



Date: 26.09.2018

To
Deputy Manager - D C S
BSE Limited,
PJB Towers, Dalal Street
Mumbai - 400 001

Dear Sir,

Sub: Annual Report for the Financial Year 2017-2018

Ref: INVICTA MEDITEK LIMITED (Scrip code: 523844)

With reference to above, we're hereby enclosing Annual Report for the Financial Year Ended 31.03.2018 under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which was approved in the Annual General meeting held on 05th September, 2018

Kindly acknowledge the receipt and do the needful.

Thanking you

Yours faithfully

For INVICTA MEDITEK LIMITED

A handwritten signature in black ink, appearing to be 'R. Sundararaghavan', written over a horizontal line.

R. Sundararaghavan
Managing Director
(DIN: 01197824)

Encl:- As above.

INVICTA MEDITEK LIMITED

Spencer Plaza, G 27, First Phase, Ground Floor, No.768/769 Anna salai, Chennai - 600 002, Tamil Nadu Ph : 044 28492056 / 42109265
email : invictamedik@gmail.com web : www.invictameditek.com
CIN NO : L51102TN1992PLC022948

INVICTA MEDITEK LIMITED

INVICTA MEDITEK LIMITED

2017 - 2018

26th ANNUAL REPORT

INVICTA MEDITEK LIMITED

| Board of Directors | |
|---------------------------------|-------------------------------------|
| Mr. R. Sundararaghavan | Managing Director |
| Mr. Sathish kumar | Non – Executive Director* |
| Mr. Naveen Lakshmanan | Independent Director* |
| Mr. Sekar Somasundaram | Independent Director* |
| Mrs. Swapna Sundararaghavan | Non – Executive Director* |
| Mr. Palaniswamy Sathiamoorthy | Additional Director (Independent)** |
| Mr. Krishnakumar Chandraprakash | Additional Director (Independent)** |
| Ms. Chandraprakash Umamaheswari | Additional Director (Independent)** |
| Mr. Jayaprakash Vishnuvardhan | Additional Director (Independent)** |

*Upto 18.06.2018

** From 18.06.2018

| Registered Office |
|---|
| Spencer Plaza, G-27, Phase 1, Ground Floor, Anna Salai, Chennai - 600 002 Tel : 044-28492056 / 4210 9265 Email id:invictamedi@gmail.com |

| BANKERS | |
|--|---|
| The Ratnakar Bank Ltd Hmh Plaza, New No.56, G N Chetty Road, T.Nagar, Chennai – 600 017. | State Bank of India 5A,Sidco Industrial Estate, Ambattur, Chennai – 98. |

| Auditor |
|---|
| M/s. Chandran & Raman Chartered Accountants, No.2. Dr. Radhakrishnan Road, 2 nd Street, Mylapore, Chennai – 600004 |

| Registrar & Share Transfer Agents |
|---|
| M/s. Cameo Corporate Services Ltd No.2, Subramanian Building, Club House Road , Chennai – 600 002 |

INVICTA MEDITEK LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 26TH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD ON WEDNESDAY, THE 05TH DAY OF SEPTEMBER, 2018, AT OLD NO.15, NEW NO.24, VIGFIN HOUSE, YOGAMBAL STREET, T. NAGAR, CHENNAI- 600017 AT 9.30 A.M TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance sheet, Statement of Profit and Loss Account and Cash Flow Statement for the year ended 31st March 2018 and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajamani Ragavachari Sundararaghavan (DIN:01197824), Managing Director who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/s. Chandran & Raman., Chartered Accountants, Chennai (FRN: 00571S) Statutory Auditors of the Company for the year 2018-19 and fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Section 152, and other applicable provisions if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) Mr. Krishnakumar Chandraprakash (DIN: 03571464), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 18.06.2018, who holds office upto the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Director of the Company liable to retire by rotation.”

“RESOLVED FURTHER THAT Mr. R Sundararaghavan, Managing Director (DIN: 01197824) of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters or things as may be deemed necessary, appropriate, expedient or desirable to give effect to above resolution.”

5. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Section 152, and other applicable provisions if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) Mr. Palaniswamy Sathiamoorthy (DIN: 08110021), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 18.06.2018, who holds office upto the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Director of the Company liable to retire by rotation.”

“RESOLVED FURTHER THAT Mr. R Sundararaghavan, Managing Director (DIN: 01197824) of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters or things as may be deemed necessary, appropriate, expedient or desirable to give effect to above resolution.”

INVICTA MEDITEK LIMITED

6. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Section 152, and other applicable provisions if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) Ms. Chandraprakash Umamaheswari (DIN: 08110024), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 18.06.2018, who holds office upto the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as Non-Executive Director of the Company liable to retire by rotation.”

“RESOLVED FURTHER THAT Mr. R Sundararaghavan, Managing Director (DIN: 01197824) of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters or things as may be deemed necessary, appropriate, expedient or desirable to give effect to above resolution.”

7. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Section 152, and other applicable provisions if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) Mr. Jayaprakash Vishnuvardhan (DIN: 08110030), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 18.06.2018, who holds office upto the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Director of the Company liable to retire by rotation.”

“RESOLVED FURTHER THAT Mr. R Sundararaghavan, Managing Director (DIN: 01197824) of the Company be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters or things as may be deemed necessary, appropriate, expedient or desirable to give effect to above resolution.”

8. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to Section 13 and other applicable provisions of the Companies Act, 2013, including rules thereof, consent of the members be and is hereby accorded to insert the following objects replacing the existing objects of Clause III (A) of the Memorandum of Association as stated hereunder:

1. To carry on business of contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers, land developers, Land Scapers, estate agents, immovable property dealers architects, consultants civil engineers civil testers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property and undertake any residential, commercial or Industrial, construction either independently or jointly in partnership, joint venture or on agency or sub contracts basis with or on behalf of any individual firm, body corporate, association or society, Central or State Government, Cantonment board or any local authority to work as colonizer, developer of land and farm houses and buildings for residential purposes.

INVICTA MEDITEK LIMITED

2. To erect, construct, build, water proofing, sewage, demolish, fabricate, execute, carry out, improve, work, develop and enlarge, rebuild, repair, maintenance, administer, manage or control in India or abroad- on any land or immovable property of the Company or upon any other land or immovable property in any capacity and conveniences of all kinds, including turnkey jobs, railway, tramway speedway, runways, roads aerodromes, sewage, theatres, cinema halls, piers, Dams, barrages, reservoirs, embankments, canals , irrigations, power houses, transmission lines, reclamation, improvement sewage, drainage, sanitary works, for building hotels, houses, markets, private public and all kind of Conveniences and to carry out business of builders and civil engineers, estimators and designers thereof.
3. To promote, buy, acquire, sell, lease, exchange, hire, give on relit, to let, mortgage or otherwise dispose of the lands, industrial Complexes, houses. buildings, farm houses, agricultural lands, and other immovable property of the Company or other immovable property including any share or shares, interest or interests therein and to transact on commission or otherwise business of real estate's agents and to apply for purchase through tender or otherwise acquire civil contracts for or in relation to water proofing, sewage, construction, execution, equipment, improvement, management, administrations or control of mechanical and civil works and conveniences and to undertake, execute, dispose or otherwise turn to account the same and to take on lease, acquire, erect, construct, establish, work, operate or/and maintain cement factories, quarries, mines, workshops and other works.
4. To produce, manufacture, refine, prepare, process, purchase, sell, import, export or generally deal in cement, cement poles, cement pipes and cement benches and pre-stressed concrete building section, bridge section, walls, drain covers, bricks, fire clay and fire bricks of all kinds, ready mix concrete, sand, stone, marble, tiles, refractories, china wares, sanitary materials, pipes, tubes, tubular structures, paints, adhesive, sheets, roofing, glass, furniture, fittings, electrical goods, hardware items water supply or storage equipment, floor polish, door closures, concrete mixtures, elevators, paints, hardware, pipe, fittings, lubricant oils, building / construction materials, forest products and any other building or decorative materials made of cement, stone, timber, teak, board, fiber, paper, glass, rubber, plastic or other natural or synthetic substance or chemical and.
5. To promote, own, acquire, construct, erect, maintain, improve, manage, operate, alter, carry on, control, take on lease and render assistance in the construction, erection and maintenance, improvement or working of any industry, company, venture and system or scheme in the area of collection, transportation, processing and disposal of municipal solid waste by technologies such as vermicompost, Refused Derived Fuel (RDF), Clean Development Mechanism (CDM), Composting, Biomethanation, Incineration Management, Waste-to-Energy, Sewage Treatment Plant, Landfill or any other technology available at that time in the renewable sector, and produce power.

"RESOLVED FURTHER THAT Mr. Rajamani Ragavachari Sundararaghavan, (DIN: 01197824) Managing Director of the Company be and is hereby authorized to file necessary forms with the concerned authorities and to do all such acts, deeds and to sign all applications, papers and documents for giving effect to the change of name of the Company."

INVICTA MEDITEK LIMITED

9. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to Section 13 and other applicable provisions, if any, of the Companies Act 2013, consent of the members be and is hereby accorded to delete Clause III (C) of Memorandum of Association.

RESOLVED FURTHER THAT the existing Clause IV of the Memorandum of Association be and is hereby substituted by the following clause:

"IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them."

"RESOLVED FURTHER THAT Mr. Rajamani Ragavachari Sundararaghavan, (DIN: 01197824) Managing Director of the Company be and are hereby authorised to file necessary forms with the concerned authorities and to do all such acts, deeds and to sign all applications, papers and documents for giving effect to the change of name of the Company."

10. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 4(4), 13 and other applicable provisions, if any, of the Companies Act, 2013, and subject to the approval of the Registrar of Companies, the name of the Company be changed from "INVICTA MEDITEK LIMITED" to "CONSTRONICS INFRA LIMITED."

"RESOLVED FURTHER THAT the name "INVICTA MEDITEK LIMITED" wherever appears in the Memorandum and Articles of Association and other documents of the Company be changed to "CONSTRONICS INFRA LIMITED."

"RESOLVED FURTHER THAT Mr. Rajamani Ragavachari Sundararaghavan, (DIN:01197824) Managing Director of the Company, be and is hereby authorised to file necessary forms with the concerned authorities and to do all acts and deeds and to sign all applications, papers and documents for giving effect to the change of name of the Company."

For and on behalf of the Board of Directors
INVICTA MEDITEK LIMITED

Place: Chennai
Date:28.07.2018

-Sd-

R. Sundararaghavan
Managing Director
(DIN: 01197824)

INVICTA MEDITEK LIMITED

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY OR PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

A PERSON SHALL NOT ACT AS A PROXY FOR MORE THAN 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10% OF THE TOTAL VOTING SHARE CAPITAL OF THE COMPANY. HOWEVER, A SINGLE PERSON MAY ACT AS A PROXY FOR A MEMBER HOLDING MORE THAN 10% OF THE TOTAL VOTING SHARE CAPITAL OF THE COMPANY PROVIDED THAT SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON.

The Instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

2. Revenue stamp should be affixed on the Proxy form. Forms which are not stamped are liable to be considered invalid. It is advisable that the Proxy holder's Signature may also be furnished in the Proxy Form, for identification purpose.
3. The Register of members and the share transfer books of the company will remain closed from Thursday, the 30th day of August, 2018 to Wednesday, the 05th day of September, 2018 (Both Days Inclusive) for the purpose of Annual General Meeting.
4. Members are requested to notify immediately any changes in their registered address to the Company's share transfer agents / Company's Registered Office.
5. Members are informed that copy of annual report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the annual report to the meeting.
6. Members are requested to affix their signature in the space provided on the attendance sheet and hand over the slip at the entrance of the meeting hall.
7. As a Green Initiative the Company during the previous year had sent the Annual Report / Notice / Communications to the Shareholders through E-mail. The Company wishes to maintain the same in future. Hence, members are requested to send their e-mail id mentioning their membership / folio numbers to the Company. Electronic copy of the Annual Report for 2017 – 2018 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(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 2017-2018 is being sent in the permitted mode.

8. Information required under Regulation 36(3) of the SEBI (LODR) Regulation, 2015:

Directors seeking re-appointment at the ensuing Annual General Meeting, are detailed hereunder. The Directors have furnished the requisite declarations for their appointment.

