

# LINKSON INTERNATIONAL LIMITED ANNUAL REPORT

# FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2013

#### NOTICE

Notice is hereby given that the next Annual General Meeting of the members of **LINKSON INTERNATIONAL LIMITED** will be held on Saturday, the 28<sup>th</sup> day of December, 2013 at 2.30 p.m. at 302, The Summit Business Bay, Vile Parle (East), Mumbai - 400057 to transact the following business:

#### **ORDINARY BUSINESS:**

- 1) To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2013 and the Statement of Profit and Loss of the Company for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.
- 2) To appoint a Director in place of Mr. Anand Chaturvedi, who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To re-appoint M/s. V. V. Saranjame & Associates, Chartered Accountants, Nagpur (having FRN: 109255W) as Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General Meeting up to the conclusion of next Annual General Meeting and to fix their remuneration.

By order of the Board of Directors

For Linkson International Limited

Place: Mumbai

Date: 2<sup>nd</sup> December, 2013

(Yashwant Sangla)
Director

**Registered Office:** 

B, 103, Pushp, Heritage, Dhanurkar Wadi, Marol Village, Kandiwali (West), Mumbai – 400067

### **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 / HERSELF ON POLL ONLY AND THE PROXY NEED NOT BE A MEMBER. PROXY FORM IS ENCLOSED HEREWITH. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME APPOINTED FOR THE MEETING.

- 2) The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 26<sup>th</sup> day of December, 2013 to Saturday, the 28<sup>th</sup> day of December, 2013 (both days inclusive).
- 3) Members holding shares in physical form are requested to intimate any change, if any, in their address to the Company quoting their folio number immediately. Members holding shares in electronic form may update such details with their respective Depository Participants (DPs).
- 4) Members having multiple folios in identical names or in joint names in the same order are requested to send the share certificate(s) to the Company's Registrar & Share Transfer Agent for consolidation of all such shareholding into one folio to facilitate better services.
- 5) Members / Proxies should bring the enclosed attendance slip duly filled in for attending the meeting along with the Annual Report. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID for easy identification of attendance at the meeting.
- 6) As the Members are aware, your Company's shares are tradable in electronic form and your Company has established connectivity with both the depositories, i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the Depository system, members are requested to avail the facility of dematerialisation of the Company's shares on either of the Depositories as aforesaid.
- 7) Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorising their representative to attend and vote at the Annual General Meeting or at any adjournment thereof.
- 8) Members desirous of getting any information about the accounts of the Company are requested to send their queries so as to reach at-least ten days before the meeting at the registered office of the Company, so that the information required can be made readily available at the meeting and the same can be suitably replied.
- 9) Members are requested to make all correspondence relating to physical shares, transfer of shares, dematerialization of shares, bank mandate, registration of e-mail address to Registrar & Share Transfer Agent of the Company at the following address:

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED Address: Unit no. 9, Shiv Shakti Ind. Estt. J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai 400011

> Tel: 91-22-2301 6761 / 8261 Fax: 91-22-2301 2517 Email: busicomp@vsnl.com

#### **DIRECTORS' REPORT**

Dear Members,

Your Directors present the Annual Report together with the Audited Financial Statements of your Company for the financial year ended 31<sup>st</sup> March, 2013.

#### FINANCIAL HIGHLIGHTS:

(Rs. in Crores)

Particulars	For the Year ended	For the Year ended
	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012
Total Revenue	309.25	291.66
Profit / (Loss) Before Depreciation &	19.11	17.49
Amortization expenses, Finance Cost and		
Tax		
Less: Depreciation & Amortization	2.07	2.36
Expenses		
Less: Finance Cost	10.66	9.07
Profit / (Loss) before Tax	6.38	6.06
Less: Current Tax	1.70	1.53
Less: Deferred Tax	(0.08)	(0.10)
Profit /(Loss) After Tax	4.76	4.63
Balance Carried to Balance Sheet	4.76	4.63

#### FINANCIAL PERFORMANCE:

Despite the global slowdown and overall recessionary trend in the market, the Company during the year sustained its growth and witnessed slight improvement in its financial performance. During the year, the Company earned net profit before tax of 6.38 Crores as against Rs. 6.06 Crores during the last year, registering thereby the growth of more than 5% over the previous year.

The profit after tax was Rs.4.76 Crores during the financial year under review as compared to Rs. 4.63 Crores in the previous year.

Your Directors look forward for further improvement in overall performance of the Company during the years to come.

#### **DIVIDEND:**

In view of meeting out working capital requirements of the Company in the ensuing years, your directors do not recommend any dividend for this year.

#### **DIRECTORS:**

In accordance with the provision of Section 256 of the Companies Act, 1956 and the Articles of Association of the Company, Shri Anand Chaturvedi, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Your Board recommends for his re-appointment.

#### DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements under Section 217(2AA) of the Companies Act 1956, your Directors, based on the representations received from the operating management, confirm that:

- i. in the preparation of the Annual Accounts for the year ended 31<sup>st</sup> March, 2013, the applicable Accounting Standards have been followed and there are no material departures therefrom;
- ii. appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March 2013 and of the profit of the Company for the year ended on that date;
- iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- iv. the annual accounts for the financial year ended 31<sup>st</sup> March, 2013 have been prepared on a going concern basis.

