

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 24th Annual General Meeting of Omnitech InfoSolutions Limited will be held on Tuesday, 30th December, 2014 at 11.00 a.m. at Omnitech House, A/13, Cross Road No. 5, Kondivita Road, Marol, M.I.D.C., Andheri (E), Mumbai – 400093 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March 2014, the Profit & Loss Account for the year ended on that date together with the Schedules and notes attached thereto and the Report of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Devarshi Buch, who retires by rotation and being eligible, offers himself for re – appointment.
3. To appoint auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration and to pass the following resolution as on **Ordinary resolution**:

"RESOLVED THAT M/s. Poladia & Co., Chartered Accountants, be and are hereby appointed as the auditors of the Company to hold office from the conclusion of the next Annual General Meeting on such remuneration as may be determined by the Board of Directors in consultation with the auditors."

SPECIAL BUSINESS:

4. Appointment of Mr. Vasudeva V. Kamath as an Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013 (**"the Act"**) and all other applicable provisions of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement as may be amended from time to time, **Mr. Vasudeva V. Kamath** (DIN: 02433518), Non –Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice under Section 160 of the Act from a member proposing his candidature for the office of Independent Director be and is hereby appointed as a Non – Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from April 1, 2014 to March 31, 2019."

5. Appointment of Dr. Kalimohan Bhattacharya as an Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013 (**“the Act”**) and all other applicable provisions of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement as may be amended from time to time, **Dr. Kalimohan Bhattacharya** (DIN 00318457), Non –Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice under Section 160 of the Act from a member proposing his candidature for the office of Independent Director be and is hereby appointed as a Non – Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from April 1, 2014 to March 31, 2019.”

6. Appointment of Dr. Ram K. Mangal as an Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013 (**“the Act”**) and all other applicable provisions of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement as may be amended from time to time, **Dr. Ram K Mangal** (DIN 00712936), Non – Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice under Section 160 of the Act from a member proposing his candidature for the office of Independent Director be and is hereby appointed as a Non – Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from April 1, 2014 to March 31, 2019.”

7. To re-confirm authority to the Board to approve borrowings up to Rs. 500 crore

To consider and if thought fit, to pass, with or without modifications following resolution as **Special Resolution**:

“RESOLVED THAT in supersession of the Ordinary Resolution passed under Section 293 (1) (d) of the Companies Act, 1956 at the General Meeting of the members of the Company held on 22nd August, 2006 and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called the “Board ” which term shall be deemed to include persons(s) authorized and/or committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), for borrowing from time to time, by way of loans, credit facilities, debt instruments or in any other forms, any such sum or sums of money (either Indian or foreign currency) from Banks, Financial Institutions, Bodies Corporate, Mutual Funds, Companies, firms or any one or more persons on such terms and conditions and with or without security as the Board may think fit, in addition to the monies already borrowed by the Company, if any, (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) provided that the total amount of money or monies so borrowed and outstanding at any time shall not exceed Rs. 500 Crore (Rupees Five Hundred Crore only) in excess of and in addition to the paid – up capital and free reserves of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do and perform all such acts, deeds, matters and things as ,may be considered necessary, desirable or expedient for giving effect to this Resolution.”

8. To approve creation of charge on assets of the Company in respect of borrowings

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

“RESOLVED THAT in supersession of the Ordinary Resolution passed under Section 293(1) (a) of the Companies Act, 1956 at the General Meeting of the members of the Company held on 22nd August, 2006 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any amendment thereto or re-enactment thereof) consent of the Company be and is hereby accorded to Board of Directors (hereinafter called “the Board’ which term shall be deemed to include any committee thereof, which the Board may have constituted or hereinafter constitute to exercise its powers including the

powers conferred by this resolution and with the power to delegate such authority to any person or persons) to mortgage and/or charge/hypothecate any of its movable and /or immovable properties, wherever situated, both present and future, on such terms and conditions at such time(s) and in such form and manner and with such ranking as to priority as the Board in its absolute discretion thinks fit to or in favour of banks, financial institutions or bodies corporates or any other persons (hereinafter referred as “**Lenders**”), for securing the borrowings/financial assistance/loans to be availed from any of the Lenders or for securing issuance of any debt instruments by the Company for amount not exceeding Rs. 500 crore (Rupees Five Hundred Crore) together with interest thereon at respective agreed rates, additional interest, compound interest, liquidated damages, commitment charges, premia on prepayment or redemption , all other costs, charges and expenses thereon and all other monies payable by the Company to such lenders In terms of loan agreements/debenture trust deed or any other documents/agreements entered or to be entered into between the Company and the lenders/trustees in respect of said borrowings/debt instruments and containing such specified terms and conditions and covenants in respect of enforcement of security(ies) as may be stipulated in their behalf and agreed to between the Board of Directors or Committee thereof and lenders/trustee;