INVICTA MEDITEK LIMITED

| | | | |
|---|---|--|--|
| Name | Mr. Rajamani Ragavachari Sundararaghavan | Mr. Krishnamoorthy ChandraPrakash | Mr. Palaniswamy Sathiamoorthy |
| Date of Birth | 10.02.1973 | 30.11.1979 | 21.11.1946 |
| Qualification | BSc -Mathematics Madras University | B.E | Higher Secondary |
| Nature of Expertise | More than 20 years in management consultancy,financial and marketing. | More than 12 years of experience in the roads and infrastructure sector. | More than 10 years of experience in the infrastructure sector and retail business. |
| Date of First Appointment | 05.01.2011 | 18.06.2018 | 18.06.2018 |
| Name of the other Public Limited Companies in which He / She holds Directorship | NIL | Nil | Nil |
| Chairman/Membership of the committees of other public limited companies | NIL | Nil | Nil |
| No. Of Shares held in the Company | 52781 | 0 | 0 |

| | | |
|---|---|---|
| Name | Ms. Chandraprakash Umamaheswari | Mr.Jayaprakash Vishnuvardhan |
| Date of Birth | 14.02.1984 | 22.10.1989 |
| Qualification | M. A (B.Ed) | Bsc Computer Science. |
| Nature of Expertise | Experience in Administration, Accounts and Human Resource Department for more than 5 Years. | Experience in the Field of Construction, Engineering. |
| Date of First Appointment | 18.06.2018 | 18.06.2018 |
| Name of the other Public Limited Companies in which He / She holds Directorship | Nil | Nil |
| Chairman/Membership of the committees of other public limited companies | Nil | Nil |
| No. Of Shares held in the Company | 0 | 0 |

9. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all resolutions set forth in this Notice.

INVICTA MEDITEK LIMITED

The instructions for shareholders voting electronically are as under:

The voting period begins on Sunday, the 02nd day of September, 2018 (09.00 a.m. IST) and ends on Tuesday, the 04th day of September, 2018 (05.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Wednesday, the 29th day of August, 2018 may cast their vote electronically. The e-voting module shall be disabled by Central Depository Services Limited (CDSL) for voting thereafter.

- (i) The facility for voting through polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

| | For Members holding shares in Demat Form 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">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.(Sequence number has been provided as Serial Number (SL NO.) in the Address Label• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. |
| DOB | <p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p> |
| Dividend Bank Details | <p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If 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). |

INVICTA MEDITEK LIMITED

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for “INVICTA MEDITEK LIMITED” on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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 they have to create 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

INVICTA MEDITEK LIMITED

(xxi) **Other instructions:**

- (a) The e-voting period begins on Sunday, the 02nd day of September, 2018 (09.00 a.m. IST) and ends on Tuesday, the 04th day of September, 2018 (05.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Wednesday, the 29th day of August, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (b) The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on Wednesday, the 29th day of August, 2018
- (c) **Mr. Balu Sridhar, A K Jain & Associates, Practicing Company Secretaries (Membership No.F5869)**, has been appointed as the scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- (d) The Scrutinizer shall after the conclusion of voting at the general meeting, first account the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall counter sign the same and shall declare the results forthwith.
- (e) The results declared along with the Scrutinizer's Report shall be placed on the website of CDSL and shall be immediately forwarded to the Stock exchange in which the shares of the Company are listed.

Place: Chennai
Date: 28.07.2018

For and on behalf of Board
Invicta Meditek Limited

-Sd-
R. Sundararaghavan
Managing Director.
(DIN: 01197824)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
ITEM NO.4:

Mr. Krishnakumar Chandraprakash (DIN: 03571464), aged 39 years, is a Non-Executive Director of the Company. Mr. Krishnakumar Chandraprakash is a B.E Graduate and has experience in the Infrastructure Sector.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Krishnakumar Chandraprakash was appointed as an Additional Director by the Board of Directors with effect from 18th June, 2018, he holds office till the conclusion of this Annual General Meeting of the Company. The Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Krishnakumar Chandraprakash for the office of Director of the Company. Mr. Krishnakumar Chandraprakash has given a declaration to the Board that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Nomination and Remuneration Committee of the Board has recommended the appointment of Mr. Krishnakumar Chandraprakash as Non-Executive Director.

The Board considers that his association would be of immense benefit to the Company and it is desirable to appoint Mr. Krishnakumar ChandraPrakash as Director. Accordingly, the Board recommends the resolution in

INVICTA MEDITEK LIMITED

relation to confirmation of appointment of Mr. Krishnakumar ChandraPrakash as Non-Executive Director, for the approval by the shareholders of the Company.

Mr. Palaniswamy Sathiamoorthy, Ms. Chandraprakash Umamaheswari, Mr. Jayaprakash Vishnuvardhan, Directors and Mr. Krishnakumar Chandraprakash, himself, are interested in the resolution under Item No. 04.

ITEM NO.5:

Mr. Palaniswamy Sathiamoorthy(DIN: 08110021), aged 71 years, is a Non-Executive Director of the Company. Mr. Palaniswamy Sathiamoorthy has more than 10 years of experience in the Infrastructure sector and in retail business.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Palaniswamy Sathiamoorthy was appointed as an Additional Director by the Board of Directors with effect from 18th June, 2018, he holds office till the conclusion of this Annual General Meeting of the Company. The Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Palaniswamy Sathiamoorthy for the office of Director of the Company. Mr. Palaniswamy Sathiamoorthy has given a declaration to the Board that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Nomination and Remuneration Committee of the Board has recommended the appointment of Mr. Palaniswamy Sathiamoorthy as Non-Executive Director.

The Board considers that his association would be of immense benefit to the Company and it is desirable to appoint Mr. Palaniswamy Sathiamoorthy as Director. Accordingly, the Board recommends the resolution in relation to confirmation of appointment of Mr. Palaniswamy Sathiamoorthy as Non-Executive Director, for the approval by the shareholders of the Company.

Mr. Krishnakumar Chandraprakash, Ms. Chandraprakash Umamaheswari, Mr. Jayaprakash Vishnuvardhan, Directors and Mr. Palaniswamy Sathiamoorthy, himself, are interested in the resolution under Item No. 05.

ITEM NO.6:

Ms. Chandraprakash Umamaheswari (DIN: 08110024), aged 34 years, is a Non-Executive Director of the Company. Ms. Chandraprakash Umamaheswari holds a Master Degree and has experience, expertise in the field of Accounts and Human Resources.

Pursuant to Section 161 of the Companies Act, 2013 Ms. Chandraprakash Umamaheswari was appointed as an Additional Director by the Board of Directors with effect from 18th June, 2018, she holds office till the conclusion of this Annual General Meeting of the Company. The Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Ms. Chandraprakash Umamaheswari for the office of Director of the Company. Ms. Chandraprakash Umamaheswari has given a declaration to the Board that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Nomination and Remuneration Committee of the Board has recommended the appointment of Ms. Chandraprakash Umamaheswari as Non-Executive Director.

The Board considers that her association would be of immense benefit to the Company and it is desirable to appoint Ms. Chandraprakash Umamaheswari as Director. Accordingly, the Board recommends the resolution in relation to confirmation of appointment of Ms. Chandraprakash Umamaheswari as Non-Executive Director, for the approval by the shareholders of the Company.

Mr. Krishnakumar Chandraprakash, Mr. Palaniswamy Sathiamoorthy, Mr. Jayaprakash Vishnuvardhan, Directors and Ms. Chandraprakash Umamaheswari herself, are interested in the resolution under Item No. 06.

INVICTA MEDITEK LIMITED

ITEM NO.7:

Mr. Jayaprakash Vishnuvardhan (DIN:08110030), aged 29 years, is a Non-Executive Director of the Company. Mr. Jayaprakash Vishnuvardhan holds a Bachelor degree in Computer Science and has experience in real estate sector, construction and engineering.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Jayaprakash Vishnuvardhan was appointed as an Additional Director by the Board of Directors with effect from 18th June, 2018, he holds office till the conclusion of this Annual General Meeting of the Company. The Company has received a notice in writing from member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Jayaprakash Vishnuvardhan for the office of Director of the Company. Mr. Jayaprakash Vishnuvardhan has given a declaration to the Board that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Nomination and Remuneration Committee of the Board has recommended the appointment of Mr. Jayaprakash Vishnuvardhan as Non-Executive Director.

The Board considers that his association would be of immense benefit to the Company and it is desirable to appoint Mr. Jayaprakash Vishnuvardhan as Director. Accordingly, the Board recommends the resolution in relation to confirmation of appointment of Mr. Jayaprakash Vishnuvardhan as Non-Executive Director, for the approval by the shareholders of the Company.

Mr. Krishnakumar Chandraprakash, Ms. Chandraprakash Umamaheswari, Mr. Palaniswamy Sathiamoorthy, Directors and Mr. Jayaprakash Vishnuvardhan, himself, are interested in the resolution under Item No. 07.

ITEM NO.8:

The Board of Directors in their meeting held on 28.07.2018 decided to replace the existing Main objects of the Company in order to carry on the construction, infrastructure and related businesses. The Board is of view that the business activities specified in the resolution can be carried more efficiently, economically and leads to better utilization of its resources. The approval of the members, by way of Special resolution is required for amending the object clause and the Board recommends the passing of this resolution in the best interest of the Company.

The Memorandum of Association of the Company with the proposed changes is available for inspection during the business hours from i.e. 11.00 A.M. to 01.00 P.M. the date of this Notice till the date of the Annual General Meeting.

None of the directors are considered as interested in the above resolution, save as shareholders of the Company.

ITEM NO.9:

As per the provisions of Companies Act 2013, the Memorandum of Association of the Company should reflect only main objects and objects incidental to it. Therefore, the Board of Directors vide resolution dated 28.07.2018 decided to delete Clause III (C) and amend Clause IV of the Memorandum of Association to be in consonance with the Companies Act, 2013.

As per Section 13 and other applicable provisions of the Companies Act, 2013, alteration to Memorandum of Association requires consent of the members by way of Special Resolution. Therefore, the item no.11 is placed before the members for their consent.

The Memorandum of Association of the Company with the proposed changes is available for inspection during the business hours from i.e. 11.00 A.M. to 01.00 P.M. the date of this Notice till the date of the Annual General Meeting.

None of the directors are considered as interested in the above resolution, save as shareholders of the Company.

INVICTA MEDITEK LIMITED

ITEM NO.10:

The Board of directors of the Company at their meeting held on 28.07.2018 decided to change the name of Company from "INVICTA MEDITEK LIMITED" to "CONSTRONICS INFRA LIMITED" subject to approval of members. The Registrar of Companies has confirmed the availability of name "CONSTRONICS INFRA LIMITED". As per Section 13 and other applicable provisions of the Companies Act, 2013, the change of name of the company requires consent of the members by way of Special resolution. Hence, the item no.9 is placed before the members for their approval.

The Memorandum and Articles of Association with the proposed alterations are available for inspection of the members of the Company during the business hours from the date of this notice till the date of Annual General Meeting.

None of the directors are considered as interested in the above resolution, save as shareholders of the Company.

INVICTA MEDITEK LIMITED

DIRECTORS REPORT TO THE MEMBERS

Your Directors take pleasure in presenting the Twenty Sixth Annual Report and that of the Auditors' together with the audited Balance Sheet as at 31st March 2018 and the Profit/ Loss Account for the year ended on that date.

1. FINANCIAL PERFORMANCE

| Particulars | Amount In Rs. | |
|--|--------------------|-------------------|
| | 2017-2018 | 2016-2017 |
| Sales and Operating Revenues | -- | -- |
| Other Income | 17,34,166 | 0 |
| Total Expenses | 30,20,897 | 9,05,033 |
| Profit /(Loss) before Tax | (12,86,731) | (9,05,033) |
| Less: Tax Expenses | -- | -- |
| Profit /(Loss) after Depreciation and Tax | (12,86,731) | (9,05,033) |

In the preparation of the financial statements for the financial year 2017-18, the Company has adopted IND-AS together with comparative period data for the year ended 31st March, 2017. This notes annexed with the Financial Statements explains the principal adjustments made by the Company in restating the Indian GAAP financial statements.

2. DIVIDEND:

Due to accumulated losses, the Directors do not recommend any dividend for the year 2017-18.

3. RESERVES:

The Company has not transferred any amount to the General reserve account.

4. SHARE CAPITAL:

The Company during the year under review has not issued any Sweat Equity Shares or Shares with Differential Rights or under Employee Stock Option Scheme nor did it Buy Back any shares. The Authorised Capital and the Paid-Up Capital remained the same as previous year.

5. AUDITORS:

M/s Chandran & Raman, Chartered Accountants, Chennai (FRN: 005715), were appointed as Statutory Auditors of the company in the 25th Annual General Meeting of the Company held on 29.09.2017 until the conclusion of 30th Annual General Meeting, subject to ratification by shareholders in every consecutive Annual General Meeting. The Directors recommend ratification of appointment of Statutory Auditors, to carry out the audit for the financial year 2017-2018. The Statutory Auditors have confirmed their eligibility under Section 141 of the Companies Act, 2013 and rules framed there under for their re-appointment as Statutory Auditors of the Company. The necessary resolution is being placed before the shareholders for approval.

