



# **ALKA INDIA LIMITED**

**ANNUAL REPORT  
2013-2014**

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## ANNUAL REPORT 2013-2014

### BOARD OF DIRECTORS

Mr. Ramakant Gokulchand	Chairman & Managing Director
Mr. Satish R. Panchariya	Executive Director
Mr. Ashok R. Panchariya	Director
Mr. Madanlal B. Purhoit	Independent Director
Mr. Anant K. Sharma	Independent Director
Mr. Neel A. Doctor	Independent Director

### AUDITORS

#### **Agrawal Jain and Gupta**

*Chartered Accountants*

Shop No.2 , Ashok Vihar,Jaipur Road , Chomu  
Jaipur -303702.

### REGISTRAR AND SHARE TRANSFER AGENT

Sharex Dynamic (India ) Pvt Ltd  
Unit No.1 , Luthra Indl.Premises  
Andheri Kurla Road , Safed Pool,  
Andheri (East) Mumbai- 400 072.  
022 22641376/022 22702485  
[www.sharexindia.com/info@sharexindia.com](http://www.sharexindia.com/info@sharexindia.com)

### REGISTERED OFFICE

E-211, Crystal Plaza, Opp. Fame adlabs,  
New Link Road, Andheri (W),  
Mumbai-400053,  
Maharashtra.  
022 26736334  
[alkaindia@gmail.com](mailto:alkaindia@gmail.com)  
Website : [www.alkaindia.com](http://www.alkaindia.com)

## NOTICE

NOTICE is hereby given that 21<sup>st</sup> Annual General Meeting of the members of Alka India Limited will be held on Monday, 16<sup>th</sup> March, 2015 at 9.00 a.m. at Kailash Parbat, K.P Restaurants, 7A/8A, 'A'Wing , Crystal Plaza, New Link Road, Andheri (West), Mumbai 400053 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet and Profit & Loss Account for the year ended 30<sup>th</sup> September, 2014 and the Report of Directors and Auditors thereon ;
2. To appoint a Director in place of Mr. Anant Sharma, who retires by rotation and being eligible offers himself for re-appointment ;
3. To re-appoint Auditors M/s. Agrawal Jain & Gupta, Chartered Accountants, to hold the office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

### SPECIAL BUSINESS:

4. **To pass and if thought fit to adopt with or without modification following resolution as the Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder as read with Schedule IV to the Act, as amended from time to time, Mr. Madanlal Purhoit (DIN:01284193), a 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, be and is hereby appointed as an Independent Director of the Company, with effect from 30th September, 2014 upto 30th September, 2019."

5. **To pass and if thought fit to adopt with or without modification following resolution as the Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder as read with Schedule IV to the Act, as amended from time to time, Mr. Anant Sharma (DIN:02897025), a 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, be and is hereby appointed as an Independent Director of the Company, with effect from 30th September, 2014 upto 30th September, 2019."

6. **To pass and if thought fit to adopt with or without modification following resolution as the Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules framed thereunder as read with Schedule IV to the Act, as amended from time to time, Mr. Neel Doctor (DIN:03205699), a 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, be and is hereby appointed as an Independent Director of the Company, with effect from 30th September, 2014 upto 30th September, 2019.”

7. **To pass and if thought fit to adopt with or without modification following resolution as the Special Resolution:**

“RESOLVED THAT the shareholders of the Company do hereby ratify and affirm all actions of the Board of Directors related to the conversion of Non Cumulative Redeemable 6% Preference shares into equity shares of the company including alteration of terms and conditions vide their resolution dated 1st May, 2004 subject to which those Non Cumulative Redeemable 6% Preference shares have been issued.

**RESOLVED FURTHER** that the Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, usual, proper or expedient to give effect to this resolution and to list the converted equity shares of the Company on the BSE.”

8. **To pass and if thought fit to adopt with or without modification following resolution as the Special Resolution:**

“RESOLVED THAT, the consent of the members of the Company be and is hereby accorded under Section 180(1)(c) and other applicable provisions and rules framed thereunder of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), to the Board of Directors of the Company to borrow from time to time, monies for the business of the company notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) will exceed the aggregate of paid up capital of the company and its Free Reserves provided that the total amount of monies borrowed at any time, shall not exceed Rs.10 crore”.

**Registered Office :**

E-211, Crystal Plaza,  
Opp. Fame Adlabs,  
New Link Road,  
Andheri (W),  
Mumbai - 400 053.

By Order of the Board of Director  
For ALKA INDIA LIMITED

Sd/-

**Ramakant Gokulchand**  
Chairman & Managing Director

**Place :** Mumbai

**Date :** 20th January, 2015

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**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 AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

**Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 of the Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of the members of the company 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 a proxy for any other person or shareholder.**

2. The Register of Members and the Share Transfer Books of the Company will remain closed from 12<sup>th</sup> March, 2015 to 16<sup>th</sup> March, 2015 (Both Days Inclusive).
  3. The members are requested to:
    - (a) Intimate to the Company's Registrars and Share Transfer Agents, M/s. Sharex Dynamic (India) Private Limited (for shares held in physical form) and to their Depository Participants (DP) (for shares held in dematerialized form) the changes, if any, in their registered address, Bank account number / details etc. at an early date, quote ledger folio numbers /DP Identity and Client Identity Numbers in all their correspondences;
    - (b) Bring the copy of the Annual Report and the Attendance Slip duly filled in for attending the Annual General Meeting;
  4. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions to the Company at the registered office address so as to reach at least seven days before the date of the Meeting, to enable the information required to be made available at the Meeting, to the best extent possible.
  5. Members / beneficial Owners are requested to quote their full name as per Company's record, Folio No. / DP and Client ID Nos. as the case may be, in all correspondence with the company.
  6. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
  7. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
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8. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed thereto.
9. Members who have not registered their email addresses so far as requested to register their email address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

#### INSTRUCTIONS FOR ELECTRONIC VOTING (E-VOTING)

Pursuant to provisions of the Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to cast their votes electronically on all resolutions set forth in the notice conveying the 21<sup>st</sup> Annual General Meeting to be held on 16<sup>th</sup> March, 2015 at 21<sup>st</sup> ANNUAL GENERAL MEETING OF THE Shareholders of ALKA INDIA LIMITED will be held at "Kailash Parbat, K-P Restaurants, 7A/ 8A, 'A' wing Crystal Plaza, Link Road, Andheri (West), Mumbai -400053".

The e-voting facility is available at the link [www.evotingindia.com](http://www.evotingindia.com).

The e-voting facility will be available on and from 9<sup>th</sup> March, 2015 at 9.00 AM and ends on 11<sup>th</sup> March, 2015 at 6.00 p.m.

Mr. Vishal Manseta, Practising Company Secretary, Mumbai has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

#### Steps for e-voting:

1. Log on to the e-voting website during the voting period.
2. Click on the "Shareholders' tab.
3. Now select "ALKA INDIA LIMITED" from drop down menu and click on "SUBMIT"
4. 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.
5. Next enter the Image Verification page as displayed and Click on Login.
6. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
7. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
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PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>● 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 last 8 digits of the Sequence number which is mentioned in address label affixed on Annual Report, in the PAN field.</li> <li>● 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 Suresh Kumar with Sequence Number 1 the enter SU00000001 in the PAN field.</li> </ul>
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yy format.</p>

8. After entering these details appropriately click on "SUBMIT" tab.
9. Members holding shares in physical form will then reach directly 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.
10. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
11. Click on the EVSN of "ALKA INDIA LIMITED" on which you choose to vote.
12. 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.
13. Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution detail.



14. 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.
15. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
16. You can also take printout of the voting done by you by clicking on "Click here to Print" option on the Voting Page.
17. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on <https://www.evotingindia.co.in> and register themselves as Corporates. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.voting@cdslindia.com](mailto:helpdesk.voting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
18. The voting period begins on 9<sup>th</sup> March, 2015 at 9.00 AM and ends on 11<sup>th</sup> March, 2015 at 6.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e 13<sup>th</sup> February, 2015, may cast their vote electronically. The e-voting schedule shall be disabled by CDSL for voting thereafter.

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](http://www.evotingindia.com) under help section or write an email to [helpdesk.voting@cdslindia.com](mailto:helpdesk.voting@cdslindia.com)

Place: Mumbai  
Date: 20<sup>th</sup> January, 2015

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

**Item No: 4 to 7**

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreement entered with the Stock Exchanges, appointed Mr Madanlal Purhoit, Mr. Anant Sharma, Mr. Neel A. Doctor as Independent Directors at various times, in compliance with the requirements of the said clause.