RESOLVED FURTHER THAT the securities to be created by the Company aforesaid may rank prior/pari passu/subservient with/to the mortgage and /or charges already created or by the company as may be agreed to between the concerned parties;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do and perform all such acts, deeds matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution,”

BY ORDER OF THE BOARD OF DIRECTORS
FOR OMNITECH INFOSOLUTIONS LIMITED

Sd/-
(Atul M. Hemani)
Managing Director

PLACE: Mumbai

DATED: 30TH November, 2014

Registered Office:-

“Omnitech House”, Plot No. A/13, Cross Road No. 5,
Kondivita Road, Marol, M.I.D.C,
Andheri (E), Mumbai - 400093

NOTES:

- 1) As per the requirement of Clause 49 of Listing Agreement with the Stock Exchanges on appointment of the New Directors / re-appointment of a Director, a statement containing details of the concerned Directors is provided in **Annexure 'A'**.
- 2) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THEN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING I.E. BY 11 A.M. ON THURSDAY, 25th DECEMBER, 2014. ATTENDANCE SLIP AND PROXY FORM IS ENCLOSED TO THE NOTICE.

A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT, OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

- 3) Corporate Members are requested to send a duly certified copy of the Board Resolution, authorising their representative to attend and vote at the Annual General Meeting.
- 4) In case of joint holders attending the meeting, only such joint holder whose name appears higher on the Register of Members will be entitled to vote.
- 5) All the documents referred to in the accompanying notice are available for inspection at the Registered Office of the Company on all the working days between 11.00 A.M to 1.00 P.M up to the date of the Annual General Meeting.
- 6) The Register of Members and Transfer Books in respect of Equity Shares of the Company will remain closed from Friday, 19th December, 2014 to Tuesday, 30th December, 2014 (both days inclusive).
- 7) Members who have not registered their email addresses so far are requested to register their email addresses with Depository Participants/Registrar and Transfer Agents for receiving all communications including annual reports, notices etc. in electronic mode to save our environment.
- 8) Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their queries to the Company at least seven days before the date of the meeting, so that the information required by the members can be made available at the meeting.

- 9) Members may avail nomination facility as provided under Section 72 of the Companies Act, 2013. Members holding shares in physical form and desirous of making nominations are requested to send their requests in Form SH-13 to the Registrar and Transfer Agent. Members holding shares in demat form may contact their respective depository participants for recording of nomination.
- 10) The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialized form are therefore requested to submit the PAN to their respective depository participants. Members holding shares in Physical form can submit their PAN details to the Company or the Registrar & Transfer Agents.
- 11) Pursuant to the provisions of Sections 101 and 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail addresses either with their DP or the Company. Electronic copy of the Annual Report for the year ended March 31, 2014 and the Notice of the AGM inter alia indicating the process and manner of e-voting along with Attendance Slip & Proxy Form is being sent by electronic mode to those members whose email addresses are registered with the Company/Depositories, unless a member has requested for a physical copy of the same.

Physical copies of the Annual Report for the year ended March 31, 2014 and the Notice of the AGM inter alia indicating the process and manner of e-voting along with Attendance Slip & Proxy Form are being sent by the permitted mode to those members who have not registered their email addresses. The Annual Report for the year ended March 31, 2014 and the Notice of 24th Annual General Meeting will be available on the Company's website www.omnitechglobal.com

12) VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the revised Clause 35B of the Listing Agreement, the Company is pleased to provide its members, the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and business may be transacted through e-voting platform provided by Central Depository Services (India) Limited (CDSL) on all resolutions set forth in the Notice.

Mr. Prasanjit Kumar Baul, a partner in M/s Gupta Baul & Associates, a firm of Practising Company Secretaries has been appointed as Scrutinizer to scrutinize the e-voting process in fair and transparent manner. The result shall be declared on or after the Annual General Meeting. The results declared along with the Scrutinizer report shall be placed on the Company website www.omnitechglobal.com and on the website of CDSL within two working days of passing the resolution at the AGM and also will be communicated to the Stock Exchanges on which shares of the Company are listed.

The instructions for members for voting electronically are as under:-

(i) The voting period begins on **Monday, December 15, 2014 at 9.00 a.m.** and ends on **Wednesday, December 17, 2014 at 6.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on **November 21, 2014 (the cut-off date)** 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	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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. • 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	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • 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).
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(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 “ **Omnitech InfoSolutions Limited**”.

