



Senthil
INFOTEK LIMITED
(Formerly Senthil Agrotech Limited)

01-SEP-2022

The Corporate Relationship Department,
BSE Limited,
25th, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Regd. & Head Office :
157, Dhanalakshmi Society, Mahendra Hills, East Marredpally,
Secunderabad - 500 026. Telangana. INDIA.
Phone/Fax : +91-40-27731375, (M) 9441070826
CIN : L72200TG1997PLC026943
www.senthilinfo.com, e-mail: senthilinfoteklimited@yahoo.com,

Re: Submission of Annual Report of the Company for the financial year 2021-22
Ref: Scrip Code: 531980

Dear Sir/ Madam,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended, please find enclosed herewith copy of Annual Report for the Year 2021-22.

The approved and adopted Annual Report will be filed with the Exchange after the 28th Annual General Meeting of the Company to be held on Thursday 29th day of September, 2022.

This is for your information and we request you to kindly take the same on record.

Thanking you,

Yours truly,

for **SENTHIL INFOTEK LIMITED**

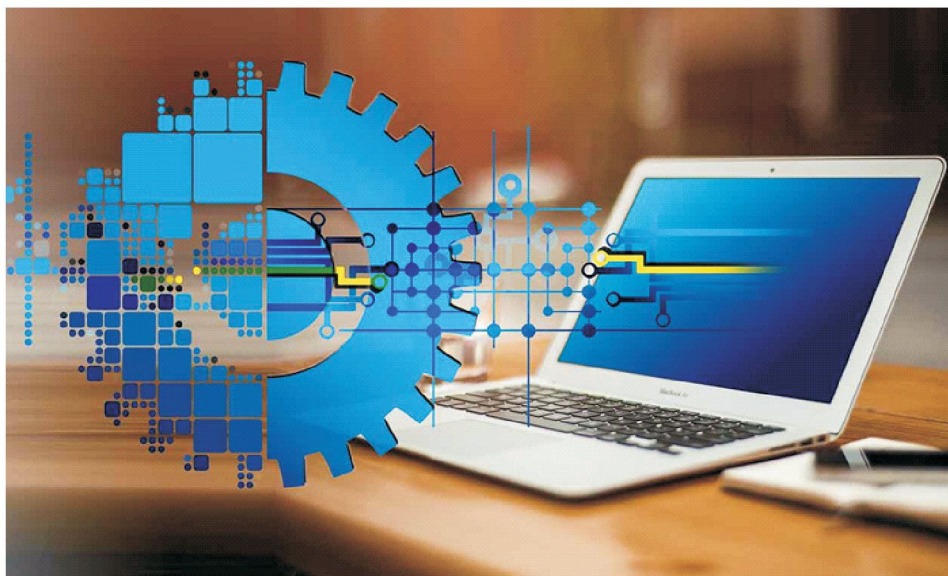
(CHELLAMANI PITCHANDI)

Managing Director

DIN: 01256061

Encl: As stated above

28th ANNUAL REPORT 2021-2022



SENTHIL INFOTEK LIMITED

157, Dhanalakshmi Society, Mahendra Hills,
East Marredpally, Secunderabad - 500 026.

Ph: 040-27731375 www.senthilinfo.com

CIN No.: L72200TG1997PLC026943

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CORPORATE INFORMATION

Board of Directors:

Chellamani Pitchandi : Managing Director
Sreehari Ankem
Seetha Lakshmi Pitchandi
Surekha Dittakavi
Sarada Dittakavi

Key Managerial Personnel:

P. Malliga : Chief Finance Officer
Khusboo Agarwal : Company Secretary & Compliance Officer
(till 31.05.2021)
Deshna Jain : Company Secretary & Compliance Officer
(w.e.f. 09.06.2021)

Committees of the Board

Audit Committee
Surekha Dittakavi : (Chairperson)
Sarada Dittakavi
Sreehari Ankem

Nomination & Remuneration Committee

Sarada Dittakavi : (Chairperson)
Sreehari Ankem
Seetha Lakshmi Pitchandi

Stakeholders Relationship Committee

Sarada Dittakavi : (Chairperson)
Sreehari Ankem
Seetha Lakshmi Pitchandi

Statutory Auditor :

GMN RAO & CO
Chartered Accountants
H.No.12-13-1152/5, Street No. 11,
Tarnaka, Secunderabad - 500017.
Telangana State, India.