#### **PUBLIC DEPOSITS:**

Your Company has neither accepted nor renewed any deposit within the meaning of Section 58A and 58AA of the Companies Act, 1956 and rules made thereunder during the year ended 31<sup>st</sup> March, 2013.

#### **STATUTORY AUDITORS:**

M/s. V. V. Saranjame & Associates., Chartered Accountants, Nagpur (having FRN: 109255W), the Statutory Auditors of the Company hold the office upto the conclusion of the ensuing Annual General Meeting and being eligible, have offered for re-appointment. The Company has received a letter from them to the effect that their re-appointment, if made, would be in conformity with the limits prescribed under Section 224 (1B) of the Companies

Act, 1956 and that they are not disqualified for such re-appointment within the meaning of Section 226 of the said Act. Your Board recommends their re-appointment.

**SECRETARIAL COMPLIANCE CERTIFICATE:** 

Pursuant to the provisions of Section 383A of the Companies Act, 1956, the Company has received Secretarial Compliance Certificate from Vilas Nichat, Practising Company

Secretary, Nagpur and forming part of this report.

**CORPORATE GOVERNANCE:** 

The company does not fall in any of the criteria prescribed under Clause 49 of the Listing

Agreement for compliance of Corporate Governance.

**REGISTRAR & SHARE TRANSFER AGENT:** 

The entire work relating to share transfer and other allied matters in that behalf is looked after by the Registrar & Share Transfer Agent of the Company i.e. M/s Purva Sharegistry (India)

Private Limited, Mumbai.

STOCK EXCHANGE INFORMATION:

The Equity Shares of the Company are listed at BSE Limited and the Company has paid the annual listing fees for the financial year 2013- 2014. During the year under review, the Company has complied with all the applicable provisions of the Listing Agreement.

PARTICULARS OF EMPLOYEES:

During the year under review, no employees was in receipt of remuneration exceeding the limits as prescribed under the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employee) Rules, 1975, as amended, hence no such

particulars are furnished.

PARTICULRS OF CONSEVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

(a) Conservation of Energy

1. Electricity Purchased : 1,47,008 KWH Total Amount (Rs.) : 13,45,069.00

Rate / Unit (Rs.) : 9.14

2. Electricity Consumed: 1,47,008 KWH

Production : 4,871.85 MT (approx.)

Consumption/Unit : 30.17 Watts

# (b) Technology absorption, research & development

It is a constant endeavor of the company to adopt the latest technology for improving the quality of its galvanized and fabricated products. The Company is committed to its objective of delivering quality output through innovations and updated technology. There is no separate Research & Development department in the company.

#### (c) Foreign Exchange Earnings and Outgo:

During the year, there was no income as well as outgo in foreign exchange.

#### **DEMATERIALIZATION OF SHARES:**

The Company has established electronic connectivity with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through the Registrar & Share Transfer Agent of the Company M/s. Purva Sharegistry (India) Private Limited. As on 31.03.2013, 13,87,530 equity shares of the Company representing 84.04 % of the total paid-up shares capital of the Company have been dematerialized.

The International Securities Identification Number (ISIN) of the Company is **INE996E01013**.

#### EXTENSION OF TIME PERIOD FOR HOLDING ANNUAL GENERAL MEETING:

The Registrar of Companies, Maharashtra, Mumbai, vide its letter dated September 30, 2013 has approved the extension of time for holding the Annual General Meeting of the Company for the financial year ended 31<sup>st</sup> March 2013 by three months i.e. upto 31<sup>st</sup> December 2013 upon making application by the Company.

#### **ACKNOWLEDGEMENTS:**

Your Directors are grateful to the Government Departments, Bankers, Dealers, Suppliers, other credit agencies, and all the executives and /staff of the company for the co-operation, financial assistance and support they extended to the Company from time to time during the period, without which the performance witnessed by the Company would not have been possible.

The Directors express their deep sense of appreciation for the devoted and sincere efforts put in by the Workers, staff and officers in the Company during the year. The Directors are also thankful to all the shareholders of the Company for their continued faith in the Company.

For and on behalf of the Board of Directors

Place: Mumbai

Date: 2<sup>nd</sup> December, 2013

Yashwant Sangla

Director

Manju Sangla

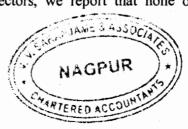
Director

M/s V.V. SARANJAME & ASSOCIATES
CHARTERED ACCOUNTANTS
194, "TARA VILAS APARTMENTS"
DR. MUNJE MARG,
DHANTOLI, NAGPUR-440012.
TEL No. 2447740,2422635

#### **AUDITOR'S REPORT**

# To the Members of LINKSON INTERNATIONAL LIMITED

- We have audited the attached Balance Sheet of LINKSON INTERNATIONAL LIMITED as at 31<sup>st</sup> March, 2013, and also the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosure in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of section 227(4A) of the Companies Act, 1956, we enclose in the Annexure'a statement on the matters specified in paragraphs 4 & 5 of the said Order.
- 4. Further to our comments in the Annexure referred to above, we report that:
  - a) We have obtained all the information and explanations, which to the best of our knowledge and belief, were necessary for the purpose of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company, so far as it appears from our examination of such books.
  - c) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the books of account.
  - d) In our opinion, the Balance Sheet, Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
  - e) On the basis of written representation received from the Directors, as on 31st March, 2013 and taken on record by the Board of Directors, we report that none of the Directors is



disqualified as on 31<sup>st</sup> March, 2013 from being appointed as a Director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - i) In so far as it relates to the Balance Sheet of the state of affairs of the Company as at 31st March, 2013, and
  - ii) In so far as it relates to the Profit and Loss Account, of the profit for the year ended on that date.