INVICTA MEDITEK LIMITED

6. COMMENTS ON AUDITORS' REPORT:

Reply to the qualifications made in Auditor's report:

| Qualification | Reply |
|--|---|
| The company's Non-Current Financial Assets includes an amount of Rs.70,54,171/- (Amount Sanctioned during the year -Rs. Nil) Being Outstanding of Non-current financial Assets given to one of the director without obtaining prior approval of central government as per section 185 of the companies act 2013. | The Board of Directors is taking necessary steps to comply with the provisions of the Act and to recover the amount. |
| An amount of Rs.56,618/- pending preferential allotment which were required to be transferred to the Investor Education and Protection Fund by the Company. | The Board of Directors is taking necessary steps to transfer to the amount to Investor Education and Protection Fund. |

7. SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company has appointed Shri. Balu Sridhar, Practicing Company Secretary as secretarial auditor to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2018. The Secretarial Audit Report attached with this report as **Annexure – A**.

Reply to the qualifications made in Secretarial Auditor's report:

| | |
|---|--|
| The Company has not appointed a Company Secretary and Chief Financial Officer as required under the first proviso of sub-section 1 of Section 203 of the Companies Act 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. | The Company is in the process of identifying suitable candidate for the designation of Company Secretary and Chief Financial Officer and is taking necessary steps for the same. |
| In absence of Company Secretary the Company has not complied with Regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, viz., appointment of Company Secretary as Compliance officer. | The Company is in the process of identifying suitable candidate for the designation of Company Secretary and is taking necessary steps for the same. |
| The Company has granted loan to Mr. Sathish Kumar, Director of the Company under Section 295 of the Companies Act, 1956, without obtaining prior approval from Central Government. As per Section 185 of the Companies Act, 2013 the outstanding loan amount as on 31.03.2018 is Rs. 70,54,171/-. | The Company is taking necessary steps to comply with the provisions of the Act. |
| Mr. R. Sundararaghavan, Managing Director of the Company is the Chairman of the Stakeholders Relationship Committee, which is not in compliance with Section 178 of the Companies Act, 2013. | The Board noted the same and accordingly will take necessary steps to comply with the provisions of the Act. |
| The Company has not appointed Internal Auditor, | The Board is taking necessary steps to appoint the |

INVICTA MEDITEK LIMITED

| | |
|---|---|
| which is not in compliance with Section 138 of the Companies Act, 2013. | Internal Auditor. |
| The Company has not transferred Rs.56,618/- pending preferential allotment to the Investor Education And Protection Fund. | The management is taking necessary steps to transfer the required amount to the Investor Education and Protection Fund. |

8. DEPOSITS:

The Company has not accepted any deposits during the period under review as envisaged under Section 73, 74 & 76 of the Companies Act, 2013

9. CORPORATE GOVERNANCE:

Regulation (15) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, does not apply to our Company as our company's Equity capital and Net worth is below the Threshold limit prescribed under the said regulation and hence the report on Corporate Governance is not provided.

10. LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The Company has not provided loans and guarantees and nor made investments pursuant to Section 186 of the Companies Act, 2013 during the year ended review.

11. RELATED PARTY TRANSACTIONS:

All transaction with Related Parties entered during the financial year were in the ordinary course of business and on an arm's length basis. The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in Form AOC -2 is appended as **Annexure – "B"**.

12. DIRECTORS & KEY MANAGERIAL PERSONNEL:

Appointment/ Reappointment:

Mr. Rajamani Ragavachari Sundararaghavan (DIN: 01197824), Director, retires by rotation at the forthcoming Annual General meeting and being eligible, offers himself for re-appointment.

The Board of Directors has appointed Mr. Krishnakumar Chandrapakash (DIN: 03571464), Mr. Palaniswamy Sathiamoorthy (DIN: 08110021), Ms. Chandrapakash Umamaheswari (DIN: 08110024) and Mr. Jayaprakash Vishnuvardhan (DIN: 08110030) as an Additional Directors designated as Non-Executive Directors of the Company with effect from June 18, 2018 based on the recommendation of the Nomination and Remuneration Committee. The Board of Directors seeks your confirmation for appointment of Mr. Krishnakumar Chandrapakash, Mr. Palaniswamy Sathiamoorthy, Ms. Chandrapakash Umamaheswari and Mr. Jayaprakash Vishnuvardhan as Non-Executive Directors of the Company.

Resignation:

Mr. Sathish Kumar (DIN: 00198625), Mr. Naveen Lakshmanan (DIN: 00425385), Mr. Sekar Somasundaram (DIN: 06430166), and Ms. Swapna Sundararaghavan, (DIN: 01925157) Directors of the Company, resigned from the Board with effect from 18th June, 2018. The board expresses its sincere appreciation for the contribution made by them during their tenure as Director of the Company.

INVICTA MEDITEK LIMITED

Key Managerial Personnel:

According to Section 203 of the Companies Act, 2013, Mr. Rajamani Ragavachari Sundararaghavan , (DIN: 01197824) being a Managing Director is a Key Managerial Personnel of the Company.

13. BOARD MEETINGS:

Five Board Meetings were held during the year under review on 30.05.2017, 12.08.2017, 29.08.2017, 14.11.2017 and 14.02.2018 and the gap between two Board meetings were not more than 120 days.

| 14. | Name of the Director | No. of Board Meetings Attended | No. of Directorship & Committee Membership in other Public Companies | |
|-----|----------------------------|--------------------------------|--|----------------------|
| | | | Directorship | Committee Membership |
| | Mr.R.Sundararaghavan | 5 | Nil | Nil |
| | Mr .Sathish Kumar | 0 | Nil | Nil |
| | Mr. Naveen Lakshmanan | 5 | Nil | Nil |
| | Mr. Sekar Somasundaram | 5 | Nil | Nil |
| | Mrs.Swapna Sundararaghavan | 5 | Nil | Nil |

COMMITTEES OF THE BOARD:

a) Audit Committee

Pursuant to provisions of Section 177 of the Companies Act, 2013, the terms of reference of Audit Committee of the Board was revised in accordance with terms of reference prescribed therein.

During the financial year ended 31st March 2018, four Audit Committee Meetings were held on 30.05.2017, 12.08.2017, 14.11.2017 and 14.02.2018. Detailed disclosure on compositions and the details of meetings attended by the Members are as follows:

| Name of the Person | Category | No. of Meetings | |
|-----------------------|----------|-----------------|----------|
| | | Held | Attended |
| Mr Naveen Lakshmanan. | Chairman | 4 | 4 |
| Mr.R Sundararaghavan | Member | 4 | 4 |
| Mr.Sekar Somasundaram | Member | 4 | 4 |

b) Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been empowered and authorized to exercise powers as entrusted under the provisions of Section 178 of the Companies Act, 2013. In compliance with Section 178 of the Companies Act, 2013 the Board has framed a policy for selection and appointment of Directors, Senior Management and their remuneration and including criteria for determining qualifications, positive attributes, independence of Directors and other matters.

INVICTA MEDITEK LIMITED

The Nomination and Remuneration Committee Comprises of the following Directors as on March 31, 2018:

| Name of the Person | Category |
|----------------------------|-------------|
| Mr.Sekar Somasundaram | Chairperson |
| Mr Naveen Lakshmanan | Member |
| Ms. Swapna Sundararaghavan | Member |

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selecting candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management Employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board. In reviewing the overall remuneration of the Board of Directors and Senior Management, the Committee ensures that the remuneration is reasonable and sufficient to attract, retain and motivate the best managerial talent, the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and that the remuneration involves a balance between fixed and incentive pay reflecting short term and long term objectives of the Company.

The Committee during the year under review met on 29.08.2017. All the members were present in the said meeting.

c) Stake Holders Relationship Committee:

The Committee is to look after transfer of shares and the investor's complaints, if any, and to redress the same expeditiously. The following are the Compositions of the members of Committee:

| Name of Directors | Status |
|------------------------|----------|
| Mr. R Sundararaghavan | Chairman |
| Mr. Naveen Lakshmanan | Member |
| Mr. Sekar Somasundaram | Member |

There was no Stakeholders relationship committee meeting held during the year.

No Complaints of any material nature were received during the year under review.

15. EXTRACTS OF THE ANNUAL RETURN:

Extracts of Annual Return of the Company in prescribed Form MGT – 9 for the Financial Year Ended 31st March, 2018 is attached to the report by way of **Annexure – C**.

INVICTA MEDITEK LIMITED

16. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS:

The Company has not received any significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

17. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes and commitments were made, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

18. PARTICULARS OF EMPLOYEES:

None of the employees draws remuneration of Rs. 8,50,000/- or above per month and Rs. 1,02,00,000/- or above per year. Hence, details of the employees of the Company as required pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not furnished.

The Company has not paid any remuneration to the Managing Director under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. Hence reporting under this provision does not arise.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EARNINGS AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure – D**.

20. DECLARATION RECEIVED FROM INDEPENDENT DIRECTOR ON ANNUAL BASIS:

As required under Section 149(7) all the Independent Directors of the Company have submitted their annual declaration stating that they meet the criteria of independence as stated Section 149(6) of the Companies Act, 2013.

21. LISTING WITH STOCK EXCHANGE

The Company's equity shares are listed in Bombay Stock Exchange. The Company has paid the Listing Fees upto the Financial year 2017 - 2018.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions of Section 135 of the Companies Act 2013 pertaining to Corporate Social Responsibility are not applicable to the Company.

23. VIGIL MECHANISM:

In Compliance of Section 177 of Companies Act, 2013, the Company has set up a Whistle Blower policy. In terms of the said policy the Directors and employees are given direct access to the

INVICTA MEDITEK LIMITED

Chairman of the Audit Committee to report genuine concerns or grievances. Adequate safeguards are in place against victimization of employees who availed the mechanism.

24. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL), ACT, 2013:

During the year under review no complaints have been received under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal), Act, 2013.

25. RISK MANAGEMENT POLICY AND INTERNAL FINANCIAL CONTROL:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company. The Audit Committee has also revisited the Risk Management Policy and has taken steps to strengthen the Risk Management process in keeping with the changes in the external environment and business needs.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. In addition to the Internal Control Systems, the Board has laid emphasis on adequate Internal Financial Controls to ensure that the financial affairs of the Company are carried out with due diligence.

26. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge, belief and according to the information and explanations obtained by them, the Directors pursuant to Section 134 of the Companies Act, 2013 hereby state that:

- 1) in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made for the same.
- 2) the directors had selected appropriate 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 as at 31st March 2018 and of the Loss of the Company for the year ended 31st March 2018.
- 3) the directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities,
- 4) the annual accounts have been prepared the annual accounts on a going concern basis.
- 5) the directors, had laid down proper and sufficient internal financial controls and policies and procedures of such internal financial controls are adequate and operating effectively.
- 6) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

27. ANNUAL EVALUATION BY THE BOARD:

The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- a) Attendance of Board Meetings and Board Committee Meetings;
- b) Quality of contribution to Board deliberations;

INVICTA MEDITEK LIMITED

- c) Strategic perspectives or inputs regarding future growth of Company and its performance;
- d) Providing perspectives and feedback going beyond information provided by the management;
- e) Commitment to shareholder and other stakeholder interests.

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

28. INVESTOR EDUCATION AND PROTECTION FUND:

An amount of Rs.56,618/- pending preferential allotment is required to be transferred, to the Investor Education And Protection Fund

29. ACKNOWLEDGEMENT:

Your Directors take this opportunity to express their thanks to the Shareholders, Customers, Suppliers Banks and Government for their valuable assistance and support.

Your Directors wish to place on record their appreciation of the sincere efforts put in by the employees of the Company at all levels.

On Behalf of the Board
For **INVICTA MEDITEK LTD**

Place: Chennai
Date: 28.07.2018

-sd-
R.Sundararaghavan
Managing Director
(DIN: 01197824)

-sd-
K Chandraprakash
Director
(DIN: 03571464)

INVICTA MEDITEK LIMITED

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2018

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

To
The Members,
INVICTA MEDITEK LIMITED
Spencer Plaza, G-27, Ground Floor,
Phase 1, Anna Salai, Chennai - 600002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. INVICTA MEDITEK LIMITED, (hereinafter called as "the company"). The secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31.03.2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2018 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) 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;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

INVICTA MEDITEK LIMITED

- (d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996;
- (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (f) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- (g) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

We further report that, the Company has no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing during the year.

We further report that, there was no other law that was specifically applicable to the Company, considering the nature of its business. Hence the requirement to report on compliance with specific laws did not arise.

We have also examined compliance with the applicable clauses of the Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

We further report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under our audit as the same falls under the review of statutory audit and by other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- (i) The Company has not appointed a Company Secretary and Chief Financial Officer as required under the first proviso of sub-section 1 of Section 203 of the Companies Act 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.*
- (ii) In absence of Company Secretary the Company has not complied with Regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, viz., appointment of Company Secretary as Compliance officer.*
- (iii) The Company has granted loan to Mr. SathishKumar, Director of the Company during earlier period without obtaining prior approval from Central Government which is not in compliance with Section 295 of the Companies Act, 1956 (Section 185 of Companies Act, 2013). The outstanding loan amount as on 31.03.2018 is Rs. 70,54,171/-.*

INVICTA MEDITEK LIMITED

- (iv) Mr. R. Sundararaghavan, Managing Director of the Company is the Chairman of the Stakeholders Relationship Committee, which is not in compliance with Section 178 of the Companies Act, 2013.*
- (v) The Company has not appointed Internal Auditor, which is not in compliance with Section 138 of the Companies Act, 2013.*
- (vi) The Company has not transferred Rs.56,618/- towards pending preferential allotment to the Investor Education And Protection Fund.*

We further report that

- (a) the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- (b) adequate notice is given to all the 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 meaning ful participation at the meeting.
- (c) Majority decision is carried through while there were no dissenting members.
- (d) 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.

