

KRETTO SYSCON LIMITED

(CIN: L70100GJ1994PLC023061)

(Formerly known as 'Ideal Texbuild Limited')

Regd. off. : C/1/G, Ground Floor, Ashish Appt., Brahmkshatriya Co. Op. Housing Soc., Opp. Gujarat College, Ahmadabad- 380 006, (O) - 91-79-27541156

E-mail: idealopticsltd@gmail.com; Website:- www.idealopticltd.com

Date: 10.10.2017

To,	
The Department of Corporate Services	The Department of Corporate Services
The Bombay Stock Exchange	The Ahmedabad Stock Exchange,
Phiroze Jeejeebhoy Towers,	Kamdhenu Complex
Dalal Street,	Opp. Sahajanand College,
Bombay.	Panjrapole,
	Ahmedabad - 380015

Dear Sir,

Sub: Submission of Annual Report 16-17 as per Regulation 34 of SEBI (LODR) Regulations, 2015

Ref.: Company Code No. 531328

As per the above mentioned subject, the Annual Report of F.Y 2016-2017 is hereby submitted as enclosure with this letter.

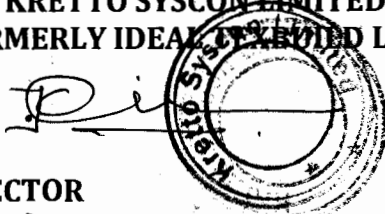
The Report was duly adopted and approved by the shareholders at the AGM of the company conducted on 21-09-2017.

Please take into your records.

Thanking You,

Yours faithfully,

**FOR, KRETTO SYSCON LIMITED
(FORMERLY IDEAL TEXBUILD LIMITED)**



**DIRECTOR
KIRANKUMAR PARMAR
DIN: 05213127**

Encl- Annual Report 2016-2017

KRETTO SYSCON LIMITED

(FORMERLY KNOWN AS IDEAL TEXBUILD LIMITED)



ANNUAL REPORT-2016-17

REGISTERED OFFICE

C/1/G, GROUND FLOOR,
ASHISH APPT,
BRAHMKSHTRIYA CO.OP.H.SOC,
OPP.GUJ COLLEGE,
AHMEDABAD-380006

BOARD OF DIRECTORS

KIRANKUMAR JIVANLAL PARMAR
SAMIR SHIRISH DADIA
TUSHAR SHASHIKANT SHAH
BHAVANA RITESH SHAH

AUDITOR

S. MANDAWAT & CO.
CHARTERED ACCOUNTANTS,
AHMEDABAD

BANKER

H.D.F.C. BANK LTD.

REGISTRAR AND SHARE TRANSFER AGENT

M/S. PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED

9 SHIV SHAKTI IND. ESTT.
J R BORICHA MARG, LOWER PAREL EAST
MUMBAI 400 011

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF KRETTO SYSCON LIMITED (FORMERLY KNOWN AS IDEAL TEXBUILD LIMITED) WILL BE HELD ON THURSDAY 21st SEPTEMBER, 2017 AT 11.00 A.M. AT REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2017 and Balance sheet as at that date together with Directors Report and Auditors Report thereon.
- 2) To appoint a Director in place of Mr. Kirankumar Parmar who retires by rotation and being eligible offers himself for reappointment
- 3) To consider and if thought it, to pass with or without modifications, the following Resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of sections 139 (2) and 142(1) of the Companies Act 2013 the appointment of Auditor **S. MANDAWAT & CO.** Chartered Accountants, be and are hereby ratified by the Company to hold office for a term of next 2 years subject to ratification by members at every Annual General Meeting from the conclusion of this meeting until the conclusion of the next Annual General Meeting at such Remuneration as may be determined by the Board of Directors of the Company from time to time.

DATE : 24th August, 2017
PLACE: AHMEDABAD

BY ORDER OF THE BOARD

SD/-

CHAIRMAN

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty-eight hours before the time of holding the Meeting.
2. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the meeting.
3. The Register of Members and share transfer books of the Company will remain closed from 14.09.2017 TO 20.09.2017 (both days inclusive)
4. Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 18.09.2017 at 12.00 P.M. and ends on 20.09.2017 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 15.09.2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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. The Sequence Number is printed on Attendance Slip .• 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	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.
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 (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **KRETTO SYSCON LIMITED** on which you choose to vote.
- (xii) 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.

- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) Shareholders can also use Mobile app - “m-Voting” for e voting. m-Voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to m-Voting using their e voting credentials to vote for the company resolution(s).
- (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 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.

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,

Board's Report

To,
The Members of
M/s. Kretto Syscon Limited (Formerly known as Ideal Texbuild Limited)

Your Directors have pleasure in presenting the Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2017.

FINANCIAL HIGHLIGHTS

(Rs. In Lacs)

Particulars	Standalone	
	2016-2017	2015-2016
Gross Income	566.22	663.19
Profit Before Interest and Depreciation	31.94	19.80
Finance Charges	00.00	00.00
Gross Profit	31.94	19.80
Provision for Depreciation	00.00	00.00
Net Profit Before Tax	31.94	19.80
Provision for Tax	09.87	06.12
Net Profit After Tax	22.07	13.68
Balance of Profit brought forward	13.68	-
Balance carried to Balance Sheet	35.75	13.68

DIVIDEND

With a view to conserve the resources of company and by looking at financial prospects the directors of the company have not recommended any dividend.

AMOUNTS TRANSFERRED TO RESERVES

The Board of the company has decided/proposed to carry current year profit to its reserves.

CHANGES IN SHARE CAPITAL, IF ANY

During the Financial Year 2016-17, no changes were occurred in the share capital of the company.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY

Company does not have any Subsidiary, Joint venture or Associate Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and / or paid last year.

MATERIAL CHANGES AND COMMITMENTS

Material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report are following:

1. Change of name of company from “Ideal Texbuild Limited” to “Kretto Syscon Limited” on 03.04.2017.
2. Change of main business of company from “Textiles and Building Construction” to “Construction and Information Technology” on 09.03.2017.
3. Change of registered office of the company from the state of “Gujarat” to the state of “Maharashtra” on 28.06.2017.

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information.

MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2016-17, the Company held Nine (9) board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015 were adhered to while considering the time gap between two meetings.

S No.	Date of Meeting	Board Strength	No. of Directors Present
1	30.05.2016	3	3
2	30.06.2016	3	3
3	14.08.2016	3	3
4	05.09.2016	3	3
5	14.11.2016	3	3
6	16.01.2017	4	4
7	18.01.2017	4	4
8	01.02.2017	4	4
9	09.03.2017	4	4

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the 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;

- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) 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.

AUDITORS AND REPORT THEREON

The Auditors, M/s. S. Mandawat & Co, Chartered Accountants, to be ratified at the ensuing Annual General Meeting.

Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

Further the Auditors' Report for the financial year ended, 31st March, 2017 is annexed herewith for your kind perusal and information.

LOANS, GUARANTEES AND INVESTMENTS

The Company has given Loans and advances amounting to Rs. 14,56,04,146/- and invested Rs. 1,45,00,000/- as per section 186 of the companies act, 2013..

However the company has not given Guarantee under section 186 of the Companies Act, 2013 for the financial year ended 31st March 2017.

RELATED PARTY TRANSACTIONS

There are no materially significant related party transactions of the Company with key managerial personnel during the financial year 2016-17 which have potential conflict with the interest of the Company at large.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy and Technology absorption

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

(B) Foreign exchange earnings and Outgo

There were no foreign exchange earnings and outgo during the year under review.

RISK MANAGEMENT

Periodic assessments to identify the risk areas are carried out and management is briefed on the risks in advance to enable the company to control risk through a properly defined plan. The risks are classified as financial risks, operational risks and market risks. The risks are taken into account while preparing the annual business plan for the year. The Board is also periodically informed of the business risks and the

actions taken to manage them. The Company has formulated a policy for Risk management with the following objectives:

- Provide an overview of the principles of risk management
- Explain approach adopted by the Company for risk management
- Define the organizational structure for effective risk management
- Develop a “risk” culture that encourages all employees to identify risks and associated Opportunities and to respond to them with effective actions.
- Identify, access and manage existing and new risks in a planned and coordinated manner with Minimum disruption and cost, to protect and preserve Company’s human, physical and financial assets.

