

ICL / CMPL / 2017-18 / 09th February, 2018 / 180

To,
The General Manager
Department of Corporate Affairs
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Scrip Code: 526871

Sub: Submission of Outcome of Board Meeting under Regulation 30(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Dear Sir,

As per Clause 30(2) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Board of Directors of the Company at its Meeting held today i.e., Friday, 09th February, 2018 took the following decisions:-

1. The Board approved and took the note of the Unaudited Financial Results along with Limited Review Report and the Managing Director and CFO Certification for the Quarter ended 31st December, 2017.
2. The Board took note of the resignation of Mr. Praveen Sethia (DIN: 02310777), Non-Executive Independent Director, from Board of Directors of Intec Capital Limited w.e.f., 30th January, 2018 for which the communication to BSE has already been made on 09th November, 2017. Vide letter no. ICL / CMPL / 2017-18 / 31st January, 2018 / 176.
3. The Board reviewed and approved the re-constitution of various existing Committees of the Board (COB) with revised term of reference of the committees of the Board viz. Risk Management Committee (RMC), ALCO Committee, Audit Committee (AC), Nomination and Remuneration and Committee (NRC), Corporate Social Responsibility Committee (CSR) and Treasury Committee (TC) along with the term of reference of the committees. The revised re-constitution of committees of Board is mentioned in attached **Annexure-1**.
4. The Board approved and adopted the Statutory Policies of the Company in terms of requirement of applicable provisions of the Companies Act, 2013 and rules made thereunder and applicable SEBI LAWS / Rules / Regulations and applicable NBFC Circulars / Master Circulars / mater Directions / Guidelines / Directives and other applicable laws of India as per the attached **Annexure-2**.

You are requested kindly the same in your records.

Thanking you

For Intec Capital Limited


Runeet Sehgal
Company secretary
ACS : 12557



INTEC CAPITAL LTD.


CIN: L74899DL1994PLC057410

Regd Off : 701, Manjusha Building, 57 Nehru Place, New Delhi - 110019. T +91-11-4652 2200/300 F +91-11-4652 2333

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REVISED CONSTITUTION OF VARIOUS COMMITTEE OF THE BOARD		
Sl.	Name of Committee	Committee Members Name with Designation
1.	Audit Committee (AC)	Director – Member ❖ Mr. Rakesh Joshi (Non-Executive Independent Director) ❖ Mr. S.K. Goel (Non-Executive Independent Director) ❖ Mrs. Kumud Gupta (Non-Executive Independent Woman Director)
2.	Nomination and Remuneration and Committee (NRC)	Director – Member ❖ Mr. Rakesh Joshi (Non-Executive Independent Director) ❖ Mr. S.K. Goel (Non-executive Independent Director) ❖ Mrs. Kumud Gupta (Non-Executive Independent Woman Director)
3.	Risk Management Committee (RMC)	❖ Mr. Sanjeev Goel (Managing Director) ❖ Mr. Rakesh Kumar Joshi ❖ Mr. S.K. Goel (Non-executive Independent Director)
4.	Asset Liability Committee (ALCO)	❖ Mr. Sanjeev Goel (Managing Director) ❖ Mr. S.K. Goel (Non-Executive Independent Director) ❖ Mrs. Kumud Gupta (Non-Executive Independent Woman Director)
5.	Corporate Social Responsibility Committee (CSR)	❖ Mr. Sanjeev Goel (Managing Director) ❖ Mr. S.K. Goel (Non-executive Independent Director) ❖ Mrs. Kumud Gupta (Non-Executive Independent Woman Director)
6.	Shareholders Investors Grievance Committee(SHIGC) cum Share Transfer Committee (STC) cum Stakeholders Relationship Committee (SRC)	❖ Mr. Sanjeev Goel (Managing Director) ❖ Mr. S.K. Goel (Non-Executive Independent Director) ❖ Mr. Rakesh Joshi (Non-Executive Independent Director)
7.	Treasury Committee (TC)	❖ Mr. Sanjeev Goel (Managing Director) ❖ Mr. S.K. Goel (Non-Executive Independent Director) ❖ Mrs. Kumud Gupta (Non-Executive Woman Independent Director)