(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) Note for Non-Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(xx) The voting rights of shareholders shall be in proportion to their shares of the paid equity share capital of the Company.

BY ORDER OF THE BOARD OF DIRECTORS
FOR OMNITECH INFOSOLUTIONS LIMITED

Sd/-
(Atul M. Hemani)
Managing Director

Place : Mumbai
Date : 30th November, 2014

Registered Office:-

"Omnitech House", Plot No. A/13, Cross Road No. 5,
Kondivita Road, Marol, M.I.D.C,
Andheri (E), Mumbai - 400093

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF ITEM NOS. 4-8 OF THE NOTICE

ITEMS 4 TO 6

The Companies Act, 2013 and the rules made thereunder ("the Act"), which became effective from April 1, 2014, have brought various changes in the laws relating to Independent Directors ("INEDs") encompassing their appointment, tenure of such appointment, role and responsibilities etc. In terms of provisions of Section 149(10) of the Act, an INED shall hold office for a term up to five (5) consecutive years and as per Schedule IV of the Act, the appointment of INEDs shall be approved at the meeting of the shareholders. As per the provisions of Section 149(13) read with explanation to Section 152(6) of the Act, INEDs shall not be liable to retire by rotation.

Further, the clause 49 of Listing Agreement as recently amended states that the maximum tenure of Independent Directors shall be in accordance with the Companies Act, 2013 and clarifications/circulars issued by the Ministry of Corporate Affairs, in this regard, from time to time.

In terms of aforesaid provisions of Companies Act, 2013 and Clause 49 of Listing Agreement and pursuant to the recommendations of Nomination and Remuneration Committee, the Board at their meeting held on November 14, 2014 recommended the appointment of Mr. Vasudeva V. Kamath, Dr. Kalimohan Bhattacharya and Dr. Ram K. Mangal as Independent Directors on the Board of the Company for a term of five consecutive years with effect from April 1, 2014 to March 31, 2019 not liable to retire by rotation.

The Company has received separate notices in writing under the provisions of Section 160 of the Act from members along with deposit of requisite amount proposing the candidature of Mr. Vasudeva V. Kamath, Dr. Kalimohan Bhattacharya and Dr. Ram K. Mangal for the office of INEDs, to be appointed under the provisions of Section 149 of the Companies Act, 2013.

All existing INEDs are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as Directors. The Company has also received declaration from existing INED's that they meet with the criteria of independence as prescribed under Section 149(6) of the Companies Act 2013.

In the opinion of the Board, all existing INEDs fulfill the conditions specified in the Companies Act, 2013 and rules made thereunder for their appointment as Independent Directors and that all INEDs are independent of the management.

All of above INEDs are eminent personalities in their respective fields. Particulars of the qualifications, brief resume, area of expertise and other details of the said Directors required under clause 49 of the Listing Agreement are provided in the Annexure forming part of this Notice.

Copies of the draft letters for appointment of Mr. Vasudeva V. Kamath, Dr. Kalimohan Bhattacharya and Dr. Ram K. Mangal as Independent Directors setting out the terms and

conditions are available for inspection by the members at the registered office of the Company on all working days (except Saturday and Sunday) during business hours till the date of this Annual General Meeting.

Considering the vast experience and knowledge of all INEDs, the Board considers that their continued association would be of immense benefit to the Company. The Board, therefore, recommends the resolutions as set out in Item Nos. 4 to 6 of the Notice for approval of members as ordinary resolutions.

Mr. Vasudeva V. Kamath, Dr. Kalimohan Bhattacharya and Dr. Ram K. Mangal are interested in the resolutions set out respectively at Item Nos. 4 to 6 of the Notice with regard to their respective appointments. None of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolutions as set out at Item Nos. 4 to 6 of the Notice.

ITEM 7 & 8

The members of the Company at their meeting held on August 22, 2006 had approved by way of an Ordinary Resolution, under Section 293(1)(a) of the Companies Act, 1956 for creation of mortgage or charge on the movable or immovable properties of the Company for securing an amount not exceeding Rs. 500 Crs. (Rupees Five Hundred Crores). Further, the members of the Company at their meeting held on August 22, 2006 had approved by way of an Ordinary Resolution, under Section 293(1)(d) of the Companies Act, 1956, borrowings Rs.500 Crs. (Rupees Five Hundred Crores).