DIRECTORS and KMP

During the financial year 2016-17 following changes were occurred in the constitution of directors of the company:

Sr No.	Name	Date	Of	Nature Of Change
		Appointment/Cessation/ Change In Designation		(Appointment/Cessation/ Change In Designation)
1.	Samir Shirish Dadia	16.01.2017		Appointment
2.	Tushar Shashikant Shah	16.01.2017		Appointment
3.	Bhavana Ritesh Shah	16.01.2017		Appointment
4.	Harshit Mehta	16.01.2017		Appointment
5.	Nitin Trivedi	16.01.2017		Cessation
6.	Manisha Patel	16.01.2017		Cessation
7.	Samir Shirish Dadia	09.03.2017		Change In Designation
8.	Tushar Shashikant Shah	09.03.2017		Change In Designation
9.	Bhavana Ritesh Shah	09.03.2017		Change In Designation
10.	Harshit Mehta	09.03.2017		Change In Designation

DEPOSITS

The company has not accepted any deposits during the year.

CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

RATIO OF REMUNERATION TO EACH DIRECTOR

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

No remuneration is paid to any director of the company.

ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board’s functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

CORPORATE GOVERNANCE

Report on Corporate Governance along with the Certificate of the Auditors, M/s. S. Mandawat & CO., confirming compliance of conditions of Corporate Governance as stipulated in the Listing Agreement with the Stock Exchanges forms part of the Board Report.

INDEPENDENT DIRECTORS and DECLARATION

The Board of Directors of the Company hereby confirms that all the Independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE

As per the section 178(1) of the Companies Act, 2013 the Company's Nomination and Remuneration Committee comprises of three Directors. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mr. Tushar Shah	Chairman	Independent, Non Executive Director
Mr. Kirankumar Parmar	Member	Executive Director
Mr. Harshit Mehta *	Member	Independent, Non Executive Director

*Note: Mr. Harshit Mehta has resigned from the board on 20.07.2017 and the time being company appoints independent directors, Mr. Samir Dadia, executive director is appointed as the member of the nomination & remuneration committee.

Terms of Reference

The Terms of Reference of the Nomination and Remuneration Committee are as under:

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
3. The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
4. Regularly review the Human Resource function of the Company
5. Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
6. Make reports to the Board as appropriate.

7. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time.
8. Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

REMUNERATION POLICY

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company. However no remuneration is paid to executive directors of the company.

Remuneration to Non Executive Directors:

The Non Executive Directors are not paid any remuneration by way of Sitting Fees and Commission. The Non Executive Directors are not paid any sitting fees for meeting of the Board and Committee of Directors attended by them.

AUDIT COMMITTEE

According to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of three directors. The board has accepted the recommendations of the Audit Committee. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mr. Tushar Shah	Chairman	Independent, Non Executive Director
Mr. Harshit Mehta *	Member	Independent, Non Executive Director
Mr. Kirankumar Parmar	Member	Executive Director

*Note: Mr. Harshit Mehta has resigned from the board on 20.07.2017 and the time being company appoints independent directors, Mr. Samir Dadia, executive director is appointed as the member of the audit committee.

SECRETARIAL AUDIT REPORT

There are no qualifications or adverse remarks in the Secretarial Audit Report which require any clarification/ explanation except that company has not appointed CFO & Company Secretary for which explanation is mentioned below:

- The company is in process to appoint CFO and CS.

Further the Secretarial Audit Report **as provided by Mr. Ketul Jagdishbhai Shah, Practicing Company Secretary** for the financial year ended, 31st March, 2017 is annexed herewith for your kind perusal and information.

COST AUDIT

Cost audit is not applicable to the Company.

VIGIL MECHANISM

As per Section 177(9) and (10) of the Companies Act, 2013, and as per the Clause 49 of the Listing Agreement, the company has established Vigil Mechanism for directors and employees to report genuine

concerns and made provisions for direct access to the chairperson of the Audit Committee. Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company. The details of the Vigil Committee are annexed herewith for your kind perusal and information.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your company has established adequate internal financial control systems to ensure reliable financial reporting and compliance with laws and regulations

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

DATE: 24.08.2017

PLACE: AHMEDABAD

**Sd/-
(KIRANKUMAR PARMAR)
DIN : 05213127**

**Sd/-
(TUSHAR SHAH)
DIN : 01748630**

KRETTO SYSCON LIMITED (FORMERLY IDEAL TEXBUILD LIMITED)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Overall Review

The Growth rate has been on the upward trend as compared to the previous year with favorable market conditions which reflect the positive market.

2. Financial Review

During the year the company has continue its business activities and earned the profit of Rs. 22.07 Lakhs.

3. Risk and Concern

Bullish about the construction business. However Changes in rate of Interest will affect Company's Profitability.

4. Internal Control System and their adequacy

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management.

5. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

6. Financial Performance with Respect to Operation Performance

The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind of borrowing where ever possible.

7. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON
31ST MARCH, 2017

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]*

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L70100GJ1994PLC023061
ii.	Registration Date	19/09/1994
iii.	Name of the Company	KRETTO SYSCON LIMITED
iv.	Category/Sub-Category of the Company	COMPANY LIMITED BY SHARES INDIAN NON – GOVERNMENT COMPANY
v.	Address of the Registered office and contact details	C/1/G, GROUND FLOOR, ASHISH APPT., BRAHMKSHATRIYA CO.OP. HOU. SOC., OPP. GUJARAT COLLEGE, AHMEDABAD- 380 006 EMAIL:-idealopticsltd@gmail.com CONTACT NO.: -079-27541156
vi.	Whether listed company	Yes/ No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	PURVA SHAREGISTRITY INDIA PVT. LTD, UNIT NO. 9, SHIV SHAKTI IND, ESTT., J. R. BORICHA MARGE, OPP. KASTURBA HOSPITAL LANE, LOWER PAREL (EAST), MUMBAI - 400 011 EMAIL:-busicomp@vsnl.com CONTACT NO.: -91-22-2301 6761/ 8261

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: -

Sr.No.	Nameand Description of mainproducts/ services	NIC Code of the Product/ service	% to total turnover of the company
1	INFRASTRUCTURE	41001	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	NameAnd AddressOf The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	N.A.	-	-	-	-

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A. Category-wise Shareholding									
Category of Shareholders	No. of Shares held at the beginning of the year 31-03-16				No. of Shares held at the end of the year 31-03-17				% of Change
	Demat	Physical	Total	% of Total TOTSHR	Demat	Physical	Total	% of Total TOTSHR	
A. Promoters									
(1) Indian									
(g) Individuals/ HUF	47884	0	47884	0.34	0	0	0	0	-0.34
(h) Central Govt	0	0	0	0	0	0	0	0	0
(i) State Govt(s)	0	0	0	0	0	0	0	0	0
(j) Bodies Corp.	0	0	0	0	0	0	0	0	0
(k) Banks / FI	0	0	0	0	0	0	0	0	0
(l) Any Other....									
* DIRECTORS	0	0	0	0	0	0	0	0	0
* DIRECTORS RELATIVES	0	0	0	0	0	0	0	0	0
* PERSON ACTING IN CONCERN	0	0	0	0	0	0	0	0	0
Sub Total (A)(1):-	47884	0	47884	0.34	0	0	0	0	-0.34
(2) Foreign									
(a) NRI Individuals	0	0	0	0	0	0	0	0	0
(b) Other Individuals									
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any Other....									
Sub Total (A)(2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) =	47884	0	47884	0.34	0	0	0	0	-0.34
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks FI	0	0	0	0	0	0	0	0	0
(c) Central Govt	0	0	0	0	0	0	0	0	0
(d) State Govt(s)	0	0	0	0	0	0	0	0	0
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i) Others (specify)									
* U.T.I.	0	0	0	0	0	0	0	0	0
* FINANCIAL INSTITUTIONS	0	0	0	0	0	0	0	0	0
* I.D.B.I.	0	0	0	0	0	0	0	0	0
* I.C.I.C.I.	0	0	0	0	0	0	0	0	0
* GOVERNMENT COMPANIES	0	0	0	0	0	0	0	0	0
* STATE FINANCIAL CORPORATION	0	0	0	0	0	0	0	0	0
* QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0	0
* ANY OTHER	0	0	0	0	0	0	0	0	0
* OTC DEALERS (BODIES CORPORATE)	0	0	0	0	0	0	0	0	0
* PRIVATE SECTOR BANKS	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	3005479	2480	3007959	21.1	2752440	2480	2754920	19.33	-1.78
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual shareholders holding	6549	186720	193269	1.36	72750	179593	252343	1.77	0.41
(ii) Individual shareholders holding nominal share capital in excess of Rs	9117334	0	9117334	63.96	8470820	0	8470820	59.43	-4.54
(c) Others (specify)									
* N.R.I. (NON-REPAT)	0	196	196	0	95005	360	95365	0.67	0.67
* N.R.I. (REPAT)	56	0	56	0	56	336	392	0	0
* FOREIGN CORPORATE BODIES	0	0	0	0	0	0	0	0	0
* TRUST	0	0	0	0	0	0	0	0	0
* HINDU UNDIVIDED FAMILY	1887676	0	1887676	13.24	1746098	0	1746098	12.25	-0.99