As per the provisions of Section 149(4) which has come into force with effect from 1st April, 2014, every listed company is required to have at least one-third of the total number of Directors as Independent Directors. Further, Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement which would be effective from October 1, 2014 inter alia stipulates the conditions for the appointment of Independent Directors by a listed company.

The Remuneration Committee has recommended the appointments of these Directors as Independent Directors from 31<sup>st</sup> December, 2014 to 31<sup>st</sup> December, 2019.

The above Independent Directors have given a declaration to the Board that they meet the criteria of independence as provided under Section 149 (6) of the Act. In the opinion of the Board, the above Independent Directors fulfill the conditions specified in the Act and the Rules made thereunder for appointment as Independent Directors and they are independent of the management. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of the above Directors as Independent Directors is now being placed before the Members in General Meeting for their approval.

The terms and conditions of appointment of Independent Directors shall be open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours upto the date of the Meeting.

The brief profile of the Independent Directors to be appointed is given below:

Mr Madanlal Purhoit:

Mr. Madanlal Purhoit is a Graduate. He was appointed as Independent Director of the Company w.e.f 15<sup>th</sup> May, 1998.

Mr. Anant Sharma,

Mr. Anant Sharma is Diploma in Business Management. He was appointed as an Independent Director w.e.f 1<sup>st</sup> December, 2009

Mr. Neel A. Doctor

Mr. Neel Doctor is an MBA. He was appointed as an Independent Director w.e.f 31<sup>st</sup> August, 2010.

**Item No. 8**

Your Company had passed the Special Resolution under Section 81 (1A) of the Companies Act, 1956 in its 10<sup>th</sup> Annual General Meeting held on 31<sup>st</sup> December, 2003 for issue of 25,00,000; 6% Non Cumulative Redeemable Preference (NCRP) shares. After that Company had issued and allotted 25,00,000; 6% Non Cumulative Redeemable Preference (NCRP) shares on 31-03-2004. Your Board of Directors of the Company had passed the Board resolution dated 1<sup>st</sup> May, 2004 and altered the terms and conditions subject to which those shares had been issued followed by the meeting of the preference share holders. Your Board of directors had inadvertently done the same without the permission of Equity shareholders since as per the Companies interpretation of Section 106 and 107 of the companies act 1956 "for any variation of right of Preference Shareholder's, only the consent of said shareholders of that class is required and the consent of other class of shareholders is not required. Your Board of Directors were of the view that at the time of alteration of the NCRPS fresh consent of Equity Shareholders is not required pursuant to Section 81 (1A) of the Companies Act, 1956. The Equity shareholders resolution passed on 31<sup>st</sup> December, 2003 was silent about the conversion part. Accordingly Listing of the said shares has not been processed by the listing department of BSE on the ground that Company has not obtained a consent of Equity shareholders for conversion of NCRPS into Equity shares.

Accordingly now your Board of Directors are proposing the resolution to ratify the act of Board of Directors of the company including the alteration of terms and conditions subject to which it was issued and also for conversion of the NCRPS into Equity Shares Details of pre post shareholding is as follows :

Sr.No	Category	Pre Issue		Post Issue	
		No of Shares held	% of share-holding	No of Shares held	% of share-holding
<b>A</b>	<b>Promoter's Holding</b>				
1	Promoters:				
	Indian Promoters	1659389	0.66	71659389	14.33
	Foreign Promoters	NIL	NIL	NIL	NIL
2	Person acting in Consent	NIL	NIL	NIL	NIL
	<b>Sub Total</b>	1659389	0.66	71659389	14.33
<b>B</b>	<b>Non Promoters Holding</b>				
<b>3</b>	<b>Institutional Investors</b>				
a	Mutual Funds & UTI	NIL	NIL	NIL	NIL
b	Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions/ Non Government Institutions)	47000	0.02	47000	0.01
c	FII's	NIL	NIL	NIL	NIL
	<b>Sub Total</b>	47000	0.02	47000	0.01
<b>4</b>	<b>Others</b>				
a	Private Corporate Bodies	23281963	9.31	53281963	10.66
b	Indian Public	223952118	89.58	373952118	74.79
c	NRI's/ OCBs	1059530	0.42	1059530	0.21
d	Any Other (Please Specify)	NIL	NIL	NIL	NIL
	<b>Sub Total</b>	248293611	99.32	428293611	85.66
	<b>GRAND TOTAL</b>	<b>250000000</b>	<b>100.0</b>	<b>500000000</b>	<b>100.00</b>

None of the Directors were interested in the resolution except Mr. Satish Panchariya and Mr. Ashok Panchariya who was holding the said NCRPS and converted Equity Shares.

**Item No.9**

In view of the enactment of new Companies Act, 2013 it is considered necessary to get the authorization of Shareholders U/s 180(1)(c) of the Companies Act, 2013 to borrow from time to time, monies for the business of the company notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of paid up capital of the company and its Free Reserves provided that the total amount of monies borrowed at any time, shall not exceed Rs.10 crores. Hence, the resolution is recommended for your approval.

None of the Directors of the Company is in any way concerned or interested in the resolution.

**Information pursuant to Clause 49 (IV) (G) (i) of the Listing Agreement:-**

Brief resume and other details in respect of the Directors seeking appointment /reappointment at the Annual General Meeting fixed for 16<sup>th</sup> March, 2015.

<b>Names of Directors</b>	<b>Anant Sharma</b>
Date of Birth	08/07/1984
Date of Appointment	01/12/2009
Expertise in functional area	Business Development
List of outside directorship held, excluding Alternate Directorship, Private Companies, and Foreign Companies	NIL
Chairman/member of the Committee of the Board of Directors of the Company	YES (Audit Committee, Remuneration Committee and Shareholders Grievance Committee)
Chairman/member of the Committee of the Board of Directors of the Company other Companies in which he/she is a director: a. Audit Committee b. Investor Grievance Committee	NIL
No. of Shares held in the Company	NIL

**DIRECTORS' REPORT**

To The Members,

Your Directors have pleasure in presenting the 21<sup>st</sup> Annual Report together with the Audited Statement of Accounts for the year ended 30<sup>th</sup> September, 2014.

**FINANCIAL RESULTS:**

The working results of the Company for the year ended on 30<sup>th</sup> September, 2014 are as follows:

Particulars	Year Ended On 30.09.2014 Rs.	Year Ended On 30.09.2013 Rs.
Net – Profit/Loss	(14,062,055)	(5,478,885)
Less : Depreciation	1,807,849	1,640,753
Profit/(Loss) before Taxation (PBT)	(15,869,904)	(7,119,638)
Less : Provision for Income Tax	NIL	NIL
Less : Deferred Tax Adjustments	NIL	NIL
Less: Provision for Fringe Benefit Tax	NIL	NIL
Profit/ (Loss) After Tax (PAT)	(15,869,904)	(7,119,638)
Add : Profit/(Loss) brought forward	(232,210,222)	(2,25,090,584)
Add: Transfer from General Reserve	NIL	NIL
Add: Prior Year Adjustments.	NIL	NIL
Surplus/(Deficit)	(248,080,126)	(232,210,222)

**APPROPRIATIONS:**

	Year Ended On 30.09.2014 Rs.	Year Ended On 30.09.2013 Rs.
Profit/(Loss) carried to Balance Sheet	(248,080,126)	(232,210,222)
Total	(248,080,126)	(232,210,222)

**DIVIDEND:**

Your directors do not recommend dividend for the year 2013-2014.

**OPERATIONS:**

Your Directors are confident in recording a sustainable growth in the operation during the current year.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNING AND OUTGO:****A. CONSUMPTION OF ENERGY & TECHNOLOGY ABSORPTION:**

The details as required under section 217 (1)(e) of the Companies Act,1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors ) Rules,1988 in respect of Conservation of Energy, Technology Absorption are not applicable.

**B FOREIGN EXCHANGE EARNING & OUTGO:**

	<b>Current Year</b>	<b>Previous Year</b>
a) Earning	Nil	Nil
b) Outgo	Nil	Nil

**DIRECTORATE:**

During the year under review Mr. Anant Sharma retire by rotation as Director of the company at the ensuing Annual General Meeting and being eligible, offers himself for re -appointment.

**DIRECTORS RESPONSIBILITY STATEMENT:**

Pursuant to Section 217 (2AA) of the Companies Act, 1956, your Directors confirm the following:

1. In the preparation of the annual accounts, the Accounting Standards to the extent applicable had been followed along with proper explanations relating to material departures.
2. Adequate accounting policies had been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for the period.
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Annual Accounts have been prepared for the financial year ended 30<sup>th</sup> September, 2014 on a going concern basis.