For A.K.JAIN & ASSOCIATES

Company Secretaries

Place: Chennai

Date:28.07.2018

-SD-

BALU SRIDHAR

Partner

M.No. F5869

C.P. No. 3550

This report is to be read with our letter of even dated which is annexed as Annexure A and form an integral part of this report.

INVICTA MEDITEK LIMITED

Annexure A

To,
The Members,
INVICTA MEDITEK LIMITED
Spencer Plaza, G-27, Ground Floor,
Phase 1, Anna Salai, Chennai - 600002

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliances of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date:28.07.2018

-SD-
BALU SRIDHAR
Partner
M.No. F5869
C.P. No. 3550

INVICTA MEDITEK LIMITED

ANNEXURE-B

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

2. Details of material contracts or arrangement or transactions at arm's length basis:

| Sl. No | Particulars | Details |
|--------|--|--|
| (a) | Name(s) of the related party and nature of relationship | Tvisha Capital Investments Consultancy Private Limited (Interested Director) |
| (b) | Nature of contracts / arrangements / transactions | Lease of property for registered office of the Company |
| (c) | Duration of the contracts / arrangements/transactions | As per Rental Agreement |
| (d) | Salient terms of the contracts or arrangements or transactions including the value, if any | Taken on lease the property owned by M/s. Tvisha Capital Investments Consultancy Private Limited situated at Spencer Plaza, G-27, Ground Floor, Phase 1, Anna Salai, Chennai -600002. Rs.10,000/- per month towards rent. |
| (e) | Date(s) of approval by the Board | 29.08.2017 |
| (f) | Amount paid as advances, if any | Lease advance of Rs.1,00,000/- paid towards security deposit |

On Behalf of the Board
For INVICTA MEDITEK LIMITED

Place: Chennai
Date: 28.07.2018

-Sd-
R.Sundararaghavan
Managing Director
(DIN: 01197824)

-Sd-
K Chandraprakash
Director
(DIN: 03571464)

INVICTA MEDITEK LIMITED

ANNEXURE - C

| |
|---|
| <p>Form No. MGT-9 EXTRACT OF ANNUAL RETURN as on the financial year ended on 31/03/2018 Of INVICTA MEDITEK LIMITED</p> <p>[Pursuant to Section 92(3) of the Companies Act, 2013 And Rule 12(1) of the Companies (Mgt. and Administration) Rules, 2014]</p> |
|---|

I. REGISTRATION AND OTHER DETAILS:

| | | | | |
|-------|--|--|-----------------------|--------------|
| (i) | CIN: | L51102TN1992PLC022948 | | |
| (ii) | Registration Date | 25.06.1992 | | |
| (iii) | Name of the Company | INVICTA MEDITEK LIMITED | | |
| (iv) | Category / Sub-category of the Company | Public Company / Having a Share Capital | | |
| (v) | Address of the Registered office and contact details | Spencer Plaza, G-27, Ground Floor, Phase – I, Anna Salai, Chennai– 600 002. Tel: 044-2849 2056 / 42109265 | | |
| (vi) | Whether listed Company | Yes | | |
| | If yes, details of stock exchanges where shares are listed | S.No | Stock Exchange Name | Code |
| | | 1 | Bombay Stock Exchange | INE537B01101 |
| (vii) | Name and Address of Registrar & Transfer Agents (RTA) | Cameo Corporate Services Ltd No.1.Club House Road, Chennai, Tamilnadu – 600002 Tel: 044 - 28460390 Email id: cameo@cameoindia.com | | |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

| S.No | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|------|--|---------------------------------|------------------------------------|
| 1 | Medical Equipments & Sale of Pharmaceuticals | 325 | NIL |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NIL

IV. SHARE HOLDING PATTERN (EQUITY)

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|--------------------------|---|----------|--------|-------------------|---|----------|--------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | 52,781 | 0 | 52,781 | 0.73 | 52,781 | 0 | 52,781 | 0.73 | 0 |

INVICTA MEDITEK LIMITED

| | | | | | | | | | |
|--|------------------|------------------|------------------|--------------|------------------|------------------|------------------|--------------|----------|
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 8,33,593 | 5,89,723 | 14,23,316 | 19.74 | 7,77,329 | 5,88,723 | 13,66,052 | 18.95 | (0.79) |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 16,36,643 | 2,31,333 | 18,67,976 | 25.91 | 17,49,159 | 2,31,333 | 19,80,492 | 27.47 | 1.56 |
| c) Others (specify) | | | | | | | | | |
| Hindu Undivided Families | 1,08,076 | 0 | 1,08,076 | 1.50 | 1,12,476 | 0 | 1,12,476 | 1.56 | 0.06 |
| Foreign Nationals | 0 | 8,59,014 | 8,59,014 | 11.92 | 0 | 8,59,014 | 8,59,014 | 11.92 | 0 |
| Non Resident Indians | 2,26,272 | 8,52,742 | 10,79,014 | 14.96 | 226272 | 852742 | 1079014 | 14.97 | 0 |
| Clearing Members | 0 | 0 | 0 | 0 | 200 | 0 | 200 | 0.00 | 0.00 |
| Any Others | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(2):- | 35,05,365 | 25,35,212 | 60,40,577 | 83.79 | 35,06,365 | 25,34,212 | 60,40,577 | 83.79 | 0 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 35,05,065 | 25,35,512 | 60,40,577 | 83.79 | 35,06,365 | 25,34,212 | 60,40,577 | 83.79 | 0 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 43,88,743 | 28,20,298 | 72,09,041 | 100 | 43,89,743 | 28,19,298 | 72,09,041 | 100 | 0 |

B) Shareholding of Promoter-

| S.N | Shareholder's Name | Shareholding at the beginning of the year | | | Share holding at the end of the year | | | % change in share holding during the year |
|-----|--------------------|---|----------------------------------|--|--------------------------------------|----------------------------------|---|---|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | %of Shares Pledged / encumbered to total shares | |
| 1. | Sathish Kumar | 10,30,683 | 14.29 | 0 | 10,30,683 | 14.29 | 0 | 0 |
| 2. | Dr .Smitha Kumar | 85,000 | 1.18 | 0 | 85,000 | 1.18 | 0 | 0 |
| 3. | R. Sundararaghavan | 52,781 | 0.73 | 0 | 52,781 | 0.73 | 0 | 0 |

INVICTA MEDITEK LIMITED

C) Change in Promoters' Shareholding:

| S No | Name | Shareholding at the beginning of the year | | Date | Increase / Decrease in Shareholding | % of Total Shares of the Company | Reason For Increase / Decrease | Cumulative Shareholding during the year | |
|---------------------------|------|---|----------------------------------|------|-------------------------------------|----------------------------------|--------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | | | | | No. of shares | % of total shares of the company |
| NO CHANGE DURING THE YEAR | | | | | | | | | |

D) Shareholding Pattern of top ten Shareholders:

| S No | Name | Shareholding at the beginning of the year | | Date | Increase / Decrease in Shareholding | % of Total Shares of the Company | Reason For Increase / Decrease | Cumulative Shareholding during the year | |
|------|-----------------------------------|---|----------------------------------|------------|-------------------------------------|----------------------------------|--------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | | | | | No. of shares | % of total shares of the company |
| 1. | Abhilash J Mayur | 5,39,333 | 7.48 | -- | -- | -- | -- | 5,39,333 | 7.4813 |
| 2. | SSJ Finance & Securities Pvt. Ltd | 4,37,902 | 6.07 | 25.01.2018 | (20,119) | 0.27 | Market sale | 4,17,783 | 5.79 |
| | | | | 02.02.2018 | (50) | 0.0006 | Market sale | 4,17,733 | 5.79 |
| | | | | 23.02.2018 | (900) | 0.01 | Market Sale | 4,16,833 | 5.78 |
| | | | | 02.03.2018 | (39,000) | 0.054 | Market Sale | 3,77,833 | 5.24 |
| 3. | Brian Boisseree | 2,68,333 | 3.72 | -- | -- | -- | -- | 2,68,333 | 3.72 |
| 4. | Christopher Schott | 2,60,000 | 3.60 | -- | -- | -- | -- | 2,60,000 | 3.60 |
| 5. | P Shobha Padam J Challani | 2,52,827 | 3.50 | -- | -- | -- | -- | 2,52,827 | 3.50 |
| 6 | Mahesh Narayanan | 3,48,263 | 4.83 | -- | -- | -- | -- | 3,48,263 | 4.83 |
| 7 | Hemendra Ratilal Mehta | 1,75,234 | 2.43 | -- | -- | -- | -- | 1,75,234 | 2.43 |
| 8 | T P Anandh | 175000 | 2.42 | -- | -- | -- | -- | 1,75,000 | 2.42 |
| 9 | Sundaram Raman Sathiswaren | 1,60,600 | 2.22 | 25.01.2018 | (3,000) | (0.04) | Market sale | 1,57,600 | 2.18 |
| | | | | 02.03.2018 | (15,500) | (0.21) | Market sale | 1,42,100 | 1.97 |
| 10 | Leena H Mehta | 1,55,698 | 2.16 | -- | -- | -- | -- | 1,55,698 | 2.16 |

E) Shareholding of Directors and Key Managerial Personnel:

| S No | Name | Shareholding at the beginning of the year | | Date | Increase / Decrease in Shareholding | % of Total Shares of the Company | Reason For Increase / Decrease | Cumulative Shareholding during the year | |
|------|------|---|------------|------|-------------------------------------|----------------------------------|--------------------------------|---|------------|
| | | No. of | % of total | | | | | No. of | % of total |

INVICTA MEDITEK LIMITED

| | | shares | shares of the company | | | | | shares | shares of the company |
|----|--------------------|-----------|-----------------------|----|----|----|----|-----------|-----------------------|
| 1. | Sathish Kumar | 10,30,683 | 14.29 | -- | -- | -- | -- | 10,30,683 | 14.29 |
| 2. | R. Sundararaghavan | 52,781 | 0.73 | -- | -- | -- | -- | 52,782 | 0.73 |

V. INDEBTEDNESS:

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|------------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 0 | 54,01,546 | 0 | 54,01,546 |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | 0 | 0 | 0 | 0 |
| Total (i+ii+iii) | 0 | 54,01,546 | 0 | 54,01,546 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | 0 | 12,66,681 | 0 | 12,66,681 |
| * Reduction | 0 | 0 | 0 | 0 |
| Net Change | 0 | 12,66,681 | 0 | 12,66,681 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 0 | 66,68,245 | 0 | 66,68,245 |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | 0 | 0 | 0 | 0 |
| Total (i+ii+iii) | 0 | 66,68,245 | 0 | 66,68,245 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: Nil

B. Remuneration to other directors: Nil

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD: Nil

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NONE

On Behalf of the Board.
INVICTA MEDITEK LIMITED

Place: Chennai
Date: 28.07.2018

-sd-
R. Sundararaghavan
Managing Director
(DIN: 01197824)

-sd-
K Chandraprakash
Director
(DIN: 03571464)

INVICTA MEDITEK LIMITED

ANNEXURE - D

STATEMENT CONTAINING PARTICULARS PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT

1. CONSERVATION OF ENERGY

(i) the steps taken or impact on conservation of energy;

The Company has been laying emphasis on the conservation of energy and taking several measures like effective control on utilization of energy and regular monitoring of its consumption etc. The adoption of energy conservation measures has helped the Company in reduction of cost and reduced machine down-time.

(ii) the steps taken by the Company for utilising alternate sources of energy;

During the year the Company has not taken any steps for utilizing alternate sources of energy. However the Company is exploring the opportunities to use alternate sources of energy such as solar power, LED lights, etc.

(iii) the capital investment on energy conservation equipments;

During the year the Company has not made any capital investment on energy conservation equipments.

II. TECHNOLOGY ABSORPTION

Research and Development

Though the Company does not have separate R&D establishment, activities are carried out by the design and quality control departments.

Technology absorption, adaptation and innovation

The manufacturing activity is confined to simple cutting and stitching of leather garments and hence absorption, adaptation and innovation of technology do not arise.

