFTWARE DEVELOPMENT CENTRE

Millenium Business Park, 302 & 303,
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

Contents	Page No.
Company Information	1
Notice	2
Directors' Report, Management Discussion & Analysis Report	8
Compliance Certificate	11
Report on Corporate Governance	14
Auditors' Report	21
Balance Sheet	24
Profit & Loss Statement	25
Notes on Financial Statements	26
Cash Flow Statement	41

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.

NOTICE

NOTICE is hereby given that the Fifty-Fifth Annual General Meeting of the Members of Informed Technologies India Limited will be held on **Thursday, September 26, 2013** at 11:00 AM at Orchid & Tulip, MVIRDC World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai - 05 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2013 and the Profit & Loss Statement for the year ended on that date together with the Director's Report and Auditors Report thereon.
2. To declare dividend on Equity shares for the financial year 2012-13.
3. To appoint a Director in place of Mrs. Suelve Khandelwal, who retires by rotation, and being eligible, offers herself for reappointment.
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 modification(s), the following resolution as a **Special Resolution:**

Investment of Surplus funds

"RESOLVED THAT pursuant to the provisions of Section 372A and other applicable provisions, if any of the Companies Act, 1956, consent of the members 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 other body corporate up to a limit not exceeding Rs. 20 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 be and are hereby authorized to do all acts, deeds and things necessary in this regard."

6. To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

Alteration of Article No. 127 of Articles Of Association of the company

"RESOLVED THAT pursuant to Section 31 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) the Articles of Association of the Company be and are hereby altered/amended by substitution and/or addition and/or deletion as the case may be in the following manner:

- (i) The existing Article 127 be substituted with the following Article:

Article 127:Qualification Shares	A Director shall not be required to hold any qualification shares.
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"RESOLVED FURTHER THAT Board of Directors, be and are hereby authorized to undertake such acts, deeds and matters, as they may in their absolute discretion deem necessary, proper or desirable, including any amendment or modification to the proposed Articles of Association as per the suggestion/direction of the Regulatory Authorities and settle any question, difficulty or doubt that may arise in this regard, including but not limited to making requisite filing with the Registrar of Companies and the stock exchanges, that may be required to give effect to the alteration of the Articles of Association in accordance with the resolution."

7. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

Appointment of director at place of profit

"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, 2013 for the sum not exceeding Rs. 700,000 per annum and also to ratify the additional amount of Rs. 99,455/- paid to the said Director during the financial year 2012-2013."

“**RESOLVED FURTHER THAT** the Board of Directors of the company be and are hereby authorized to determine the tenure of the service.”

8. To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Ordinary Resolution:**
Regularisation of appointment of an Additional Director

“**RESOLVED THAT** Mr. Nimis Sheth, who is appointed as an Additional Director of the Company, with effect from March 22, 2013 by the Board of Directors at its Meeting held on March 22, 2013, and who ceases to hold office on the date of Annual General Meeting, pursuant to Section 260 of the Companies Act, 1956, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

9. To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**
Reappointment of Mrs. Suelve Khandelwal as Executive Director of the Company

“**RESOLVED THAT** pursuant to the provisions of Section 198, 269, 309 and 310 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and subject to the provisions of the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the re-appointment of Mrs. Suelve Khandelwal as the Executive Director of the Company, for a period of 5 (five) years with effect from August 01, 2013 on the terms & conditions including remuneration, as are set out in the agreement to be entered into between the Company and Mrs. Suelve Khandelwal, a draft whereof is placed before this Meeting, which (the Agreement) is, hereby specifically sanctioned, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms & conditions of the said re-appointment and / or remuneration and / or agreement so as not to exceed the limits specified in Schedule XIII to the Companies Act, 1956 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force or any amendments and / or modifications that may hereafter be made thereto by the Central Government in that behalf from time to time, or any amendments thereto, as may be agreed to between the Board and Mrs. Suelve Khandelwal.”

“**RESOLVED FURTHER THAT** where in any financial year ending on or after March 31, 2014, the Company has no profits or if its profits are inadequate, the Company may pay remuneration by way of salary, perquisites, other allowances, etc. to Mrs. Suelve Khandelwal not exceeding the limits specified under Part B of Clause 1 of Section II of Part II of Schedule XIII to the Companies Act, 1956.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

For and on behalf of the Board

Place: Mumbai
Date: May 24, 2013

Gautam Khandelwal
Chairman

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. The proxies to be effective should be deposited at the Registered Office of the Company not less than 48 (forty eight) hours before the commencement of 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 20, 2013 to September 26, 2013 (both days inclusive) for determining of members eligible for dividend, if declared.

4. The dividend for Financial Year 2012-13 as recommended by the Board, if approved at the annual general meeting, will be paid to those Members whose names appear in the Company's Register of Members as on September 19, 2013. In respect of shares held in dematerialized 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 15, 2013. 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 Jeejeebhoy Towers, Dalal Street, Mumbai 400001 and the Company has paid the Annual Listing Fees to the Stock Exchanges for the year 2013-14.
7. 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.
8. 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 or M/s. Sharepro Services (India) Private Limited for assistance in this regard.
9. 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.
10. 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.
11. For the convenience of the Members, attendance slip is enclosed elsewhere in the Annual Report. Members/Proxy Holders/Authorized Representatives are requested to fill in and affix their signatures at the space provided therein and surrender the same at the venue of the AGM. Proxy/Authorized Representatives of a member should state on the attendance slip as 'Proxy or Authorized Representative' as the case may be.
12. The Directors' Report, Auditors' Report and Audited Balance Sheet as at March 31, 2013 and the Profit and Loss Statement for the financial year ended on that date are enclosed.
13. Inspection of Documents - Copies of the Memorandum and Articles of Association of the Company and all other documents relevant for the resolution contained in the notice will be available for inspection at the Registered Office of the Company from 11.00 AM to 1.00 PM on all working days up to the date of the Annual General Meeting.

For and on behalf of the Board

Place: Mumbai
Date: May 24, 2013

Gautam Khandelwal
Chairman

EXPLANATORY STATEMENT

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

The following Explanatory statements sets out all material facts relating to the Special Business as mentioned in the accompanying Notice:

Item No. 5 - Investment of Surplus funds

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. 20 Crore by way of subscription and/or purchase of equity/equity related/Mutual Funds/ other securities and further to make any inter corporate investments, deposits, loans, advances and guarantees to any body corporate from time to time.

None of the Directors of the Company are concerned or interested in the proposed resolution. Your Directors recommend the resolution for your approval as a Special Resolution.

Item No. 6 - Alteration of Article No. 127 of Articles Of Association of the Company

The article no. 127 of the AOA of the company imposes a hardship on the directors of the company to mandatorily hold qualification shares of the company. Thus in view of rectifying this, the company intends to amend the said clause by deleting the said qualification shares criteria.

Pursuant to provision of Section 31 of the Companies Act, 1956, any amendment to the provision of Articles of Association of the Companies requires the approval of the members by way of Special Resolution.

None of the Directors of the Company are concerned or interested in the proposed resolution. Your Directors recommend the resolution for your approval as a Special Resolution.

Item No. 7 - Appointment of director at place of profit

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 services 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 be continued as Financial and Corporate Advisor of the Company w. e. f. April 1, 2013 on revised terms and remuneration.

Further the company had taken the approval of Shareholders in the Annual General Meeting held on August 30, 2012 for the payment of remuneration to Mr. Arnold Allen amounting to Rs. 500,000/- per annum. However the actual payment made to Mr. Arnold Allen during the financial year 2012-13 was in excess by Rs. 99,455/- for which approval of the Shareholders is required by way of ratification for such excess payment made.

None of the Directors of the Company are concerned or interested in the proposed resolution, except Mr. Arnold Allen. Your Directors recommend the resolution for your approval as a special resolution.