**PARTICULARS OF EMPLOYEES:**

During the year, there were no employees whose information is required to be given as per Section 217(2A) read with the Companies (Particular of Employees) Rules, 1975 as amended.

**REPORT ON CORPORATE GOVERNANCE:**

A detailed report on Corporate Governance is annexed to this Annual Report. The Company has complied with the conditions of corporate governance as stipulated in clause 49 of the listing agreement. The certificate obtained from the auditors of the Company regarding compliance of conditions is annexed to this report.

**FIXED DEPOSITS:**

During the year under review the Company has neither invited nor accepted Public Deposits.

**AUDITORS:**

The Auditors M/s. Agrawal Jain and Gupta, Chartered Accountants, Jaipur are Re appointed as the statutory auditors of the Company at the forthcoming Annual General Meeting.

The Company has received letters from them to the effect that their re-appointment, if made, would be within the prescribed limits under sections 224(1B) of the Companies Act, 1956.

**AUDITOR'S REMARKS:**

The provision for leave encashment has not been made in as much as the liability to pay such leave encashment would be taken care of when it is accrued.

**LISTING:**

The Shares of the Company are listed on Stock Exchanges at Mumbai. Listing fees has been paid to Bombay Stock Exchange Limited.

**APPRECIATION:**

The Board places on record the appreciation of the sincere and devoted services rendered by all the employees and the continued support and confidence of the Shareholders. The Board also expresses their sincere thanks to the Banks and all other well wishers for their timely support.

**Registered Office :**

E-211, Crystal Plaza,  
Opp. Fame Adlabs,  
New Link Road,  
Andheri (W),  
Mumbai - 400 053.

By Order of the Board of Director  
For **ALKA INDIA LIMITED**

Sd/-

**Ramakant Gokulchand**  
Chairman & Managing Director

**Place :** Mumbai

**Date :** 20th January, 2015

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## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion & Analysis Report pursuant to Clause 49 of Listing Agreement.

### **Industry Structure and Development:**

The Company's products can be classified under the Textile Products. The Company is taking all necessary steps to maximize the profitability of the Company.

### **Opportunities and Threats:**

Our product is intermediary product for user industries and the development will be based on dependant other industries.

The Company is making continuous efforts to trading different grades of products to meet the requirement of its customers.

The Company is making efforts for exploring other avenues to increase its sales of different varieties of Garments.

Any changes in international price of its products and fluctuations in foreign exchange will have effect on the profitability of the Company.

### **Segment or Product wise performance:**

The Company operates in single business segment i.e. Textile comprising cotton, yarn, fabrics etc.

### **Outlook:**

The outlook for the Company appears bright on a long term basis. The Company is hopeful that its performance in the years to come would be encouraging, as the Company is planning to start the trading in bullion & textile garments in national as well as international market.

### **Risk Management:**

The Company is exposed to a number of risks. Some key risks have been mentioned below:

1. The Raw material prices are market driven being an agricultural product and any natural calamity such as drought/ flood will affect the profitability of the Company.
2. Any change in the fashion will also have bearing on the profitability of the Company.

### **Internal Control Systems and their adequacy:**

The company has adequate systems of internal control covering all financial and operational activities. The internal control are designed to provide reasonable assurance with regard to maintaining proper accounting controls, protecting assets from unauthorized losses and ensuring reliability of financial and operational information and proper compliance with regulations. In the opinion of the Board, an internal control system adequate to the size of the Company is in place.

### **Financial Performance:**

For the year 2013-2014 Net Profit (Loss) after tax is Rs. (158.70) Lacs against Loss of Rs. (71.20) Lacs during the previous year.



**Human Resource / Industrial Relations:**

The Company is regularly conducting seminars and workshops to improve the safety. The Company is deputing employees for attending seminars, for updating their skills and knowledge.

## CORPORATE GOVERNANCE REPORT

In the line with the requirement for providing a 'Report on Corporate Governance' as per revised clause 49 of the Listing Agreement with the Stock Exchange given herein below is a report on the Company's Corporate Governance norms.

**I. Company's Philosophy on Code of Governance:**

Corporate Governance is all about commitment to values and ethical business conduct. The Company believes in setting the highest standards in good and ethical corporate governance practices. The Company's philosophy on Corporate Governance emanates from its commitment for the highest level of transparency and accountability towards its shareholders, customers, employees, Banks and the Government while maintaining steady focus for creation of wealth for shareholders on sustainable basis. The Company is managed by the Managing Director under the supervision and control of the Board of Directors. Corporate Governance in the Company is a systematic process by which Company is directed and controlled to enhance its wealth generating capacity.

**II. Board of Directors:**

Composition and category of Directors and their attendance at Board Meetings and last Annual General Meeting is as follows:

The Board of Directors met Eight- times during the financial year - 2013-2014 on following dates: 21/11/2013, 27/11/2013, 03/01/2014, 07/02/2014, 14/02/2014, 02/04/2014, 06/05/2014, 06/08/2014.

Name of Directors	Category of directorship	No. of Board Meeting attended		Attendance at last AGM
		Held	attended	
Mr. Ramakant Gokulchand	Chairman & Managing Director	8	8	Yes
Mr. Satish R. Panchariya	Promoter & - Executive Director	8	8	Yes
Mr. Madanlal Purhoit	Non Executive & Independent Director	8	6	Yes
Mr. Ashok Panchariya	Promoter & Director	8	4	Yes
Mr. Anant Sharma	Non Executive & Independent Director	8	5	Yes
Mr. Neel Doctor	Non Executive & Independent Director	8	6	No

**Board's Procedure:**

It has always been the company's policy and practice that apart from matters requiring Board's approval by statute, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, acquisition of asset, mortgages, guarantees, donations etc. are regularly placed before the Board. This is in addition to information with regard to actual operations and minutes of all the Committee Meetings.

The Minimum information as required as per code of Corporate governance is being made available to the Board as and when applicable.

**I. COMMITTEES OF THE BOARD :****a) Audit Committee :**

The Audit Committee has been constituted as per section 292 A of the Companies Act 1956 and guidelines set out in the Listing Agreement with the Stock Exchanges. The Audit Committee of the Company, inter-alia, provides an assurance to the Board on the existence and adequacy of effective internal control systems that ensures:

- Efficiency and effectiveness of operations
- Safeguarding of Assets and adequacy of provisions for all Liabilities
- Reliability of all financial and other management information and adequacy of disclosures
- Compliance with all relevant statutes.

The committee has powers as envisaged under Clause 49 (ii) of the Listing Agreement and as specified by the Board of Directors of the Company and includes the following terms of references:

- Powers of Audit Committee:
  - i. To investigate any activity within its terms of reference.
  - ii. To seek any information from any employees
  - iii. To obtain outside professional legal advice
  - iv. To secure attendance of outsiders with relevant expertise, if considered necessary
- Review of information by Audit committee :  
The audit committee mandatorily reviews the following information:-
  - i) Management discussion and analysis of financial conditions and result of operations.

**II. Statement of significant related party transaction (as defined above), as submitted by management.**

- i) Management letter / letters of internal control weakness issued by the statutory Auditors.
- ii) Internal Audit Report relating control weakness, and
- b) Any other matter with the specified permission on the Board.

**Composition and attendance:**

The audit Committee comprises of three Directors namely, Mr. Satish Panchariya, Mr. Madanlal Purhoit and Mr. Anant Sharma

The Composition of the Audit Committee is as follow:

Name of member	Category	Remark
Mr. Madanlal Purhoit	Non-executive & Independent Director	Chairman of Audit committee
Mr. Satish Panchariya	Promoter & Executive Director	
Mr. Anant Sharma	Non-executive & Independent Director	

Mr. Madanlal Purhoit is the Chairman of Audit Committee

#### Meetings and attendance:

During the financial year ended 30<sup>th</sup> September, 2014 four audit committee meeting were held on 27<sup>th</sup> November,2013, 07<sup>th</sup> February,2014, 06<sup>th</sup> May, 2014, 6<sup>th</sup> August, 2014 as follows.

Name of member	No. of Meeting	
	Held	Attended
Mr. Madanlal Purhoit	4	4
Mr. Satish Panchariya	4	4
Mr. Anant Sharma	4	4

#### B. Remuneration Committee:

##### a) Composition:

The Company has a remuneration committee. The remuneration paid to Executive Director is approved by the committee and within the limits set by the shareholder at the General Meeting. The Non Executive directors are not paid any remuneration except sitting fees.

The Remuneration Committee while deciding the remuneration package of the senior management members takes in to consideration the following points.

1. Employment Scenario
2. Remuneration package of the industry
3. Remuneration package of material talent of other industry
4. Performance of company and individual performance.