III. FOREIGN EXCHANGE EARNINGS AND OUTGO

EARNINGS:

F O B Value of Exports. : NIL

Out Go:

Selling Expenses in Foreign Currencies: : NIL

Foreign Travel : NIL

On Behalf of the Board.
INVICTA MEDITEK LIMITED

Place: Chennai
Date: 28.07.2018

-sd-
R. Sundararaghavan
Managing Director
(DIN: 01197824)

-sd-
K Chandraprakash
Director
(DIN: 03571464)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS INVICTA MEDTEK LIMITED

Report on the Financial Statements

1. We have audited the accompanying Ind As financial statements of **M/S INVICTA MEDTEK LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss (Including other Comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind As financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the Indian accounting standards (Ind AS) specified under section 133 of the Act read with companies (India Accounting standards) Rules 2015, as amended, and other accounting principles generally accepted in India.
3. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these Ind As financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
4. We conducted our audit of the Ind As financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
5. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind As financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind As financial statements.
6. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind As financial statements.

Basis of Qualified opinion

7. The company's Non Current Financial Assets includes an amount of Rs.70,54,171/- (Amount Sanctioned during the year –Rs. Nil) Being Outstanding of Non current financial Assets given to one of the director without obtaining prior approval of central government as per section 185 of the Companies Act 2013.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, Except for the effects of the Matter described in the Basis of Qualified Opinion paragraph the aforesaid Ind As financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31st March, 2018, and its loss, total comprehensive income, changes in equity and its Statement of cash flows for the year ended on that date.

Emphasis of Matter

Attention of the shareholders is drawn to Note No.1 of Notes to accounts which elaborate the ability of the company to continue as a going concern. Our opinion is not qualified in respect of the said matter.

Report on Other Legal and Regulatory Requirements

8. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-I, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

9. As required by section 143(3) of the Act, We report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of accounts.
- (d) In our opinion, the aforesaid Ind As financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
- (e) On the basis of written representations received from the directors, as on 31st March 2018 and taken on record by the Board of Directors, none of the Directors of the company is disqualified as on 31st March 2018 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position in its Ind As financial statements
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. An amount of Rs.56,618/- pending preferential allotment which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place: Chennai
Date : 30.05.2018

For CHANDRAN & RAMAN
Chartered Accountants
Firm Registration No. 000571S

-Sd-

(S.PATTABHIRAMAN)
Partner
M.No. - 14309

ANNEXURE-I TO AUDITORS' REPORT

Referred to in Paragraph 8 of the Report of even date:

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and according to the information and explanations given to us during the course of the audit and on the basis of such checks as we considered appropriate, we report that :

(i) In respect of Fixed Assets:

The company had only one item of Asset (Printer) as on 01.04.2017, the balance (Net of Depreciation) as on 01.04.2017 being Rs.1127/-. The said balance has been written off in full during the current financial year in the books in accordance with rates prescribed for assets costing less than Rs.5000/- in Schedule II of the Companies Act 2013. As the company did not own any item of fixed assets during the financial year 2017-18 other than the asset stated above the clauses i(a),i(b),i(c) of the companies (Auditor's Report) order, 2016 is not applicable.

(ii) In respect of Inventories

The Company had an inventory balance Rs.1892763/- as on 01.04.2017. As the Realizable value of the said inventory in the opinion of the management is Nil. The entire balance has been charged off to the statement of Profit & Loss Account of the Current Year. In view of the fact that the company did not carry on any business activity it did not procure nor carry any inventory during the financial year 2017-18. Accordingly the para ii(a) of the companies (Auditor's Report) order, 2016 is not applicable.

(iii) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. **However, Non current Financial Assets includes an amount of Rs.70,54,171/- (Amount sanctioned during the year Rs.nil) being outstanding of loans given to one of the directors, without obtaining the prior approval as per section 185 of companies act 2013.**

(v) The Company has not accepted deposits from public. Hence we have no comments to offer in respect of the same.

(vi) According to the information and explanations given to us, the central government has not prescribed the maintenance of cost records under section 148 (1) of the act, for the company.

(vii) In respect of Statutory Dues:

a) As the Company did not carry on any activity during the financial year 2017-18, there was no necessity to deposit with appropriate authority any statutory dues towards Employees State Insurance, service tax, sales tax, excise duty, Cess and other material statutory dues.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31.03.2018 for a period of more than six months from the date they became payable.

(b) According to information and explanations given to us, there are no dues of income tax, sales tax, service tax, customs duty, excise duty and cess which have not been deposited on account of any dispute.

- (viii) According to the information and explanations given to us, the company has not defaulted in repayment of loans to bank.
- (ix) The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) during the period covered relevant financial year. Also the company has not taken any term loans during the relevant financial year.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) No Managerial Remuneration has been paid / provided by the company in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the companies act.
- (xii) The Company is not a Nidhi Company and hence the provisions para 3(xii) of the order referred to in Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of subsection (11) of Section 143 of the Act does not apply to the Company.
- (xiii) In our opinion all transactions with the related parties are in compliance with the provisions of section 177 and section 188 of the companies Act 2013, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- (Xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: Chennai
Date : 30.05.2018

For CHANDRAN & RAMAN
Chartered Accountants
Firm Registration No. 000571S

-SD-
(S.PATTABHIRAMAN)
Partner
M.No. - 014309

Annexure – II to Independent Auditor’s Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Invicta Meditek Limited (“the Company”) as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions

and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Chennai
Date: 30.05.2018

For CHANDRAN & RAMAN
Chartered Accountants
FRN: 000571S
-SD-
(S.PATTABHIRAMAN)
Partner
M.No. - 014309

INVICTA MEDITEK LIMITED

A. NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE FY 2017-18

1. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

(i) Statement of Compliance and basis of preparation

The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015.

Upto the year ended 31 March, 2017, the Company prepared its financial statements in accordance with the requirements of Indian GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006. This is the Company's first Ind AS financial statements. The date of transition to Ind AS is 1 April, 2016.

(ii) Basis of preparation and measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

b) First-time adoption – mandatory exceptions, optional exemptions

Overall principle

The Company has prepared the opening balance sheet as per Ind AS as of April 1, 2016 (the transition date) by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying items from previous GAAP to Ind AS as required under Ind AS, and applying Ind AS in measurement of recognised assets and liabilities. However, this principle is subject to the certain exception and certain optional exemptions availed by the Company as detailed below.

Derecognition of financial assets and financial liabilities

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

Classification of debt instruments

The Company has determined the classification of debt instruments in terms of whether they meet the amortised cost criteria or the FVTOCI criteria based on the facts and circumstances that existed as of the transition date.

INVICTA MEDITEK LIMITED

Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

Deemed cost for property, plant and equipment, investment property, and intangible assets

The Company has elected to continue with the carrying value of all of its plant and equipment, investment property, and intangible assets recognised as of 1 April, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Determining whether an arrangement contains a lease

The Company has applied Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease to determine whether an arrangement existing at the transition date contains a lease on the basis of facts and circumstances existing at that date.

Treatment of exchange differences

The exchange differences arising on settlement / restatement of long-term foreign currency monetary items are taken into Statement of Profit and Loss.

The Company has availed the exemption and continue the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP, i.e 31.03.2017.

c) Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

d) Cash and cash equivalents (for purpose of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

e) Cash flow statement

Cash flows are reported using indirect method, whereby Profit before tax reported under statement of profit/ (loss) is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.

f) Property, plant and equipment

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1 April, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

INVICTA MEDITEK LIMITED

All the items of property, plant and equipment are stated at historical cost net off cenvat credit less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Intangible assets acquired in business combinations are stated at fair value as determined by the management of the Company on the basis of valuation by expert valuers, less accumulated amortisation. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful life is taken in accordance with Schedule II to the Companies Act, 2013.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

g) Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

De-recognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Useful lives of intangible assets

Intangible assets are amortized over their estimated useful life on straight line method in five years.

Deemed cost on transition to Ind AS

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognised as of 1 April, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

h) Revenue recognition

Revenue is measured at the fair value of consideration received or receivable. Amount disclosed as revenue are net of return, trade allowances, rebates, service taxes and amount collected on behalf of third parties.

INVICTA MEDITEK LIMITED

The company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been mapped for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and specifics of each arrangements.

i) Foreign exchange gains and losses

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is INR.

In preparing the financial statements the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Treatment of exchange differences

The exchange differences arising on settlement / restatement of long-term foreign currency monetary items are taken into Statement of Profit and Loss.

j) Financial instruments

Non derivative financial assets

Initial recognition and measurement

Financial assets are recognised at its fair value plus or minus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Subsequent measurement

Financial assets measured at amortised cost:

A financial asset is subsequently measured at amortised cost, using the effective interest method and net of any impairment loss, if:

- The asset is held within the business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest.

Derecognition

Financial assets are derecognised when and only when:

- The contractual rights to the cash flows from the financial asset expire, or
- The right to receive cash flows from the asset has been transferred; or
- The contractual right to receive the cash flow is retained and also an obligation to pay the received cash flows in full without material delay to a third party under an arrangement is assumed.

Non derivative financial liabilities

Initial recognition and measurement

Financial liabilities are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value and in

INVICTA MEDITEK LIMITED

the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include borrowings and other financial liabilities.

Subsequent measurement

Financial liabilities measured at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest method. Gains and losses are recognised in profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognised upon extinguishment of such liability, i.e., through discharge or cancellation or expiration of the obligation under the liability. An exchange of debt instruments with substantially different terms or a substantial modification of the terms of the existing financial liability or part of it shall be accounted for as extinguishment of original financial liability and recognition of new financial liability. Any differences arising between the respective carrying amount is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial asset and financial liability are offset and the net amount presented in the balance sheet when and only when the Company:

- Currently has a legally enforceable right to set off the recognised amounts; and
- Intends either to settle on a net basis, or to realised the asset and settle the liability simultaneously.

k) Impairment

Financial assets (including receivables)

Expected loss are measured and provided either at an amount equal to (a) 12 month expected losses; or (b) lifetime expected losses. If the credit risk of the financial instrument has not increased significantly since inception, then an amount equal to 12 month expected credit loss is provided. In other cases, lifetime credit losses shall be provided.

Non financial assets

The carrying amounts of the Company's non financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Impairment losses are provided for Cash Generating Units (CGU) and also for individual assets.

Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (Company of units) on a pro rata basis.

Impairment loss of individual assets being the excess of the carrying amount over its recoverable amount is recognised in the Statement of Profit & Loss.

On review of impairment loss at the end of each reporting period any decrease in or non existence of impairment loss are recognised accordingly.

INVICTA MEDITEK LIMITED

l) Employee benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The company's post employment retirement benefit for employees is provided for as and when the liability arises by means of gratuity.

m) Leases

Leases under which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments under operating leases are recognized as an expense on a straight line basis in net profit in the Statement of Profit and Loss over the lease term.

n) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

o) Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

p) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

INVICTA MEDITEK LIMITED

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities."

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

q) Provisions and contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

INVICTA MEDITEK LIMITED

r) Share issue expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 52 of the Companies Act, 2013, to the extent any balance is available for utilisation in the Securities Premium Account. Share issue expenses in excess of the balance in the Securities Premium Account, if any is expensed in the Statement of Profit and Loss.

s) Fair value measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or a liability acting in their best economic interest. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

t) Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

u) Service tax / GST input credit

Service tax / GST input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing/ utilising the credits.

v) Operating Cycle

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

w) Current and non Current classification :

i. The assets and liabilities in the Balance Sheet are based on current/ non - current classification. An asset as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non - current.

ii A liability is current when:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are treated as non - current. Deferred tax assets and liabilities are classified as non - current assets and liabilities.

INVICTA MEDITEK LIMITED

B) Notes on Accounts

1) Discontinued Operation

The company has discontinued its operations since 24th of February 2009 and has sold its entire asset pursuant to sale agreement with TTK Healthcare Limited in the FY 2009-10. The company has accumulated losses of Rs.7,18,47,221 which is more than 50% of its net worth, and had incurred cash losses of Rs.12,86,731/- during the Financial year 2017-18 (FY 2016-17 – Rs.9,05,033 /-). Hence all the assets and liabilities are adjusted to its net realizable value.

2) Loan to Directors

Short Term Loans and advances includes an amount of Rs.70,54,171/- (amount sanctioned during the year Rs.NIL) being outstanding of loans given to one of the directors, without obtaining the prior approval of Central Government as per section 185 of Companies Act 2013.

3) Contingent Liabilities – Nil

4) Previous year figures have been regrouped and recast to confirm with current year classification.