Item No.8 - Regularisation of appointment of an Additional Director

Mr. Nimis Sheth was appointed as an Additional Director, by the Board of Directors of the Company at its meeting held on March 22, 2013 with effect from March 22, 2013. According to the provisions of section 260 of the Companies Act, 1956, he holds office as Director only upto the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a Member along with a deposit of Rs. 500/- proposing the candidature of Mr. Nimis Sheth for the office of the Director under the provisions of Section 257 of the Companies Act, 1956.

The Board considers it desirable that the Company should continue to avail the services of Mr. Nimis Sheth.

None of the Directors of the Company are concerned or interested in the proposed resolution, except Mr. Nimis Sheth. Your Directors recommend the resolution for your approval as an ordinary resolution.

Item No.9 – Re-appointment of Mrs. Suelve Khandelwal as Executive Director of the Company

Mrs. Suelve Khandelwal was appointed as Executive Director (ED) for a period of 5 years w.e.f August 01, 2008. Her current tenure as ED is expiring on July 31, 2013. Mrs. Suelve Khandelwal is responsible for business diversification, business process re-engineering, organizational development in the Company and has been significantly contributing to the overall performance and growth of the Company. In recognition of her valuable contribution, the remuneration committee and the Board of Directors at its meeting held on May 24, 2013 have recommended the re – appointment of Mrs. Suelve Khandelwal as Executive Director of the Company for a further period of 5 years w.e.f August 01, 2013 to July 31, 2018.

If appointed, Mrs. Suelve Khandelwal, will not be liable to retire by rotation as per Article 135 of the Articles of Association of the Company.

Particulars of her qualifications, brief resume, area of expertise and other details are provided in the Corporate Governance Report annexed to the Directors' Report.

The Board recommends the Special Resolution for the approval of the members. If appointed, Mrs. Suelve Khandelwal, will not be liable to retire by rotation as per Article 135 of the Articles of Association of the Company.

The main terms of re-appointment of Mrs. Suelve Khandelwal as Executive Director as set out in the draft Agreement, are as follows:

1. Basic Salary: Rs. 125,000 per month as per Section I of Part II of Schedule XIII of the Act.
2. Commission in any financial year not exceeding 2% of the net profit of the company, computed in the manner referred to under section 198(1) of the Companies Act, 1956 or any statutory modification (s) or re-enactment thereof, as the Board of Directors of the company shall decide having regard to the performance of the company.
3. The Contribution to Provident Fund and gratuity fund would not be included in the computation of ceiling on remuneration to the extent these singly or put together are not taxable under the Income-tax Act, 1961.
4. Provision for car, telephone etc. used for Company's business would not be considered as perquisites.
5. Where in any financial year, during her tenure as Executive Director, the Company has no profits or if its profits are inadequate, the Company may pay remuneration by way of salary, perquisites, other allowances, etc. to Mrs. Suelve Khandelwal not exceeding the limits specified under Part B of Clause 1 of Section II of Part II of Schedule XIII to the Companies Act, 1956.
6. Notice Period - In case, the Executive Director resigns, she shall give the Company a notice of 2 (two) months. Mrs. Suelve Khandelwal holds 101580 equity shares (2.44%) in the Company.

The Explanatory Statement together with the accompanying Notice should be treated as an abstract of the Terms and Memorandum of Interest of the Directors under Section 302 of the Companies Act, 1956.

None of the Directors of the Company are concerned or interested in the proposed resolution, except Mrs. Suelve Khandelwal and Mr. Gautam Khandelwal. Your Directors recommend the resolution for your approval as a special resolution.

For and on behalf of the Board

Place: Mumbai
Date: May 24, 2013

Gautam Khandelwal
Chairman

Annexure - I to Notice of Annual General Meeting

Statement as per Section II of Part II Schedule XIII of the Companies Act, 1956:

I. GENERAL INFORMATION:

1	Nature of Industry	Back Office Processing Unit
2	Date or expected date of commencement of commercial production	Fresh Certificate of incorporation was received upon change of name dated August 6, 2001 and there upon the company started its IT enabled services BPO unit from the year 2002.
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4	Financial performance based on given indicators	As per balance sheet
5	Export performance and net foreign exchange Collaborations	The entire revenue from operations is arising from export of IT enabled services.
6	Foreign investments or collaborators, if any	None

II. INFORMATION OF APPOINTEE: Mrs. Suelve Khandelwal

1	Background details	She holds a Bachelor of Commerce degree from University of Delhi.
2	Past remuneration	Rs. 2,00,000/- per month
3	Recognition or awards	Not Applicable
4	Job Profile and her suitability	Overall Management of business and affairs of the company.
5	Remuneration proposed	Rs. 2,00,000/- per month
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of her origin)	Not Available
7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.	Promoter Director managing the company since 1999. Also spouse of Mr. Gautam Khandelwal, Chairman of the company.

III. OTHER INFORMATION

1	Reasons of loss or inadequate profits	Company is in a growing stage and under revenue constraints.
2	Steps taken or proposed to be taken for improvement	The Board of Directors of the Company are devoted to developing customer relationship for gaining more business from them.
3	Expected increase in productivity and profits in measurable terms	The Board is hopeful of improvements in profits in coming years.

Directors' Report, Management Discussion and Analysis Report

To the members,

Your Directors have pleasure in presenting the Fifty-Fifth Annual Report together with the Audited Statements of Accounts of the Company for the Financial Year ended March 31, 2013.

Financial Results

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

Particulars	(Rs. in Lakhs)	
	2012-13	2011-12
Revenue from Operations & Other Income	399.05	371.39
Profit before exceptional and extraordinary items and tax	205.20	187.25
Less: Exceptional Items	-	-
Profit before extraordinary items and tax	205.20	187.25
Less: Extraordinary items	-	-
Profit before Tax	205.20	187.25
Less: Tax expense (Net)	53.45	18.31
Profit for the period	151.75	168.94
Proposed Dividend (including Dividend Distribution Tax)	48.45	48.45

Dividend

The 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, 2013. The dividend, subject to approval at the Annual General Meeting to be held on **September 26, 2013** will be paid to the shareholders whose names appear in the Company's Register of Members as on book closure dates.

Directors

Mr. Nimis Sheth was appointed as Additional Director (Non-Executive - Professional) w.e.f March 22, 2013. As an Additional Director, Mr. Nimis Sheth is liable to retire at the forthcoming Annual General Meeting. The Company has received a Notice in writing from a member proposing his candidature to the Office of Director (Independent) of the Company. In the interest of the Company's continued prosperity and need for professional expertise for expansion of business and to assess new business opportunities, the Board recommends his re-appointment as an Independent Director at the forthcoming Annual General Meeting.

Mrs. Suelve Gautam Khandelwal retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for reappointment. The Board recommends to the Members her appointment as a Director.

Mrs. Suelve Gautam Khandelwal has been the Executive Director of the Company since August 01, 2008. The present tenure of Mrs. Suelve Gautam Khandelwal as an Executive Director of the Company ends on July 31, 2013. The Board of Directors of the Company, at its meeting held on May 24, 2013 have re-appointed Mrs. Suelve Gautam Khandelwal for a further period of 5 years with effect from August 01, 2013, subject to the approval of Members at the ensuing Annual General Meeting.

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) Industry Review and future outlook:

The Indian IT industry has received international recognition because of its skilled manpower coupled with lower costs and technological base. The need for greater transparency in international financial marketing and continuing growth of Internet is continuing to drive businesses in which the Company is associated as a service provider. The Indian companies are now emphasizing on improving technology and offering higher value added services. The Company is actively looking for expansion into International (non USA) data /reports and also in other verticals like digital publishing.

b) Business Review & Development and Overview of Financial Performance & Operations:

Your 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. Your 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. Your Company has also developed insight into the market segment of financial content and has developed relationships with its customers, which are well known and respected American corporates. This focus helped in developing expertise in the required field and is hopeful of capitalizing the same by increasing the performance of your Company. During the year, the total income of the Company is Rs 399.05 Lacs compared to Rs 371.39 Lacs in previous year.

c) 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.

d) 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 the 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

The company does not have any subsidiary company.