NAGPUR \*

For V.V. Saranjame & Associates Chartered Accountants

> (CA V.V. Saranjame) Partner

Membership No. 33584 Firm Registration No. 109255W

PLACE: Mumbai DATE: 30/05/2013 ANNEXURE REFERRED TO IN PARAGRAPH 3 of AUDITOR'S REPORT TO THE MEMBERS OF LINKSON INTERNATIONAL LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2013

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - (b) The fixed assets of the Company are physically verified by the management during the year in a phased periodical manner designed to cover all the items over a period of two years, which is in our opinion is reasonable, having regard to the size of the company and nature of the assets. No material discrepancies were noticed during such verification performed during the year.
  - (c) In our opinion and according to the information and explanations given to us, no substantial parts of the Fixed Assets of the company have been disposed off during the year.
- (ii) (a) The inventory has been physically verified by the management during the year at reasonable intervals.
- (b) In our opinion, 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.
  - (c) The company is maintaining proper records of inventory. There were no material discrepancies noted on physical verification of inventories as compared to the book records.
- (iii) (a) During the current financial year, the company has taken unsecured loans aggregating to Rs 15.06 Crores from parties (Directors & relatives of directors), which are the parties covered in the register maintained under section 301 of the Companies Act, 1956. Company has repaid the amount Rs.14.65 Crores during the Financial Year.
  - (b) The rate of interest and other terms and conditions of loans given or taken by the company, secured or unsecured, are *prima facie* not prejudicial to the interest of the company.
  - (c) As far as the payment of the principal & interest is concerned, no fixed schedule of the same has been decided and the same is paid as per mutual understanding.
- (iv) In our opinion and according to the information and explanation given to us, there are adequate Internal Control Procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and there is no continuing failure to correct major weakness in the internal control.
- (v) (a) In our opinion and according to the information and explanation given to us, we are of the opinion that the transactions that needed to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
  - (b) In our opinion and according, to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of



rupees five lacs in respect of each party during the year have been made at prices which are reasonable.

- (vi) In our opinion and according to the information and explanation given to us, the company has not accepted deposits under the provision of Section 58A and 58AA of the Companies Act, 1956, except for unsecured loans from outsiders, which is repaid on a regular basis.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) The Central Government of India has not prescribed the maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956.
- (ix) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues wherever applicable. There are no dues, in our opinion, in respect of Income tax, Wealth tax, sales tax, vat, custom duty, excise duty and cess that have not been deposited on account of any dispute as per the information and explanation provided to us by the management of the company.
  - (b) There is no dispute pending on any forum in case of statutory dues like sales tax, VAT, income tax/customs tax etc.
- (x) The company does not have accumulated losses at the end of the financial year nor has it incurred any cash losses during the year.
- (xi) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution or a bank or debenture holders.
- (xii) According to the information and explanations given to us, the company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The company is not a Chit Fund, or a Nidhi / Mutual benefit Fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.
- (xiv) The company is not dealing in or trading in shares, securities debentures and other investments and accordingly the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order 2003 is not applicable to the Company.
- (xv) The Company has not given any guarantee for loans taken by others from Bank or financial institutions.
- (xvi) As the Company has not raised any fresh term loan during the financial year, the requirement as para 4(xvi) of the said order is not applicable.
- (xvii)According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we find that no funds raised on short term basis have been used for the long term investment.

- (xviii) The company has not made preferential allotment of shares to parties and companies covered in the Register maintained under section 301 and hence para 4(xviii) of the order is not applicable
- (xix) As the Company has not issued any debentures during the year, para 4 (xix) of the order is not applicable.
- (xx) The company has not raised any money by way of public issues during the year under our audit.
- (xxi) On the basis of our examination and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

NAGPUR CHARTERED ACCOUNTANTS

For V.V. Saranjame & Associates Chartered Accountants

(CA V.V/Saranjame)
Partner

Membership No. 33584 Firm Registration No. 109255W

PLACE: Mumbai DATE: 30/05/2013

M/s V.V. SARANJAME & ASSOCIATES CHARTERED ACCOUNTANTS 194, "TARA VILAS APARTMENTS" DR. MUNJE MARG, DHANTOLI, NAGPUR-440012. TEL No. 2447740,2422635

# LINKSON INTERNATIONAL LIMITED Balance Sheet as at

(Amount in Rupees)