For and behalf of the Board of Directors

For Chandran & Raman
Chartered Accountants
Firm Regn No: 000571S

-SD-

S.Pattabiraman
Partner
Membership No. 014309

For INVICTA MEDITEK LIMITED.,

-SD-

R.SUNDARARAGHAVAN
Managing Director
(DIN: 01197824)

-SD-

SWAPNA SUNDARARAGHAVAN
Director
(DIN: 01925157)

Place: Chennai
Date : 30.05.2018

INVICTA MEDTEK LIMITED
CIN : L51102TN1992PLC022948

Shop No.G-27, Phase 1, Ground Floor, Spencer Plaza, Anna Salai, Chennai - 600 002

BALANCE SHEET AS AT 31 MARCH, 2018

| Particulars | Notes | As at | As at | As at |
|-------------------------------------|-------|------------------|------------------|------------------|
| | | 31.03.2018 | 31.03.2017 | 01.04.2016 |
| A. ASSETS | | | | |
| 1. Non-current assets | | | | |
| (a) Property, Plant and Equipment | 2 | - | 1,127 | 3,311 |
| (b) Financial Assets | | | | |
| (i) Loans | 3 | 70,54,171 | 70,47,151 | 70,47,151 |
| (ii) Other financial Assets | 4 | 2,500 | 2,500 | 2,500 |
| | | 70,56,671 | 70,50,778 | 70,52,962 |
| 2. Current assets | | | | |
| (a) Inventories | 5 | - | 18,92,763 | 18,92,763 |
| (b) Financial Assets | | | | |
| (i) Trade receivables | 6 | - | - | - |
| (ii) Cash and cash equivalents | 7 | 9,270 | 16,281 | 15,431 |
| (iii) Other Financial Assets | 8 | 52,642 | 52,642 | 52,642 |
| (b) Other current assets | 9 | - | 12,047 | 12,047 |
| | | 61,912 | 19,73,733 | 19,72,883 |
| TOTAL ASSETS | | 71,18,583 | 90,24,511 | 90,25,845 |
| B. EQUITY AND LIABILITIES | | | | |
| Equity | | | | |
| (a) Equity Share capital | 10 | 7,20,90,410 | 7,20,90,410 | 7,20,90,410 |
| (b) Other Equity | 11 | (7,18,47,221) | (7,05,60,490) | (6,96,55,457) |
| | | 2,43,189 | 15,29,920 | 24,34,953 |
| Liabilities | | | | |
| 1 Non-Current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| (i) Borrowings | 12 | 66,68,245 | 54,01,546 | 45,25,464 |
| (ii) Other financial liabilities | 13 | 0 | 0 | 0 |
| (b) Deferred tax liabilities (net) | | | | |
| (c) Other non-current liabilities | | | | |
| | | 66,68,245 | 54,01,546 | 45,25,464 |
| 2 Current liabilities | | | | |
| (a) Financial Liabilities | | | | |
| (i) Trade payables | | | | |
| (ii) Other financial liabilities | 14 | 99,857 | 3,73,399 | 3,65,782 |
| (b) Other Current Liabilities | 15 | 1,07,292 | 1,07,292 | 87,292 |
| (c) Provisions | 16 | - | 16,12,354 | 16,12,354 |
| | | 2,07,149 | 20,93,045 | 20,65,428 |
| Total equity and liabilities | | 71,18,583 | 90,24,511 | 90,25,845 |

Notes No.1 to 4 to the financial statements and the significant Accounting Policies annexed form integral part of the Balance sheet

For and On Behalf of the Board of Directors
INVICTA MEDITEK LTD.,

R.Sundararaghavan Swapna Sundararaghavan.
-Sd- -Sd-
Managing Director Director
(DIN:01197824) (DIN:01925157)
Place : Chennai Date : 30.05.2018

For Chandran & Raman
Chartered Accountants
Firm Regd. No:0005715
-Sd-
S.Pattabiraman – Partner
M.No:014309

INVICTA MEDITEK LIMITED
CIN : L51102TN1992PLC022948
Shop No.G-27, Phase 1, Ground Floor, Spencer Plaza, Anna Salai, Chennai - 600 002

Statement of Profit and Loss for the year ended 31st March 2018

(Amount in Rs.)

| Particulars | | Notes | For the Year ended 31st March 2018 | For the year ended 31st March 2017 |
|-------------|---|-------|---------------------------------------|---------------------------------------|
| I. | Revenue from operations | 17 | - | - |
| II. | Other income | 18 | 17,34,166 | - |
| III. | Total Revenue (I + II) | | 17,34,166 | - |
| IV. | Expenses: | | | |
| | Changes in inventories of finished goods, work-in-progress and Stock-in-Trade | 19 | 18,92,763 | - |
| | Employee benefits expense | 20 | 2,95,600 | 2,73,600 |
| | Depreciation and amortization expense | 2 | 178 | 2,184 |
| | Other expenses | 21 | 8,32,356 | 6,29,249 |
| | Total expenses (IV) | | 30,20,897 | 9,05,033 |
| V. | Profit before exceptional items and tax (III-IV-V) | | (12,86,731) | (9,05,033) |
| VI. | Exceptional items | | - | - |
| VII. | Profit / Loss after exceptional items and before tax (V- VI) | | (12,86,731) | (9,05,033) |
| VIII | Tax expense: | | | |
| | (1) Current tax | | - | - |
| | (2) Deferred tax | | - | - |
| XI | Profit (Loss) for the period from continuing operations (VII-VIII) | | (12,86,731) | (9,05,033) |
| X | Profit/(loss) from discontinuing operations | | - | - |
| XI | Tax expense of discontinuing operations | | - | - |
| XII | Profit/(loss) from Discontinuing operations (after tax) (X-XI) | | - | - |
| XIII | Profit (Loss) for the period (XIV + XV) | | (12,86,731.18) | (9,05,033.00) |
| XIV | Other Comprehensive Income | | | |
| | A. (i) Items that will not be reclassified to profit or loss (ii) Income tax relating to items that will not be reclassified to profit or loss | | | |
| | B. (i) Items that will be reclassified to profit or loss (ii) Income tax relating to items that will be reclassified to profit or loss | | | |
| XV | Total Comprehensive Income for the period (XIII+XIV) comprising Profit (Loss) and Other comprehensive Income for the period) | | (12,86,731.18) | (9,05,033.00) |
| XVI | Earnings per equity share (for continuing operation): | | | |
| | (1) Basic | 22 | -0.18 | -0.13 |
| | (2) Diluted | | | |

For and On Behalf of the Board of Directors

INVICTA MEDITEK LTD.,

R.Sundararaghavan

Swapna Sundararaghavan.

-Sd-

-Sd-

Managing Director
(DIN:01197824)

Director
(DIN:01925157)

For Chandran & Raman

Chartered Accountants

Firm Regd. No:0005715

-Sd-

S.Pattabiraman – Partner
M.No:014309

Place : Chennai ,

Date : 30.05.2018

INVICTA MEDTEK LIMITED
CIN : L51102TN1992PLC022948

Statement of Change in Equity for the Year ended March 31, 2018

A. Equity Share Capital

For the Year Ended 31st March, 2018

| Balance as at 01st April, 2017 | Changes in equity share capital during the year | Balance as at 31st March, 2018 |
|--------------------------------|---|--------------------------------|
| 7,20,90,410 | - | 7,20,90,410 |

For the Year Ended 31st March, 2017

| Balance as at 01st April, 2016 | Changes in equity share capital during the year | Balance as at 31st March, 2017 |
|--------------------------------|---|--------------------------------|
| 7,20,90,410 | - | 7,20,90,410 |

B. Other Equity

| Particulars | Reserves & Surplus | | | | Other comprehensive income | Total |
|---|--------------------|-----------------|-----------------|-------------------|----------------------------|---------------|
| | Securities premium | General reserve | Capital reserve | Retained earnings | Actuarial Gain / (Loss) | |
| Balance at the beginning of April 1, 2016 | 1,50,45,205 | - | 52,81,355 | (8,99,82,017) | - | (6,96,55,457) |
| Premium on shares issued during the year | - | - | - | - | - | - |
| Share issue costs | - | - | - | - | - | - |
| ESOP compensation expense | - | - | - | - | - | - |
| Equity instruments of other entity | - | - | - | - | - | - |
| Total comprehensive income for the year | - | - | - | (9,05,033) | - | (9,05,033) |
| Transfer to retained earnings | - | - | - | - | - | - |
| Redemption of Preference shares-CRR | - | - | - | - | - | - |
| Balance at the end of March 31, 2017 | 1,50,45,205 | - | 52,81,355 | (9,08,87,050) | - | (7,05,60,490) |
| Balance at the beginning of April 1, 2017 | 1,50,45,205 | - | 52,81,355 | (9,08,87,050) | - | (7,05,60,490) |
| Premium on shares issued during the year | - | - | - | - | - | - |
| Share issue costs | - | - | - | - | - | - |
| ESOP compensation expense | - | - | - | - | - | - |
| Equity instruments of other entity | - | - | - | - | - | - |
| Total comprehensive income for the year | - | - | - | (12,86,731) | - | (12,86,731) |
| Transfer to retained earnings | - | - | - | - | - | - |
| Redemption of Preference shares-CRR | - | - | - | - | - | - |
| Balance at the end of March 31, 2018 | 1,50,45,205 | - | 52,81,355 | (9,21,73,781) | - | (7,18,47,221) |

For and On Behalf of the Board of Directors

INVICTA MEDITEK LTD.,

R.Sundararaghavan Swapna Sundararaghavan.

-Sd-

-Sd-

Managing Director

Director

(DIN:01197824)

(DIN:01925157)

For Chandran & Raman

Chartered Accountants

Firm Regd. No:0005715

-Sd-

S.Pattabiraman -(Partner)

M.No:014309

Place : Chennai ,

Date : 30.05.2018

NOTES TO THE FINANCIAL STATEMENTS

These financial statements, for the year ended 31 March 2018, are the first the Company has prepared in accordance with Ind-AS. For periods up to and including the year ended 31 March 2017, the Company prepared its financial statements in accordance with statutory reporting requirement in India immediately before adopting Ind AS ('previous GAAP').

Accordingly, the Company has prepared financial statements which comply with Ind-AS applicable for periods ending on or after 31 March 2018, together with the comparative period data as at and for the year ended 31 March 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2016, the Company's date of transition to Ind-AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2016 and the financial statements as at and for the year ended 31 March 2017.

Exemptions applied

Deemed cost for Property Plant and Equipment and intangible assets:

A.1 Effect of Ind AS adoption for Balance Sheet

The following reconciliations provides the effect of transition to Ind AS from IGAAP in accordance with Ind AS 101

- (i) Equity as at April 1, 2016 and March 31, 2017
- (ii) Net profit for the year ended March 31, 2017

i) Reconciliation of total equity as at 31 March, 2017 and 1 April, 2016

| Particulars | (Rs. '000) | |
|--|---------------------|--------------------|
| | As at 01/04/2016 | As at 31/3/2017 |
| Total equity (shareholders' funds) as reported under previous GAAP | 67,26,899 | 58,21,866 |
| Effect of Estimated Credit Loss on Trade Receivable | - | - |
| Total adjustments to equity | - | - |
| Equity as reported under IND AS | 67,26,899 | 58,21,866 |

ii) Effect of Ind AS adoption on the statement of profit and loss for the year ended 31 March, 2017

| Particulars | | Year ended 31 March, 2017 (Latest period presented under previous GAAP) | | |
|---|---|--|----------------------------------|------------|
| | | Previous GAAP | Effect of Transition to Ind AS * | Ind AS |
| 1. Revenue | | | | |
| | (a) Revenue from operations | - | | - |
| 2. Total revenue | | - | - | - |
| 3. Expenses | | | | |
| | (a) Employee benefits expense | 2,73,600 | - | 2,73,600 |
| | (b) Depreciation and amortisation expense | 2,184 | - | 2,184 |
| | (c) Other expenses | 6,29,249 | - | 6,29,249 |
| 4. Total expenses | | 9,05,033 | - | 9,05,033 |
| 5. Loss before exceptional items and tax expense (2-4) | | (9,05,033) | - | (9,05,033) |
| 6. Loss before tax (5-6) | | (9,05,033) | - | (9,05,033) |
| 7. Tax expense | | | | |
| | (a) Current tax | - | | - |
| | (b) Deferred tax | - | | - |
| | | - | - | - |
| 8. Loss after tax (7-8) | | (9,05,033) | - | (9,05,033) |
| 9. Other Comprehensive Income | | | | |
| | (i) Items that will not be reclassified to Profit and Loss | - | - | - |
| | (ii) Income tax relating to items that will not be reclassified to Profit and Loss - Defined benefit obligation | - | - | - |
| 10. Total other comprehensive income | | - | - | - |
| 11. Total comprehensive loss for the year (9+11) | | (9,05,033) | - | (9,05,033) |

* Figure as per previous I GAAP has been regrouped in line with the reclassification requirement of IND As and has not been considered in "Effect of Transition to Ind AS" due to Ind As.