* EMPLOYEE	0	0	0	0	0	0	0	0	0
* MARKET MAKER	0	0	0	0	0	0	0	0	0
* CLEARING MEMBERS	0	0	0	0	934436	0	934436	6.56	6.56
* DEPOSITORY RECEIPTS	0	0	0	0	0	0	0	0	0
* OTHER DIRECTORS & RELATIVES	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	14017094	189396	14206490	99.66	14071605	182769	14254374	100	0.34
Total Public Shareholding (B) =	14017094	189396	14206490	99.66	14071605	182769	14254374	100	0.34
C. TOTSHR held by Custodian for	0	0	0	0	0	0	0	0	0
GrandTotal(A + B + C)	14064978	189396	14254374	100	14071605	182769	14254374	100	0
Other	0	0	0	0	0	0	0	0	0

B. Shareholding of Promoters

SI No.	ShareHolder's Name	ShareHolding at the beginning of the 31-03-16			Shareholding at the end of the year 31-03-17			% 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	SHAH PREMILABEN	9066	0.06	0	0	0	NaN	-0.06
2	MANISHA NITINKUMAR	8957	0.06	0	0	0	NaN	-0.06
3	NITIN DALPATLAL SHAH	7861	0.06	0	0	0	NaN	-0.06
4	MUKUND M SHAH HUF	7856	0.06	0	0	0	NaN	-0.06
5	SHAH MUKUND	7072	0.05	0	0	0	NaN	-0.05
6	KINNARI M SHAH	7072	0.05	0	0	0	NaN	-0.05

C. Change in Promoter's Shareholding:

SI No.		ShareHolding at the 31-03-16		Cumulative 31-03-17		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	SHAH PREMILABEN	9066	0.06			
	03-Jun-16	-9066	-0.06	0	0	Sell
	31-Mar-17			0	0	
2	MANISHA NITINKUMAR	8957	0.06			
	06-May-16	-8957	-0.06	0	0	Sell
	31-Mar-17			0	0	
3	NITIN DALPATLAL SHAH	7861	0.06			
	06-May-16	-7861	-0.06	0	0	Sell
	31-Mar-17			0	0	
4	MUKUND M SHAH HUF	7856	0.06			
	06-May-16	-5000	-0.04	2856	0.02	Sell
	13-May-16	-2856	-0.02	0	0	Sell
	31-Mar-17			0	0	
5	SHAH MUKUND	7072	0.05			
	13-May-16	-7072	-0.05	0	0	Sell
	31-Mar-17			0	0	
6	KINNARI M SHAH	7072	0.05			
	03-Jun-16	-7072	-0.05	0	0	Sell
	31-Mar-17			0	0	

D. Shareholding Pattern of top ten Shareholders:						
SI No.		ShareHolding at the 31-03-16		Cumulative 31-03-17		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	VINOD J PATEL	933310	6.55			
	31-Mar-17			933310	6.55	
2	NISHITH BABULAL SHAH	910000	6.38			
	31-Mar-17			910000	6.38	
3	TPL FINANCE LIMITED	791560	5.55			
	26-Aug-16	-2000	-0.01	789560	5.54	Sell
	02-Sep-16	-104807	-0.74	684753	4.8	Sell
	16-Sep-16	2328	0.02	687081	4.82	Buy
	23-Sep-16	-400	0	686681	4.82	Sell
	07-Oct-16	89	0	686770	4.82	Buy
	14-Oct-16	-440	0	686330	4.81	Sell
	28-Oct-16	-144608	-1.01	541722	3.8	Sell
	04-Nov-16	3543	0.02	545265	3.83	Buy
	11-Nov-16	-3300	-0.02	541965	3.8	Sell
	18-Nov-16	440	0	542405	3.81	Buy
	25-Nov-16	1000	0.01	543405	3.81	Buy
	02-Dec-16	1017	0.01	544422	3.82	Buy
	09-Dec-16	-1000	-0.01	543422	3.81	Sell
	16-Dec-16	-500	0	542922	3.81	Sell
	06-Jan-17	-386	0	542536	3.81	Sell
	17-Feb-17	-1100	-0.01	541436	3.8	Sell
	31-Mar-17	29609	0.21	571045	4.01	Buy
	31-Mar-17			571045	4.01	
4	SUBURBAN COOLING	770602	5.41			
	10-Mar-17	-770602	-5.41	0	0	Sell
	31-Mar-17			0	0	
5	FOOLPROOF VYAPAAR	721560	5.06			
	31-Mar-17			721560	5.06	
6	SHANKHESHWAR	721560	5.06			
	31-Mar-17			721560	5.06	
7	MANJULABEN	700000	4.91			
	31-Mar-17			700000	4.91	
8	DHWANIL D PATEL	700000	4.91			
	31-Mar-17			700000	4.91	
9	DIXIT MANSUKHLAL	381122	2.67			
	31-Mar-17			381122	2.67	
10	MANSUKHLAL K SHAH	381122	2.67			
	31-Mar-17			381122	2.67	

E. Shareholding of Directors and Key Managerial Personnel:

SI No.		ShareHolding at the 31-03-16		Cumulative 31-03-17		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/ accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	2430100	-	2430100
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
- Addition	-	-	-	-
- Reduction				
Net Change	-	(2430100)	-	(2430100)
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but notpaid iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as% of profit - others, specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
6.	Total(A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	-	-	-	-	-
	Total(1)	-	-	-	-	-

	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	-	-	-	-	-
	Total(2)	-	-	-	-	-
	Total(B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as% of profit - others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
6.	Total				

CI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/Punishment/Compounding fees imposed	Authority[R D /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. Directors					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. Other Officers In Default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

DATE : 24.08.2017

PLACE: AHMEDABAD

**Sd/-
(KIRANKUMAR PARMAR)
DIN : 05213127**

**Sd/-
(TUSHAR SHAH)
DIN : 01748630**

REPORT ON CORPORATE GOVERNANCE

The company pursuant to the code on Corporate Governance introduced by the Securities and Exchange Board of India (SEBI) furnishes its report as under:

Company's Philosophy on Code of Governance

The Company's philosophy on corporate governance envisages the attainment of the highest level of transparency, accountability and equity, in all facets of its operations, and in all its interactions with its stakeholders, including shareholders, employees, the government and lenders.

BOARD OF DIRECTORS

a) Size and Composition of the Board:

The Company has a blend of Executive and Independent Directors to maintain the independence of the Board. As of the year ended 31st March, 2017, the Board of Directors had 5 members comprising of 3 Executive Directors and 2 Non-Executive Directors. All the Non – Executive directors are Independent directors.