				(A	mount in Rupees)
	Particulars		Note No.	31 March 2013	31 March 2012
	1		2	3	4
1.	EQUITY AND LIABILITIES				
1	Shareholders' funds				
	(a) Share capital		1	16,510,800	16,510,800
	(b) Reserves and surplus	}	2	191,375,174	143,756,546
				207,885,974	160,267,346
2	Non-current liabilities				
	(a) Long-term borrowings		3	326,081,093	317,519,268
	(b) Deferred tax liabilities (Net)		4	6,878,944	7,732,563
			1	332,960,037	325,251,831
3	Current liabilities				
	(a) Short-term borrowings	1	5	379,446,970	371,240,013
	(b) Trade payables	Ì	6	462,585,909	253,884,616
	(c) Short-term provisions	l	7	51,043,348	34,920,442
				893,076,226	660,045,071
		TOTAL		4 422 022 227	4 445 564 240
		IOIAL	-	1,433,922,237	1,145,564,249
11.	ASSETS				
	Non-current assets		ł		
1	(a) Fixed assets		i	l	
	(i) Tangible assets		8	202,052,814	183,962,088
	(b) Non Current Investments		. 1	869,032	0
	(c) Other non-current assets			o	286,890
			Ī	202,921,846	184,248,978
2	Current assets		[		
	(a) Inventories		9	646,876,668	499,464,661
	(b) Trade receivables		10	498,599,074	415,102,488
	(c) Cash and cash equivalents		11	77,193,340	32,872,893
	(d) Short-term loans and advances		12	8,331,308	13,875,229
				1,231,000,391	961,315,270
		TOTAL		1 422 022 227	1 145 564 240
		IUIAL	_	1,433,922,237	1,145,564,249

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO FINANCIAL STATEMENT

For Linkson International Limited

DIRECTOR

DIRECTOR

ERED ACCO

Date: 30-May-2013

Place: Mumbai

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AS PER OUR REPORT OF EVEN DATE

For V.V. Saranjame & Associates

**Chartered Accountants** 

CA V.V. Saranjame

(Partner)

Membership No. 33584

Firm Registration No. 109255W

M/s V.V. SARANJAME & ASSOCIATES
CHARTERED ACCOUNTANTS
194, "TARA VILAS APARTMENTS"
DR. MUNJE MARG,
DHANTOLI, NAGPUR-440012.
TEL No. 2447740,2422635

# LINKSON INTERNATIONAL LIMITED Profit and loss statement for the year ended

(Amount in Rupees)

				(mount in Rupees)
	Particulars	Refer Note No.	31-Mar-2013	31-Mar-2012
	I. Revenue from operations	13	3,090,527,629	2,914,691,626
	I. Other income	14	1,929,860	1,925,676
11	I. Total Revenue (I + II)	-	3,092,457,489	2,916,617,302
l N	/. Expenses:			
	Purchases of Stock-in-Trade	15	3,038,828,843	2, <b>9</b> 37,068,953
	Changes in inventories	16	-147,412,007	-206,166,454
	Employee benefits expense	17	3,885,341	6,129,001
	Finance costs	18	106,643,557	90,659,603
ĺ	Depreciation	8	20,744,561	23,637,928
	Other expenses	19	6,002,185	4,649,414
	Total expenses		3,028,692,479	2,855,978,445
\	/. Profit Before Tax		63,765,009	60,638,857
\ v	I. Tax expense:			
	(1) Current tax		17,000,000	15,300,000
	(2) Deferred tax		-853,619	-9 <b>79</b> , <b>7</b> 41
VI.	I. Profit After Tax		47,618,628	46,318,598
	Less: Transfer			. •
VII	I. Profit for the period		47,618,628	46,318,598
D	(. Earnings per equity share:			
	(1) Basic		28.84	28.05
	(2) Diluted		28.84	28.05

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO FINANCIAL STATEMENT

For Linkson International Limited

DIRECTOR

DIRECTOR

Date: 30-May-2013 Place: Mumbai 20

AS PER OUR REPORT OF EVEN DATE

For V.V. Saranjame & Associates Chartered Accountants

QA V.V. Saranjame

(Partner)

Membership No. 33584

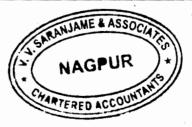
Firm Registration No. 109255W

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# Linksons International Limited Cash Flow Statement

For the year ended 31st March, 2013

	PARTICULARS	31.3.2013
Α	Cash flow from Operating Activities	
	NET PROFIT/(LOSS) FOR THE YEAR	63,765,009
	Before Tax & Extraordinary Items.	
l (+)	Adjustment for non-cash expenditures	
	Taxes paid	(17,000,000)
	Depreciation	20,744,561
	Misc. Expenditure Write Off	286,890
	Interest & Financial Charges	106,643,557
	TOTAL (I)*	110,675,007
11	Adjustment for CHANGES in WORKING	
	CAPITAL	
	(Increase)/Decrease in Trade and Other Receivables	(76,660,104)
	(Increase)/Decrease in Inventories	(147,412,007)
	Increase/(Decrease)Trade and other Payable	224,824,198
	TOTAL II	752,087
	Net Cash Flow from Operating Activities (A+I+II)	175,192,104
В	Cash Flow from Investment Activities	
1	Purchase of Fixed Assets	(38,835,287)
II	Capital WIP	-
111	Decrease in Investments	(869,032)
	Net Cash Flow From Investment Activities	(39,704,319)
c	Cash Flow from Financing Activities	
1	Proceeds from Secured Loans	11,088,252
11	Proceeds from Unsecured Loans	5,680,529
111	Interest & Financial Charges	(106,643,557)
IV	Net Cash Raised/(Used) in Financial Activities	(89,874,776)
	Total =( A + B + C )	45,613,009
	Net Increase/(Decrease) in Cash & Bank	45,613,009
	Equivalent	43,013,007
	OPENING BALANCE	1,243,109
	CLOSING BALANCE	46,856,118