Auditors

M/s. M. V. Ghelani & Co., Chartered Accountants, Mumbai, the Statutory Auditors of the Company retire 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 2013-14. 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. 24.11 Lakhs (Previous year – Rs. 14.93 Lakhs). The Foreign exchange earning was Rs 196.33 Lakhs (Previous year – Rs. 193.55 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 March 31, 2013 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 Mrs. Amisha Jain, 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

Place : Mumbai
Date: May 24, 2013

Gautam P. Khandelwal
Chairman

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 31.03.2013

To,

The Members of

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 March 31, 2013. 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 **5 (five)** times on May 28, 2012; August 01, 2012; October 30, 2012; February 11, 2013 and March 03, 2013 in respect of which proper notices were given and the proceedings were properly recorded and signed.

The **Audit Committee** duly met **4 (four)** times on May 28, 2012; August 01, 2012; October 30, 2012 and February 11, 2013 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 **10 (ten)** times on 17.04.2012, 02.05.2012, 17.05.2012, 18.06.2012, 02.07.2012, 10.09.2012, 17.09.2012, 26.11.2012, 24.12.2012 and 04.03.2013 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 August 24, 2012 to August 30, 2012 (both days inclusive).
6. The Annual General Meeting for the financial year ended on March 31, 2012 was held on Thursday, the August 30, 2012 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 General 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 entered into 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. The Company has taken the approval of the Shareholders at its annual general meeting held on August 20, 2012 for payment of remuneration upto Rs. 5,00,000/- per annum to Mr. Arnold Allen, Director of the Company under section 314 (1) of the Act.
12. The company has issued duplicate share certificates during the financial year.
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. Mr. Nimis Sheth was appointed as Additional Director of the Company during the financial year under review. However there was no appointment of 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 under review.
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 financial 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 under review.
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. However 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 under review 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.

Place : Mumbai
Date : May 24, 2013

AMISHA R. JAIN
Practicing Company Secretary
CP No. 10553 & ACS No. 28773

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, 2013:

01. Form 5 INV filed SRN S11754322 dated 01/08/2012 for Unpaid Dividend for FY 2010-11
02. Form 23 filed vide SRN B57672172 dated 15/09/2012 for Special resolutions passed at AGM held on 30.08.2012
03. Form 66 filed vide SRN P88926670 dated 15/09/2012 for FY 2011-12
04. Form 20B filed vide SRN P89000145 dated 21/09/2012 for FY 2011-12
05. Form 23B filed vide SRN S14193858 dated 24/09/2012 for FY 2011-12
06. Form 5 INV filed SRN S16412694 dated 26/11/2012 for Unpaid Dividend for FY 2011-12
07. Form 32 filed vide SRN B71237218 dated 26/03/2013 for appointment of Mr. Nimis Sheth as Director
08. Form 23 AC & 23ACA (XBRL) filed vide SRN Q07138167 dated 28/02/2013 for FY 2011-12

Place : Mumbai
Date : May 24, 2013

AMISHA R. JAIN
Practicing Company Secretary
CP No. 10553 & ACS No. 28773

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 5 (five) Directors, of these 3 (three) 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 2012-13, 5 (five) board meetings were held. The board meetings were held on May 28, 2012; August 01, 2012; October 30, 2012; February 11, 2013 and March 22, 2013.

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
		Held	Attended	
1	Mr. Gautam P. Khandelwal	5	5	Yes
2	Mrs. Suelve Khandelwal	5	4	Yes
3	Mr. Ajay Kumar Swarup	5	3	No
4	Mr. Arnold Allen	5	1	No
5	Mr. Nimis Savailal Seth (Appointed as Additional Director on March 22, 2013)	1	1	NA

c) Directorship of Directors in other Companies

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

Sr. No.	Name of Director	Executive / Non-Executive / Independent ¹	No. of outside Directorship Held		Outside Committee Positions Held ²	
			Public	Private	Chairman	Member
1	Mr. Gautam P. Khandelwal	Non- Executive	Two	Seven	Nil	Nil
2	Mrs. Suelve Khandelwal	Executive	Nil	Two	Nil	Nil
3	Mr. Ajay Kumar Swarup	Independent	Five	Six	Nil	Nil
4	Mr. Arnold Allen	Independent	One	Nil	Nil	Two
5	Mr. Nimis Savailal Seth (Appointed as Additional Director on March 22, 2013)	Non-Executive	Nil	Nil	Nil	Nil

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 Directors retiring by rotation, and being eligible and who offers themselves for re-appointment at the ensuing Annual General Meeting, are mentioned below as required under Clause 49 of the Listing Agreement:

Mr. Nimis Sheth, aged 50 years holds a BE (Hons) Electrical & Electronics Engg, 1985 from BITS (Pilani). He also holds a ME, Manufacturing Engineering, 1987, degree from Boston University, Boston, MA, USA. He is a MBA, Finance & Small Business Mgmt, 1987, Boston University, Boston, MA, USA. He has vast experience of 25 years of which over 22 years is as an equity analyst in the stock market in various positions - analyst, head of research, stock broker, portfolio advisor for an offshore fund and most recently as a portfolio manager.

Mrs. Suelve Khandelwal, aged 49 years is Bachelor of Commerce from the University of Delhi. She is advising and assisting the management in financial and corporate matters. She is also on Board of Khandelwal Remedies Private Limited, Zeppelin Investments Private Limited and Khandelwal Limited, London.

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) and Mr. Gautam Khandelwal (Member). The members of the Committee have the relevant experience in the field of finance, banking and accounting. Statutory Auditor 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 4 (four) times during the year under review. The meetings were held on May 28, 2012; August 01, 2012; October 30, 2012 and February 11, 2013.

Sr. No.	Name of Directors	No. of Meetings	
		Held	Attended
1	Mr. Ajay Kumar Swarup - Chairman	4	3
2	Mr. Gautam P. Khandelwal	4	4
3	Mr. Arnold Allen	4	1

4. Remuneration Committee

The Remuneration Committee comprise of Mr. Gautam Khandelwal (Chairman), Mr. Ajay Kumar Swarup (Member) and Mr. Arnold Allen (Member) to determine Remuneration policy for Executive Director of the Company. During the year under review, one meeting was held as the details are as follows;

Sr. No.	Name of Directors	No. of Meetings	
		Held	Attended
1	Mr. Gautam P. Khandelwal - Chairman	1	1
2	Mr. Ajay Kumar Swarup	1	1
3	Mr. Arnold Allen	1	-

A 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.)	Total (Rs.)
Mrs. Suelve Khandelwal	2,400,000/-	NIL	NIL	2,400,000/-

5. Share Transfer and Investor Grievances Committee

The Committee comprises of Mr. Gautam Khandelwal (Chairman) and Mrs. Suelve Khandelwal (Member). During the year, the Committee met from time to time to approve transfers, transmission of shares, issue of duplicate/rematerialized shares and consolidation and splitting of share certificates, to review shareholders correspondence including complaints received from shareholders and its redressal.

6. Annual General Meetings:

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

Financial Year	Date, Time and Venue	Special Resolutions passed
2009-2010	September 17, 2010 at 10:30 AM Sunflower II, World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai-400005.	2 Special Resolution were passed unanimously by show of hands
2010-2011	September 20, 2011 at 11:00 AM Sunflower II, World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai-400005.	2 Special Resolution were passed unanimously by show of hands
2011-2012	August 30, 2012 at 11:00 AM Orchid & Tulip, World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai-400005.	3 Special Resolution were passed unanimously by show of hands

Further, during the financial year 2012-13, 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 Note No. 26 of the audited financial statements for the year ended March 31, 2013. 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 requirements.
- 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 / The Asian Age/ Business Standard and Navshakti / Tarun Bharat/ Mahanayak, in accordance with the requirement of the Listing Agreement.
- Annual audited financial results were published in Business Standard and Mahanayak. These are not sent individually to the shareholders. No presentations were made to institutional investors or to the analysts.