Section 180(1)(a) and Section 180 (1) (c) of the Companies Act, 2013 which became effective from September 12, 2013 provides that the above powers of creation of charge/mortgage and borrowings in excess of paid-up capital and free reserves of the Company, can be exercised by the Board only with the consent of the company accorded by way of a special resolution.

Further, Ministry of Corporate Affairs, vide circular dated March 25, 2014 clarified that the ordinary resolutions passed under Section 293(1)(a) & 293 (1) (d) of the Companies Act, 1956 will remain valid for a period of one year from the date of notification of Section 180 of the Companies Act, 2013 i.e. up to September 11, 2014. It is, therefore, necessary to obtain fresh approval from the members by way of Special Resolution under Section 180 (1) (c) and Section 180(1)(a) of the Companies Act, 2013, as set out at Item Nos. 7 & 8 of the Notice respectively, to enable the Board of Directors to borrow monies upto Rs. 500 crores and to create mortgage or charge on the movable or immovable properties of the Company.

The Board of Directors therefore recommends the resolution as set out in Item Nos. 7 & 8 of the Notice for approval of members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the said resolution.

ANNEXURE 'A'

INFORMATION PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT

Name of Director	Mr. Devarshi D. Buch	Dr. Kalimohan Bhattacharya	Mr. Vasudeva V. Kamath	Dr. Ram K. Mangal
Age	51 years	74 Years	76 years	56 years
Date of Appointment	1 st April, 2001	31 st July, 2006	26 th April, 2007	31 st July, 2006
Relationship with other Directors	none	None	None	None
Expertise in specific functional areas	Around 25 years of experience in IT Industry. Currently, he is responsible for developing domestic business in the area of system integration and services. His areas of specialization are execution of Turnkey Projects, providing IT Consultancy in the areas of enterprise computing, connectivity solutions and server-based solutions, DR Planning, Security solutions.	He has vast experience of about 45 years in the Banking sector which includes 35 years of service with State Bank of India at various position including that of the Chief General Manager in the State Bank of India. He also held the positions as Executive Director with IndusInd Bank Limited for 1.5 years, Managing Director and CEO with Bank of Rajasthan for 4 years, Nominee	Around 40 years of experience in Banking Sector, which includes 'Chief executive' of last Canara Bank (UK), Managing Director of CanBank Venture Capital Fund Ltd. He also lead as a member of High Powered Recovery Committee.	Has more than 20 years of experience in IT industry, in financial services and manufacturing domains. His last engagement was as Chief Technology Officer and Group Head of Kotak Mahindra Bank. After starting his own firm, he formulated the IT strategy for Kotak Bank and continued to advise them on major initiatives. He has been

		Director in Maharashtra State Financial Corporation (MSFC) for 5 years, as Vice President for Rajasthan Chamber of Commerce for 4 years and as a member of the Government Board, Indian Bank Associations (IBA) for 3 years. Currently he is a Professor & Head of Centre of Banking and Advance Financial Studies at Institute of Chartered Financial Analysts of India.		providing management consultancy in IT space to various clients. Earlier, Dr. Mangal had headed IT for Grindwell Norton, HDFC Ltd., Reliance Petroleum, and Thomas Cook. Dr. Mangal had also been a faculty at The University of Memphis, Tennessee, USA.
Qualifications	Electrical Engineer from University of Mumbai	M. A Economics, Ph. D, D. Litt, CAIIB (Certified Associate Indian Institute of Bankers)	B.Com (Gold medallist) from Mysore University and distinction holder in CAIIB (Certified Associate of Indian Institute of	Ph.D. In Statistics from The Ohio State University, USA, MBA from IIM Ahmedabad, B.Tech from IIT Kanpur and had cleared CISA Exams.

			Bankers)	
Board Membership of other Companies	1. Omnitech Technologies Inc., USA 2. Europe Omnitech Technology Services B.V., Netherlands 3. Omnitech Services Pte. Ltd, Singapore	1. Gansons Limited , India 2. Marshall Sons & Co. India Ltd 3. Choice International Limited 4. SBI Life Insurance Co. Ltd.	None	none
Chairmanship/Membership of the Committee of Directors of other Companies in which he is a Director	None	None	None	None
Number of shares held in the Company	3,55,000	700	2000	12800

BY ORDER OF THE BOARD OF DIRECTORS
FOR OMNITECH INFOSOLUTIONS LIMITED

Sd/-
(Atul M. Hemani)
Managing Director

Place : Mumbai

Date : 30th November, 2014

Registered Office:-

"Omnitech House", Plot No. A/13, Cross Road No. 5,
Kondivita Road, Marol, M.I.D.C, Andheri (E), Mumbai - 400093