Presently the company does not have any stock option scheme

The Committee comprises of three directors Mr. Madanlal Purhoit, Mr. Anant Sharma and Mr. Neel Ashok Doctor. -

Mr. Anant Sharma is the Chairman of the Remuneration Committee.

For the financial year ended 30/09/2014, Mr. Satish Panchariya, Executive Director & Mr. Ramakant Gokulchand, Managing Director of the Company have been paid remuneration, which is as under:

Name of Director	Salary (Rs.)	Perquisites (Rs.)	Total (Rs.)
Mr. Satish Panchariya Executive Director	6,00,000	Nil	6,00,000
Mr. Ramakant Gokulchand	1,80,000	Nil	1,80,000

**C. Shareholders/ Investors Grievance & share Transfer Committee:**

The Company has a Shareholders/ Investors Grievance & share Transfer Committee to oversee grievance and redressal mechanism and recommended measures to improve the level of investor's services and to look into and decide matters pertaining to share transfer, duplicate share certificates and related matters. The committee comprises two non-executive directors. The present composition of this committee is as under:

Sr. No.	Name of Member	Status	Category
1	Mr. Madanlal Purhoit	Chairman	Non-Executive and Independent
2	Mr. Neel Ashok Doctor	Member	Non-Executive and Independent
3	Mr. Anant Sharma	Member	Non-Executive and Independent

The functioning and terms of references of the Committee are as prescribed under the Listing Agreement with the Stock Exchange with particular reference to transfer, dematerialization complaints of shareholder etc.

The quorum for the functioning of the committee is both the directors present. The company attends to the investor's grievances/ correspondences expeditiously and usually a reply is sent within 10 days of receipt of letter, except in the cases that are constrained by dispute or legal impediments.

Number of Shareholders complaints	09
Number of Complaints solved	07
Number of pending complaints	02

**General Body Meetings:**

Details of last three Annual General Meetings:

Location, date and time of the Annual General Meeting held in the last 3 years is as under:

Financial Year	Date	Time	Location
2010-11	14-03-2012	9.30 A.M.	Kailash Parbat, K.P Restaurants, 7A/8A, 'A'Wing , Crystal Plaza, New Link Road, Andheri (West), Mumbai 400053
2011-12	01-03-2013	9.00 A.M.	National Centre for Quality management, 503, Kailas Industrial Complex, Vikhroli Link Road, Vikhroli (West), Mumbai 400079.
2012-13	31/03/2014	9.00 A.M	Kailash Parbat, K.P Restaurants, 7A/8A, 'A'Wing , Crystal Plaza, New Link Road, Andheri (West), Mumbai 400053.

Special Resolution passed in previous three Annual General Meetings:

Annual General Meeting Held on	Special Resolution Passed for
14/03/2012	1. Appointment of Mr. Ramakant Gokulchand as the Managing Director of the Company
01/03/2013	NIL
31/03/2014	NIL

Postal Ballot Resolution: During the year 2013-2014, No resolution has passed through postal Ballot

#### Code of Conduct:

The company has adopted a code of conduct for all Board Members and Employees of the company. The code of conduct has already been posted on the website of the company for general viewing. All Board Members and Senior Management Personnel have affirmed compliance with the code on annual basis. The Annual Report contains a declaration to this effect signed by the Managing Director.

#### Disclosures:

During the financial year ended 30<sup>th</sup> September, 2014, there were no materially significant related party transactions that may have potential conflict with the interest of Company at large with its promoters, directors subsidiaries or relatives.

The Company has complied with requirements of listing agreement/regulations/guidelines/rules of the Stock Exchanges/SEBI/other statutory authorities.

SEBI has passed an ad interim ex-parte order pending investigation and passing further orders, and directed under sections 11(1), 11(4) and 11 b of the SEBI act, 1992 in the matter of market manipulation using GDR issues that the Company shall not deal in securities or instrument with Indian securities as underlying, in any manner whatsoever, until further orders. However company has challenged the order and the file their objections against the same with SEBI.

**Means of Communication:**

- The Board of Directors of the company approves and takes on record quarterly, yearly financial results as per the requirement of the Listing Agreement the Stock Exchanges. The result are also mail to the Stock Exchange where the company is listed ;
- The approved financial results are forthwith sent to the Stock Exchange and published in the Aapla Mahanagar, Business Standard, Financial Express within forty-eight hours of approved thereof ;
- No formal presentation were made to the institutional investors and analysts during the year under review ;
- Management Discussion and Analysis (MDA) forms of the part of the Annual Report, which is posted to the shareholders of the Company.

**General Shareholder Information:****(a) Registered office:**

E-211, Crystal Plaza, Opp. Fame Adlabs  
New Link Road, Andheri (W)  
Mumbai - 400053.

**(b) Annual General Meeting :**

The 21<sup>st</sup> Annual General Meeting of the Company, will be held on Monday, 16<sup>th</sup> March, 2015 at 9.00 a.m. at Kailash Parbat, K.P Restaurants, 7A/8A, 'A' Wing , Crystal Plaza, New Link Road, Andheri (West), Mumbai 400053.

The Company follows October-September financial year. Financial year is from 01-10-2013 to 30-09-2014

The Register of Members and Share Transfer Books of the Company will remain closed from 12<sup>th</sup> March, 2015 to 16<sup>th</sup> March, 2015 (both days inclusive) for the purpose of the Twenty-first Annual General Meeting.

**(c) Listing of Stock Exchange:****Equity Share:**

- 1) **Bombay stock exchange Ltd.**  
Phiroze Jeejeebhoy Tower  
Dalal Street, Mumbai - 400 001

**(d) Stock Code:**

Mumbai - 530889

**(e) Market Price Data:**

Stock Market Data during the financial year 2013-2014

The monthly high and low quotations and volume of shares traded on the Bombay Stock Exchange Limited is as under;

Year	Month	High (Rupees)	Low (Rupees)
2013	October	0.12	0.09
	November	0.12	0.09
	December	0.12	0.09
2014	January	0.12	0.10
	February	0.14	0.10
	March	0.12	0.08
	April	0.11	0.09
	May	0.16	0.09
	June	0.25	0.17
	July	0.23	0.16
	August	0.18	0.13
	September	0.18	0.12

**(f) Registrar and Share Transfer Agent (for Physical as well as for Demat) :**

<b>Name</b>	Sharex Dynamic (India) Pvt. Ltd.
<b>Address</b>	Unit 1, Luthra Indl. Premises, 1 <sup>st</sup> Floor, 44-E, M. Vasanti Marg, Andheri Kurla Road, Safed Pool, Andheri (East) Mumbai- 400072
<b>Tel. No.</b>	022 22641376 ,022 22702485
<b>Fax No.</b>	022 22641349
<b>Email ID</b>	info@sharexindia.com
<b>Website</b>	www.sharexindia.com

**(g) Share Transfer System:**

Share Transfer in physical form are registered and returned to the respective transferees within a period ranging from two to three weeks, provided the documents lodged with the Registrar / Company are clear in all respect.

**(h) Distribution of Shareholding**

The Distribution of Shareholdings of the Company as on 30<sup>th</sup> September, 2014 is as follows:

Number of Equity Shares held	Number of Shareholders	% to total Shareholders	No. of Shares held	% to total shareholding
Upto 5000	27604	78.32	52635258	10.53
5001-10000	3976	11.28	34254512	6.85
10001-20000	1801	5.11	28089990	5.62
20001-30000	675	1.92	17380951	3.48
30001-40000	266	0.75	9467041	1.89
40001-50000	278	0.79	13385610	2.68
50001-100000	373	1.06	28341328	5.67
100001 and above	273	0.77	316445310	63.29
<b>Total</b>	<b>35246</b>	<b>100.0</b>	<b>500000000</b>	<b>100.0</b>

**(i) Dematerialisation of Shares and Liquidity:**

The trading in the Company's equity shares is compulsorily in dematerialized form. In order to afford full liquidity and efficient transfer mechanism to the investor community, the Company has set up requisite facilities for dematerialization of its equity shares, in accordance with the provisions of the Depositories Act, 1996, with National Securities Depository Limited and Central Depository Services (India) Limited. Thus the investors can exercise dematerialization and transfer actions through a recognized Depository Participant who is connected to NSDL or CDSL. The ISIN no for Equity Shares of the Company is INE061B01020

**(j) Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity:**

The Company has not issued any GDRs/ ADRs or Convertible instruments. There are no convertible warrants outstanding as on date.

**(k) Secretarial Audit:**

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the listed stock exchange.