9. General Shareholders Information

(a) Annual General Meeting:

Date : September 26, 2013 (Thursday)
 Time : 11:00 AM
 Venue : Orchid & Tulip, MVIRDC World Trade Centre, Centre One,
 1st Floor, Cuffe Parade, Mumbai- 400005

(b) Financial Calendar (April 1, 2013 to March 31, 2014):

First quarter results : August, 2013
 Second quarter results : November, 2013
 Third quarter results : February, 2014
 Fourth quarter and Annual results : May, 2014
 Annual General Meeting : September, 2014

(c) Date of Book closure : September 20, 2013 to September 26, 2013 (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 2012-13 is as follows:

Month	High (Rs.)	Low (Rs.)	Volume (shares)
Apr-12	22.10	20.00	1,210
May-12	20.00	19.05	405
Jun-12	19.05	16.20	1,201
Jul-12	16.95	16.00	731
Aug-12	16.20	14.10	1,020
Sep-12	16.50	13.35	5,513
Oct-12	15.80	14.30	526
Nov-12	13.59	12.50	1,580
Dec-12	13.24	11.98	3,897
Jan-13	15.20	12.00	2,269
Feb-13	15.20	15.20	1
Mar-13	16.00	14.80	267

(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, 2013 is as under:

No. of shares	No. of Shareholders	%	No. of Shares	%
Upto 500	3330	95.25%	363,427	8.72%
501-1000	95	2.72%	69,574	1.67%
1001-2000	41	1.17%	54,892	1.32%
2001-3000	6	0.17%	13,420	0.32%
3001-4000	5	0.14%	17,144	0.41%
4001-5000	3	0.09%	13,082	0.31%
5001-10000	3	0.09%	20,323	0.49%
10001 and above	13	0.37%	3,617,238	86.76%
TOTAL	3496	100.00%	4,169,100	100.00%

(i) Shareholding Pattern as on March 31, 2013 is as under:

Sr. No.	Category	No. of Shares held	% of Shareholding
1	Indian Promoters	448,061	10.75%
2	Foreign Promoters	2,678,220	64.24%
3	Mutual Funds/UTI	60	0.001%
4	Financial Institutions/Banks	1,090	0.03%
5	Insurance Companies	385,380	9.24%
6	Private Bodies Corporate	31,138	0.75%
7	Indian Pubic	621,536	14.91%
8	NRI/OCBs	3,615	0.09%
	TOTAL	4,169,100	100.00%

(j) Dematerialization of shares as on March 31, 2013 is as under:

Particulars	No. of shares	% to Capital
Dematted	3,736,557	89.63
National Securities Depository Limited	41,873	1.00
Central Depository Securities Limited	390,670	9.37
Physical		
Total	4,169,100	100.00

(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 & 303, 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

Informed Technologies India Limited

Nirmal, 20th Floor, Nariman Point, Mumbai-400021

Tel # +91-22-22023055/66, Fax # +91 22-22043162

Email id: itil_investor@informed-tech.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 2012-13.

For Informed Technologies India Limited

Place: Mumbai

Date: May 24, 2013

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 March 31, 2013, 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, 2013 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
Firm Regn No. :-119077W

Place: Mumbai
Date: May 24, 2013

M.V.Ghelani
Proprietor
Membership No.:-031105

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, 2013 and the Statement of Profit and Loss 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, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (iv) In our opinion, the Balance Sheet, Statement of Profit and Loss 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, 2013, 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, 2013 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, 2013
 - (b) in the case of the Statement of Profit and Loss, 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
Firm Regn. No.119077W

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

Place: Mumbai
Dated: 24th May, 2013

ANNEXURE TO THE AUDITORS' REPORT ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2013

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, 2013

- (i) (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 disposed off assets costing Rs. 3,11,111. According to the information and explanations given to us, we are of the opinion that the sale of said fixed assets has not affected the going concern status of the company.
- (ii) 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.
- (iii) In respect of loans, either granted 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 According to the information and explanation given to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1961. Accordingly, the provisions of clause 4A(iii) (a) to (d) of the Order are not applicable to the company.
- 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:
- (a) 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. 14,36,668 and their outstanding at the year end is Rs. NIL.
- (b) 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.
- (c) 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.
- (iv) 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.
- (v) (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.
- (vi) 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.
- (vii) ***The Company does not have an Internal Audit System commensurate with size of the Company and nature of its business.***
- (viii) 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.
- (ix) (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, except Service Tax amounting to Rs. 73,050/- there are 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, 2013 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 (A.Y. 2009-10)	4.66	Appellate Tribunal Mumbai
The Income Tax-Act, 1961	Income-Tax, Interest (A.Y. 2009-10)	5.35	Commissioner of Income Tax (Appeals) Mumbai

- (x) 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.
- (xi) 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.
- (xii) 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.
- (xiii) 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.
- (xiv) 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.
- (xv) 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.
- (xvi) 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.
- (xvii) 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.
- (xviii) According to the information and explanations given to us and the records made available to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained u/s 301 of the Act.
- (xix) 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.
- (xx) 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.
- (xxi) 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
Firm Regn. No.119077W**

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

**Place: Mumbai
Dated: 24th May, 2013**

BALANCE SHEET AS AT 31ST MARCH, 2013

Particulars No.	Note	As at 31st March, 2013		As at 31st March, 2012	
		Rupees	Rupees	Rupees	Rupees
I EQUITY AND LIABILITIES					
1 Shareholders' funds					
(a) Share capital	2	41,691,000		41,691,000	
(b) Reserves and surplus	3	<u>81,109,288</u>	122,800,288	<u>70,779,822</u>	112,470,822
2 Non-current liabilities					
(a) Long-term borrowings	4	2,239,301		1,294,563	
(b) Other Long term liabilities	5	7,025,000		7,025,000	
(c) Long-term provisions	6	<u>934,409</u>	10,198,710	<u>627,176</u>	8,946,739
3 Current liabilities					
(a) Trade payables	7	591,047		697,353	
(b) Other current liabilities	8	2,300,532		2,208,350	
(c) Short-term provisions	9	<u>6,786,278</u>	9,677,857	<u>4,935,560</u>	7,841,263
TOTAL			<u>142,676,855</u>		<u>129,258,824</u>
II ASSETS					
1 Non-current assets					
(a) <u>Fixed assets</u>	10				
(i) Tangible assets		34,338,778		32,528,526	
(ii) Intangible assets		247,687		374,762	
(b) Non-current investments	11	60,300,064		42,696,845	
(c) Long-term loans and advances	12	<u>2,318,491</u>	97,205,020	<u>2,885,101</u>	78,485,234
2 Current assets					
(a) Current investments	13	36,574,518		39,771,141	
(b) Trade receivables	14	3,453,162		2,323,845	
(c) Cash and cash equivalents	15	2,524,571		2,207,922	
(d) Short-term loans and advances	16	2,862,872		6,369,432	
(e) Other current assets	17	<u>56,712</u>	45,471,835	<u>101,250</u>	50,773,590
TOTAL			<u>142,676,855</u>		<u>129,258,824</u>