Registered & Corporate Office :

157, Dhanalakshmi Society,
Mahendra Hills, East Marredpally,
Secunderabad - 500 026

Registrars & Share Transfer Agent :

Venture Capital & Corporate Investment Pvt. Ltd.
12-10-167, Bharath Nagar Colony,
Hyderabad - 500 018.
Email: investor.relations@vccipl.com

SENTHIL INFOTEK LIMITED

NOTICE

Notice is hereby given that the 28th Annual General Meeting of the Members of Senthil Infotek Limited will be held on Thursday, the 29th day of September, 2022 at 4:00 P.M. at the Registered Office of the Company situated at 157, Dhanalakshmi Society, Mahendra Hills, East Maredpally, Secunderabad- 500026, Hyderabad, Telangana to transact the following business:

ORDINARY BUSINESS

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2022 together with the report of Directors, Auditors and such other reports annexed thereon.
2. To appoint a director in place of Mrs. Seethalakshmi Pitchandi, who retires by rotation and being eligible offers herself for re-appointment.

For this purpose, to pass the following Resolution as an Ordinary Resolution with or without modifications, if any:

"RESOLVED THAT pursuant to the provisions of Section 152(6) of Companies Act, 2013 read with Article of Association of the Company and other applicable provisions, if any, Mrs. Seethalakshmi Pitchandi, who retires by rotation from the Directorship of the Company, and being eligible, offer herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. **Re-appointment of M/s GMN Rao & Co. (Firm Registration Number-016126S) Chartered Accountants, as the Statutory Auditor of the Company.**

For this purpose, to pass the following Resolution as an Ordinary Resolution with or without modifications, if any:

"RESOLVED THAT pursuant to the provisions of section 139,142 and any other applicable provisions, if any, of the Companies Act, 2013 read with the companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s GMN Rao & Co. (First Registration Number-016126S) Chartered Accountants, be and are hereby re-appointed as the Statutory Auditor of the Company for a period of five years starting from the conclusion of this Annual General Meeting till the conclusion of 33rd Annual General Meeting of the Company to be held in the year 2027, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS

4. **Re-appointment of Mr. Chellamani Pitchandi (DIN: 01256061) as the Managing Director of the Company:-**

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act 2013 and in accordance with the Article of Association of the Company, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Chellamani Pitchandi (DIN: 01256061), aged 76 years, as Managing Director of the Company for a period of five years with effect from 1st September, 2022 to 31st August, 2027, without any remuneration and on such terms and conditions as per the appointment policy of the Company."

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds and things, as may be necessary, to give effect to the this resolution.”

5. Re-appointment of Mrs. Surekha Dittakavi as an Independent Director of the Company:-

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment thereof for the time being in force) and the Articles of Association of the Company, and on the basis the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mrs. Surekha Dittakavi (DIN: 02779045), Independent Director of the Company who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years commencing from w.e.f 1st September, 2022.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds and things, as may be necessary, to give effect to the this resolution.”

By the order of the Board

**Place: Secunderabad
Date: 12.08.2022**

**Sd/-
(Chellamani Pitchandi)
Managing Director
DIN: 01256061**

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the 'AGM' / "meeting") is entitled to appoint a proxy/ proxies to attend and vote on a poll instead of himself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member. A proxy form in MGT-11 is enclosed with this notice.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
3. The notice of AGM is being sent to those members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the depositories as on 26th August, 2022.
4. The copy of annual report, notice of 28th Annual General Meeting, notice of e-voting, etc. are being sent to the members through e-mail who have registered their email ids with the Company / depository participant (DPs) / Company's Registrar and Transfer Agent (RTA).. Members whose e-mail id is not registered with the Company. Members whose e-mail ids are registered with the Company and who wish to receive printed copy of the abridged / full version of the Annual Report may send their request to the Company at its registered office address or to the RTA, **Venture Capital & Corporate Investments Private Limited, 12-10-167, Bharat Nagar Colony, Hyderabad—500018, Telangana.**
5. **Members are requested to update their preferred e-mail ids and other KYC documents with the Company /DPs/RTA, which will be used for the purpose of future communications.**
6. The full version of the Annual Report will also be available under the Investor Relations section on the website of the Company at www.senthilinfo.com
7. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2022 to 29th September, 2022 (both days inclusive), in accordance with the provisions of Section 91 the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of AGM.
8. The Scrutinizer, after scrutinizing the votes cast at the meeting (physical voting) and through remote e-voting, will, issue a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting, in time not exceeding 48 hours of conclusion of the Meeting. The results declared shall be available on the website of the Company (www.senthilinfo.com) and on the website of the CDSL (e-voting).
9. The results shall simultaneously be communicated to the Stock Exchange where the shares of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
10. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and documents referred to in the notice and explanatory statement are open for inspection at the Registered office of the Company on all working days (Monday to Friday) between 11.00 A.M. and 1.00 P.M. up to the date of AGM and will also be available for inspection at the venue of the meeting.
11. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.

12. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting").
13. Since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM, in terms of provisions of Section 107 of the Companies Act, 2013. The facility for e-voting shall remain open during the period of the AGM and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting also.

14. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 26th September, 2022 at 9:00 AM and ends on 28th September, 2022 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL:https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-

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

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians – Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; senthilinfotekllimited@yahoo.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

SENTHIL INFOTEK LIMITED

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no.1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatla Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

INSTRUCTIONS ON E-VOTING FACILITY:

- a) The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e- voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
- b) The Company has engaged the services of CDSL as the Agency to provide e-voting facility.
- c) The e-voting Event number, User Id and Password along with the detailed instructions for e-voting are provided in the notice of e-voting, being sent along with the notice of AGM.
- d) The Board has appointed Shri Ajay Suman Shrivastava, Practicing Company Secretary, Hyderabad (C.P. No. 3479) as Scrutinizer to scrutinize the physical voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available at the AGM for same purpose.
- e) The remote e-voting facility will be available during the following period:
Commencement of remote e-voting: From 9:00 AM (IST) on Monday, 26th September, 2022:
End of remote e-voting: Up to 5:00 PM (IST) on Tuesday, 28th September, 2022, during this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September 2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- f) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 22nd September 2022 shall only be entitled to avail the facility of remote e-voting / physical voting.
- g) Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e., 22nd September 2022 may obtain the User Id and password in the manner as mentioned below:
 1. Through e-mail: senthilinfoteklimited@yahoo.com.
 2. Through our share transfer agent.

BRIEF PROFILE OF RETIRING DIRECTOR:

Smt. Seetha Lakshmi Pitchandi aged above 71 years is the Promoter Director of the Company. She has an enormous experience of around 46 years as an academican thereby acquired management skills which are advantageous to the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION (102) OF THE COMPANIES ACT, 2013.

ITEM NO. 4

Mr. Chellamani Pitchandi is the promoter and Chairman cum Managing Director of the Company and is having over 50 years of experience in the field of Technology. He has a degree in Bachelor of Engineering. His term of office was to expire on 31st August, 2022. As he is of 76 years age he can be reappointed by passing a special resolution & giving justification of his re-appointment. He has excellent grasp and thorough knowledge and experience various aspects relating to the Company's affairs and business experience and on the recommendation of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on 12th August, 2022 was of the opinion that for smooth and efficient running of the business, the services of Mr. Chellamani Pitchandi should be continued to be available to the Company and reappointed him as Managing Director of the Company for a further period of five years with effect from 1st September, 2022 to 31st August, 2027 without any remuneration.

None of the Directors, key managerial person(s) of the Company and relative of other Directors except Mrs. P. Seetha Lakshmi, are concerned or interested in any manner whether financial or otherwise, in the proposed resolution except their shareholding in the Company.

The Directors recommend the aforesaid resolutions for the approval by the members as Special Resolutions.

ITEM NO. 5

The members are hereby informed that Mrs. Surekha Dittakavi was appointed as an Independent Directors on the Board of the Company for a period of five years as per the provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreement of with the Stock Exchange.

Now her tenure as Independent Director is expiring. In terms of provisions of Section 152 read with Section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee of the Company has recommended to the Board of the Directors, the appointment/ reappointment of Independent Director.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report.

The Company has received the consent from Mrs. Surekha Dittakavi to act as the Directors in the prescribed Form DIR-2 under Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 along with the declaration on criteria of Independence as per Section 149(6) of the Act.

After taking into account the performance evaluation, during her term of five years and considering the knowledge, acumen, expertise and experience in respective fields and the substantial contribution made by Mrs. Surekha Dittakavi during her tenure as Independent Director since her appointment, the Nomination and Remuneration Committee at its meeting held on 12th August, 2022 has considered and recommended the re-appointment of Mrs. Surekha Dittakavi as Independent Directors for a second term of five years with effect from 1st September, 2022, to the Board of Directors.

None of the Directors, key managerial person(s) of the Company and relative of Directors are concerned or interested in any manner whether financial or otherwise, in the proposed resolution except their shareholding in the Company.