# NOTE 1 Share capital

Particulars	Particulars As at 31 March 2013	As at 31 March 2012	
	Amount	Amount	
Authorised 10,00,000 Equity Shares of Rs. 10 each	100,000,000	100,000,000	
Issued, Subscribed & Paid up 16,51,080 Equity Shares of Rs. 10 each	16,510,800	16,510,800	
Total	16,510,800	16,510,800	

NOTE 2

Reserves & Surplus

As at 31 March 2013	As at 31 March 2012
Amount	Amount
41,169,030	41,169,030
·	-
41,169,030	41,169,030
102,587,516	56,262,828
47,618,628	46,318,598
	6,089
150,206,144	102,587,516
191,375,174	143,756,546
	41,169,030 - 41,169,030 102,587,516 47,618,628 - 150,206,144

NOTE 3

Long Term Borròwings

	As at 31 March 2013	As at 31 March 2012
Particulars		
	Amount	Amount
·		
Secured		
(a) Term loan	108,145,945	105,165,693
(b) Car loan		98,956
	108,145,945	105,264,649
<u>Unsecured</u>		
(a) Loans and advances from related parties	124,923,350	120,872,643
(b) Loans from Others	93,011,798	91,381,977
	217,935,148	212,254,620
Total	326,081,093	317,519,268

NAGPUR

CLARTERED ACCOUNTANTS

NOTE 4
Deferred Tax Liabilities (Net)

Particulars	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
a) Deferred Tax Liability	8,949,897	8,949,897
b) Deferred Tax Asset	2,070,953	1,217,334
Deferred Tax Liability (Net)	6,878,944	7,732,563

## NOTE 5

**Short Term Borrowings** 

Particulars	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
Secured		
(a) Cash Credit Account		
from banks	379,446,970	371,240,013
Total	379,446,970	371,240,013

# NOTE 6

**Trade Payables** 

Particulars	As at 31 March 2013	As at 31 March 2012	
	Amount	Amount	
Micro Small & Medium Enterprises Others	462,585,909	- 253,884,616	
Total	462,585,909	253,884,616	

# NOTE 7 Short Term Provisions

	As at 31 March 2013	As at 31 March 2012
Particulars		
	Amount	Amount
(a) Provision for employee benefits	5,107,768	2,497,840
(b) Provisions for Other Expenses	45,935,580	32,422,602
Total	51,043,348	34,920,442

# NOTE 9 Inventories

Particulars	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
Closing Stock in Hand (Includes Raw Material, Finished Goods & Work in Progress)	646,876,668	499,464,661
Grand Total	646,876,668	499,464,661



NOTE 10 Trade Receivables

	As at 31 March 2013	As at 31 March 2012
Trade Receivables	Amount	Amount
Trade receivables outstanding for a period more than six months from the date they are due for payment (Unsecured considered good)	-	
Trade receivables outstanding for a period less than six months from the date they are due for payment (Unsecured considered good)	498,599,074	407,140,058
Total	498,599,074	407,140,058

NOTE 11 Cash & Cash Equivalents

Cash and cash equivalents	As at 31 March 2013	As at 31 March 2012
cash and cash equivalents	Amount	Amount
a. Cash on hand	46,856,117	1,243,109
b. Fixed Deposits	30,337,223	31,629,785
Total	77,193,340	32,872,894

NOTE 12 Short-term ioans and advances

Short-term loans and advances	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
a. Loans and advances		
Unsecured, considered good	7,750,496	13,294,417
	7,750,496	13,294,417
b. Security Deposits		
Unsecured, considered good	580,812	580,812
	580,812	580,812
Total	8,331,308	13,875,229



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	Fixed Assets		Gross Block		Ac	Accumulated Depreciation	uo	Net	Net Block
		As at 31 March 2012	Additions/ (Disposals)	As at 31 March 2013	As at 31 March 2012	Depreciation charge for the year	As at 31 March 2013	As at 31 March 2013 As at 31 March 2012	As at 31 March 201
		Amount	Amount	Amount	Amount	Amount	Amount	· Amount	Amount
В	Tangible Assets								
	Land	, 13,791,273	36,925,000	50,716,273	•		•	50,716,273	13,791,273
	Buildings	83,005,603	•	83,005,603	15,875,526	6,685,333	22,560,860	60,444,743	67,130,076
	Plant and Equipment	132,596,925	231,000	132,827,925	36,088,881	13,435,562	49,524,443	83,303,482	96,508,044
	Furniture and Fixtures	2,213,541	1,649,037	3,862,578	934,750	289,457	1,224,206	2,638,372	1,278,792
	Vehicles	1,946,395	•	1,946,395	1,040,300	198,995	1,239,295	707,100	906,095
	Office equipment	47,385	•	47,385	43,920	290	44,480	2,905	3,465
	Others (specify nature)	2,226,007	30,250	2,256,257	1,875,688	134,654	2,010,341	245,915	350,319
	Total (A)	235,827,129	38,835,287	274,662,416	55,859,065	20,744,561	76,603,625	198,058,790	179,968,064
٩	Capital Work In Progress	3,994,024	•	3,994,024	,	•	•	3,994,024	3,994,024
	Total (B)	3,994,024	•	3,994,024		٠		3,994,024	3,994,024
	Total (A+B)	239,821,153	38,835,287	278,656,440	55,859,065	20,744,561	76,603,625	202,052,814	183,962,088