Summary of Significant Accounting Policies 1

Other Notes on Financial Statements 23 to 35

Notes 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 attached

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor

Mumbai, 24th May, 2013

For and on behalf of the Board

Gautam P.Khandelwal
Chairman

Smt. Suelve G.Khandelwal
Director

Mumbai, 24th May, 2013

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

Particulars	Note No.	For the Year ended 31st March, 2013 Rupees	For the Year ended 31st March, 2012 Rupees
I Revenue from operations	18	19,633,222	19,355,545
II Other income	19	20,272,039	17,783,180
III Total Revenue (I+II)		<u>39,905,261</u>	<u>37,138,725</u>
IV EXPENSES:			
Employee benefits expense	20	8,965,029	7,494,460
Finance costs	21	274,123	167,590
Depreciation and amortization expense	10	1,555,726	1,291,705
Other expenses	22	8,590,278	9,459,605
Total expenses		<u>19,385,156</u>	<u>18,413,360</u>
V Profit before exceptional and extraordinary items and tax (III-IV)		20,520,106	18,725,365
VI Exceptional items			-
VII Profit before extraordinary items and tax(V-VI)		20,520,106	18,725,365
VIII Extraordinary Items		-	-
IX Profit before tax (VII-VIII)		20,520,106	18,725,365
X Tax expense:			
(1) Current tax		4,570,039	1,633,714
(2) Deferred tax		-	-
(3) Prior period tax		698,387	-
(4) Excess/Short Provision for tax of prior years (Net)		-	274,603
Add/(Less): MAT Credit Entitlement		(76,781)	76,781
XI Profit for the period (IX-X)		<u>15,174,899</u>	<u>16,893,829</u>
XII Earnings per equity share			
Basic & Diluted	28	3.640	4.052
Summary of Significant Accounting Policies	1		
Other Notes on Financial Statements	23 to 35		

Notes referred to above form an integral part of the Profit & Loss Account. This is the Profit & Loss Account referred to in our report of even date.

As per our report of even date attached
For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor

Mumbai, 24th May, 2013

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

Smt. Suelve G.Khandelwal
Director

Mumbai, 24th May, 2013

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013**1 Significant Accounting Policies:****1.1 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.

1.2 Use of Estimates:

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimate are recognised in the period in which the results are known/materialised.

1.3 Fixed Assets and Depreciation:

Fixed assets are stated at Cost of acquisition, less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to the acquisition of fixed assets that takes a substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are put to use. 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.

1.4 Intangible assets and Amortisation:

Intangible assets are stated at Cost of acquisition, less accumulated depreciation/ depletion and are amortized over a period of 6 years or license period, whichever is lower.

1.5 Investments:

Investments are classified into non-current Investments and current investments. Non current 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.

1.6 Trade Receivables and Loans and Advances:

Trade Receivables and Loans and Advances are stated after making adequate provision for doubtful balances.

1.7 Revenue Recognition:

Revenue is recognised only when it can be reliably measured and when no significant uncertainty exists regarding the amount of consideration that will be derived from rendering the service. Dividend income is recognised when right to receive is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable.

1.8 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.

1.9 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.

1.10 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.

1.11 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.

1.12 Leases:**1.12.1 Finance Lease**

Finance Lease, which transfer 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

1.12.2 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 recognised in the profit & loss account on a straight line basis over the period during which the benefit is derived from the leased assets.

1.13 Provision, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and its probable that there will be an outflow of resources. Contingent liability are usually not provided for unless it is probable that the future outcome may be materially detrimental to the Company and are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

1.14 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".

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

Particulars	As at 31st March,2013 Rupees	As at 31st March,2012 Rupees
2 SHARE CAPITAL		
Authorised Share Capital :		
70,00,000 Equity Shares of Rs.10 each (Previous Year 70,00,000 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 (Previous Year 50,000 of Rs.100 each)	5,000,000	5,000,000
TOTAL	75,000,000	75,000,000
Issued, Subscribed and Paid-up :		
4,169,100 Equity Shares of Rs.10 each fully paid up (Previous Year 4,169,100 of Rs.10 each)	41,691,000	41,691,000
TOTAL	41,691,000	41,691,000

2.1 The details of Shareholders holding more than 5 percent shares:

Name of the shareholder	As at 31st March,2013		As at 31st March,2012	
	No. of Shares	% held	No. of Shares	% held
1) Khandelwals Limited, Holding Company	26,78,220	64.24	26,78,220	64.24
2) Life Insurance Corporation of India Ltd.	3,84,750	9.23	3,84,750	9.23

2.2 The Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March,2013 No. of Shares	As at 31st March,2012 No. of Shares
Equity shares at the beginning of the year	41,691,000	41,691,000
Add: Shares issued during the year	-	-
Less: Shares cancelled/bought back during the year	-	-
Equity shares at the end of the year	41,691,000	41,691,000

2.3 The Equity Shares of the Company have voting rights and are subject to the restrictions as prescribed under the Companies Act, 1956.

2.4 Disclosures pursuant to Note no. 6(A)(h,i,j,k,l) of Part I of Schedule VI to the Companies Act, 1956 is NIL.

3 RESERVES AND SURPLUS

Particulars	As at 31st March,2013	As at 31st March,2012
SURPLUS i.e. PROFIT & LOSS ACCOUNT		
As per last Balance Sheet	70,779,822	58,731,321
Add: Profit after tax for the year	15,174,899	16,893,829
	(A) 85,954,721	75,625,150
<u>Less: Appropriations</u>		
Proposed Dividend on Equity shares	4,169,100	4,169,100
Dividend Rupee One per share (Previous Year Rupee One)		
Tax on Distributed Profits (Dividend)	676,333	676,228
	(B) 4,845,433	4,845,328
Total (A-B)	81,109,288	70,779,822

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

Particulars	As at 31st March,2013 Rupees		As at 31st March,2012 Rupees	
	Non Current	Current	Non Current	Current
4 LONG TERM BORROWINGS				
<u>Secured Loans</u>				
Term loans				
a <u>From banks</u>				
Car Loan	969,661	290,760	1,260,421	262,213
- Fixed Interest @ 10.38% p.a.				
- Secured by hypothecation of motor car purchased under the loan				
- Repayment in 59 Equated Monthly Instalments (EMI) of Rs.34,000 each till December, 2016, of which principal sum therein totalling to Rs.9,69,661 payable over balance 33 EMI are long term maturities. (Refer Note 8)				
b <u>From other parties-</u>				
Car Loan I	-	34,142	34,142	386,517
- Fixed Interest @ 10.90% p.a. (approx.)				
- Secured by hypothecation of motor car purchased under the loan				
- Repayment in 47 Equated Monthly Instalments (EMI) of which Nil amount is long term maturity. (Refer Note 8)				
c <u>Car Loan II</u>	1,269,640	264,480	-	-
- Fixed interest @ 10.21% p.a.(approx)				
- Secured by hypothecation of motor car purchased under the loan Repayment in 59 Equated Monthly instalments (EMI) of Rs.34,075/- each till December,2017, of which principal sum therein totalling to Rs. 1,269,640 payable over balance 45 EMI are long term maturities. (Refer Note 8)				
Total	2,239,301	589,382	1,294,563	648,730

4.1 There has been no default in repayment of principle and interest on the above loans

Particulars	(In Rupees)	
	As at 31st March,2013	As at 31st March,2012
5 OTHER LONG TERM LIABILITIES		
<u>Others</u>		
Security Deposits	7,025,000	525,000
Total	7,025,000	525,000

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

Particulars	As at 31st March,2013 Rupees		As at 31st March,2012 Rupees	
	Non Current	Current	Non Current	Current
6 LONG TERM PROVISIONS				
Provision for employee benefits: (Refer note 9)	934,409	124,754	627,176	90,232
Total	934,409	124,754	627,176	90,232

6.1 The company has provided for but not funded the liability of Rs.9,34,409/- (previous year 627,176)

7 TRADE PAYABLES

Others	591,047	697,353
Total	591,047	697,353

7.1 The balances of Trade Payables are subject to confirmation.

7.2 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.

