



nintec
SYSTEMS LIMITED

30th August, 2017

To,
The Manager (Listing),
The BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai- 400 001

Scrip Code: 539843

Dear Sir/Madam,

Sub: Notice of 02nd Annual General Meeting

Please find enclosed herewith Notice of 02nd Annual General meeting of the company to be held on Saturday, 23rd September, 2017. The Notice along with Annual Report 2016-2017 has also been place on our website www.nintecsystems.com.

Further, please note that the Register of Members and Share Transfer Books of the Company will remain closed from September 16, 2017 to September 23, 2017 (both days inclusive) for the purpose of the upcoming Annual General Meeting.

This is for your information and record.

Yours faithfully

For NINtec Systems Limited

Mukesh Jiwnani
Company Secretary



Encl.: - As above

NOTICE

NOTICE IS HEREBY GIVEN THAT the **2nd Annual General Meeting (AGM)** of the members of **NINtec Systems Limited** (NSL or the Company) will be held on **Saturday, the 23rd day of September, 2017 at 1:00 P.M.** at the Registered Office of the company at B-11, Corporate House, S.G. Highway, Bodakdev, Ahmedabad - 380054, Gujarat, India, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the company for the year ended March 31, 2017 together with Reports of Board of Directors' and Auditors' thereon.
2. To appoint a director in place of Mr. Indrajeet Mitra (DIN: 00030788), who retires by rotation and being eligible, offers himself for re-appointment

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Indrajeet Mitra (DIN: 00030788), who retires by rotation, at this Annual General Meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as Director of the company, liable to retire by rotation.”

3. To ratify the appointment of M/s. Samir M. Shah & Associates, (ICAI Firm Registration no. 122377W), Chartered Accountants, Ahmedabad as Statutory Auditors of the Company and fix their remuneration

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modifications or re-enactments thereof, if any), and pursuant to the resolution passed by the members at the 1st Annual General Meeting held on 24th September, 2016, the appointment of M/s. Samir M. Shah & Associates, Chartered Accountants, Ahmedabad (ICAI Firm Registration No. 122377W), as the Statutory Auditors of the company, be and is hereby ratified to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, on such remuneration as may be fixed by the Board of Directors of the Company, in consultation with Auditor based on recommendations of the Audit Committee, in addition to re-imbursment of out-of-pocket expenses as may be incurred in connection with the audit of accounts of the Company.”

For and on behalf of the Board

Place: Ahmedabad
Date: August 11, 2017

(Niraj C. Gemawat)
Chairman & Managing Director
DIN: 00030749

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (the Meeting) IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF / HERSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company. A Member who is holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

The instrument of proxy in order to be effective must be received at the Registered Office / Corporate Office of the Company duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is annexed herewith. Proxy form submitted on behalf of the Companies, Societies, etc. must be supported by an appropriate resolution / authority, as applicable authorizing their representative to attend and vote on their behalf at the meeting.

2. Members who hold shares in dematerialised form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
3. Members / Proxies / Representatives are requested to bring the enclosed Attendance Slip, duly filled in, for attending the Meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 16, 2017 to Saturday, September 23, 2017 (both days inclusive).
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Registrar & Share Transfer Agent.
6. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended March 31, 2017 is uploaded on the Company's website www.nintecsystems.com and may be accessed by the members.
7. In compliance with the circular of Ministry of Corporate Affairs for a "Green Initiative in the Corporate Governance" by allowing / permitting service of documents etc. in electronic form, electronic copy of the Annual Report of 2016-17 is being sent to all the members whose email IDs are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2016-17 has been sent in the permitted mode.
8. The Company proposes to send documents, such as the Notice of the Annual General Meeting and Annual Report etc. henceforth to the Members in electronic form at the e-mail address provided by them and made available to the Company by the Depositories from time to time.

REQUEST TO THE MEMBERS

1. Members intending to require information about Accounts to be explained in the Meeting are requested to inform the Company at least 7 days in advance of the Annual General Meeting.
2. Members are requested to bring their copy of the Annual Report to the meeting.