The Directors recommend the aforesaid resolutions for the approval by the members as Special Resolutions.

BRIEF PROFILE OF DIRECTORS BEING RE-APPOINTED:

- Mr. Chellamani Pitchandi aged 76 years, was appointed as a Executive Director on 23.04.1997 and thereafter appointed as Managing Director of the Company. He was re-appointed as Managing Director in the 23rd AGM of the Company held in the year 2017. In 2018 he attained the age of 71 years, and as per the provisions on Section 197 of the Companies Act, 2013 his appointment got ratified by the members in 24th AGM of the Company by passing a Special Resolution. He holds a degree of Bachelor of Engineering and possesses rich managerial experience of more than 50 years of which 12 years served in M/s Larsen & Toubro Ltd., as Senior Executive. He is an valuable asset to the Company.
- Mrs. Surekha Dittakavi aged 48 years, was appointed as Non- Executive Director of the Company on 23.04.2017 and then appointed as Independent Director of the Company in 2017. She holds a degree of Master of Commerce in Financial Accounting. She is actively engaged in managing the company since her appointment as Director. She has an experience of more than 27 years in the industry and has an experience in Finance and Management.

SENTHIL INFOTEK LIMITED

Director's Report

To
The Members of
SENTHIL INFOTEK LIMITED
Secunderabad

Your Directors have pleasure in presenting the 28th Board's Report of your Company together with the Audited Financial Statements and the Auditors' Report for the financial year ended on 31st March, 2022.

1. FINANCIAL RESULTS

The Company's financial performance for the year ended on 31st March, 2022 is summarized below:

(Rs. In Lakhs)		
Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Revenue from operation	10.76	11.17
Other Income	2.86	3.69
Total Income	13.62	14.86
Total Expenses	12.73	13.93
Profit (loss) before tax and depreciation and exceptional items	0.89	0.92
Depreciation and amortization	0.00	0.00
Profit before tax and exceptional items	0.89	0.92
Exceptional items	0.00	0.00
Profit (Loss) before tax	0.89	0.92
Less: Tax expenses	0.23	0.24
Net Profit (+) & Loss (-) after tax	0.66	0.68

2. STATE OF COMPANY'S AFFAIRS

It is imperative that affair of the Company are managed in a fair and transparent manner. This is vital to gain and retain the trust of the shareholders.

Despite the COVID-19 pandemic adversely impacting trade, supply chains, business models, employment and consumer behaviors, the major economies and industries are witnessing a strong yet imbalanced recovery.

In the start of Financial Year 2021-22 Covid-19 hit backand economic slowdown during the year under review, the financial performance also got adversely affected as compared to the previous financial year, though marginally. The highlights of the financial performance of the Company are as under:-

- The revenue from operations has reduced from Rs. 11.17 Lakh in previous financial year to Rs. 10.76 Lakh in financial year ended on 31st March, 2022.

- Other income being Interest on Bank Deposits has decreased from Rs. 3.69 Lakh in previous financial year to Rs. 2.86 Lakh in financial year ended on 31st March, 2022.
- The expenses have reduced from Rs. 13.93Lakh in previous financial year to Rs. 12.73 Lakh in financial year ended on 31st March, 2022.
- The Net Profit has decreased from Rs.0.68Lakh in previous financial year to Rs. 0.66 Lakh in financial year ended on 31st March, 2022.

3. PUBLIC DEPOSITS

The Company has not accepted any deposits during the year under review, falling within the ambit of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

4. TRANSFER TO RESERVE

During the year under review, the Company has transferred the Net Profit of Rs. 0.66 lakhs to Reserve and Surplus of the Company.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review, there was no change in the nature of business of the Company.

6. DIVIDEND

Considering the future fund requirements of the Company to be met through retained earnings, your Directors have not recommended any dividend for the year under review.

7. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Act, the Directors state:

- (i) that in the preparation of the annual accounts for the Financial Year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that 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 your Company as at March 31, 2022 and of the profit of the company for that period;
- (iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- (iv) that the annual accounts have been prepared on a going concern basis;
- (v) that proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

8. SHARES CAPITAL:

a. CHANGES IN SHARE CAPITAL

During the Financial Year 2021-22 there has been no change in the Share Capital of the Company.

b. ISSUE OF SWEAT EQUITY SHARES

The Company has not issued any Sweat Equity Shares during the year under review.

c. ISSUE OF EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

d. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued any Equity shares with differential rights during the period under review.