8 OTHER CURRENT LIABILITIES

Current maturities of long term debt (Refer Note 4)

From banks

ICICI Bank- Car Loan **290,760** 262,213
(Repayment in 12 EMI of Rs.34,000 each)

From other parties-

Kotak Mahindra Prime Ltd.- Car Loan **34,142** 386,517
(Repayment in 1 EMI of Rs.34,452 each)

Kotak Mahindra Prime Ltd.- Car Loan **264,480** -
(Repayment in 12 EMI of Rs.34,075 each)

589,382 648,730

Interest accrued but not due on borrowings - 16,989

Income received in advance **175,000** 342,671

Unpaid dividends **677,977** 505,062

Other payables **858,173** 694,898

Total **2,300,532** **2,208,350**

8.1 Other payables includes statutory dues, security deposits and rent payable.

9 SHORT TERM PROVISIONS

Particulars	(In Rupees)	
	As at 31st March,2013	As at 31st March,2012
Provision for employee benefits (Refer note 6)	124,754	90,232
Others		
Proposed dividend	4,169,100	4,169,100
Tax on Distributed Profits (Dividend)	676,333	676,228
Provision for Income tax (Net of Advance tax)	1,816,091	-
Total	6,786,278	4,935,560

9.1 The company has provided for but not funded the liability of Rs.124,754/- (previous year 90,232)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

10. FIXED ASSETS

	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK	
	As at 01.04.2012	Additions	Disposals	As at 01.03.2013	Upto 31.03.2012	For the year	deductions/ Adjustments	Upto 31.3.2013	As at 31.3.2013	As at 31.3.2012
Tangible Assets										
<u>Own Assets</u>										
Buildings Freehold	24,000,052	-	-	24,000,052	5,573,869	391,202	-	5,965,071	18,034,981	18,426,183
<u>Plant and Equipment</u>										
a. Computers	1,739,288	289,220	183,350	1,845,158	1,200,582	148,927	176,434	1,173,075	672,083	538,706
b. Electrical installation	828,863	-	-	828,863	390,013	39,371	-	429,384	399,479	438,850
Furniture and Fixtures	2,327,591	-	-	2,327,591	1,011,135	147,071	-	1,158,206	1,169,385	1,316,456
Vehicles	4,353,891	2,832,623	-	7,186,514	613,146	506,102	-	1,119,248	6,067,266	3,740,745
Office Equipment	859,900	145,370	127,761	877,509	394,772	56,823	106,368	345,227	532,282	465,128
Total	34,109,585	3,267,213	311,111	37,065,687	9,183,516	1,289,496	282,802	10,190,211	26,875,476	24,926,069
<u>Leased Assets</u>										
Buildings leasehold	8,537,100	-	-	8,537,100	934,643	139,155	-	1,073,798	7,463,302	7,602,457
Total Tangible Assets (A)	42,646,685	3,267,213	311,111	45,602,787	10,118,159	1,428,651	282,802	11,264,009	34,338,778	32,528,526
<u>Intangible Assets</u>										
Computer Software	1,245,722	-	-	1,245,722	870,960	127,075	-	998,035	247,687	374,762
Total Intangible Assets (B)	1,245,722	-	-	1,245,722	870,960	127,075	-	998,035	247,687	374,762
Grand Total (A+B)	43,892,407	3,267,213	311,111	46,848,509	10,989,119	1,555,726	282,802	12,262,044	34,586,465	32,903,288
Previous year	41,512,608	3,049,132	669,333	43,892,407	10,315,871	1,291,705	618,456	10,989,119	32,903,288	31,196,737

Notes :

10.1 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.
- (b) The Malabar Hill Co-Operative Housing Society Limited: 105 shares of Rs.50 each fully paid up

The Net Block of both the above premises included herein is Rs.18,034,982/-
(Previous Year Rs.18,426,183/-).

10.2 Buildings-Leasehold Include:

Unit No.302, 303 & 304 at Mahape, having aggregate Gross Block value Rs.85,37,100/-
(Previous Year Rs.85,37,100/-) have been acquired on 95 years lease from MIDC.

The lease deed in respect of unit nos. 302 & 303 are yet to be executed.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
11 NON-CURRENT INVESTMENTS		
(At Cost Less permanent diminution in value (if any))		
TRADE INVESTMENTS		
Investments in Equity Instruments- Unquoted, Fully paid up		
a In Wholly Owned subsidiary		
Informed Financial USA Inc.	-	219,250
[Nil Equity Shares (Previous Year : Nil)]		
Less: Written off	-	(219,250)
Total Trade investments (i)	-	-
OTHER INVESTMENTS		
Investments in Equity Instruments- Unquoted, Fully paid up		
Gras Education and Training Services Pvt. Ltd.	22,537,500	7,500,000
(Formerly Known as Gras Hospitality Services Ltd.)		
[1,59,957 Equity Shares (Previous Year :62,727) of Rs.10 each]		
Amigo Sport Private limited	24,999,250	24,999,250
[5263 Equity Shares (Previous Year :5,263) of Rs.10 each]		
Gujarat Steel Tubes Limited	375	375
[180 Equity Shares (Previous year :180) of Rs. 10/- each]		
Less: Provision for diminution in value of investments	(375)	-
Total Unquoted investments (ii)	47,536,750	32,499,250
Investments in Equity Instruments- Quoted, Fully paid up		
Zenith Birla (India) Limited (Formerly Known as Zenith Ltd.)	622	622
[22 Equity Shares (Previous year :22) of Rs. 10/- each]		
Birla Precision Technologies Limited	-	-
(7 equity shares (Previous year :7) of Rs. 2/- each)		
(Received on demerger arrangement-Zenith Birla (India) Limited)		
Mahindra & Mahindra Financial Services Ltd	23,200	23,200
[580 Equity Shares (Previous year : 116) of Rs. 2/- each]		
(No. of shares are increased as a result of subdivision of shares)		
Nagpur Power & Industries Limited	10,049,172	7,483,453
[2,44,964 Equity Shares (Previous year :1,76,812) 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	110,250
(450 equity shares (Previous year:450) of Rs.10/- each)		
Power Grid Corporation of India Ltd	69,570	69,570
(773 equity shares (Previous year:773) of Rs.10/- each)		
Manganese Ore India Limited	10,500	10,500
(28 equity shares (Previous year:28) of Rs.10/- each)		
Total Quoted Investments (iii)	12,763,314	10,197,595
Total Non Current Investments (i + ii + iii)	60,300,064	42,696,845
Aggregate amount of quoted investments	12,763,314	10,197,595
Market value of quoted investments	12,983,746	8,772,532
Aggregate amount of unquoted investments	47,537,125	32,499,625
Aggregate provision for diminution in value of investments	375	375

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

Particulars	As at 31st March,2013 Rupees	As at 31st March,2012 Rupees
12 LONG TERM LOANS AND ADVANCES (Unsecured, Considered Good)		
Security Deposits	744,965	800,965
Other Loans and Advances		
Advance Income tax (Net of provision)	798,802	1,263,683
Service tax credit	774,724	820,453
Total	<u><u>2,318,491</u></u>	<u><u>2,885,101</u></u>
12.1 Balances of Security Deposits are subject to confirmation.		
12.2 In the opinion of the board loans and advances have a value on realisation in the ordinary course of business at least equal to the sums stated.		
13 CURRENT INVESTMENTS (At lower of cost or market value)		
Investments in Mutual Funds- Unquoted		
In units of SBI Mutual fund-SBI Ultra ST-RP-Monthly Dividend (Nil units (Previous year: 38,676.52 Units))	-	39,771,141
In units of SBI Mutual fund-SBI Ultra Short Term Debt Fund-Direct Plan-Monthly Dividend (6327.074 units (Previous year: Nil Units))	6,586,978	-
Less: Provision for diminution in value of investment	<u>(12,460)</u>	
	6,574,518	
In units of Canara Robeco Dynamic Bond Fund-Regular Growth (11,59,725.0680 units (Previous year: Nil Units))	15,000,000	-
In Units of Birla sunlife Dynamic Bond Fund-Retail-Growth-Regular Plan (7,57,178.048 units (Previous year: Nil Units))	15,000,000	-
Total Current Investments	<u><u>36,574,518</u></u>	<u><u>39,771,141</u></u>
Market value of quoted investments	36,644,101	40,389,033
Aggregate cost of unquoted investments	36,586,978	39,771,141
Aggregate provision for diminution in value of investments	12,460	-
14 TRADE RECEIVABLES		
Unsecured		
Considered Doubtful or Bad		
Over six months	-	298,393
Less: Provision for doubtful debts	-	(298,393)
Considered Good		
Over six months	721,680	-
Others	2,731,482	2,323,845
Total	<u><u>3,453,162</u></u>	<u><u>2,323,845</u></u>
14.1 The balances of Trade Receivables are subject to confirmation.		