The details in regard to the attendance of Directors at Board Meetings/Shareholders Meetings held during the year as also the number of Directorship/s held by them in other Companies and the position of membership of Committee/s are given below:

Name of Director	Category of Director	No. of Board Meetings attended	Attendance at the last AGM	Directorships in other Indian Public Companies* as at 31 st March 2017	Other Mandatory Committee** membership as at 31 st March 2017	
					Chairman	Member
Mr. Kiran J Parmar	Executive Director	9	Yes	NIL	NIL	NIL
Mr. Nitin H. Trivedi	Non - Executive Director	5	Yes	NIL	NIL	NIL
Ms. Manisha H. Patel	Non - Executive Director	5	Yes	NIL	NIL	NIL
Mr. Samir Shirish Dadia	Executive Director	4	No	NIL	NIL	NIL
Mr. Tushar Shashikant Shah	Non - Executive Director	4	No	NIL	NIL	NIL
Ms. Bhavana Ritesh Shah	Executive Director	4	No	NIL	NIL	NIL
Mr. Harshit Mehta	Non - Executive Director	4	No	NIL	NIL	NIL

*Excludes Directorships in private/foreign companies and companies incorporated under Section 25 of the Companies Act, 1956.

**Represents Membership/Chairmanship of the Audit Committee, Shareholders/ Investors Grievance Committee and Remuneration Committee of other companies.

CMD-Chairman & Managing Director, WTD- Whole Time Director, NE- Non Executive.

b) Management & Function of the Board:

The day-to-day management of the Company is conducted by the Executive Directors and subject to the supervision and control of the Board of Directors.

c) Details of Board Meetings held during the Financial Year and the number of Directors present:

Serial No.	Dates on which the Board Meeting was held	Total Strength of the Board	No. of Directors Present
1	30.05.2016	3	3
2	30.06.2016	3	3
3	14.08.2016	3	3
4	05.09.2016	3	3
3	14.11.2016	3	3
6	16.01.2017	4	4
7	18.01.2017	4	4
8	01.02.2017	4	4
9	09.03.2017	4	4

d) Committees of the Board

Currently the Board has three committees viz:

1) Audit Committee

Composition:

According to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of three directors. The board has accepted the recommendations of the Audit Committee. The table sets out the composition of the Committee:

At present the Audit Committee comprises of three directors. As on 31.03.2017 Majority of the directors were Non Executive & Independent. Details of the composition, number of meetings held during the year and attendance thereat are as under:

Name	Position held	Attendance at Audit Committee meeting held on			
		30.05.201	14.08.201	14.11.201	01.02.2017
		6	6	6	
Mr. Tushar Shah	Chairman	No	No	No	Yes
Mr. Harshit Mehta *	Member	No	No	No	Yes
Mr. Kiran	Member	Yes	Yes	Yes	Yes

Parmar					
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*Note: Mr. Harshit Mehta has resigned from the board on 20.07.2017 and the time being company appoints independent directors, Mr. Samir Dadia, executive director is appointed as the member of the audit committee.

Minutes of meetings of the Audit Committee are circulated to members of the Committee and the Board is kept apprised.

Members of the Audit Committee have requisite financial and management expertise. The Statutory Auditors, Internal Auditor and the Chief Financial Officer are invited to attend and participate at meetings of the Committee.

Powers of the audit committee includes:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

The terms of reference are broadly as under:

- a. Oversight of the company's financial reporting process and the disclosure of its financial Information to ensure that the financial statement is correct, sufficient and credible.
- b. Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.
- c. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on;
 - Matters required to be included in the Director's Report in terms of clause 2AA of Section 217 of the Companies Act, 1956
 - Any changes in accounting policies and practices.
 - Major accounting entries based on exercise of judgment by management.
 - Qualifications in draft audit report.
 - Significant adjustments arising out of audit.
 - The going concern assumption.
 - Compliance with accounting standards.
 - Compliance with stock exchange and legal requirements concerning financial statements
 - Any related party transactions i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.
- d. Reviewing with the management, external and internal auditors, the adequacy of internal control systems.
- e. Reviewing the periodical financial statements with management before submission to the board for their approval.
- f. Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- g. Discussion with internal auditors any significant findings and follow up there on.

- h. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- i. Discussion with external auditors before the audit commences nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- j. Reviewing the Company's financial and risk management policies.
- k. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.

2) Nomination and Remuneration Committee:

The Company's Nomination and Remuneration Committee comprises majority of the directors are Non-executive Directors. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mr. Tushar Shah	Chairman	Non Executive – Independent Director
Mr. Harshit Mehta *	Member	Non Executive – Independent Director
Mr. Kiran Parmar	Member	Executive Director – Non Independent Director

*Note: Mr. Harshit Mehta has resigned from the board on 20.07.2017 and the time being company appoints independent directors, Mr. Samir Dadia, executive director is appointed as the member of the nomination & remuneration committee.

Terms of Reference

The Terms of Reference of the Nomination and Remuneration Committee are as under:

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
3. The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

- c. remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
4. Regularly review the Human Resource function of the Company
5. Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
6. Make reports to the Board as appropriate.
7. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time.
8. Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

REMUNERATION POLICY

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company.

Remuneration to Non Executive Directors:

The Non Executive Directors are paid remuneration by way of Sitting Fees and Commission. The Non Executive Directors are paid sitting fees for each meeting of the Board and Committee of Directors attended by them. However the Company has not paid the sitting fees to the Non- Executive Directors.

3) Shareholders'/Investors' Relations Committee

The Shareholders'/Investors' Grievance Committee of the Company comprises of three directors. Details of the composition, number of meetings held during the year and attendance thereat as under:

Name	Category of Director	Position held	Attendance at Shareholders' Committee meeting held on			
			30.06.2016	30.09.2016	31.12.2016	31.03.2017
Mr. Tushar Shah	Non - Executive Director	Chairman	No	No	No	Yes

Ms. Bhavana Shah	Executive Director	Member	No	No	No	Yes
Mr. Kiran Parmar	Executive Director	Member	Yes	Yes	Yes	Yes

The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent / issues resolved usually within 15 days except in case of dispute over facts or other legal constraints.

During the year complaints were received from SEBI or shareholders were resolved satisfactorily.

No requests for share transfers are pending except those that are disputed or sub-judice.

Mr. Kiran J. Parmar, Director of the company is the Compliance Officer of the Company.

Code of Conduct for Senior Management

The Company has adopted a Code of Conduct for Directors and Senior Management. It is the responsibility of all employees and Directors to familiarize themselves with the Code and comply with the same.

The Code includes provisions where the employees of the Company can voice their concerns on violation and potential violation of this Code in a responsible and effective manner.

All Board members and senior management personnel have confirmed compliance with the code. A declaration signed by the Managing Director is attached and forms part of the Annual Report of the company.

CEO Certification

Chief Executive Officer (CEO) certification on financial statements pursuant to the provisions of Clause 49 of the listing agreement is annexed and forms part of the Annual Report of the company.

SHAREHOLDERS INFORMATION:

Location and time of Annual General Meetings held in last three years

For the Year	Location	Date & Time	Special Resolution passed Yes Or No
2015-16	C/1/G, Ground Floor, Ashish Appt., Brahmshtriya Co. Op. H. Soc., Opp. Guj. College, Ahmedabad-380006	30 th September, 2016 11.00. A. M.	Yes
2014-15	C/1/G, Ground Floor, Ashish Appt., Brahmshtriya Co. Op. H. Soc., Opp. Guj. College,	30 th September, 2015 01.00. P. M.	Yes

	Ahmedabad-380006		
2013-14	203, Abhishek Complex, B/h Navgujarat College, Income Tax, Ashram Road, Ahmedabad-380014	30 th September, 2014 11.00. A. M.	No

Financial year : 1st April 2016 to 31st March 2017

Date & Time of Annual General Meeting : 21st September, 2017 at 11.00 A.M.

Venue : C/1/G, Ground Floor, Ashish Appt.,
Brahmkshtriya Co.Op. H.Soc, Opp. Guj College,
Ahmedabad-380006

Book closure date : 14th September, 2017 to 20th September, 2017
(both days inclusive) for Annual General Meeting.