For Intec Capital Limited


 Puneet Sehgal
 Company secretary
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Policies approved by the Board of Directors as per recommendation of Audit Committee held today on Friday 9th February 2018		
(1)	(2)	(3)
Sl.	Process / Policy etc. Name	Requirement pursuant to which law read with any other law, if any
1.	Insider Trading Code - SEBI PIT, 2015: Code of Conduct of Intec Capital Limited for Regulating, Monitoring and Reporting of Trading by Insiders pursuant to regulation 9 of SEBI (Prohibition of Insider Trading), 2015, which shall for Members of the Board of Directors and designated employees of Intec Capital Limited	SEBI laws and provisions
2.	Code of Practices and Procedures (COPP) of Intec Capital Limited for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) For Members of Board of Directors & designated employees of Intec Capital Limited Pursuant to Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [SEBI PIT, 2015]	SEBI laws and provisions
3.	Policy for determination of Materiality of Events" of Intec Capital Limited under Regulation 30(4) (ii) read with 30(5) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 (SEBI Listing Regulations)"	SEBI laws and provisions
4.	Material Subsidiary Policy of Intec Capital Limited in terms Regulation 16(1)(c) of chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 (SEBI LODR, 2015)	SEBI laws and provisions
5.	Code of Conduct for Board of Directors, Key Managerial Personnel (KMP) and Senior Management of Intec Capital Limited in terms of regulation 17(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 ("SEBI LODR, 2015")	SEBI laws and provisions
6.	Related Party Transactions Policy of Intec Capital Limited	Companies Act, 2013 & SEBI laws and provisions

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Policies approved by the Board of Directors as per recommendation of Nomination and Remuneration Committee held today on Friday 9th February 2018		
(1)	(2)	(3)
Sl.	Process / Policy etc. Name	Requirement pursuant to which law read with any other law, if any
1.	Nomination and Remuneration Policy and Selection Criteria & due diligence of Directors, Key Managerial Personnel and Senior Management of Intec Capital Limited	Companies Act, 2013 & SEBI laws and provisions
2.	Familiarization Programme for Independent Directors of Intec Capital Limited in terms of requirement of SEBI LODR, 2015 read with other applicable laws as amended from time to time	Companies Act, 2013 & SEBI laws and provisions
3.	Intec Succession Plan / Policy of Intec Capital Limited for Managing Director, Promoter Nominee Director, Investor Nominee Director, Woman Director and Key Managerial Personnel (KMP) under Regulation 17(4) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 (SEBI Listing Regulations).	SEBI laws and provisions


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Policies approved by the Board of Directors as per recommendation of Risk Management Committee held today on Friday 9th February 2018		
(1)	(2)	(3)
Sl.	Process / Policy etc. Name	Requirement pursuant to which law read with any other law, if any
1.	Risk Management Policy under RBI Master Direction on Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 read with applicable regulation of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 (SEBI Listing Regulations)"	RBI and SEBI
2.	Credit Policy of Intec Capital Limited laying down credit policy framework for Financial Products for offering to SME and Credit Portfolio Risk Management structure for Retail lending exposure up to Rs. 3.5 Crores for Individual Entity Exposure and Rs. 5 Crores for Group Exposure of Intec Capital Limited	RBI Laws
3.	Risk Control Unit (RCU) Policy & Process Manual of Intec Capital Limited	RBI Laws

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For Intec Capital Limited



Puneet Sehgal
 Company secretary
 ACS: 12557


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**INDEPENDENT AUDITORS' REVIEW REPORT ON REVIEW OF STANDALONE INTERIM
FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31,
2017 TO THE BOARD OF DIRECTORS OF 'INTEC CAPITAL LIMITED'**

The Board of Directors,
Intec Capital Limited,
New Delhi.

1. Introduction

We have reviewed the accompanying Statement of Standalone Unaudited Financial Results (the 'Financial Results') of Intec Capital Limited (the 'Company') for the quarter and nine months ended December 31, 2017. These Financial Results are the responsibility of the Company's Management and have been approved by the Board of Directors. Our responsibility is to issue a report on these Financial Results based on our review.

2. Scope of Review

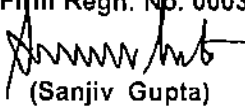
We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

3. Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of Standalone Unaudited Financial Results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place : New Delhi
Date : 09.02.2018



S.P. Chopra & Co.
Chartered Accountants
ICAI Firm Regn. No. 000346N

(Sanjiv Gupta)
Partner
M. No. 083364

INTEC CAPITAL LIMITED
(CIN:L74899DL1994PLC057410)

Regd Office: 701, Manjusha, 57 Nehru Place, New Delhi-110 019, Website:www.inteccapital.com,
Email for investors: complianceofficer@inteccapital.com

Statement of Standalone Financial Results for the quarter/nine months ended 31 December, 2017
prepared in compliance with Schedule III to the Companies Act, 2013