Reconciliation of total comprehensive income for the year ended 31 March, 2017

| Particulars | Year ended 31.03.2016 (Latest period presented under previous GAAP) |
|--|--|
| Profit/(Loss) as per previous GAAP | (9,05,033) |
| Adjustments: | |
| Effect of Estimated Credit Loss | - |
| Total effect of transition to Ind AS | (9,05,033) |
| Other comprehensive income for the year (net of tax) | - |
| Total comprehensive income under Ind AS | (9,05,033) |

INVICTA MEDTEK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

52. First-time Ind AS adoption reconciliations

a) Effect of Ind AS adoption on the balance sheet as at 31 March, 2017 and 1 April, 2016

| Particulars | As at 31 March, 2017 | | | As at 1 April, 2016 | | |
|-------------------------------------|----------------------|--------------------------------|---------------|---------------------|--------------------------------|---------------|
| | Previous GAAP** | Effect of Transition to Ind AS | As per Ind AS | Previous GAAP** | Effect of Transition to Ind AS | As per Ind AS |
| A. ASSETS | | | | | | |
| 1. Non-current assets | | | | | | |
| (a) Property, Plant and Equipment | 1,127 | | 1,127 | 3,311 | | 3,311 |
| (b) Financial Assets | | | | | | |
| (i) Loans | 70,47,151 | | 70,47,151 | 70,47,151 | | 70,47,151 |
| (ii) Other financial Assets | 5,72,054 | | 5,72,054 | 5,72,054 | 5,69,554 | 2,500 |
| | 76,20,332 | - | 76,20,332 | 76,22,516 | 5,69,554 | 70,52,962 |
| 2. Current assets | | | | | | |
| (a) Inventories | 18,92,763 | | 18,92,763 | 18,92,763 | - | 18,92,763 |
| (b) Financial Assets | | | | | | |
| (i) Trade receivables | - | | - | - | | - |
| (ii) Cash and cash equivalents | 16,280 | | 16,280 | 15,431 | | 15,431 |
| (iii) Other Financial Assets | 49,32,269 | | 49,32,269 | 49,32,269 | 48,79,627 | 52,642 |
| (b) Other current assets | 12,047 | | 12,047 | 12,047 | - | 12,047 |
| | 68,53,359 | - | 68,53,359 | 68,52,510 | 48,79,627 | 19,72,883 |
| TOTAL ASSETS | 1,44,73,691 | - | 1,44,73,691 | 1,44,75,026 | 54,49,181 | 90,25,845 |
| B. EQUITY AND LIABILITIES | | | | | | |
| Equity | | | | | | |
| (a) Equity Share capital | 7,20,90,410 | | 7,20,90,410 | 7,20,90,410 | | 7,20,90,410 |
| (b) Other Equity | (6,62,68,544) | | (6,62,68,544) | (6,53,63,511) | 42,91,946 | (6,96,55,457) |
| | 58,21,866 | - | 58,21,866 | 67,26,899 | 42,91,946 | 24,34,953 |
| Liabilities | | | | | | |
| 1 Non-Current Liabilities | | | | | | |
| (a) Financial Liabilities | | | | | | |
| (i) Borrowings | 54,01,546 | | 54,01,546 | 45,25,464 | | 45,25,464 |
| (ii) Other financial liabilities | 11,57,235 | | 11,57,235 | 11,57,235 | 11,57,235 | - |
| (b) Deferred tax liabilities (net) | - | | - | - | | - |
| (c) Other non-current liabilities | - | | - | - | | - |
| | 65,58,781 | - | 65,58,781 | 56,82,699 | 11,57,235 | 45,25,464 |
| 2 Current liabilities | | | | | | |
| (a) Financial Liabilities | | | | | | |
| (i) Trade payables | | | | | | |
| (ii) Other financial liabilities | 3,73,399 | | 3,73,399 | 3,65,782 | - | 3,65,782 |
| (b) Other Current Liabilities | 1,07,292 | | 1,07,292 | 87,292 | | 87,292 |
| (c) Provisions | 16,12,354 | | 16,12,354 | 16,12,354 | | 16,12,354 |
| | 20,93,045 | - | 20,93,045 | 20,65,428 | - | 20,65,428 |
| Total equity and liabilities | 1,44,73,692 | - | 1,44,73,692 | 1,44,75,026 | 54,49,181 | 90,25,845 |

Notes

Explanation for Reconciliation of Statement of Profit & Loss as previously reported under I Gaap to Ind As.

a. Trade Receivable
Expected Credit Loss

Under Indian GAAP, the company has created provision for impairment of trade receivable consist only in respect of specific amount for incurred loss. Under Ind As, impairment allowance has been determined based on expected credit loss model (ECL). Due to this model, the Company impaired its trade receivable by Rs.86,04,610 as on transition date which has been recognised in retained earning Rs.86,04,610.

b. Other Equity

1 Adjustments to Retained earnings and Other Comprehensive Income has been made in accordance with Ind As, for the above mentioned line items

* Figure as per previous I GAAP has been regrouped in line with the reclassification requirement of IND As and has not been considered in "Effect of Transition to Ind AS" due to Ind As.

Notes to the Financial Statements
 Note No.2 Property, Plant & Equipment

| | | Fixed Assets | | | Gross Block | | | Accumulated Depreciation | | | Net block | |
|---|-----------------|----------------------------|------------------------|-----------------------------|----------------------------|----------------------------------|----------------------|----------------------------|-----------------------------|------------------------------|-----------|--|
| | | Balance as at 1 April 2016 | Additions/ (Disposals) | Balance as at 31 March 2017 | Balance as at 1 April 2016 | Depreciation charge for the year | Additions/ disposals | Balance as at 1 April 2017 | Balance as at 31 March 2017 | Balance as at 1st April 2016 | | |
| a | Tangible Assets | | | | | | | | | | | |
| 1 | Samsung Printer | 3,311 | 0 | 3,311 | - | 2,184 | - | 2,184 | 1,127 | 3,311 | | |
| | Total | 3,311 | 0 | 3,311 | - | 2,184 | - | 2,184 | 1,127 | 3,311 | | |

| | | Fixed Assets | | | Gross Block | | | Accumulated Depreciation | | | Net block | |
|---|------------------|----------------------------|------------------------|-----------------------------|----------------------------|----------------------------------|----------------------|----------------------------|-----------------------------|-----------------------------|-----------|--|
| | | Balance as at 1 April 2017 | Additions/ (Disposals) | Balance as at 31 March 2018 | Balance as at 1 April 2017 | Depreciation charge for the year | Additions/ disposals | Balance as at 1 April 2018 | Balance as at 31 March 2018 | Balance as at 31 March 2017 | | |
| a | Tangible Assets | | | | | | | | | | | |
| 1 | Samsung Printer* | 3,311 | (3,311) | - | 2,184 | 178 | 949 | 1,413 | - | 1,127 | | |
| | Total | 3,311 | (3,311) | - | 2,184 | 178 | 949 | 1,413 | - | 1,127 | | |

* During The Year Rs.949/- have been discarded

Note No.3 Long term loans and Advances

| Long Term Loans and Advances | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|--|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| a. Loans and advances to related parties Unsecured, considered good (Loan to Mr. Sathish Kumar - Director) | 70,54,171 | 70,47,151 | 70,47,151 |
| | 70,54,171 | 70,47,151 | 70,47,151 |

| | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|---|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Directors * | 70,54,171 | 70,47,151 | 70,47,151 |
| Other officers of the Company * | | | - |
| Firm in which director is a partner * | | | - |
| Private Company in which director is a member | | | - |
| Grand Total | 70,54,171 | 70,47,151 | 70,47,151 |

Note No.4 Other Financial Assets

| Other Financial Assets | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|--|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| a. Security Deposits Secured, considered good Unsecured, considered good Doubtful | 2,500 | 2,500 | 2,500 |
| | 2,500 | 2,500 | 2,500 |

Note No.4 Inventories

| Inventories | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|--------------|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Inventories* | - | 18,92,763 | 18,92,763 |
| | - | 18,92,763 | 18,92,763 |

* In the opinion of Management

Note No.6 Trade Receivables

| Trade Receivables | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|---|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Trade receivables outstanding for a period less than six months from the date they are due for payment | | | |
| Secured, considered good | - | - | - |
| Unsecured, considered good | - | - | - |
| Unsecured, considered doubtful | - | - | - |
| Less: Provision for doubtful debts | - | - | - |
| | - | - | - |

Note No.7 Cash and cash equivalents

| Cash and cash equivalents | As at | As at | As at |
|----------------------------|---------------|---------------|----------------|
| | 31 March 2018 | 31 March 2017 | 1st April 2016 |
| | Rs. | Rs. | Rs. |
| a. Balances with banks* | 9,270 | 8,946 | 8,096 |
| b. Cheques, drafts on hand | - | - | - |
| c. Cash on hand* | - | 7,335 | 7,335 |
| d. Others (specify nature) | - | - | - |
| Grand Total | 9,270 | 16,281 | 15,431 |

Note No.8 Loans

| Short-term loans and advances | As at | As at | As at |
|---|---------------|---------------|----------------|
| | 31 March 2018 | 31 March 2017 | 1st April 2016 |
| | Rs. | Rs. | Rs. |
| a. Others Unsecured, considered good | 52,642 | 52,642 | 52,642 |
| Grand Total | 52,642 | 52,642 | 52,642 |

Note No.9 Other Current Assets

| Other current assets | As at | As at | As at |
|----------------------|---------------|---------------|----------------|
| | 31 March 2018 | 31 March 2017 | 1st April 2016 |
| | Rs. | Rs. | Rs. |
| Input Vat Credit | - | 12,047 | 12,047 |
| Total | - | 12,047 | 12,047 |

Note No.10 Share Capital

| Share Capital | As at 31 March 2018 | | As at 31 March 2017 | | As at 1st April 2016 | |
|--|---------------------|--------------------|---------------------|--------------------|----------------------|--------------------|
| | Number | Rs. | Number | Rs. | Number | Rs. |
| Authorized | | | | | | |
| 2,50,00,000 Equity shares of Rs. 10 each | 2,50,00,000 | 25,00,00,000 | 2,50,00,000 | 25,00,00,000 | 2,50,00,000 | 25,00,00,000 |
| Issued | | | | | | |
| 72,09,041 Equity shares of Rs. 10 each | 72,09,041 | 7,20,90,410 | 72,09,041 | 7,20,90,410 | 72,09,041 | 7,20,90,410 |
| Subscribed & Paid up | | | | | | |
| 72,09,041 Equity shares of Rs. 10 each | 72,09,041 | 7,20,90,410 | 72,09,041 | 7,20,90,410 | 72,09,041 | 7,20,90,410 |
| Total | 72,09,041 | 7,20,90,410 | 72,09,041 | 7,20,90,410 | 72,09,041 | 7,20,90,410 |

a) The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2018 and March 31, 2017 is set out below:

| Particulars | Equity Shares | |
|---|---------------|-------------|
| | Number | Rs. |
| Shares outstanding at the beginning of the year | 72,09,041 | 7,20,90,410 |
| Shares issued during the year | - | - |
| Shares bought back during the year | - | - |
| Shares outstanding at the end of the year | 72,09,041 | 7,20,90,410 |

b) Number of Shares held by each shareholder having more than 5% shares:

| Name of Shareholder | As at 31 March 2018 | | As at 31 March 2017 | | As at 1st April 2016 | |
|---------------------|---------------------|--------------|---------------------|--------------|----------------------|--------------|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| MR SATHISH KUMAR | 10,30,683 | 14.30 | 10,30,693 | 14.30 | 10,30,693 | 14.30 |

c) The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. Equity Shareholders are eligible to dividend proposed by the Board of Directors as approved by Shareholders in the ensuing Annual General Meeting.

d) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

Note No.11 Reserves and Surplus

| <u>Reserves & Surplus</u> | As at | As at | As at |
|--|----------------------|----------------------|----------------------|
| | 31 March 2018 | 31 March 2017 | 1st April 2016 |
| | Rs. | Rs. | Rs. |
| a) Retained Earnings | (9,21,73,781) | (9,08,87,050) | (8,99,82,017) |
| b) Other Reserves | | | |
| Capital Reserves | | | |
| Opening Balance | 52,81,355 | 52,81,355 | 52,81,355 |
| (+) Current Year Transfer | 0 | 0 | 0 |
| (-) Written Back in Current Year | 0 | 0 | 0 |
| Closing Balance | 52,81,355 | 52,81,355 | 52,81,355 |
| Securities Premium Account | | | |
| Opening Balance | 1,50,45,205 | 1,50,45,205 | 1,50,45,205 |
| Add : Securities premium credited on Share issue | 0 | 0 | 0 |
| Less : Premium Utilized for various reasons | 0 | 0 | 0 |
| Premium on Redemption of Debentures | 0 | 0 | 0 |
| For Issuing Bonus Shares | 0 | 0 | 0 |
| Closing Balance | 1,50,45,205 | 1,50,45,205 | 1,50,45,205 |
| Total | (7,18,47,221) | (7,05,60,490) | (6,96,55,457) |

a) Retained Earnings

| <u>Particulars</u> | As at 1st April 2016 |
|--|--------------------------|
| Retained Earnings as at 1st April 2016 (IGAAP) | (8,56,90,071) |
| Ind As Adjustments | |
| Reinstatement of Current Other Financial Assets | (5,69,554) |
| Reinstatement of Non Current Other Financial Assets | (48,79,627) |
| Reinstatement of Non Current Other Financial Liabilities | 11,57,235 |
| Retained Earnings as at 1st April 2016 (Ind As) | (8,99,82,017) |
| <u>Particulars</u> | As at 31st March 2017 |
| Retained Earnings -Balance before Ind As Adjustments as at 31st March 2017 | (8,65,95,104) |
| Ind As Adjustments (as at 1st April 2016) | |
| Reinstatement of Current Other Financial Assets | (5,69,554) |
| Reinstatement of Non Current Other Financial Assets | (48,79,627) |
| Reinstatement of Non Current Other Financial Liabilities | 11,57,235 |
| Ind AS adjustments (For the period 1st April 2016 to 31st March 2017) | |
| Total Ind As Adjustments (For the period April 1 2016 to March 31, 2017) | (42,91,946) |
| Retained Earnings as at 31st March 2017 (Ind AS) | (9,08,87,050) |

| Particulars | As at 31st March 2018 |
|---|--------------------------|
| Retained Earnings - Balance as at 31st March 2017 | (9,08,87,050) |
| Profit for the FY 2017-18 (As per Ind AS) | (12,86,731) |
| Retained Earnings available for Appropriations | (9,21,73,781) |
| Retained Earnings as at 31st March 2018 | (9,21,73,781) |