Dividend payment date : N.A.

Registered office : C/1/G, Ground Floor, Ashish Appt.,
Brahmkshtriya Co.Op. H.Soc, Opp. Guj College,
Ahmedabad-380006

Compliance officer : Mr. Kiran J. Parmar , Director

Financial calendar

The Company has announced/expects to announce the unaudited quarterly results for the year 2017-18 as per the following schedule:

First quarter : on or before 14th August, 2017
Second quarter : on or before 14th November, 2017
Third quarter : on or before 14th February, 2018
Fourth Quarter : on or before 30th May, 2018

Means of communication

The quarterly and half-yearly financial results are published in newspapers.

Listing on Stock Exchange

The shares of the Company are listed on Ahmedabad Stock Exchange Limited and Bombay Stock Exchange Limited.

Stock Code - BSE: 531328
ASE: 25810

Dematerialization Information

M/s. Purva Sharegistry (India) Pvt Ltd is a Registrar and Transfer Agent of the Company for handling the work shares for transfer/ demat/remat and any other specified work.

Categories of Shareholders as on March 31st, 2017

	Category	No. of Shares	% of Shares
A	Promoter's Holding		
1	Indian Promoters	--	--
2	Foreign Promoters	--	--
	Sub total	--	--
B	Non-Promoters		
3	Institutional Investors	--	--
	A Mutual Funds and UTI	--	--
	B Banks, Financial Inst., Insurance Com. (Central State Gov. Inst. /Non- Gov Inst.)	--	--
	C FIIS	--	--
	Sub total	--	--
4	Non - Institutional Investors		
	A Private corporate Bodies	3224060	22.62
	B Indian Public	8723163	61.20
	C NRIs / Clearing Member/OCBs/HUF	2307151	16.18
	Sub total	14254374	100.00
	GRAND TOTAL	14254374	100.00

Distribution Schedule as on 31.03.2017

SHARE OR DEBENTURE HOLDING OF NOMINAL VALUE OF	SHARE/DEBENTURE HOLDERS		SHARE/DEBENTURE AMOUNT	
	Number	% to Total	Number	% to Total
Upto - 5,000	1221	86.17	1554590	1.09
5,001 - 10,000	64	4.52	380800	0.27
10,001 - 20,000	17	1.20	259510	0.18
20,001 - 30,000	6	0.42	139550	0.10
30,001 - 40,000	4	0.28	135850	0.10
40,001 - 50,000	3	0.21	150000	0.11
50,001 - 1,00,000	13	0.92	1013800	0.71
1,00,001 and above	89	6.28	138909640	97.45
TOTAL	1417	100.00	142543740	100.00

Disclosures

(1) There are no materially significant related party transactions of the Company with key managerial personnel which have potential conflict with the interest of the Company at large.

(2) Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the period from 1st April 2016 to 31st March 2017: NIL.

Unclaimed Dividends

The Company will be required to transfer dividends which have remained unpaid/unclaimed for the period of 7 years to the Investor Education & Protection Fund established by the Government. However there is no such unclaimed/unpaid dividend for which Company has to transfer the same to the Investor Education & Protection Fund in this financial year.

Address for Correspondence

Shareholders can do the correspondence at:

To,

Compliance Officer

Kretto Syscon Limited (Formerly Ideal Texbuild Limited)

C/1/G, Ground Floor,

Ashish Appt,

Brahmkshtriya Co.op.H.Soc,

Opp.Guj College,

Ahmedabad-380006

DECLARATION

The Board has laid down a code of conduct for all Board Members and Senior Management of the Company. The Board members and Senior Management have affirmed compliance with the code of conduct.

FOR, KRETTO SYSCON LIMITED (FORMERELY IDEAL TEXBUILD LIMITED)

SD/-

DIRECTOR

KIRAN PARMAR

DIN: 05213127

CEO CERTIFICATION

I, Mr. Kiran J. Parmar, Director certify to the Board that:

(a) We have reviewed financial statements and the cash flow statement for the year ended on 31.03.2017 and that to the best of their knowledge and belief:

(i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit committee

(i) significant changes in internal control during the year;

(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

FOR, KRETTO SYSCON LIMITED (FORMERLY IDEAL TEXBUILD LIMITED)

**SD/
DIRECTOR
KIRAN PARMAR
DIN: 05213127**

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE
GOVERNANCE UNDER CLAUSE E OF THE SCHEDULE-V OF THE SEBI (LODR)
REGULATIONS, 2015**

1. We have examined the Compliance of conditions of Corporate Governance by **KRETTO SYSCON LIMITED (FORMERLY IDEAL TEXBUILD LIMITED)** for the period 1st April, 2016 to 31st March, 2017 as stipulated in Clause E of the schedule-V of the SEBI (LODR) Regulations, 2015 of the said Company with the stock exchange.

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

3. In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (LODR) Regulation, 2015.

4. As required by the Guidance Note issued by the Institute of Chartered Accountant of India we have to state that based on the report given by the Registrar of the Company to the Investor's Grievance Committee, as on 31st March, 2017, there were no investor grievance matter against the Company remaining unattended /pending for more than 30 days.

5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: AHMEDABAD

Date: 24.08.2017

For, S. Mandawat & Co.
Chartered Accountants

Sd/-
(Subhash K. Mandawat)
Partner
M. No. 102708
FRN No. 118330w

Form No. MR-3

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017

To,
The Members,
M/s. Kretto Syscon Limited
(Previously known as Ideal Texbuild Limited)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Kretto Syscon Limited (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 and complied with the statutory provisions to the extent applicable as 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.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;- **Not Application**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Applicable with effect from 1st December, 2015)
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;- Not Applicable.
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable.



- (g) 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;- Not applicable as company is not registered as a registrar and transfer agent.
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;- Not applicable.
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - Not applicable

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange.

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:

Company had not appointed CFO and Company Secretary.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

Place: Ahmedabad
Date: 17-08-2017



Ketul Shah
M No.: 37822
COP No.: 17187

APPENDIX - A

To,
The Members
Kretto Syscon Limited

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

1. Maintenance of Secretarial record 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 process 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 process 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 Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.





S. MANDAWAT & CO.

Chartered Accountants

To
Board of Directors
Kretto Syscon Limited formally Know as Ideal Texbuild Limited

Report on the Internal Financial Controls Over Financial Reporting 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 Kretto Syscon Limited formally Know as Ideal Texbuild Limited (CIN L17290GJ1994PLC023061) ("the Company") as of March 31, 2017.

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.

Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 exist , and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedure 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.

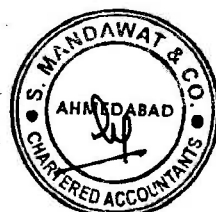
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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, to the best of our information and according to the explanations given to us, 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, 2017, 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.

For, S. Mandawat & co.

Chartered Accountants

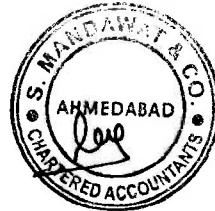
FRN 118330w



Partner

(Subhash Chandra K Mandawat)

M.No. 102708



Place :- Ahmedabad

Date :- 30-05-2017



S. MANDAWAT & CO.

Chartered Accountants

Independent Auditors' Report

TO THE MEMBERS OF,

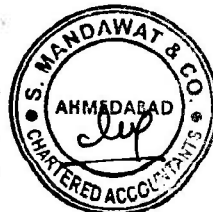
KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LIMITED)

➤ **Report on the Financial Statements**

We have audited the accompanying financial statements of KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LIMITED), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

➤ **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, 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 misstatement, whether due to fraud or error.





S. MANDAWAT & CO.

Chartered Accountants

➤ Auditor's Responsibility

(1) Our responsibility is to express an opinion on these 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.

(2) We conducted our audit 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.

(3) An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

(4) We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

➤ Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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;





S. MANDAWAT & CO.

Chartered Accountants

1. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
2. In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
3. In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

➤ **Report on other Legal and Regulatory Requirements**

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 a statement on the matters Specified in Paragraph 3 and 4 of the Order.