**(l) Go-Green Initiative:**

The Ministry of Corporate Affairs, New Delhi ("MCA") has undertaken a "Green Initiative" in field of Corporate Governance by permitting compliances (vide its Circular No. 17/2011 dated April 21, 2011 and Circular No. 18/2011. Further the Ministry has also clarified that the service of documents by a Company can be made through electronic mode instead of sending the physical copy of the document(s). In pursuance of the same, we request you to kindly register your email address with our Registrar & Transfer Agents -Sharex Dynamic (India) Private Limited. This can be updated



with the Depository Participant (DP) specifying Client Id and DP Id of the shareholder, for receiving soft copies of the Annual Report instead of printed copy.

**(m) Investor Correspondence:  
Address for Correspondence:**

Name	ALKA INDIA LIMITED
Address	E-211, Crystal Plaza, Opp. Fame Adlabs, New Link Road, Andheri (W) Mumbai-400 053
Tel No	022 -26736334
Email ID	alkaindia@gmail.com

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## Declaration

As provided under Clause 49 of the Listing Agreement entered into with the Stock Exchange(s), it is hereby confirmed that all the Board Members and Senior Management Personnel of the company have affirmed the compliance with the Code of Conduct for the year ended 30<sup>th</sup> September, 2014.

FOR ALKA INDIA LTD.

Place : Mumbai  
Date : 20th January, 2015

Sd/-  
**Ramakant Gokulchand**  
Chairman & Managing Director

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**CEO Certificate under Clause 49(V) of the Listing Agreement (Corporate Governance Guidelines) to be placed before the Board along with the Audited Annual Accounts:**

- a. I certify to the Board that I have reviewed Financial Statement and Cash Flow Statement for the Year ended 30<sup>th</sup> September, 2014 and that to the best of our knowledge and belief;
  - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the Company's state of affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are of fraudulent, illegal nature or has violated the Company's Rules;
- c. I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the Company;
- d. I have indicated to the auditors and the audit committee:
  - i. Significant changes in internal control during the year ;
  - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements.

FOR ALKA INDIA LTD.

Place : Mumbai  
Date : 20th January, 2015

Sd/-  
**Ramakant Gokulchand**  
Chairman & Managing Director

## CERTIFICATE

To,  
The Members of Alka India Limited

We have examined the compliance of conditions of corporate governance by Alka India Ltd, for the year ended 30th September, 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders' /Investors' Grievance Committee.

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

**Ms. Palak Desai**

**Place :** Mumbai  
**Date :** 20th January, 2015

Sd/-  
Practising Company Secretary  
CP.No -7426

## AUDITORS' REPORT

To the members of ALKA INDIA LIMITED

### The Members of Alka India Limited

### Report on the Financial Statements

We have audited the accompanying financial statements of Alka India Limited which comprise the Balance Sheet as at September 30, 2014 and Statement of Profit and Loss and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud and error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Standards on auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with the ethical requirements and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies and the reasonableness of accounting estimates made by management, as well as evaluating the overall financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at September 30, 2014;
- (b) in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- (c) in the case of Cash Flow Statement, of the cash flow for the year ended on that date;

**Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in term of sub section (4A) of the section 227 of the Act, we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the order:
2. Required by section 227(3) of the act, we report that :
  - (i) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
  - (ii) In our opinion, proper books of account, as required by law, have been kept by the Company so far as appears from our examination of these books.
  - (iii) The Balance Sheet and Profit and Loss Account and cash flow statement dealt with by this report are in agreement with the books of account.
  - (iv) In our opinion, the Balance Sheet, Profit and Loss Account and cash flow statements comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
  - (v) On the basis of written representation received from the Directors as on September 30, 2014 and taken on record by the Board of Directors, none of the Directors is disqualified as on September 30, 2014 from being appointed as a Director in terms of Section 274(1)(g) of the Companies Act, 1956.

For **Agrawal Jain & Gupta.**  
Chartered Accountants  
FRN : 013538C

Sd/-

**CA Narayan Swami**  
Partner  
M. No - 409759

Place : Mumbai,  
Date : 20<sup>th</sup> January.2015

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## ANNEXURE TO AUDITORS' REPORT

(Referred to in paragraph 4 of our report to the members of Alka India Limited of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management at reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verifications.
- (c) The Company has not disposed off a substantial part of fixed assets during the year, and accordingly, going concern is not affected.
- (ii) Physical verification of inventory has been conducted at reasonable intervals by the management. Consequently, there is no tangible inventory carried by the Company. Accordingly, the provisions of Paragraph 4(ii) of the said Order are not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has not taken any loan, secured or unsecured from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act 1956. Accordingly, Paragraph 4(iii) of the said Order is not applicable to the Company.
- (iv) In our opinion, and according to the information and explanations given to us, the Company's internal control procedures for the purchase of inventory and for the sale of goods and services needs to be further strengthened so as to be commensurate with the size of the Company and nature of its business. In respect of purchase of fixed assets, the Company has adequate internal control procedures commensurate with the size of the Company and nature of its business. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
- (v) In our opinion and according to the information and explanations given to us, there are no transactions that need to be entered in the register maintained under section 301 of the Companies Act, 1956.
- (vi) The Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of section 58A, 58AA and any other relevant provisions of the Companies Act, 1956 and the rules framed there under are applicable. Accordingly, the provisions of Paragraph 4(vi) of the said Order are not applicable to the Company.
- (vii) The Company has an internal audit system, commensurate with the size of the Company and the nature of its business.
- (viii) As informed to us, the maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 in respect of the activities of the Company. Accordingly the provisions of Paragraph 4(viii) of the said Order are not applicable to the Company.

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- (ix) (a) According to the information and explanations given to us, except for delays in depositing tax deducted at source, the Company is generally regular in depositing undisputed statutory dues including provident fund, investors education and protection fund, employees' state insurance, income-tax, service tax, excise duty, custom duty, cess and any other statutory dues as applicable, with the appropriate authorities during the year. At the end of the financial year, and the company had filed appeal against the said order. There are no outstanding Statutory dues except above as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of sales tax, income-tax, wealth tax, service tax, custom duty, excise duty and cess which have not been deposited on account of any dispute.
- (x) After considering the effect of quantified qualification, in our opinion and according to the information and explanations given to us, the accumulated losses of the Company at the end of the financial year does not exceed fifty percent of its net worth. The Company has not incurred cash losses during the current financial year and also in the immediately preceding financial year.
- (xi) In our opinion, and on the basis of our examination and according to the information and explanations given to us, the Company has not defaulted in repayment of its dues to financial institutions :
- (xii) In our opinion, and on the basis of our examination and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Accordingly the provisions of Paragraph 4(xii) of the said Order are not applicable to the Company.
- (xiii) In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Accordingly, the provisions of Paragraph 4(xiii) of the said Order are not applicable to the Company.
- (xiv) The Company is dealing in or trading in shares, securities, debentures and other investments. Proper records have been maintained of the transactions and contracts and timely entries have been made therein; also shares, securities, debentures and other investments have been held by the company, in its own name to the extent of the exemption, if any, granted under section 49 of the Act;
- (xv) According to the information and explanations given to us, the Company has not given guarantee to any Company..
- (xvi) According to the information and explanations given to us that the company had not raised any term loan.
- (xvii) On the basis of an overall examination of the balance sheet of the Company, in our opinion and according to the information and explanations given to us, there are no funds raised on short-term basis, which have been used for long-term purposes.
- (xviii) The Company has not made preferential allotment of shares to the parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the provisions of Paragraph 4(xviii) of the said Order are not applicable to the Company.
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- (xix) The Company has not issued any debentures during the year. Accordingly, the provisions of Paragraph 4(xix) of the said Order are not applicable to the Company.
- (xx) During the year the Company has partly restructured the Bank loan by issuing Fully Convertible Warrants as stated in Notes.
- (xxi) To the best of our knowledge and belief, and according to the information and explanations given to us, there have been no cases of fraud on or by the Company noticed or reported during the year.

**For Agrawal Jain & Gupta**

Chartered Accountants

FRN: 013538C

Sd/-

**CA Narayan Swami**

Partner

M. No - 409759

Place : Mumbai,

Date : 20th January, 2015



## Standalone Balance Sheet as at 30th Sept. 2014

(Amount in Rs.)