Particulars	Quarter ended Dec 31, 2017	Quarter ended Sep 30, 2017	Quarter ended Dec 31, 2016	Nine Months ended Dec 31, 2017	Nine Months ended Dec 31, 2016	Year ended March 31, 2017
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income						
Revenue from operations	1,236.69	1,390.10	2,331.60	4,357.34	7,761.72	9,719.13
Other income	526.54	0.41	18.24	528.25	26.55	28.52
Total revenue (I)	1,763.23	1,390.51	2,349.84	4,885.59	7,788.27	9,747.65
2 Expenses						
Employee benefit expenses	200.13	206.04	294.24	634.40	920.63	1,056.75
Finance costs	826.69	924.89	1,329.29	2,759.28	4,285.27	5,460.23
Depreciation and amortisation expense	12.17	13.31	17.37	40.93	54.62	70.26
Other expense (refer note 2)	895.10	634.24	692.03	2,415.89	2,448.72	3,022.58
Total expenses (II)	1,934.09	1,778.48	2,332.93	5,850.50	7,709.24	9,609.82
3 (Loss)/Profit before prior period items (III)=(I)-(II)	(170.86)	(387.97)	16.91	(964.91)	79.03	137.83
4 Prior period items (IV)				(112.97)		
5 (Loss)/Profit before tax (V)=(III)-(IV)	(170.86)	(387.97)	16.91	(1,077.88)	79.03	137.83
6 Tax expense						
Current Tax	(10.30)	(9.74)	26.62	4.57	112.61	194.48
Deferred Tax	(40.31)	(233.57)	(21.23)	(273.88)	(84.84)	(108.00)
Tax for earlier years						15.05
Total tax expense (VI)	(50.61)	(243.31)	5.39	(269.31)	27.77	101.53
7 (Loss)/Profit after tax (V)-(VI)	(120.25)	(144.66)	11.52	(808.57)	51.26	36.30
8						
Paid-up equity share capital (face value of Rs. 10/- each)	1,836.63	1,836.63	1,836.63	1,836.63	1,836.63	1,836.63
Reserve excluding revaluation reserves as per Balance Sheet						14,998.35
Earnings per equity share*						
Nominal Value of share	10.00	10.00	10.00	10.00	10.00	10.00
Basic	(0.65)	(0.79)	0.06	(4.40)	0.28	0.20
Diluted	(0.65)	(0.79)	0.06	(4.40)	0.28	0.20

* EPS for the quarter are not annualised

Notes-

- The unaudited standalone financial results for the quarter ended December 31, 2017 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors (the "Board") at their respective meetings held on February 9, 2018.
- The main business of the Company is financing. As such, there are no separate reportable segments as per Accounting Standard (AS)-17 'Segment Reporting' notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Account) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016.
- Figures for previous quarter/period/year have been regrouped and/or reclassified wherever considered necessary, to conform to current quarter/ period classification.



For and on behalf of the Board of Directors

Sanjeev Goel
(Managing Director)
DIN - 00028702



Place : New Delhi
Dated : February 09, 2018

To
The Board of Directors of Intec Capital Limited
701-704, Manjusha Building
57, Nehru Place
New Delhi: 110019

Subject: Managing Director and CFO Certificate under Regulation 33(2)(a) of SEBI (LODR) Regulation 2015

We, Mr. Sanjeev Goel, Managing Director and Mr. Puhup Srivastav Chief Financial Officer of Intec Capital Limited, to the best of our knowledge and belief, certify that:

1. *We have reviewed the Unaudited Financial Results of the company;*
 - 1.1. *These Unaudited Financial Results do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;*
 - 1.2. *These Unaudited Financial Results together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.*
2. *There are no transactions entered into by the Company during the quarter ended 31st December, 2017 that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics, except as disclosed to the Company's Limited Audit Report for quarter ended 31st December, 2017 and the Company's Audit Committee of the Board of Directors.*
3. *We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to Financial Reporting and they 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 we have taken or propose to take to rectify these deficiencies.*
4. *We have indicated to the Auditors and the Audit Committee:*
 - (i) *that there are no significant changes in internal control over financial reporting during the year;*
 - (ii) *that there are no significant changes in accounting policies during the quarter subject to change in the same and that the same have been disclosed in the notes to the financial statements;*
and
 - (iii) *that there are no 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 over Financial Reporting.*
4. *We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.*

For Intec Capital Limited



Sanjeev Goel
Managing Director



Puhup Srivastav
Chief Financial Officer

Date: 09th February, 2018
Place: New Delhi

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