EXHIBIT TO THE NOTICE

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting
(Under Regulation 36 of the SEBI Listing Obligations and Disclosure Requirements, 2015)

Name of Director	Mr. Indrajeet Mitra (DIN: 00030788)
Date of Birth	24/10/1972
Brief Resume and Nature of Expertise in Functional Areas	Mr. Indrajeet Mitra is associated with the company since August 2015. He has completed his Bachelor of Science (BSc.) and Masters in Computer Applications (MCA). On the business front, he is responsible for technology transformation, quality and overall project management in order to bring the strategic differential advantage to the company thereby ensuring high quality and affordable services to the broader population and ultimate client satisfaction.
No. of Equity Shares held in the Company	322500
List of Directorship/Committee Memberships in other Public companies as on 31st March, 2017	Other Directorship- NIL Other Committee Membership- NIL
Disclosure of Relationships between Directors inter-se	No relationship

For and on behalf of the Board

Place: Ahmedabad
Date: August 11, 2017

(Niraj C. Gemawat)
Chairman & Managing Director
DIN: 00030749

ATTENDANCE SLIP

**NINTEC SYSTEMS LIMITED**

(CIN: L72900GJ2015PLC084063)

cs@nintecsystems.com, www.nintecsystems.com**Regd. Office:** B-11, Corporate House, S.G. Highway, Bodakdev, Ahmedabad **Tel/Fax:** 079-40393909**2nd ANNUAL GENERAL MEETING**

Folio No.:

DP ID & Client ID:

Name:

Address:

No. of shares:

I /We hereby record my / our presence at 2nd Annual General Meeting of the Company to be held at Registered Office at B-11, Corporate House, S.G. Highway, Bodakdev, Ahmedabad, Gujarat, India on Saturday, the 23rd September, 2017 at 1:00 P.M.

Member's Folio/DP ID
Client ID No.

Member's/Proxy name
in Block

Member's/Proxy's
Signature

Note:

1. Please complete the Folio / DP ID-Client ID No. and Name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING VENUE.
2. Electronic copy of the Annual Report for 2016-17 and Notice of the 2nd Annual General Meeting (AGM) along with Attendance Slip and Proxy Form are being sent to all the members whose email address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy & attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2016-17 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode (s) to all members whose email address is not registered or have requested for a hard copy.



NINTEC SYSTEMS LIMITED

(CIN: L72900GJ2015PLC084063) cs@nintecsystems.com, www.nintecsystems.com

Regd. Office: B-11, Corporate House, S.G. Highway, Bodakdev, Ahmedabad **Tel/Fax:** 079-40393909

Form No. MGT-11

PROXY FORM

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

2nd Annual General Meeting- September 23, 2017

Name of the Member (s):	
Registered Address:	
E-mail id:	
Folio / DP ID Client ID No.:	

I/We being the member(s) holding _____ shares of the above named company hereby appoint:

- 1) Name : _____
 Address : _____
 E-mail ID : _____
 Signature : _____ or failing him/her;
- 2) Name : _____
 Address : _____
 E-mail ID : _____
 Signature : _____ or failing him/her;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the First Annual General Meeting of the company to be held on Saturday, 23rd September, 2017 at 1.00 p.m. at registered office of the company at B-11, Corporate House, S.G. Highway, Bodakdev, Ahmedabad and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr.no	Particulars	Vote	
		For	Against
	ORDINARY BUSINESS		
1.	Adoption of Financial Statements for the year ended 31 st March, 2017		
2.	Re-appointment of Mr. Indrajeet Mitra, a Non-Executive Director retiring by rotation.		
3.	Ratification of Appointment of M/s. Samir M. Shah & Associates as Statutory Auditors.		

Signed this _____ day of _____ 2017.

Signature of Shareholder _____ Signature of Proxy holder (s) _____

Affix
Revenue
Stamp

Notes: -

- 1) **This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.**
- 2) A proxy need not be a Member of the Company.
- 3) A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
- 4) It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
- 5) Please complete all details including details of member (s) in the above box before submission.

ROUTE MAP TO ANNUAL GENERAL MEETING VENUE



Venue - Registered Office: B-11, Corporate House, S.G. Highway, Bodakdev, Ahmedabad-380054, Gujarat