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

Particulars	As at 31st March,2013 Rupees	As at 31st March,2012 Rupees
15 CASH AND CASH EQUIVALENTS		
Balance with Banks	798,668	662,111
Cash on Hand	9,282	4,228
Other Bank Balances		
Unpaid Dividends	677,977	505,962
Fixed Deposits with bank		
Of more than 3 months but less than 12 months maturity	500,000	500,000
Of less than 3 months maturity (In previous year it is of maturity more than 12 months)	500,000	500,000
In Margin Money for issue of Bank guarantee	38,644	35,621
Total	<u>1,038,644</u> <u>2,524,571</u>	<u>1,035,621</u> <u>2,207,922</u>
16 SHORT TERM LOANS AND ADVANCES		
Unsecured		
Considered Doubtful or Bad		
Loans and advances to related parties		
Mangnachem Pharmaceuticals Pvt. Ltd	-	7,455,954
Less: Written off	-	(7,455,954)
Considered Good		
Others		
Advance recoverable in cash or in kind or for value to be received	270,833	181,531
Others advances	2,592,039	6,187,901
Total	<u>2,862,872</u> <u>2,862,872</u>	<u>6,369,432</u> <u>6,369,432</u>
16.1 The balances of Loans & Advances are subject to confirmation.		
16.2 In the opinion of the board the Loans and Advances have a value on realisation in the ordinary course of business at least equal to the sums stated.		
16.3 Other advances include Inter Company Deposit, demand loans and advance against salaries.		
16.4 Advance recoverable in cash or in kind or for value to be received include advances for expense and prepaid expenses.		
17 OTHER CURRENT ASSETS		
Others		
Interest accrued on loans and Advances	56,712	101,250
Total	<u>56,712</u>	<u>101,250</u>
17.1 In the opinion of the board the other current assets have a value on realisation in the ordinary course of business at least equal to the sums stated.		

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH,2013

Particulars	For the year ended 31st March,2013 Rupees	For the year ended 31st March,2012 Rupees
18 REVENUE FROM OPERATIONS		
Sale of Services	19,633,222	19,355,545
Total	<u>19,633,222</u>	<u>19,355,545</u>
19 OTHER INCOME		
Interest	664,666	651,960
Dividend	2,262,371	2,479,222
Net gain/loss on sale of Current Investments	592,078	87,829
Other non-operating income (net of expenses directly attributable to such income)	16,415,975	14,099,852
Net gain on foreign currency transaction and translation	-	183,431
Provision for doubtful debts/advance written back (Refer Note 14)	298,393	-
Profit on sale of Computers	4,482	-
Miscellaneous	34,074	280,886
Total	<u>20,272,039</u>	<u>17,783,180</u>
20 EMPLOYEE BENEFITS EXPENSES		
Salaries and wages	7,997,287	6,561,189
Contribution to provident and other funds	374,255	376,866
Staff welfare expenses	63,774	108,155
Training Expenses	529,713	448,250
Total	<u>8,965,029</u>	<u>7,494,460</u>
21 FINANCE COSTS		
Interest Expense		
Interest on car loan	184,058	101,304
Interest on shortfall in payment of advance tax	90,065	66,286
Total	<u>274,123</u>	<u>167,590</u>
22 OTHER EXPENSES		
Power and fuel	747,963	1,235,825
Repairs to buildings (including maintenance)	291,886	654,675
Insurance	80,235	71,389
Rates and taxes, excluding taxes on income	330,606	337,504
Communication Expenses	275,601	357,426
Professional Fees	1,327,837	1,322,970
Travelling	3,124,948	1,707,361
Conveyance	201,709	51,228
Staff Bus charges	955,369	1,008,555
Brokerage	-	1,409,900
Payment to Auditor	154,420	171,730
Miscellaneous expenses	1,099,704	1,131,042
Total	<u>8,590,278</u>	<u>9,459,605</u>

23. Defined Benefit Plans:

As per Actuarial valuation as on 31st March, 2013 and recognised in the financial statements in respect of Employee Benefit schemes:

	Gratuity (In Rupees)	Leave Encashment (In Rupees)
A Components of Employer Expenses:		
a) Interest Cost from 01.04.12 to 31.03.13	47,530	9,862
b) Service Cost from 01.04.12 to 31.03.13	1,52,009	41,821
c) Actual return on Plan Assets	N.A	N.A
d) Curtailment Cost/Credit	Nil	Nil
e) Settlement Cost/Credits	Nil	Nil
f) Past Service Cost	Nil	Nil
g) Actuarial Gain/(Loss)	(2,18,664)	(34,228)
h) Net Cost provided as expense in P&L Account	4,18,203	85,911
B Net Asset/(Liability) recognised in Balance Sheet as at 31st March,2013		
a) Present value of Obligation as at 31.03.13	9,33,585	1,25,578
b) Fair value of Plan Assets as at 31.03.13	Nil	Nil
c) Un-funded liability recognised in the Balance Sheet	9,33,585	1,25,578
C Changes in benefit obligation during the year 31st March,2013		
a) Actuarial value of Projected Benefit Obligations (PBO) as at 01.04.2012	5,94,131	1,23,277
b) Service Cost from 01.04.12 to 31.03.13	1,52,009	41,821
c) Interest Cost from 01.04.12 to 31.03.13	47,530	9,862
d) Curtailment Cost / (Credit)	Nil	Nil
e) Settlement Cost / (Credit)	Nil	Nil
f) Plan Amendments	Nil	Nil
g) Acquisitions	Nil	Nil
h) Actuarial Gain/(Loss) obligations	(2,18,664)	(34,228)
i) Benefits paid from 01.04.12 to 31.03.13	78,749	83,610
j) PBO as at 31.03.13	9,33,585	1,25,578
D Change in the value of Plan Assets		
a) Fair value of plan Assets as at 01.04.12	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) Plan Assets as at 31.03.13	Nil	Nil
E Actuarial Assumptions		
a) Rate of Discounting (p.a)	8.00%	8.00%
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 liability of the employees of the Company interms of AS 15 (revised) issued by the Institute of Chartered Accountants of India.

**24. Contingent Liabilities and Commitments
(to the extent not provided for)**

(In Rupees)

PARTICULARS	As at	As at
	<u>31st March 2013</u>	<u>31st March 2012</u>
i) Contingent Liability		
(a) Claims against the company not acknowledged as debt:		
Income Tax demand not provided for pending outcome of appeal		
A.Y. 2006-07	-	6,13,948
A.Y. 2009-10	4,66,032	4,66,032
A.Y. 2010-11	5,34,770	31,220
A.Y. 2011-12	-	20,772
(b) Guarantees	-	-
(c) Other money for which the company is contingently liable	-	-
Commitments		
Total Contingent Liabilities and Commitments	<u>10,00,802</u>	<u>11,31,972</u>

25. The Company has carried forward Long term capital loss available for set-off against the future profits under the Income Tax Act, 1961. 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.