# NOTE 13 Revenue from operations

Particulars	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
Sale of products	3,090,527,629	2,914,691,626
Total	3,090,527,629	2,914,691,626

# NOTE 14

# Other income

Other Income	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
Other Income	1,929,860	1,925,676
Total	1,929,860	1,925,676

# Note 15

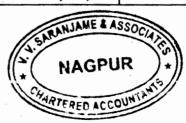
# **Purchases**

Particulars	As at 31 March 2013	As at 31 March 2012
·	Amount	Amount
Purchases	3,031,568,811	2,932,365,605
Add: Direct Expenses	7,260,032	4,703,349
Total	3,038,828,843	2,937,068,953

# NOTE 16

# Increase/Decrease in Stocks

Particulars	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
Opening Balance Includes Raw Material, Work in Progress & Finished Goods)	499,464,661	293,298,207
	499,464,661	293,298,207
Closing Balance Includes Raw Material, Work in Progress & Finished Goods)	646,876,668	499,464,661
<b>~</b>	646,876,668	499,464,661
Total	-147,412,007	-206,166,454



Employee Benefits Expense	As at 31 March 2013	As at 31 March 2012
. ,	Amount	Amount
(a) Salaries and incentives	3,885,341	6,129,001
Total	3,885,341	6,129,001

NOTE 18 Finance costs

Finance costs	As at 31 March 2013	As at 31 March 2012
	Amount	Amount
Interest expense	104,553,023	67,293,586
Other borrowing costs	2,090,534	23,366,017
Total	106,643,557	90,659,603

NOTE 19 Other expenses

		As at 31 March 2013	As at 31 March 2012
SR No	Other expenses		
		Amount	Amount
1	Power & Fuel	21,115	179,853
2	Repairs & Maintenance	572,296	506,797
3	Insurance	150,601	89,223
4	Rent, Rates & taxes	827,156	108,503
5	Legal & Professional Fees	2,182,650	1,967,530
6	Office Maintenance	199,601	639,426
7	Telephone Charges	165,741	214,453
8	Travelling Expense	104,720	57,669
9	Miscellaneous Expense	1,753,306	860,961
10	Auditors Fees	25,000	25,000
	Total	6,002,185	4,649,414



## **Linkson International Limited**

#### SCHEDULE NO. 20 Significant Accounting Policies and Notes to Accounts:

(Attached to the Balance sheet as on 31st March 2013)

## A) SIGNFICANT ACCOUNTING POLICIES

The significant accounting policies adopted by the company in preparation and presentation of its financial statements are briefed as follows:

# 1. Basis of Preparation of Financial Statements

The Financial statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounted Practices (GAAP) and comply with mandatory accounting standards and statements issued by the Institute of Chartered Accountants of India and the Companies Act, 1956. All income and expenditure having a material bearing on the financial are recognized on accrual basis.

# 2. Revenue Recognition

Revenue is recognized on the basis of completion of the Sale Transaction, i.e. as and when the property in the goods is transferred to the buyer.

#### 3. Fixed Assets and Depreciation

Fixed assets are stated at the cost of acquisition. All direct costs related to acquisition of fixed assets are capitalized as part of the cast of such assets till commencement of commercial production. These costs include freight, installation costs, duties and taxes, and other allocated expenses, including finance cost that are attributable to specific borrowing incurred during the acquisition or construction of a qualifying assets.

Depreciation on fixed assets is provided using the Written Down Value method based by applying the rates prescribed in Schedule XIV of the Companies Act, 1956.

#### 4. Borrowing Costs:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets.

#### 5. Inventories

Items of inventories are measured at cost. Cost of inventories comprise of all cost of purchase, cost of conversion and other cost incurred in bringing them to their respective present location and condition.

# 6. General

Other accounting policies of the company are consistent with generally accepted accounting policies.

# B) NOTES ON ACCOUNTS:

Balances reflected in the Financial Statements in respect of Debtors, Creditors, Loans & Advances
are subject to confirmation from respective parties.