Particulars	Note No.	30 September 2014	30 September 2013
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3.1	500,000,000	500,000,000
(b) Transferor company's Shareholders Fund	3.2	134,397,500	134,397,500
(c) Reserves and Surplus	3.3	(244,558,928)	(228,689,024)
<b>(2) Current Liabilities</b>			
(a) Short-Term Borrowings	3.4	5,500,000	-
(b) Trade Payables	3.5	47,833,334	765,335
(c) Other Current Liabilities	3.6	2,403,950	2,409,577
(d) Short-Term Provisions	3.7	27,795,561	27,808,361
<b>Total Equity &amp; Liabilities</b>		<b>473,371,417</b>	<b>436,691,749</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets			
(i) Tangible Assets	3.8	13,268,580	15,076,429
(b) Non-current investments	3.9	319,341,549	315,386,246
(c) Long term loans and advances	3.10	76,084,555	73,815,572
<b>(2) Current Assets</b>			
(a) Inventories	3.11	22,401,270	-
(b) Trade receivables	3.12	36,063,978	29,538,378
(c) Cash and cash equivalents	3.13	240,184	291,825
(d) Short-term loans and advances	3.14	5,971,301	2,583,299
<b>Total Assets</b>		<b>473,371,417</b>	<b>436,691,749</b>
<b>Summary of significant accounting policies</b> 2.1			
<i>The accompanying notes are an integral part of the financial statements.</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
<b>FOR AGRAWAL JAIN &amp; GUPTA</b>		<b>FOR ALKA INDIA LIMITED</b>	
CHARTERED ACCOUNTANTS			
Sd/-		Sd/-	
<b>(CA Narayan Swami)</b>		<b>(MANAGING DIRECTOR)</b>	
Partner		<b>(DIRECTOR)</b>	
Membership No. : 409759			
Firm Reg. No.: 013538C			
<b>Place : Mumbai</b>			
<b>Date : 20-01-2015</b>			

**Standalone Profit and Loss for the year ended 30th Sept. 2014** *(Amount in Rs.)*

Particulars	Note No.	30 September 2014	30 September 2013
<b>Income</b>			
Revenue from Operations	3.15	7,951,250	-
Other Income	3.16	576,669	741,725
<b>Total revenue (I)</b>		<b>8,527,918.95</b>	<b>741,725</b>
<b>Expenses:</b>			
Cost of materials consumed	3.17	7,293,227	-
Loss on sale of Investments	3.18	12,747,791	3,577,239
Employee Benefit Expense	3.19	1,057,500	1,047,500
Financial Costs	3.20	670	3,050
Depreciation and Amortization Expense	3.21	1,807,849	1,640,753
Other Administrative Expenses	3.22	1,490,786	1,592,821
<b>Total Expenses (II)</b>		<b>24,397,823</b>	<b>7,861,363</b>
Profit before exceptional and extraordinary items and tax (I - II)		<b>(15,869,904)</b>	<b>(7,119,638)</b>
<b>(Add)/less</b>			
<b>Tax expense:</b>			
(1) Deferred tax expense		-	-
(2) Wealth Tax		-	-
Profit after tax		<b>(15,869,904)</b>	<b>(7,119,638)</b>
Prior Period Adjustments		-	-
Proposed Dividend		-	-
Tax on Purposed Dividend		-	-
		<b>(15,869,904)</b>	<b>(7,119,638)</b>
Balance brought forward from last year		<b>(232,210,222)</b>	<b>(225,090,584)</b>
Balance carried to balance sheet		<b>(248,080,126)</b>	<b>(232,210,222)</b>
Earning per equity share			
(1) Basic		(0.032)	(0.014)
(2) Diluted		(0.032)	(0.014)

**Summary of significant accounting policies** 2.1

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

**FOR AGRAWAL JAIN & GUPTA**  
CHARTERED ACCOUNTANTS

**FOR ALKA INDIA LIMITED**

Sd/-

Sd/-

Sd/-

**(CA Narayan Swami)**

(MANAGING DIRECTOR)

(DIRECTOR)

Partner

Membership No. : 409759

Firm Reg. No.: 013538C

**Place : Mumbai**

**Date : 20-01-2015**

## Notes to financial statements for the year ended 30 Sept. 2014

## 3.1 Share Capital

Particulars	30 September 2014	30 September 2013
<b>AUTHORIZED CAPITAL</b>		
75,00,00,000 Equity Shares of Rs. 1/- each	750,000,000	750,000,000
25,00,00,000 Unclassified Share Rs 1/- each	250,000,000	250,000,000
	1,000,000,000	1,000,000,000
<b>ISSUED , SUBSCRIBED &amp; PAID UP SHARES</b>		
500000000 Equity Share of Rs.1/- each Fully Paid Up	500,000,000	500,000,000
<b>Total issued, subscribed and fully paid-up share capital</b>	<b>500,000,000</b>	<b>500,000,000</b>

## (a) Terms/ rights attached to equity shares

The company has only one class of equity shares having par value of 1 per share. Each holder of equity shares is entitled to one vote per share.

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

## 3.2 Transferor company's Shareholders Fund

Particulars	30 September 2014	30 September 2013
Transferor company's Shareholders Fund (134,397,500 Equity shares of Rs. 1 each in exchange of 53,75,900 Shares of Janice Textile limited)	134,397,500	134,397,500
	<b>134,397,500</b>	<b>134,397,500</b>

## 3.3 Reserve &amp; Surplus

Particulars	30 September 2014	30 September 2013
Capital Reserve	3,521,198	3,521,198
Balance as per the last year's financial statements	-	-
Add: premium on Issue of equity shares	-	-
<b>Closing Balance</b>	<b>3,521,198</b>	<b>3,521,198</b>
Surplus/ (deficit) in the statement of profit and loss		
Balance as per the last year's financial statements	(232,210,222)	(225,090,584)
Add: Profit for the period	(15,869,904)	(7,119,638)
Net deficit in the statement of profit and loss	(248,080,126)	(232,210,222)
	<b>(244,558,928)</b>	<b>(228,689,024)</b>

**3.4 Short Term Borrowings**

Particulars	30 September 2014	30 September 2013
Loans & Advances From Related Parties	2,000,000	-
Others-ICD	3,500,000	-
	<b>5,500,000</b>	<b>-</b>

**3.4 Trade Payable**

Particulars	30 September 2014	30 September 2013
Creditors -others	18,607,317	-
Creditors for Goods	27,694,497	-
Creditors for Expenses	1,531,520	765,335
	<b>47,833,334</b>	<b>765,335</b>

**3.6 Other Current Liabilities**

Particulars	30 September 2014	30 September 2013
TDS payable	3,950	9,577
Advance From Clients	2,400,000	2,400,000
	<b>2,403,950</b>	<b>2,409,577</b>

**3.7 Short Term Provisions**

Particulars	30 September 2014	30 September 2013
Provision for Expenses	-	12,800
Provision for Taxation	27,795,561	27,795,561
	<b>27,795,561.00</b>	<b>27,808,361.00</b>

## Notes Annexed To And Forming Part of Accounts As At Sept. 30, 2014

## Note 3.8 (a): Tangible Fixed Assets

Particulars	SLM Dep. Rate	Gross Block			Depreciation / amortization				Net Block		
		As at Oct. 1, 2013	Adjustments		As at Sept. 30, 2014	As at Oct. 1, 2013	Year Ended	Deletion/ Adjustmets	As at Sept. 30, 2014	As at Sept. 30, 2014	As at Sept. 30, 2013
			Additions	Deductions							
Furniture And Fixtures	6.33%	3,165,097		-	3,165,097	2,147,081	200,351	-	2,347,431	817,666	1,018,016
Residential House	1.63%	4,201,182	-	-	4,201,182	340,601	68,479	-	409,081	3,792,101	3,860,581
Vehicles	9.50%	15,567,063	-	-	15,567,063	5,465,698	1,478,871	-	6,944,569	8,622,494	10,101,365
Computer	16.21%	371,056	-	-	371,056	274,589	60,148	-	334,737	36,319	96,467
<b>Total</b>		<b>23,304,398</b>	-	-	<b>23,304,398</b>	<b>8,227,969</b>	<b>1,807,849</b>	-	<b>10,035,819</b>	<b>13,268,580</b>	<b>15,076,429</b>
Previous year		26,561,169	-	1,500,000	25,061,169	8,963,179	1,640,753	619,192.00	9,984,741	15,076,429	17,597,990

## 3.9 Non Current Investment

Particulars	30 September 2014	30 September 2013
Unquoted shares as per -Annexure A	232,345,000	194,575,000
<i>Investment in equity instruments (quoted)</i>		
Quoted shares as per -Annexure B	86,996,549	120,811,246
	<b>319,341,549</b>	<b>315,386,246</b>

\* Aggregate Book Value of Unquoted Investments : Rs. 23,23,45,000/-previous Year Rs.19,45,75,000/- )