9. RELATED PARTY TRANSACTIONS

There is no materially significant related party transactions made by the Company with related parties during the year under review, hence no details are required to be provided in Form AOC-2 as prescribed under Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014.

10. PARTICULARS OF INTER-CORPORATE LOANS, GUARANTEES OR INVESTMENTS

The Company has not extended any loans, guarantee or provided security in connection with a loan to any person or Bodies Corporate, or acquired by way of subscription, purchase or otherwise, the securities of any other body corporate as covered under section 186 of the Companies Act, 2013 during the period under review.

11. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Company does not have any Subsidiary, Joint Venture and Associate Company.

12. EXTRACT OF ANNUAL RETURN

As required pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 a copy of the Extract of Annual Return is uploaded on the website of the Company at www.senthilinfo.com

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of directors comprises the following persons:-

Sr.No	Name	Designation
1.	Mr. Chellamani Pitchandi	Executive and Managing Director
2.	Mr. Sreehari Ankem	Non-Executive and Independent Director
3.	Mrs. Seethalakshmi Pitchandi	Non-Executive Director
4.	Mrs. Surekha Dittakavi	Non-Executive and Independent Director
5.	Mrs. Sarada Dittakavi	Non-Executive and Independent Director

All Independent Directors of the Company have declared and confirmed that they meet with the criteria of Independence, as prescribed under Section 149(6) of the Companies Act, 2013.

Mr. Chellamani Pitchandi, the Managing Director of the Company, whose term as Managing Director is expiring. The Board has recommended his re-appointment as Managing Directors for a period of Five Years subject to the approval of shareholders in the ensuing Annual General Meeting.

Mrs. Surekha Dittakavi whose term as Independent Director of the Company is expiring, has been recommended by the Board for her re-appointment as Independent Directors for a period of Five Years subject to the approval of shareholders in the ensuing Annual General Meeting.

SENTHIL INFOTEK LIMITED

The KMPs Comprises the Following Persons:-

Sr.No	Name	Designation
1.	Mr. Chellamani Pitchandi	Managing Director
2.	Mrs. P.Malliga	Chief Financial Officer
3.	Ms. Deshna Jain	Company Secretary (from 9thJune, 2021)

The following changes have been made in the Board of Directors and Key Managerial Personnel of the Company during the year under review till the date of Board meeting.

S. No	Name	Designation	Appointment/ Resignation/ Change in Designation	Appointment Date/ Resignation Date/ Change in Designation Date
1	Ms. Khusboo Agarwal	Company Secretary	Resignation	31.05.2021
2	Ms. Deshna Jain	Company Secretary	Appointment	09.06.2021

14. MEETINGS OF BOARD OF DIRECTORS

During the financial year 2021-22 the Board of Directors of the Company duly met five(5) Times i.e. 09.06.2021, 29.06.2021, 13.08.2021, 13.11.2021 and 14.02.2022. The intervening gap between the two meetings was within the period as prescribed under the Companies Act, 2013.

Further the status of attendance of Board Meeting by each Director is as follows:

Name of Committee Members	No. of Board Meeting entitled to attend	No. of Board Meeting attended
Mr. Chellamani Pitchandi	5	5
Mr. Sreehari Ankem	5	5
Mrs. Seethalakshmi Pitchandi	5	5
Mrs. Surekha Dittakavi	5	5
Mrs. Sarada Dittakavi	5	5

15. AUDIT COMMITTEE

The Composition of the Audit Committee as per Section 177 of the Companies Act, 2013 is as follows:-

Name	Category	Designation
Mr. Sreehari Ankem	Independent Director	Member
Mrs. Surekha Dittakavi	Independent Director	Member
Mrs. Sarada Dittakavi	Independent Director	Member

Meeting

The Audit Committee met 4 (four) times during the period under review i.e. on 29.06.2021, 13.08.2021, 13.11.2021 and 14.02.2022.

The attendance of members at the meetings held during the period under review were as follows:

Name	No. of meetings held	No. of meetings attended
Mr. Sreehari Ankem	4	4
Mrs. Surekha Dittakavi	4	4
Mrs. Sarada Dittakavi	4	4

16. NOMINATION AND REMUNERATION COMMITTEE

The Composition of the Nomination and Remuneration Committee as per Section 178 of the Companies Act, 2013 is as follows:-

Name	Category	Designation
Mr. Sreehari Ankem	Independent Director	Member
Mrs. Seethalakshmi Pitchandi	Director	Member
Mrs. Sarada Dittakavi	Independent Director	Member

Meeting

One Meeting of Nomination and Remuneration Committee was held on 09.06.2021 and 13.08.2021 during the period under review.