Note No.12 Borrowings

| Long term Borrowings | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|--|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Loan from R.Sundararaghavan | 17,81,253 | 8,95,035 | 4,53,030 |
| Loan From PHLP Computer Technologies Pvt Ltd | 26,65,448 | 26,65,448 | 26,65,448 |
| Loan From Tvisha Capital Consultancy Private Ltd | 22,21,544 | 18,41,063 | 14,06,986 |
| Total | 66,68,245 | 54,01,546 | 45,25,464 |

Note No.13 Other Financial Liabilities

| Trade Payables | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|-------------------------------|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Sundry Creditors for Advances | - | - | - |
| Total | - | - | - |

Note No.14 Other Financial Liabilities

| Trade Payables | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|-------------------------------|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Sundry Creditors for Expenses | 99,857 | 3,73,399 | 3,65,782 |
| Total | 99,857 | 3,73,399 | 3,65,782 |

Note No.15 Other Current Liabilities

| Other Current Liabilities | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|---------------------------|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Statutory Dues - TDS | 50,674 | 50,674 | 30,674 |
| Other payables | 56,618 | 56,618 | 56,618 |
| Total | 1,07,292 | 1,07,292 | 87,292 |

Note No.16 Short Term Provisions

| Short Term Provisions | As at 31 March 2018 | As at 31 March 2017 | As at 1st April 2016 |
|-----------------------|------------------------|------------------------|-------------------------|
| | Rs. | Rs. | Rs. |
| Provision - Others | - | 16,12,354 | 16,12,354 |
| Total | - | 16,12,354 | 16,12,354 |

Note No.17 Revenue from Operations

| Particulars | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|--------------------------|-------------------------------------|-------------------------------------|
| | Rs. | Rs. |
| Sale of products | - | - |
| Sale of services | - | - |
| Other operating revenues | - | - |
| Less: | | |
| Excise duty | - | - |
| Total | - | - |

Note No.18 Other Income

| Particulars | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|---|-------------------------------------|-------------------------------------|
| | Rs. | Rs. |
| Interest Income (in case of a company other than a finance company) | - | - |
| Dividend Income | - | - |
| Net gain/loss on sale of investments | - | - |
| Other non-operating income (net of expenses directly attributable to such income) | - | - |
| Provision no longer Required | 16,12,354 | |
| Credits Written Back | 1,21,812 | |
| Total | 17,34,166 | - |

Note No.19 Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

| Particulars | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|---------------|-------------------------------------|-------------------------------------|
| | Rs. | Rs. |
| Opening Stock | 18,92,763 | 18,92,763 |
| | | |
| Closing Stock | - | 18,92,763 |
| | 18,92,763 | - |

Note No.20 Employee Benefits Expenses

| Employee Benefits Expense | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|--|-------------------------------------|-------------------------------------|
| | Rs | Rs |
| (a) Salaries and incentives | 2,95,600 | 2,73,600 |
| (b) Contributions to - | | |
| (i) Provident fund | - | - |
| (ii) Superannuation scheme | - | - |
| (c) Gratuity fund contributions | - | - |
| (d) Social security and other benefit plans for overseas employees | - | - |
| (e) expense on Employee Stock Option Scheme (ESOP) and Employee Stock Purchase Plan (ESPP) | - | - |
| (f) Staff welfare expenses | - | - |
| Total | 2,95,600 | 2,73,600 |

Note No.21 Other Expenses

| Particulars | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|--|-------------------------------------|-------------------------------------|
| | Rs. | Rs. |
| Printing & Stationery | 22,000 | 13,100 |
| Advertisement | 21,651 | 22,879 |
| Annual Custodial Charges - (NSDL, CDSL) | 21,536 | 27,480 |
| Audit Fee | 51,920 | 17,250 |
| AGM Expenses | 4,500 | 2,500 |
| Assets written off | 949 | - |
| Bank Charges | 3,941 | 2,307 |
| Rates and Taxes | 32,903 | 18,450 |
| E - Voting Charges (Cameo / CDSL) | 14,309 | 13,932 |
| Postage Expenses | 2,047 | 3,177 |
| Professional & Consultancy Charges | 2,14,600 | 1,24,824 |
| Rent - office (incl Electricity) | 1,20,000 | 1,20,000 |
| Service Charges (cameo) | 34,500 | 34,350 |
| Listing fees (Bombay Stock Exchange Ltd) | 2,87,500 | 2,29,000 |
| Total | 8,32,356 | 6,29,249 |

| Payments to the auditors | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|----------------------------------|-------------------------------------|-------------------------------------|
| | Rs. | Rs. |
| a. auditor | 29,500 | 33,049 |
| b. for taxation matters | - | - |
| c. for company law matters | - | 17,250 |
| d. for management services | - | - |
| e. for other services | 22,420 | 5,750 |
| f. for reimbursement of expenses | - | - |
| Total | 51,920 | 56,049 |

Note No.22 Earnings per share

| Payments to the auditors | For the year ended 31 March 2018 | For the year ended 31 March 2017 |
|---------------------------------|-------------------------------------|-------------------------------------|
| | Rs. | Rs. |
| a.Profit After tax | (1286731.18) | (905033.00) |
| b.No.of Shares As at 31st March | 7209041.00 | 7209041.00 |
| c.Weighted Average No.of Shares | 7209041.00 | 7209041.00 |
| d.Face Value of Share | 10.00 | 10.00 |
| e.Earning Per shae | (0.18) | (0.13) |
| | - | - |
| Total | 1,31,31,361 | 1,35,13,059 |

INVICTA MEDTEK LIMITED
CIN : L51102TN1992PLC022948
Shop No.G-27, Phase 1, Ground Floor, Spencer Plaza, Anna Salai, Chennai - 600 002

STATEMENT CASH FLOW FOR THE YEAR ENDED MARCH 31, 2018

| | For the Year Ended March 31, 2018 | For the Year Ended March 31, 2017 |
|--|---|---|
| A CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net Profit/(Loss) before tax | (12,86,731) | (9,05,033) |
| Adjustments for: | | |
| Depreciation and amortisation expense | 178 | 2,184 |
| Finance costs | - | - |
| Assets Written Off | 949 | - |
| Operating profit before working capital changes | (12,85,604) | (9,02,849) |
| Changes in working capital: | | |
| <u>Adjustments for (increase)/ decrease in operating assets:</u> | | |
| Trade Receivables | - | - |
| Other current financial assets | - | - |
| Other non current non-financial assets | (7,020) | - |
| <u>Adjustments for increase / (decrease) in operating liabilities:</u> | | |
| Current non-financial Liabilities | | |
| Current tax liabilities (Net) | | |
| Trade Payable | - | 20,001 |
| Other non current non-financial Liabilities | | |
| Cash generated from operations | (12,92,624) | (8,82,848) |
| Taxes paid / (received) | - | - |
| Net Cash from Operating Activities | (12,92,624) | (8,82,848) |
| B CASH FLOW FROM INVESTING ACTIVITIES | | |
| Capital expenditure on fixed assets, | - | - |
| Net Cash used in Investing Activities | - | - |
| C CASH FLOW FROM FINANCING ACTIVITIES | | |
| Loans | 12,66,699 | 8,76,082 |
| Net Cash from Financing Activities | 12,66,699 | 8,76,082 |
| Net Increase/(Decrease) in Cash and Cash Equivalents | (25,925) | (6,766) |
| Cash and Cash Equivalents at the beginning of the period | 16,281 | 15,430 |
| Cash and Cash Equivalents at the end of the period | (9,644) | 8,664 |
| Cash and Cash Equivalents at the end of the period comprise of: | | |
| Cash on Hand | 9,270 | 16,281 |
| Cheques on hand | - | - |
| Balances with Banks in Current Accounts | - | - |
| | 9,270 | 16,281 |
| <p>Note : The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow" issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015)</p> | | |

For and On Behalf of the Board of Directors
INVICTA MEDITEK LTD.,

R.Sundararaghavan Swapna Sundararaghavan.
 -Sd- -Sd-
 Managing Director Director
 (DIN:01197824) (DIN:01925157)
 Place : Chennai , Date : 30.05.2018

For Chandran & Raman
 Chartered Accountants
 Firm Regd. No:0005715
 -Sd-
 S.Pattabiraman – Partner
 M.No:014309

INVICTA MEDITEK LIMITED

INVICTA MEDITEK LIMITED
CIN: L51102TN1992PLC022948
Spencer Plaza, G-27, Ground Floor, Phase 1, Anna Salai, Chennai -600 002
Tel: 044-2849 2056, e-mail: invictamedi@gmail.com

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]

Name of the Member(s):

Registered address:

E-mail Id:

Folio No./Client Id & DP. Id:

I/We, being the Member(s) ofshares of the above named Company, hereby appoint

1. Name : _____ Address : _____
Email Id : _____ Signature : _____, or failing him
2. Name : _____ Address : _____
Email Id : _____ Signature : _____, or failing him
3. Name : _____ Address : _____
Email Id : _____ Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the company, to be held on the Wednesday, the 5th day of September, 2018, at 09.30 A.M. at Old No.15, New No.24, VIGFIN House, Yogambal Street, T. Nagar, Chennai- 600017 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Resolutions |
|----------------|--|
| | Ordinary Business |
| 1 | Adoption of Financial Statements for the year ended 31 st March 2018. |
| 2 | Re-Appointment of Mr. Rajamani Ragavachari Sundararaghavan (DIN: 01197824) who retires by rotation and being eligible offers himself for re-appointment. |
| 3 | Ratification of appointment of M/s. Chandran & Raman, Chartered Accountants, as Statutory Auditors for the year 2018 - 19 |
| | Special Business |
| 4 | Appointment of Mr. Krishna Kumar Chandraprakash (DIN: 03571464) as Non-Executive Director of the Company |
| 5 | Appointment of Mr. Palaniswamy Sathiamoorthy (DIN: 08110021) as Non-Executive of the Company |

INVICTA MEDITEK LIMITED

| | |
|----|---|
| | |
| 6 | Appointment of Ms. Chandraprakash Umamaheswar (DIN: 08110024) as Non-Executive of the Company |
| 7 | Appointment of Mr. Jayaprakash Vishnuvardhan (DIN: 08110030) as Non-Executive of the Company |
| 8 | Alteration of Clause III A of the Memorandum of Association |
| 9 | Deletion of Clause III C and Alteration of Clause IV of the Memorandum of Association |
| 10 | Change of Name of the Company to CONSTRONICS INFRA LIMITED |

Signed this..... day of _____ 2018

Signature of shareholder

Signature of Proxy holder(s)

| |
|---------------------------|
| Affix Revenue Stamp |
|---------------------------|

Note: 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.

INVICTA MEDITEK LIMITED

INVICTA MEDITEK LIMITED
CIN: L51102TN1992PLC022948
Spencer Plaza, G-27, Ground Floor, Phase 1, Anna Salai, Chennai -600002
Tel: 044-28492056 e-mail: invictamedi@gmail.com

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

| | |
|-------------|-----------------|
| *DP ID : | Folio No : |
| *Client Id: | No. of Shares : |

Name and Address of the Shareholder:

I hereby record my presence at the 26th Annual General Meeting of the company held on the Wednesday, the 5th day of September, 2018, at 09.30 A.M. at Old No.15, New No.24, VIGFIN House, Yogambal Street, T. Nagar, Chennai- 600017.

*Applicable for investors holding shares in electronic form

Signature of Shareholder / Proxy

INVICTA MEDITEK LIMITED

REGD. POST

If undelivered please return to

INVICTA MEDITEK LIMITED

Spencer Plaza, G-27, Ground Floor, Phase
One, #768/769, Anna Salai, Chennai-
600002

Ph : 044 - 42109265