As required by section 143(3) of the Act, we report that:

- 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.
- In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books ~~[and proper returns adequate for the purposes of our audit have been received from the branches not visited by us]~~
- ~~[The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt by us in preparing this report.]~~
 - d) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account. ~~[And the returns received from the branches not visited by us.]~~
 - e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the



913, Sahjanand Shopping Centre, Opp Rajasthan Hindu High School, Shahibaug Road-Ahmedabad-380004

Ph : (0) 25620913 (M) 9476072999 Email: smandawat@jshk.co.in

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LIMITED) for the year ended 31ST March, 2017.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) These fixed assets have been physically verified by the management at reasonable intervals there was No Material discrepancies were noticed on such verification. In our opinion and according to the information and explanations given to us, no fixed asset has been disposed of during the year and therefore does not affect the going concern assumption.

(c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. (a) Physical verification of inventory has been conducted at reasonable intervals by the management and there is no material discrepancies were noticed.

(b) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

(c) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.



- (d) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. The company has granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (a) All terms and conditions are as per the benefits of company and are not prejudicial to the company's interest.
- (b) Schedule of repayment of principal and interest has been stipulated and receipts are regular.
- (c) There is no such amount which is overdue more than 90 Days of above mentioned loan.
4. In respect of loans, investments, guarantees, and security all mandatory provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
5. The company has not accepted any deposits.
6. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- 7 (a) The company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

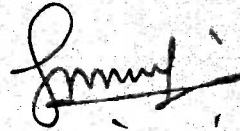


- (b) Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have been deposited on time there is no dispute is pending on the part of company.
8. The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
 9. The company doesn't raise any money by way of initial public offer or further public offer (including debt instruments)
 10. Neither company has done any fraud nor by its officers or employees so nothing to be disclosed separately.
 11. Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
 12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
 13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
 14. The company hasn't made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
 15. The company hasn't entered into any non-cash transactions with directors or persons connected with him.



16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

FOR, S. MANDAWAT & CO
CHARTERED ACCOUNTANTS



(Subhash K. Mandawat)

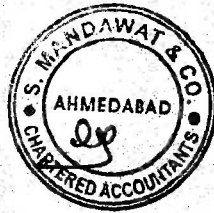
Partner

Membership # 102708

FRN No. 118330W

PLACE AHMEDABAD

DATE : 30-05-2017



KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Balance Sheet as at 31st March, 2017

[Amount in Rs.]

Particulars	Notes	As at 31st March, 2017	As at 31st March, 2016
Equity and Liabilities			
Shareholders' Fund			
Share capital	2.1	14 25 43 740	14 25 43 740
Reserves and surplus	2.2	1 08 86 487	86 79 311
Money received			58 33 000
		<u>15 34 30 227</u>	<u>15 70 56 051</u>
Share Application Money Pending			
Non-Current liabilities			
Long term borrowings	2.3	-	24 30 100
Deferred Tax Liabilities (Net)		-	-
			<u>24 30 100</u>
Current liabilities			
Short term borrowing		-	-
Trade payables	2.4	2 97 91 541	3 96 51 516
Other current liabilities		-	-
Short term provision	2.5	16 28 784	15 24 782
		<u>3 14 20 325</u>	<u>4 11 76 298</u>
		<u>18 48 50 552</u>	<u>20 06 62 449</u>
Assets			
Non-Current assets			
Fixed assets			
Tangible assets	2.6	72 20 000	-
Intangible assets		-	-
Capital work in process		-	-
Intangible assets under development		-	-
Fixed assets held for sale		-	-
Long Term Loans & Advances	2.7	14 56 61 535	-
Non current investment	2.8	1 45 00 000	14 23 20 825
Other non current assets	2.9	6 12 952	8 17 270
		<u>16 79 94 487</u>	<u>14 31 38 095</u>
Current Assets			
Current investment			
Inventories	2.10	1 36 90 000	-
Trade receivables	2.11	2 04 318	5 63 16 746
Cash and cash equivalents	2.12	16 03 094	6 11 777
Short term loan and advances		-	-
Other current assets	2.13	13 58 654	5 95 831
		<u>1 68 56 066</u>	<u>5 75 24 354</u>
		<u>18 48 50 552</u>	<u>20 06 62 449</u>

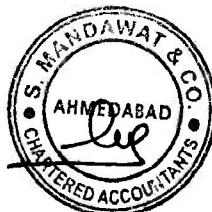
The accompanying notes are an integral part of the financial statements.

As per our attached report of even date

FOR. S. MANDAWAT & CO.
Firm Registration No # 118330W
Chartered Accountants

(Signature)
Partner

Subhash K. Mandawat
Proprietor
Membership No. 102708



FOR AND ON BEHALF OF THE BOARD



(Signature)
Director

Place : Ahmedabad

Date: 30-05-2017

Place : Ahmedabad

Date:

KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Profit and Loss Account for the year ended 31st March, 2017

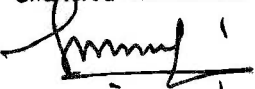
[Amount in Rs.]

Particulars	Notes	As at 31st March, 2017	As at 31st March, 2016
Income			
Sales	2.14	4 69 79 661	5 94 19 745
Other Income	2.15	<u>96 42 416</u>	<u>68 99 141</u>
Total Revenue		5 66 22 077	6 63 18 886
Expenses			
Cost of material consumed	2.16	4 86 66 053	6 23 05 007
Changes in inventories of finished goods, work-in-progress	-	-	-
Employee benefits expense	2.17	20 72 000	9 60 770
Finance costs	-	-	-
Depreciation and amortization expenses Administration and other expenses	2.18	<u>26 89 844</u>	<u>10 73 231</u>
Total Expenses		5 34 27 897	6 43 39 008
Profit / (Loss) before exceptional and extraordinary items and tax		31 94 180	19 79 878
Exceptional items		-	-
Profit / (Loss) before extraordinary		31 94 180	19 79 878
Extraordinary items		-	-
Profit/loss on sale of fixed assets		-	-
Profit / (Loss) before tax		31 94 180	19 79 878
Tax Expenses		9 87 002	6 11 782
Current Tax		-	-
Deferred tax		<u>-</u>	<u>6 11 782</u>
Profit / (Loss) for the year		22 07 178	13 68 096
Balance Brought Forward		13 68 096	-
Add : Adjustment for Reconstruction		<u>-</u>	<u>-</u>
Balance Carried to Balance Sheet		35 75 274	13 68 096
Earnings per equity share:		1.528	0.02
Basic and diluted		1.528	0.02

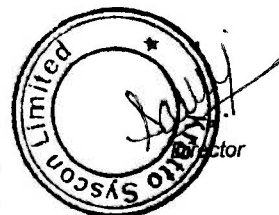
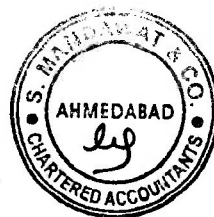
The accompanying notes are an integral part of the financial statements.