SENTHIL INFOTEK LIMITED

The attendance of members at the meetings held during the period under review were as follows:

Name	No. of meetings held	No. of meetings attended
Mr. Sreehari Ankem	2	2
Mrs.Seethalakshmi Pitchandi	2	2
Mrs. Sarada Dittakavi	2	2

17. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Composition of the Stakeholders Relationship Committee as per Section 178 of the Companies Act, 2013 is as follows:-

Name	Category	Designation
Mr. Sreehari Ankem	Independent Director	Member
Mrs. Seethalakshmi Pitchandi	Director	Member
Mrs. Sarada Dittakavi	Independent Director	Member

Meeting

One Meeting of Stakeholders Relationship Committee was held on 14.02.2022 during the period under review.

The attendance of members at the meetings held during the period under review were as follows:

Name	No. of meetings held	No. of meetings attended
Mr. Sreehari Ankem	1	1
Mrs. Seethalakshmi Pitchandi	1	1
Mrs. Sarada Dittakavi	1	1

18. BOARD EVALUATION

To comply with the provisions of Section 134(3)(p) of the Companies Act, 2013 and rules made thereunder, the Board has carried out the annual performance evaluation of the Directors individually including the Independent Directors (wherein the concerned director being evaluated did not participate), Board as a whole, and following Committees of the Board of Directors:

- Audit Committee;
- Nomination and Remuneration Committee; and
- Stakeholders Relationship Committee.

The extract of the policy on evaluation of performance of the Board, its Committees and Independent Directors is placed on the website of the Company at www.senthilinfo.com

19. STATUTORY AUDITORS AND THE AUDITORS' REPORT:

M/s. GMN Rao & Co., Chartered Accountants, (Firm Registration Number 016126S), were appointed as the Statutory Auditor of the Company to hold office for a period of five consecutive years from the conclusion of the 23rd Annual General Meeting held in 2017, till the conclusion of the 28th Annual General Meeting to be held in 2022.

Under Section 139 of the Act and the Rules made thereunder, the Company can appoint an audit firm as an auditor for two consecutive terms of five years and accordingly, the Board of Directors on recommendation of the Audit Committee has approved re-appointment of M/s. GMN Rao & Co., as Statutory Auditor of the Company for a second term of five years i.e. from the conclusion of the 28th Annual General Meeting to be held in 2022, till the conclusion of the 33rd Annual General Meeting to be held in 2027, subject to the approval of the Shareholders.

The Company has received a consent from M/s. GMN Rao & Co., to act as a Statutory Auditor of the Company and a letter that their appointment is within limits prescribed under Section 141(3)(g) of the Act and that they are not disqualified. The Directors recommend their re-appointment for second term of five years.

The Auditors' Report is self-explanatory and hence does not require any further clarification from the Board of Directors. The Report does not contain any reservation or adverse remark or disclaimer or qualified opinion which requires any explanation from the Board.

There is no fraud in the Company during the period under review and this is also being supported by the Statutory Auditors Report as no fraud has been reported in their Audit Report for the Financial Year ended on 31st March, 2022.

20. COST AUDIT

In terms of Section 148 of the Act and the Companies (Cost Records and Audit) Rules, 2014 and any amendment thereto, Cost Audit is not applicable to the Company.

21. SECRETARIAL AUDITORS

The Company has appointed Mr. Ajay Suman Shrivastava, Practicing Company Secretary to conduct the Secretarial Audit of the Company for the Financial Year 2021-22. The Secretarial Audit Report for the Financial Year 2021-22 is attached to this report in Form MR-3. There are no adverse opinion or remarks in the said report and therefore do not require any clarification/ explanation from the Board of Directors.

22. MATERIAL CHANGES & COMMITMENTS

There have been no material changes and commitments, which affect the financial position of the Company, that have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

23. DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS

The Board consists of the following Independent Directors:-

1. Mr. Sreehari Ankem
2. Mrs. Surekha Dittakavi
3. Mrs. Sarada Dittakavi

Pursuant to section 149(7) of the Companies Act, 2013, the Independent Directors have given their disclosure that they meet the criteria of independence as provided in sub-section 149(6) of the Act in the First Board Meeting of the Financial Year. Further, Mrs. Surekha Dittakavi is proposed to be reappointed for a further term of 5 years wef 01.09.2022. Members are requested to approve the said reappointments.