26. Disclosures as required under AS-18, "Related Party Disclosures" are given below:

a) Name and Nature of Relationship of the Related Parties:

	Name of the Related Party	Nature of Relationship
a	Khandelwals Limited	Holding Company
b	Nagpur Power & Industries Ltd.	Enterprise that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise.
c	Meteor Metals & Ores Ltd.	
d	Zeppelin Investments Pvt. Ltd.	
e	Khandelwal Remedies Pvt. Ltd	
f	Mrs. Suelve Khandelwal	
g	Mr. Arnold Allen	Key Management Personnel

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

(In Rupees)

a) Nagpur Power & Industries Limited	Rs.35,39,013 / 35,39,013
Advance Taken and Repaid	(Rs. 17,58,745 / Rs.17,58,745)

Figures in brackets are related to previous year

2. Key Management Personnel	Designation	(In Rupees)
a) Mrs. Suelve Khandelwal	Director	Rs.24,00,000 (Rs.12,00,000)
b) Mr. Arnold Allen-Professional fees	Director	Rs. 5,99,455 (Rs. 4,78,660)

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, amounts written off / written back and provision for doubtful debts As At 31st March, 2013

Sl. No.	PARTICULARS	Balance Outstanding (Rs.)	Written off/ back (Rs.)	Provision for Doubtful Debts
1	Holding Company			
a	Khandelwals Limited.	Nil (2,98,393)	Nil (Nil)	Nil (2,98,393)
2	Enterprise that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise.			
a	Nagpur Power and Industries Limited	Nil (Nil)	Nil (Nil)	Nil (Nil)
b	Magnachem Pharmaceuticals Pvt Ltd	Nil (Nil)	Nil (74,55,954)	Nil (Nil)
3	Key Management Personnel			
a	Mr.Arnold Allen	Nil (Nil)	Nil (Nil)	Nil (Nil)
b	Mrs.Suelve Khandelwal	18,343 (Nil)	Nil (Nil)	Nil (Nil)

Figures in brackets are related to previous year

27. Earnings Per Share:

PARTICULARS		For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
Profit/(Loss) for the year (Rs.)	(A)	15,174,899	16,893,829
Number of Equity Shares Outstanding	(B)	41,69,100	41,69,100
Earnings per share (Rs.)(Basic & Diluted)	(A/B)	3.640	4.052
Face value per share (Rs.)		10	10

28. Payment to Auditors

PARTICULARS	For the year ended 31st March, 2013	For the year ended 31st March, 2012
As Auditor	97,750	97,750
For Taxation Matters	17,500	29,515
For Company Law Matters	-	-
For Management Services	-	-
For other Services	20,250	32,250
For reimbursement of expense	18,920	12,215
TOTAL	<u>1,54,420</u>	<u>1,71,730</u>

29. Earnings in Foreign Exchange

PARTICULARS	For the year ended 31st March, 2013	For the year ended 31st March, 2012
Sales		
Business Process Outsourcing	196,33,222	193,55,545
TOTAL	<u>196,33,222</u>	<u>193,55,545</u>

30. Expenditure in Foreign Currency:

PARTICULARS	For the year ended 31st March, 2013	For the year ended 31st March, 2012
Professional and Consultation fees	5,99,455	9,26,910
Other matters :		
Foreign Travel	12,81,627	4,40,847
Business Development Fees	-	1,25,750
Training Expenses	5,29,713	-
TOTAL	<u>24,10,795</u>	<u>14,93,507</u>

31. Fixed Assets taken on Finance Lease on which future obligations towards lease rentals under the lease agreements as on 31st March, 2013 amount to Rs. Nil

(Previous year Rs. Nil)

32. The Company has given office premises under operating lease rental agreement Details of rent income are as under:

PARTICULARS	For the year ended 31st March, 2013	For the year ended 31st March, 2012
Not Later than one year	1,75,94,929	1,75,94,929
Later than one year and not later than five year	4,33,96,500	3,06,77,700
Later than five year	-	-
Total	<u>6,09,91,429</u>	<u>4,82,72,629</u>

33. Remittance in Foreign Currency on account of Dividend

PARTICULARS	For the year ended	For the year ended
	31 st March, 2013	31 st March, 2012
a) Number of Non Resident Shareholders	1	1
b) Number of Equity Shares held by them	26,78,220	26,78,220
c) (i) Amount of Dividend Paid	Rs. 26,78,220	Rs. 26,78,220
(ii) Tax Deducted at Source	Nil	Nil
(iii) Year to which dividend relates	F.Y. 2011-2012	F.Y. 2010-2011

34. Previous year figures have been reclassified and/or regrouped and/or rearranged wherever necessary to make them comparable with current year figures.

Signature to Notes 1 to 34, which form an integral part of the accounts.

As per our report of even date attached

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor

Mumbai, 24th May, 2013

For and on behalf of the Board

Gautam P.Khandelwal
Chairman

Smt. Suelve G.Khandelwal
Director

Mumbai, 24th May, 2013

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2013

	Amount in Rupees	
	For the year ended 31st March,2013 Rs.	For the year ended 31st March,2012 Rs.
Cash Flows From Operating Activities		
Net Profit before tax	20,520,106	18,725,365
<u>Adjustments for :</u>		
Depreciation	1,555,726	1,291,705
Net Loss on sale of Fixed Assets	11,911	-
Provision for diminution in value of investment	12,460	-
Interest Expenses	274,123	167,590
Dividend Income	(2,262,371)	(2,479,222)
Interest Income	(664,666)	(651,960)
Profit on redemption of Investments	(592,078)	(87,829)
Provision no longer required written back	(298,393)	23,677
Non-Operating Income (Net of expenses)	(16,415,975)	(14,099,852)
Operating Profit before working capital changes	(18,379,263)	(15,835,891)
Adjustment for changes in Working Capital		
(Increase) / Decrease in Trade receivables, loans and advances, other current assets	3,415,902	(7,117,526)
Increase / (Decrease) in Trade payables, other liabilities and provisions	(311,407)	(60,381)
Cash generated from Operations	5,245,338	(4,288,433)
Tax Paid	(3,049,809)	(2,976,968)
Net cash flow from Operating Activities (A)	2,195,529	(7,265,401)
Cash Flows From Investing Activities		
Purchase of Fixed Assets	(3,267,213)	(3,049,132)
Proceeds from sale of Fixed Assets	16,400	27,200
Purchase of Investments	(96,625,282)	(17,507,513)
Proceeds from Sale of Investment	82,798,304	13,004,527
Dividend Income	2,262,371	2,479,222
Non-Operating Income (Net of expenses)	16,415,975	14,099,852
Interest Income	664,666	651,960
Net cash flow from Investing Activities (B)	2,265,221	9,706,116
Cash Flow From Financing Activities		
Repayment of car loan	(688,535)	(390,140)
Interest Expenses	(184,058)	(167,590)
Dividend paid (includes tax on distributed profits)	(4,845,433)	(4,861,535)
Proceeds from Secured Loan	1,573,925	1,566,000
Net Cash Provided by/(Used in) Financing Activities (C)	(4,144,101)	(3,853,265)
Net Increase in Cash and Cash Equivalents (A+B+C)	316,649	(1,412,550)
Cash & Cash Equivalent at the Beginning of the Period	2,207,922	3,620,472
Cash & Cash Equivalent at the end of the Period	2,524,571	2,207,922

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M. V. Ghelani
Proprietor
Mumbai, 24th May,2013

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

Smt.Suelve G. Khandelwal
Director
Mumbai, 24th May,2013

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,2013. 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 Statement of 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
Firm Regn. No. 119077W

M.V. Ghelani
Proprietor
24th May,2013

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 55th Annual General Meeting of the Company to be held at the Orchid & Tulip, MVIRDC, World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai-400005, on Thursday, September 26, 2013 at 11:00 AM (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 _____

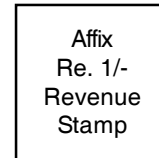
being a Member/Members of Informed Technologies India Limited hereby appoint _____

_____ of _____ or failing him/her

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

and on my/our behalf at the 55th Annual General Meeting of the Company to be held at Orchid & Tulip, MVIRDC, World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai-400005, on Thursday, September 26, 2013 at 11:00 AM (I.S.T) and at any adjournment thereof.

As Witness my/our hand(s) this _____ day of _____ 2013



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

55th ANNUAL REPORT 2012-2013