As per our attached report of even date

FOR. S. MANDAWAT & CO.
Chartered Accountants


Partner
Subhash K. Mandawat
Membership No. 102708
Firm Registration No # 118330W

FOR AND ON BEHALF OF THE BOARD




Director

Place : Ahmedabad
Date : 30/05/2017

Place : Ahmedabad
Date : 30/05/2017

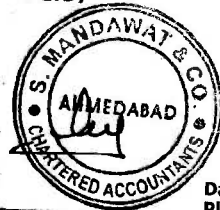
KRETTO SYSCON LIMITED formally known as **(IDEAL TEXBUILD LTD)**

Cash Flow Statement

PARTICULARS	2016-17		2015-16	
	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.
A CASH FLOW FROM OPERATING ACTIVITIES:				
Net Profit before Tax				
Add:				
(a) Transfer to General Reserve		31 94 180		19 79 878
(b) Depreciation		-		-
(c) Miscellaneous Expenses (Amortized)		-		-
(d) Financial & Interest Expenses	2 04 318	-	2 72 423	-
(e) Loss on sale of Fixed Assets	-	-	-	-
Deduct:				
(a) Interest income	-	-	-	-
(b) Transfer to Reserves	-	-	-	-
(c) Profit on Sale of Fixed Assets	-	-	-	-
other income	-	-	-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		2 04 318		2 72 423
Add/Deduct:				
(a) Increase/Decrease in Long Term Provisions		33 98 498		22 52 301
(b) Increase/Decrease in Trade Payables		-		-
(c) Increase/Decrease in Current Liabilities	(98 59 975)	-	3 93 95 197	-
(d) Increase/Decrease in Short Term Provisions	-	-	-	-
(e) Increase/Decrease in Long Term Loans & Advances	1 04 002	-	11 84 308	-
(f) Increase/Decrease in Inventories	(33 40 710)	-	1 63 84 230	-
(g) Increase/Decrease in Trade Receivables	(1 36 90 000)	-	-	-
(h) Increase/Decrease in Short Term Loans & Advances	5 61 12 427	-	(5 62 16 196)	-
(i) Increase/Decrease in Current Assets	(7 62 823)	-	(4 82 018)	-
CASH GENERATED FROM OPERATIONS		2 85 62 921		2 65 521
Deduct:		3 19 61 419		25 17 822
Direct Taxes paid (net)		-		-
Preliminary Expenses	9 87 002	-	6 11 782	-
NET CASH FROM OPERATING ACTIVITIES		(9 87 002)		(6 11 782)
B CASH FLOW FROM INVESTING ACTIVITIES:		3 09 74 417		19 06 040
Inflow:				
(a) Sale of Fixed Asset		-		-
(b) Interest Income		-		-
Outflow:				
(a) Purchase of Fixed Assets	72 20 000	-	-	-
(b) Investment in Franklin Tempalton Fund	1 45 00 000	-	-	-
NET CASH USED IN INVESTING ACTIVITIES		(2 17 20 000)		-
C CASH FLOW FROM FINANCING ACTIVITIES:		(2 17 20 000)		-
Inflow:				
(a) Increase in Share Capital		-	24 30 100	-
(b) Increase in Unsecured borrowings		-	58 33 000	-
(c) Increase in Bank Borrowings		-	-	-
(d) Share Premium Received		-	-	-
Outflow:				
(a) Decrease in Unsecured borrowings	24 30 100	-	-	-
(b) Financial & Interest Expenses	58 33 000	-	-	-
(c) Share Application Money Returned	-	-	-	-
NET CASH USED IN FINANCING ACTIVITIES		(82 63 100)	1 06 74 450	(24 11 350)
NET INCREASE IN CASH AND CASH EQUIVALENTS		(82 63 100)		(24 11 350)
OPENING BALANCE- CASH AND CASH EQUIVALENT		9 91 317		(5 05 310)
CLOSING BALANCE- CASH AND CASH EQUIVALENT		6 11 777		11 17 087
		16 03 094		6 11 777

For and on behalf of the Board of Directors of
KRETTO SYSCON LIMITED formally known as **(IDEAL TEXBUILD LTD)**


 Chairman & Managing Director



As per our report of even date
 FOR, **S. MANDAWAT & CO.**
 Chartered Accountants


 Partner
 Membership No. 102708
 Firm Registration No # 118330W
 Place: Ahmedabad

Date:
 Place: Ahmedabad

Date: 30-05-2017
 Place: Ahmedabad

KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Notes forming part of accounts

2.1 Share Capital

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
(a) Authorised 1,50,00,000 Equity Shares of Rs. 10/- each	15 00 00 000	15 00 00 000
(b) Issued. Subscribed and Fully Paid-up		
1,01,81,696 fully paid up equity shares each of Rs.10/-		10 18 16 960
40,72,678 fully paid up Bonus equity shares each of		4 07 26 780
1,42,54,374 fully paid up equity shares each of Rs.10/-	14 25 43 740	0

Direct Note :

- (i) allotted 40,72,678 fully paid-up equity shares by way of bonus shares;
 - (ii) allotted any equity shares pursuant to any contract without payment being received in cash;
 - (iii) bought back any equity shares
- 4 07 26 780
- (c) Rights, Preferences and Restrictions**

Equity Shares : The Company has only class of equity shares having a par value of ` 10/- (P.Y. ` 10/-) per share. Each

2.2 Reserves and surplus

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
Balance as per previous financial statements	86 79 311	(19 62 005)
Share Premium Accounts		5 00 00 000
Add : Profit for the year	22 07 178	13 68 096
Balance available for appropriation	1 08 86 489	4 94 06 091
Less : Appropriations Bonus Share Allotment of 40,72,678 Shares	-	(4 07 26 780)
Net Surplus / (Deficit)	1 08 86 489	86 79 311
Total	1 08 86 487	86 79 311

2.3 Long term Borrowings

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
Secured Loan (Secured against Building & machineries)	-	-
Unsecured Loan	-	24 30 100
Total	-	24 30 100



KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Notes forming part of accounts

2.4 Trade payables

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
Sundry Creditors for Goods	2 97 91 541	3 96 51 516
Total	2 97 91 541	3 96 51 516

2.5 Short Term Provisions

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
Provisions for employee benefits	-	-
Provisions for expenses	30 000	9 13 000
Provision for Income Tax	15 98 784	6 11 782
Total	16 28 784	15 24 782

2.7 Long Term Loans & Advances

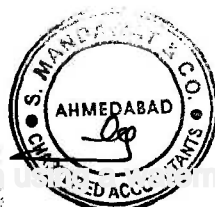
[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
Advances receivable in Cash or Kind		
Considered Good	14 56 04 146	14 21 70 825
Deposits	57 389	1 50 000
Total	14 56 61 535	14 23 20 825

2.8 Non Current Investment

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
Franklin Tempalton Fund	1 45 00 000	-
Total	1 45 00 000	-



KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Notes forming part of accounts

2.9 Other Non Current Assets

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
Miscellaneous Expenses:		
Opening Balance		10 89 693
Add: Expenses incurred during the year	8 17 270	-
Less: Expenses written off		2 72 423
Total	6 12 952	8 17 270

2.10 Inventories

(As taken, valued and certified by the Management)

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
Raw Materials And Consumables	-	-
Finished Goods	1 36 90 000	-
Work In Progress	-	-
Total	1 36 90 000	-

2.11 Trade Receivables

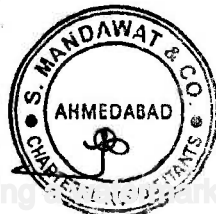
Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
Trade receivables outstanding for a period less than six months from the date they are due for		
Secured , Considered good	-	-
Unsecured, Considered good	2 04 318	5 63 16 746
Doubtful	-	-
Total	2 04 318	5 63 16 746

2.12 Cash and cash equivalents

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
Cash on hand	6 55 117	5 848
Bank Balance	9 47 977	6 05 929
Total	16 03 094	6 11 777

2.13 Other Current Assets

Particulars	[Amount in Rs.]	
	As at 31st March, 2017	As at 31st March, 2016
TDS Receivable 15-16	5 95 831	5 95 831
TDS Receivable 16-17	7 62 823	-
Total	13 58 654	5 95 831



KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Notes forming part of accounts

2.14 Revenue from operations

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
Sale Of Goods	4 69 79 661	5 94 19 745
Total	4 69 79 661	5 94 19 745

2.15 Other income

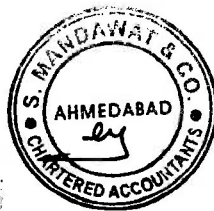
[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
FDR Interest Income	1 44 004	-
Interest On Income Tax Refund	-	2 184
Interest Income	94 98 409	68 96 957
Other Income	3	-
Total	96 42 416	68 99 141

2.16 Cost of Material Consumed

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
Op. Stock	-	-
Add: Purchases during the Year	6 23 56 053	6 23 05 007
Less: Closing Stock	1 36 90 000	-
Total	4 86 66 053	6 23 05 007



KRETTO SYSCON LIMITED formally known as (IDEAL TEXBUILD LTD)

Notes forming part of accounts

2.17 Employee benefits expense

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
a. Salaries and incentives	20 72 000	9 60 770
Bonus Exp.	-	-
b. Contributions to provident fund(Employers's Contribution)	-	-
Contributions to E.S.I.(Employers's Contribution)	-	-
c. Gratuity expense	-	-
d. Leave Encashment Exp	-	-
Total	20 72 000	9 60 770

2.18 Other Costs

[Amount in Rs.]