There is no change in the policy containing terms and conditions for the appointment of Independent Directors enclosed herewith and also available on the website of the Company at www.senthilinfo.com

The separate meetings of Independent Directors were held on 09.06.2021 and 13.08.2021 in which all three independent Directors were present.

24. RISK MANAGEMENT

The Company has a robust Risk Management Policy which identifies and evaluates the business risks and opportunities. The Company recognizes that these risks need to be managed and mitigated to protect the interest of the stakeholders and to achieve business objectives.

The risk management framework is aimed at effectively mitigating the Company's various business and operational risks, through strategic actions. The Risk Management Policy is made available on the website of the company at www.senthilinfo.com

25. INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies relating to Internal Controls over financial statements.

For the year ended 31st March, 2022, the Board is of the opinion that the Company has put in place Internal Financial Controls to ensure accuracy and completeness of accounting records, preparation of timely and reliable financial information so as to substantially reduce the risk of material misstatements and inaccuracies in the Company's Financial Statements.

26. CORPORATE SOCIAL RESPONSIBILITY

The Provisions relating to Corporate Social Responsibility (CSR) are not applicable to the Company during the year under review hence there is no requirement to comply with section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules 2014.

27. CODE OF CONDUCT AND NON APPLICABILITY OF CORPORATE GOVERNANCE CODE:

The Company has adopted a Code of Conduct for its employees including the Managing Director and the Key Executives. The said Code of Conduct is available on Company's Website. A report on Corporate Governance under Regulations 17 to 27 is not being given since the Schedule V and clauses (b) to (i) of Regulation 46(2) of SEBI (LODR) Regulations, 2015 are not applicable to the Company.

28. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

a) Conservation of energy

1	The steps taken or impact on conservation of energy	Being a service provider, The Company requires minimal energy and every endeavor is made to ensure the optimum use of energy so that wastage of energy can be avoided.
2	The steps taken by the company for utilizing alternate sources of energy	
3	The capital investment on energy conservation equipment's	

b) Technology absorption

(i)	the efforts made towards technology absorption	-
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	-
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	N.A.
	(a) the details of technology imported	-
	(b) the year of import;	-
	(c) whether the technology been fully absorbed	-
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	-
(iv)	the expenditure incurred on Research and Development	-

c) Foreign exchange earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year:- NIL

The Foreign Exchange outgo during the year in terms of actual outflows:- NIL

29. VIGIL MECHANISM / WHISTLE BLOWER POLICY

To comply with the provisions of Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulation 2015, the Company has adopted a Vigil Mechanism / Whistle Blower Policy for employees and directors of the Company. Under the Vigil Mechanism Policy, the protected disclosures can be made by a victim through a letter to the Chairman of the Audit Committee.

The main objective of this policy is to provide a platform to Directors and employees to raise their concerns regarding any irregularity, misconduct or unethical matters / dealings within the Company which have a negative bearing on the organization either financially or otherwise.

The details of the Policy is available on the website of the Company at www.senthilinfo.com

30. PARTICULARS OF EMPLOYEES

None of the employees who have worked throughout the year, or a part of the financial year were getting remuneration in excess of the threshold mentioned under Section 197 of the Companies Act, 2013 read with rule 5 of Companies (Appointment and Remuneration) Rules, 2014.

31. SECRETARIAL STANDARDS

The Company is in regular compliance of the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India.

32. DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

There are no significant material orders has been passed by any Regulators or Courts or Tribunals affecting the going concern status and Company's operations in future.

33. SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has adopted a Policy as per the provisions of the Sexual Harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013. There were no complaints received/pending relating to sexual harassment during the year under review.

SENTHIL INFOTEK LIMITED

34. MARKET PRICE DATA AND PERFORMANCE COMPARISON

The market price High and Low during financial year 2021-22 in BSE Limited is as follows:-

Month of Trading	High (in INR)	Low (in INR)
April	4.49	4.27
May	4.27	3.87
June	4.00	3.87
July	4.50	3.90
August	4.55	4.28
September	4.08	4.08
October	3.88	3.88
November	4.28	3.89
December 21	5.98	4.49
January 22	14.94	6.27
February 22	-	-
March 22	15.68	15.68