\* Aggregate Book Value of quoted Investments : Rs.8,69,96,549/- (Previous Year Rs. 12,08,11,246/- )

\* Aggregate Market Value of quoted Investments :7,04,01,531/- (Previous Year Rs. 5,25,48,048/- )

Current investments are carried in the financial statements at cost and Long-term investments are also carried at cost. However, provision for diminution in value is not recognize other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

## 3.10 Long Term Loans and Advances

Particulars	30 September 2014	30 September 2013
<b>Security deposit (Unsecured and considered good)</b>		
Other security deposit	988,645	988,645
	988,645	988,645
<b>Advances recoverable in cash or kind</b>		
Share application money	-	37,770,000
Unsecured, Considered Good	39,894,960	11,956,927
Unsecured, Considered doubtful	35,200,950	23,100,000
	<b>75,095,910</b>	<b>72,826,927</b>
	<b>76,084,555</b>	<b>73,815,572</b>

## 3.11 Inventories

Particulars	30 September 2014	30 September 2013
Closing Stock	22,401,270	-
	<b>22,401,270</b>	<b>-</b>

## 3.12 Trade Receivables

Particulars	30 September 2014	30 September 2013
<b>Outstanding for more than six months</b>		
a) Unsecured, Considered Good :	8,710,986	9,210,986
b) Doubtful	20,327,392	20,327,392
<b>Others</b>		
a) Unsecured, Considered Good :	7,025,600	-
	<b>36,063,978</b>	<b>29,538,378</b>

## 3.13 Cash and bank balances

Particulars	30 September 2014	30 September 2013
<b>Bank balance</b>		
- In current accounts with bank		
i) In India with scheduled banks	4,760	7,608
	<b>4,760</b>	<b>7,608</b>
Cash on hand	235,424	284,217
	<b>240,184</b>	<b>291,825</b>

## 3.14 Short Terms Loans and Advances

Particulars	30 September 2014	30 September 2013
a) Secured, Considered Good :		
Advance to Associate Concerns	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
Others	3,500,000	-
Advance Recoverable in cash or in kind or for value to be considered good		
Advance to Suppliers	300,650	580,593
Advance Income Tax/Refund Due	1,757,689	1,757,689
Prepaid Expenses	260,962	93,017
Call in Arrears	152,000	152,000
	<b>5,971,301</b>	<b>2,583,299</b>

## 3.15 Revenue from operations

Particulars	30 September 2014	30 September 2013
Sales	7,951,250	-
	<b>7,951,250</b>	<b>-</b>

## 3.16 Other Income

Particulars	30 September 2014	30 September 2013
Dividend	574,454	741,725
Misc. income	2,215	-
	<b>576,669</b>	<b>741,725</b>

**3.17 Operating expenses**

Particulars	30 September 2014	30 September 2013
Opening Stock	-	
Purchases	29,694,497	
Less: Closing Stock	22,401,270	-
	<b>7,293,227</b>	<b>-</b>

**3.18 Profit/Loss on sale of Investments**

Particulars	30 September 2014	30 September 2013
Short Term Capital Loss	-	(32,580)
Long Term Capital Loss	12,747,791	3,609,819
	<b>12,747,791</b>	<b>3,577,239</b>

**3.19 Employment Benefit Expenses**

Particulars	30 September 2014	30 September 2013
Salaries and wages	277,500	267,500
Director Remunerations	780,000	780,000
	<b>1,057,500</b>	<b>1,047,500</b>

**3.20 Financial Cost**

Particulars	30 September 2014	30 September 2013
Bank Charges	670	3,050
	<b>670</b>	<b>3,050</b>

**3.21 Depreciation & Amortised Cost**

Particulars	30 September 2014	30 September 2013
Depreciation	1,807,849	1,640,753
	<b>1,807,849</b>	<b>1,640,753</b>



## 3.22 Other Administrative Expenses

Particulars	30 September 2014	30 September 2013
Repair & Maintenance Expenses	57,239	8,000
Rent	464,504	413,440
TDS Penalty	35,280	-
Electricity Expenses	66,229	74,111
Communication costs	153,317	104,653
Listing Fees(inculdes Annual custodial fees )	260,962	264,190
Postage Printing & Stationery Expenses	114,891	183,066
Advertisement & Publicity	37,437	34,634
Office expenses	49,903	96,239
Loss on sale of assets	-	293,808
Petrol and conveyance	-	35,630
Legal and professional fees	190,944	19,500
Audit Fees	56,180	28,090
ROC Expenses	3,900	2,000
Travelling Exp.	-	35,460
	<b>1,490,786</b>	<b>1,592,821</b>

## Annexure - A "Unquoted Shares"

Name of Company	No. of Shares	Face Value	Amount 30/09/2014	Amount 30/09/2013
Atut Fin Cap Ltd	250,000	Rs 10 each Fully Paid	5,000,000	5,000,000
Blue Bird Buildwell Private Ltd.	33,333	Rs 10 each Fully Paid	5,000,000	5,000,000
Chhajer Synthetics Pvt Ltd	19,000	Rs 10 each Fully Paid	9,500,000	9,500,000
Classic Tubes India Ltd	15,000	Rs 10 each Fully Paid	1,500,000	1,500,000
G. Consultants & Fabricators Ltd	4,000	Rs 10 each Fully Paid	2,000,000	2,000,000
Good Luck Publishers Ltd.	10,000	Rs 10 each Fully Paid	1,000,000	1,000,000
Race Course Capital Pvt.Ltd.	25,000	Rs 10 each Fully Paid	2,500,000	2,500,000
N.M. Merchantile	230,000	Rs 10 each Fully Paid	11,500,000	11,500,000
PSC Softech Impex Pvt Ltd	10,000	Rs 10 each Fully Paid	3,000,000	3,000,000
Raksha Builders & Promoters Pvt Ltd	50,000	Rs 10 each Fully Paid	4,500,000	4,500,000
Sherul Insulations Pvt Ltd	50,000	Rs 10 each Fully Paid	4,500,000	4,500,000
Shubham Transocenic Pvt Ltd	100,000	Rs 10 each Fully Paid	1,100,000	1,100,000
Sohrab Spinning Mills Ltd.	90,000	Rs 10 each Fully Paid	4,500,000	4,500,000
T & S Logistics (P) Ltd.	25,000	Rs 10 each Fully Paid	2,500,000	2,500,000
Motika Finance Ltd	66,667	Rs 10 each Fully Paid	5,000,000	5,000,000
Sagittarius Securities & Finance Ltd	1,175,000	Rs 10 each Fully Paid	23,500,000	23,500,000
Sugo Gears Pvt.Ltd.	2,000	Rs 10 each Fully Paid	1,000,000	1,000,000
24*7 E Power Ltd	60,000	Rs 10 each Fully Paid	15,000,000	15,000,000
Mathura Strips Pvt Ltd	50,000	Rs 10 each Fully Paid	5,000,000	5,000,000
Rohnik Hospitality Services Pvt Lt	120,000	Rs 10 each Fully Paid	3,000,000	3,000,000
Silicon Securities Pvt Ltd	120,000	Rs 10 each Fully Paid	3,000,000	3,000,000
Sarvopari Investments Pvt Ltd	35,000	Rs 10 each Fully Paid	70,475,000	70,475,000
Siddhant Enterprises Pvt Ltd	25,000	Rs 10 each Fully Paid	2,500,000	2,500,000
Kay Nitro Oxygen Pvt Ltd	30,000	Rs 10 each Fully Paid	3,000,000	3,000,000
RBRK	50,000	Rs 10 each Fully Paid	5,000,000	5,000,000
Vintage FZE India Private Limited	503,600	Rs 10 each Fully Paid	37,770,000	-
<b>Total</b>	<b>3,148,600</b>		<b>232,345,000</b>	<b>194,575,000</b>