Particulars	As at 31st March, 2017	As at 31st March, 2016
BSE Expenses	2 81 250	2 87 695
Cdsl Expenses	50 717	33 985
Bank Charges	2 210	-
Legal & Professional Fees	2 40 730	-
Miscellaneous Expenses	40 230	4 44 461
Miscellaneous Expenses written off	2 04 318	-
Nsdl Expenses	51 525	29 660
Office Expenses	13 29 100	1 20 886
Petrol Conveyance Expenses	84 000	-
Rent Expenses	70 000	60 000
Share Registry Expenses	1 20 264	64 044
Travelling Expenses	1 82 000	-
Website Expenses	3 500	3 500
Payment to Auditor as:		
a. Auditor	30 000	29 000
Total	26 89 844	10 73 231



M/s KRETTO SYSCON LIMITED
Formally known as
(IDEAL TEXBUILD LIMITED)

NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR
ENDED 31ST MARCH, 2017

Notes to Balance sheet and Profit & Loss Account

I. Significant Accounting Policies-

i) Basis of Accounting:

Financial Statement is prepared under historical cost convention on a accrual basis in accordance with the requirements of the Companies Act. 2013.

ii) Fixed Assets and Depreciation

a) The Fixed assets are stand at cost of acquisition inclusive of freight, duties, taxes, and inclusive of expenses.

b) Depreciation:

(i) Depreciation on fixed assets is provided on "Written down Value Method" at the rate and in the manner prescribed in Schedule II of the Companies Act, 2013.

ii) INVENTORIES

Inventories are stated at Cost or NRV whichever is lower.

iii) MISCELLANEOUS EXPENSES

Balance of Preliminary Expenditure at the year end is
Rs. 6,12,952/-



M/s KRETTO SYSCON LIMITED

Formally known as
(IDEAL TEXBUILD LIMITED)

IV) CONTINGENT LIABILITIES

No provision is made for liabilities, which are contingent in nature but, if material the same is disclosed by way of notes to the accounts.

2. Deferred Tax

Deferred Tax is calculated at the tax rate and laws that have been enacted or subsequently enacted as of the Balance Sheet date and is recognized on timing difference that originate in one period and are capable of reversing in one period and are capable of reversing in one or more subsequent period. Deferred Tax, subject to consideration of prudence are recognized and carried forward only to the extent that they can be realized

Deferred Tax Assets

On account of Depreciation on Fixed Assets Rs. NIL/-

3. None of the employees of the Company has crossed the Limits Prescribed u/s. 217 (2A) of the Companies (Particulars of Employees) Amendment Rules, 1988 during the year.

4. (a) Value of Import calculates on CIF basis

	Current year	Previous year
1. Raw Material	N.A.	(N.A.)
2. Components & Spare Parts	N.A.	(N.A.)
3. Capital Goods	N.A.	(N.A.)

(b) Expenditure in Foreign Currency Nil Nil

(c) Amount remitted in foreign currency Nil Nil
On account of divided to Non Resident



M/s KRETTO SYSCON LIMITED
Formally known as
(IDEAL TEXBUILD LIMITED)

5. Auditors Remuneration

	As at 2016-2017	As at 2015-2016
a) Audit Fees	30,000.00	29,000.00

6. In the opinion of the Board, Current Assets, Loans and Advances have the value at which they are stated in the Balance Sheet, if realised in the ordinary course of business and are subject to confirmation.

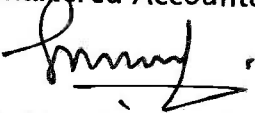
7. Additional Information under Schedule III of the Companies Act, 2013: Nil

8. Previous Year's figure have been re-grouped / rearranged wherever essential.

9. All the Balances of Sundry Creditors, and Sundry Debtors are subject to confirmation and realized in the ordinary course of business.

10. Cash on hand at the year end certified by the management. Moreover we are not physically verified the Cash Balance as on 31-03-2017.

For S. Mandawat & Co.
Chartered Accountants





(Subhash K. Mandawat)
Partner

Firm No. 118330w
Membership: 102708

Place: Ahmedabad
Date: 30/05/2017



For & on behalf of the Board


Director

Director


Place: Ahmedabad
Date : 30/05/2017

ANNEXURE I
KRETTO SYSCON LIMITED

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone and Consolidated separately)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2017 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] (Amount in Lakhs)				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total Income	566.22	566.22
	2.	Total Expenditure	534.28	534.28
	3.	Net Profit/(Loss)	35.75	35.75
	4.	Earnings Per Share	0.15	0.15
	5.	Total Assets	1848.51	1848.51
	6.	Total Liabilities	314.20	314.20
	7.	Net Worth	1534.30	1534.30
	8.	Any other financial item(s) (as felt appropriate by the management)		
II.	Audit Qualification (each audit qualification separately):			
	a.	Details of Audit Qualification: N.A		
	b.	Type of Audit Qualification : N.A		
	c.	Frequency of qualification: N.A		
	d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:		
	e.	For Audit Qualification(s) where the impact is not quantified by the auditor: N.A		
	(i)	Management's estimation on the impact of audit qualification:		
	(ii)	If management is unable to estimate the impact, reasons for the same:		
	(iii)	Auditors' Comments on (i) or (ii) above:		
III.	Signatories:			
		• CEO/Managing Director : KIRANKUMAR PARMAR (DIN: 05213127)		
		• Audit Committee Chairman : TUSHAR SHAH (DIN: 01748630)		
		• Statutory Auditor : SUBHASH K MANDAWAT (S. MANDAWAT & CO.) (M. No: 102708) (F.R.No: 118330W)		
		Place: 24/07/2017		
		Date: Ahmedabad		



FOR, S. MANDAWAT & CO.
CHARTERED ACCOUNTANTS
FRN 118330W

[Signature]

PARTNER

ATTENDANCE SLIP

I/We.....R/o..... hereby record my/our presence at the Annual General Meeting of the Company on Thursday, 21st day of September, 2017 at 11.00 A.M at C/1/G, Ground Floor, Ashish Appt, Brahmkshtriya CO. OP. H.Soc, Opp. Guj College, Ahmedabad-380006.

DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
3. Electronic copy of the Annual Report for 2017 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Annual Report for 2017 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

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]

CIN: L70100GJ1994PLC023061

Name of the Company: KRETTO SYSCON LIMITED

Registered office:

Name of the member (s):	E-mail Id:
	No. of shares held
Registered address:	Folio No.
	DP ID*.
	Client ID*.

* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

S.No.	Name	Address	Email address	
1				or failing him
2				or failing him
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company on Thursday, 21st day of September, 2017 at 11.00 A.M at C/1/G, Ground Floor, Ashish Appt, Brahmkshtriya CO. OP. H.Soc, Opp. Guj College, Ahmedabad-380006, and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

S.No.	Resolution	For	Against
1	To Adoption of the Audited Profit and Loss Account And Balance sheet for the year ended 31stMarch, 2017		
2	To Reappoint Mr. Kirankumar Parmar as a Director who is retiring by rotation & eligible for reappointment		

3	Ratification of Appointment of S. MANDAWAT & CO, Chartered Accountants, as Auditor of the Company.		
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** It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this day of..... 2017

Signature of shareholder.....

Signature of Proxy holder(s) (1).....

Signature of Proxy holder(s) (2).....

Signature of Proxy holder(s) (3).....

<p style="text-align: center;">Affix Revenue Stamp not less than Re.0.15</p>
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Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
6. Please complete all details including details of member(s) in above box before submission.