Distribution details on shares for the period 31.03.2022 INE564B01015

Shares	Holders		Shares	
	Number	% To Total	No of Shares	% To Total
Upto - 500	973	89.59	376924	7.46
501 - 1000	40	3.68	34397	0.68
1001 - 2000	24	2.21	34537	0.68
2001 - 3000	14	1.29	35164	0.7
3001 - 4000	10	0.92	34530	0.68
4001 - 5000	2	0.18	9600	0.19
5001 - 10000	6	0.55	45565	0.9
10001 and above	17	1.57	4479283	88.7
Total	1086	100	5050000	100

35. LISTING AGREEMENT:

The Equity shares of your Company are listed at Bombay Stock Exchange (BSE Ltd.). Your Company has duly complied with all the requirements of concerned Stock Exchange in accordance with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

36. ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. Your Directors also wish to place on record their appreciation for the valuable co-operation and support received from the various Government Authorities, the Banks / Financial Institutions and other stakeholders such as, members, customers and suppliers, among others. Your Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company's success. Your Directors look forward to their continued support in future.

For and on behalf of the Board
SENTHIL INFOTEK LIMITED

Place: Secunderabad
Date: August 12, 2022

Sd/-
P. SEETHALAKSHMI PITCHANDI
Director
DIN: 02779034

Sd/-
CHELLAMANI PITCHANDI
Managing Director
DIN: 01256061

SENTHIL INFOTEK LIMITED

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

Senthil Infotek Limited

157, Dhana Lakshmi Society

Mahendra Hills, East Maredpally,

Secunderabad, Telangana- 500026,

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Senthil Infotek Limited (L72200TG1997PLC026943) (hereinafter called "the company"). Secretarial Audit was conducted remotely, in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon. This Report is to be read with the letter of even date which is annexed to this as 'Annexure- 1' and forms an integral part of this report.

Based on our verification of the Companies books, papers, minute books, forms and returns filed and other records maintained by the Company on test basis and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company, during the audit period covering the financial year ended on 31st March, 2022, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent necessary for its business, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other related records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; Not Applicable to the Company during the Audit Period.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: To the extent applicable w.r.t to disclosures;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable to the Company during the Audit Period.

SENTHIL INFOTEK LIMITED

- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; Not Applicable to the Company during the Audit Period.
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable to the Company during the Audit Period.
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealings with client thereto;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable to the Company during the Audit Period.
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2021; Not Applicable to the Company during the Audit Period.
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations as amended), except the below stated :

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks
1	Regulation 33 of SEBI- LODR	Non-submission of the financial results within the period prescribed under this regulation- (For the quarter/year ended March 2021) Late submission 1.Standalone -Cash Flow Received on 03-07-2021	It is reported that the company received the Cash Flow Statement with delay.

The following fine was imposed upon the Company which was duly paid:

S.No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks
1	BSE Limited	Regulation 33 Non-submission of the financial results within the period prescribed under this regulation- (For the quarter/year ended March 2021) Late submission 1.Standalone -Cash Flow Received on 03-07-2021	Stock Exchange imposed a fine of Rs. 17,700 on the Company for such delayed compliance.	The Company has made the payment of Rs. 17,700 to the Stock Exchange on time.

- j) The Information Technology Act, 2000 and the rules made thereunder; and
- k) Other Labour, Environmental and Industry specific laws, as far as applicable to the Company: There is no labour employed by the company, hence the specific laws thereto are not applicable. The Company is not registered with Software Technology Parks of India for software exports nor it operates from any Special Economic Zone for benefits thereto. Hence no such compliances are applicable.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 as amended.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except for the delayed compliance under Regulation 33 for Non-submission of the financial results within the period prescribed under this regulation for the Quarter and year ended on 31.03.2022. The company has paid the fine of Rs. 17,700 which was imposed by the stock exchange for such delay.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

Place : Hyderabad
Date: 10.08.2022

Sd/-
AJAY SUMAN SHRIVASTAVA
FCS No.: 3489
C P No.: 3479
UDIN:F003489D000766130

SENTHIL INFOTEK LIMITED

‘ANNEXURE-1

To,

The Members,

Senthil Infotek Limited

157, Dhana Lakshmi Society

Mahendra Hills, East Maredpally,

Secunderabad, Telangana- 500026,

This letter is to be read with the report even date and forms an integral part of this report.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my remote audit as possible in times of pandemic.
2. I have followed the basic audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures and transparency, on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place :Hyderabad

Date: 10.08.2022

Sd/-

AJAY SUMAN SHRIVASTAVA

FCS No.: 3489

C P No.: 3479

UDIN:F003489D000766130