- 2. The provision in respect of gratuity payable to employees has not been made in the books of accounts as none of employees has served qualifying period for the entitlement of the benefits as per rules.
- 3. The previous year's figures have been regrouped wherever necessary.
- 4. Payment to Auditors:

As Audif Fees

Current Year

25000 Previous Year

25000

For Other Services

Current Year

NIL Previous Year NIL

5. **Contingent Liabilities:** 

Contingent liabilities are not provided for in the accounts are disclosed hereunder:

a) Bank Guarantees outstanding Nil

Claims against company not acknowledged b)

Nil

As debts

Contracts remaining to executed on Capital

Nil

accounts

c)

6. a. Earnings in foreign currency Nil

b. Remittances in foreign currency

Nil

- 7. As required by the Clause 32 of listing agreement the following disclosure has not been made:
  - a) Loan and Advances in the nature of loans to Subsidiaries: Nil
  - b) Loan and Advances in the nature of Loan to Associates: Nil
  - c) Laons and Advances where there is no repayment or no interest is provided: Nil

#### 8. Segment Reporting

Segment Report as per AS-17 has been annexed herewith.

The Schedules 1 to 20 form an integral part of the Balance Sheet.

As per my Report of even date

For V V Saranjame & Associates

For & on Behalf of the Board of Directors

Tanju Sangla

Director

**Chartered Accountants** 

(CA V.V. Saranjame)

Partner

Membership No. 33584

Firm Registration No. 109255W

Date:30/05/2013 Place: Mumbai



Office: Zal Complex, 2nd Floor, Residency Road, Sadar, Nagpur-1 Phone: (O) 0712-2520183, (R) 2285594, Cell: 9373113082 E-mail: nichatnagpur@gmail.com, nichatnagpur@rediffmail.com

Vilas Vichat

B. Sc., F.C.S.

Company Secretary

# SECRETARIAL COMPLIANCE CERTIFICATE

Registration No. of the Company: 11-032643 OF 1984

Nominal Capital: Rs. 10,00,00,000/-Paid-up Capital: Rs. 1,65,10,800/-

To,
The Members
LINKSON INTERNATIONAL LIMITED
(Formerly LINKSON LEASING LIMITED)
Nagpur (M.S.)

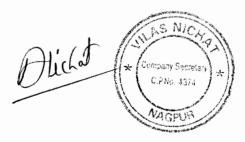
I have examined the registers, records, books and papers of LINKSON INTERNATIONAL LIMITED (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended 31<sup>st</sup> March, 2013 (financial year from 01.04.2012 to 31.03.2013). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company and its officers, I certify that in respect of the aforesaid financial year:

- 1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate as per provisions of the Act and the rules made there under and all entries therein have been duly recorded.
- 2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies with necessary filing fees including additional fees in respect of delayed filing. The Company has not e-filed any form or return with the Regional Director/ Central Government/ Company Law Board or such other authorities during the financial year.
- 3. The Company being a public limited Company, comments are not required.
- 4. The Board of Directors duly met 5 (Five) times respectively on 16.05.2012, 14.08.2012, 04.09.2012, 15.11.2012 and 15.02.2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
- 5. The Company closed its Register of Members for four days from 26.09.2012 to 29.09.2012 (both days inclusive). As informed by the Directors, the Company has complied with the provisions of section 154 of the Act.
- 6. The annual general meeting for the financial year ended on 31<sup>st</sup> March, 2012 was held on 29.09.2012 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.

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- 7. No extra-ordinary general meeting was held during the financial year...
- 8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to under Section 295 of the Act.
- 9. The Company has complied with the provisions of section 297 of the Act in respect of contracts specified in that section..
- 10. The Company has made necessary entries in the register maintained under section 301 of the Act.
- 11. As there were no instances falling within the purview of section 314 of the Act during the financial year, the Company has not obtained any approvals from the Board of Directors, members or Central Government.
- 12. The Company has not issued any duplicate share certificate during the financial year.
- 13. (i) The Company has not made allotment or approved transfer / transmission of any shares or other securities during the financial year..
  - (ii) The Company was not required to deposit any amount in a separate bank Account as no dividend was declared during the financial year.
  - (iii) The Company was not required to post warrants for dividends to any members of the Company.
  - (iv) The Company was not required to transfer any amounts in Investor Education and Protection Fund as there were no outstanding balances in unpaid dividend account or application money due for refund or matured deposits or matured debentures and interest accrued thereon which have remained unclaimed or unpaid for the period of seven years.
  - (v) The Company has duly complied with the requirements of section 217 of the Act.
- 14. The Board of Directors of the Company is duly constituted and there was no appointment of directors, additional directors, alternate directors, and directors to fill casual vacancies during the financial year..
- 15. The Company has not appointed any Managing Director or Whole-time Director during the financial year.
- 16. The Company has not appointed any sole-selling agents during the financial year.



- 17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under various provisions of the Act during the financial year.
- 18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
- 19. The Company has not issued any shares or other securities during the financial year.
- 20. The Company has not bought back any shares during the financial year.
- 21. As there were no outstanding preference shares or debentures, question of redemption does not arise.
- 22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 23. The Company has not invited/accepted deposits except unsecured loans accepted from the members of the Company /outsiders, falling within the purview of section 58A and 58 AA of the Act read with Companies (Acceptance of Deposits) Rules, 1975 during the financial year.
- 24. The amount borrowed by the Company from Directors, members, public, financial institutions, banks, and others during the financial year is within the borrowing limits of the Company and that the necessary resolutions as per section 293(1)(d) of the Act have been passed in duly convened extra-ordinary general meeting.
- 25. The Company has not made any loans or advances or given guarantees but has provided securities to other bodies corporate and has made necessary entries in the register kept for the purpose.
- 26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the year under scrutiny.
- 27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny..
- 28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny
- 29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny..
- 30. The Company has not altered its Articles of Association during the financial year.



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- 31. There was no prosecution initiated against or show cause notice received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year for offences under the Act.
- 32. The Company has not received any money as security from its employees during the financial year.
- 33. The Company was not required to deduct any contribution towards Provident Fund during the financial year.

Date: 30.05.2013 Place: Nagpur VILAS NICHAT Company Secretary

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Membership No. FCS- 6561 C.P. No. 4374

#### ANNEXURE 'A' TO SECRETARIAL COMPLIANCE CERTIFICATE

# Registers as maintained by the Company

- 1. Register of charges under section 143 of Act
- 2. Copies of instruments creating charges under section 136 of the Act
- 3. Register of Members under section 150 of the Act.
- 4. Copies of Annual Return under section 163 of the Act.
- 5. Minutes Book containing minutes of Board Meetings and General Meetings under section 193 of the Act.
- 6. Books of Accounts under section 209 of the Act.
- 7. Register of contracts / Companies and firms in which directors etc. are interested under section 301 of the Act.
- 8. Register of Directors, Managing Directors/Manager/Secretary under section 303 of the Act.
- 9. Register of Directors' Shareholdings under section 307 of the Act.
- 10.Register of investments or loans made, guarantee or security provided under section 372A of the Act.
- 11. Register of Share Transfers
- 12. Register of Deposits under Companies (Acceptance of Deposits) Rules, 1975.

Apart from above, the Company has also maintained all the requisite statutory registers, books, returns, etc. to be kept or maintained by the Company in terms of various provisions of the Act/Rules. Nevertheless, there were no entries/transactions to be recorded therein during the financial year.

C.P.140. 4374

Date: 30.05.2013 Place: Nagpur VILAS NICHAT Company Secretary

Membership No. FCS- 6561 C.P. No. 4374

#### ANNEXURE 'B' TO SECRETARIAL COMPLIANCE CERTIFICATE

Forms and returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the Financial Year ending on 31<sup>st</sup> March, 2013 (Till the date of this certificate): With Registrar of Companies, Maharashtra

- 1. Form 23AC XBRL with audited Balance Sheet in respect of financial year ended 31<sup>st</sup> March, 2012 attached thereto, approved and adopted at the Annual General Meeting held on 29.09.2012 due for filing on 29.10.2012 was duly e-filed under section 220 of the Act on 13.01.2013 vide Challan No. Q05822762.
- 2. Form 23ACA XBRL with audited Profit & Loss Account in respect of financial year ended 31<sup>st</sup> March, 2012 attached thereto, approved and adopted at the Annual General Meeting held on 29.09.2012 due for filing on 29.10.2012 was duly e-filed under section 220 of the Act on 13.01.2013 vide Challan No. Q05822762.
- 3. Form 20B with annual return as on the date of annual general meeting held on 29.09.2012 in respect of financial year ended 31<sup>st</sup> March, 2012 attached thereto, due for filing on 28.11.2012 was duly e-filed under section 159 of the Act on 28.11.2012 vide Challan Q03537016.
- 4. Form 66 with Secretarial Compliance Certificate in respect of financial year ended 31.03.2012 attached thereto, approved and adopted at an Annual General Meeting held on 29.09.2012 due for filing on 29.10.2012 was duly e-filed under proviso to section 383A of the Act read with Companies (Compliance Certificate) Rules, 2001 on 28.10.2012 vide Challan P32753649.
- 5. Form 8 dated 23.06.2012 regarding registration of hypothecation charge created in favour of Kotak Mahindra Bank Limited to secure their Loan Facilities of Rs. 100.00 Lacs due for filing on 23.07.2012 was duly e-filed under section 125 of the Act on 11.07.2012 vide Challan No. B43022219.
- 6. Form 8 dated 06.08.2012 regarding registration of modification of charge created in favour of Punjab National Bank to secure their enhanced Loan Facilities of Rs. 105.50 Crores, due for filing on 05.09.2012 was duly e-filed under section 135 of the Act on 14.09.2012 vide Challan No. B57608663.
- 7 Form 8 dated 30.03.2013 regarding registration of charge created in favour of Nagpur Nagrik Sahakari Bank Limited to secure their Loan Facilities of Rs. 2.45 Crores, due for filing on 29.04.2013 was duly e-filed under section 125 of the Act on 24.04.2013 vide Challan No. B73462681.

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8 Form 17 dated 06.03.2013 regarding registration of satisfaction of charge amounting to Rs. 50.00 Lacs favouring Kotak Mahindra Bank Limited, due for filing on 04.04.2013 was duly e-filed under section 138 of the Act on 22.03.2013 vide Challan No. B70958129.

Date: 30.05.2013

Place: Nagpur

VILAS NICHAT Company Secretary

Membership No. FCS- 6561 C.P. No. 4374