## Annexure - B "Quoted Shares"

Script Name	Investments as Cost + Expenses 30-09-2013	Investments as Cost+Expenses 30/09/2014	Market Value as on 30/09/2014
Abb - 500002	134218.56	-	-
Alok - 521070	3088255.89	1170504.35	334848.78
Amar Remedies Ltd- 532664	71547.72	75458.88	-
Arss Infra Projects Ltd	772220.02	-	-
Arvind Ltd- 500101	3498185.84	-	-
Ashok Leyland Ltd- 500477	30196.09	-	-
Axis Bank- 532215	124385.53	-	-
Bajaj Corp Ltd	678649.55	715747.92	1295000
Balasure- 513142	23769.41	25068.77	56875
Cairn Ind- 532792	95506.58	100727.45	155800
Xcanging Solutions- 532616	170972.98	180319.22	80360
Century	163330.31	-	-
Confipet - 526829	78708.34	-	-
Core Project- 512199	68517.27	-	-
DCB- 532772	5240887.83	4616.99	5964
Delta Corp Ltd - 532848	188024.48	0.00	-
Dhan Bank	63545.95	67019.69	21725
Dlink India Ltd - 533146	0.00	0.00	228870
Divis- 532488	67979.33	-	-
DQE	647314.43	-	-
Dredging Corp of Ind- 523618	73278.90	77284.69	44255
Ecobar-523732	5145517.37	5426796.98	1327207.5
EKC- 532684	10738.53	-	-
Eros Multymedia	1301330.77	-	-
Essar Oil- 500134	6315485.79	143049.06	93440
Exide Industries Ltd- 500086	78671.40	-	-
FDC - 531599	279942.94	-	-
Finolex Ind- 500940	589831.77	-	-
Fsl- 532809	156058.24	-	-
Garware off- 501848	91032.69	96008.99	220050
GMR Infra- 532754	126038.66	-	-
Good Yr-500168	284935.11	300511.08	655550

Script Name	Investments as Cost + Expenses 30-09-2013	Investments as Cost+Expenses 30/09/2014	Market Value as on 30/09/2014
Gujrat Alkalies- 530001	477258.87	503348.21	1276065
GTL Infrastructure Ltd - 532775	447270.09	-	-
Hexaware- 532129	142616.49	-	-
Himachal Future- 500183	541203.95	-	-
Hindalco Ind- 500440	607853.63	320540.97	313600
Hind Motors	1045813.73	1102983.11	156060
Hind Oil- 500186	3428003.52	2291447.71	533700
Hinduja Ventures- 500189	57602.11	60750.93	37337.5
Hindustan Contruction Co Ltd- 500185	234191.28	-	-
House of pearl fashion	59797.65	63066.49	159810.5
Idea	135233.79	-	-
IFCI- 500106	1727754.20	-	-
ikf Techno	10669812.58	11253077.69	2898000
Indiabulls	98890.30	-	-
India Infoline- 532636	149449.45	-	-
Indian Hume Pipe- 504741	81978.25	86459.59	460575
Indus Bank Ltd- 532187	228150.64	-	-
Jsw Ispat steel Ltd-500305	3941493.169	4156954.82	2411489.1
Jsl Ltd - 532508	145553.89	-	-
Jindal Steel- 532286	178034.30	-	-
Jp Hydro- 532627	102964.09	-	-
Jupiter Bioscience Ltd- 524826	19087.02	20130.41	-
Jyothy Lab- 532926	128024.14	135022.58	479400
Kadam Const - 531784	31986728.00	32146391.11	1179912.32
Kalyani-invest-533302	-	-	737400
Kingfisher Airlines- 532747	25074.23	-	-
Kriti Ind - 526423	393310.00	414810.28	504057
Kriti Nutrients Ltd - 533210	135208.00	142599.14	77250
Laxmi Vilas Bank- 590069	26879.10	28348.44	22440
le waterina	299965.25	316362.84	43645
The Ramco Cement - 500260	144719.40	152630.48	543320
Mangalam Cement Ltd- 502157	136694.98	-	0.00
Man Ind Ltd- 513269	379029.82	399749.48	170125

Script Name	Investments as Cost + Expenses 30-09-2013	Investments as Cost+Expenses 30/09/2014	Market Value as on 30/09/2014
mahindra uGINE steel	2690211.00	2837271.33	20190000
Markansans pharma ltd	64164.31	-	-
Mercator Lines Ltd- 526235	437585.99	-	-
R.S. Software-517447	2569241.38	2709688.91	21415500
MIRC- 500279	53353.10	-	-
MTNL- 500108	1677757.27	-	-
Mundra Port & Sez Ltd- 532921	130802.73	131241.83	244596
Mysore Cements Ltd - Heidelcem- 500292	95268.29	-	-
NDTV- 532529	380972.00	112503.39	77658
Nirlon- 500307	89549.33	-	-
Nitin Fire- 532854	449325.34	-	-
Nocil Ltd- 500730	545445.00	-	-
NHPC Ltd	1844959.32	-	-
Nutek	559266.33	-	-
NuChem - 500311	582023.01	613839.28	-
NTPC- 532555	336623.00	-	-
OFSS- 532466	68284.35	-	-
OMDC - 590086	80966.06	-	-
Omega Ag seeds	112277.42	118415.06	100000
ONGC- 500312	148273.97	-	-
Parsvnath- 532780	121470.64	-	-
Patel Integrated Logistics Ltd- 526381	1749071.00	1627662.29	1945500
Petronet- 532522	90848.01	-	-
Pipavav Shipyard Ltd	641297.61	-	-
PNB	855875.26	-	-
Polaris Software Lab- 532254	404288.55	-	-
Power Grid Corp Ltd- 532898	203146.28	145009.32	270600
Provogue- 532647	78909.69	83223.29	8520
PSI	103453.55	109108.83	-
Purva- 532891	90178.00	-	-
Raipur Alloys (Sarda)- 504614	181016.90	190912.19	167650
RIL- 500325	753876.00	795086.62	567210
Rolta India Ltd - 500366	575934.70	607418.16	341400

Script Name	Investments as Cost + Expenses 30-09-2013	Investments as Cost+Expenses 30/09/2014	Market Value as on 30/09/2014
R Power- 532939	849326.00	895754.39	389817.25
SREI-523756	1813974.13	1913134.99	769500
Sasken- 532663	306750.55	323519.06	777900
Tech Mahindra-Satyam- 532755	223515.47	235733.94	731369.1
Sesa Goa Ltd- 500295	86368.16	91089.48	272550
Siemen - Bayer Diag- 506559	288764.43	304549.73	661600
Shriram EPC Ltd	348546.59	367599.89	31950
Smart Link - 532419	96110.25	101364.11	13960
Spentex- 521082	828653.00	873951.30	26400
subtex	286426.81	302084.32	34922
Supreme Infra Ltd- 532904	77003.37	81212.76	141950
Supreme Pet- 500405	22239.59	23455.32	79830
Take Solution Ltd- 532890	458282.06	483334.04	120150
Talwalkar Better Value Fitness Ltd - 533200	889905.43	938552.10	612000
Themis- 530199	16713.65	17627.30	27100
Thirumalai- 500412	75829.79	79975.03	53075
Torent Power- 532779	141877.79	149633.54	271200
Torrent Cables Ltd- 523856	29845.81	31477.33	28412.5
Transgene- 526139	136123.68	143564.88	6358.5
TTML- 532371	232273.05	244970.25	56943.3
UCO Bank- 532505	431257.00	454831.66	478800
Uflex ltd	107857.14	113753.15	78466.5
Vikas Wsp Ltd	206982.16	218296.83	208080
Veejay- 522267	102876.89	108500.65	42210
Vishal Retail Ltd- 532867	233692.66	246467.47	9396
Vinay Cement- 518051	130381.49	137508.80	-
Vyapar- 506142	206186.27	217457.44	55500
X Pro- 590013	77909.00	82167.89	142200
Unitech Ltd	4458395.84	4702113.96	947500
United Bank of India	578865.67	610509.35	209500
Zeno Tech- 532039	155787.96	164304.11	40125
Zensar Tech - 504067	264430.27	278885.34	1230000
India Bulls wholesale services	204.50	-	-
<b>Total</b>	<b>120763796.04</b>	<b>86996549.25</b>	<b>70401530.85</b>

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**SIGNIFICANT ACCOUNTING POLICY AND NOTES TO ACCOUNTS FOR THE YEAR ENDED SEPTEMBER 30, 2014****1. Background**

Basis of the preparations of financial statements are prepared accordance with "GAAP" under the historical cost conversion on the accrual basis. In accordance with the requirements of the Companies Act, 1956, accounting policies not referred to otherwise are consistent with generally accepted accounting principles and the provisions of the Companies Act, 1956.

**2. Basis of Preparation**

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below.

**2.1 Summary of significant accounting policies****(a) Change in accounting policy****Presentation and disclosure of financial statements**

During the year ended September 30, 2014, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The Company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

**(b) Use of estimates**

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

**(c) Tangible fixed assets**

Fixed assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and

maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

**(d) Depreciation Tangible fixed assets.**

Depreciation on fixed assets is calculated on a straight line method based on the useful lives estimated by the management, or those prescribed under the Schedule XIV to the Companies Act, 1956, whichever is higher. The company has used the following rates to provide depreciation on its fixed assets.

	Rates (WDV)
Furniture and fixtures	6.33%
Computers	16.21%
Vehicles	9.50%
Residential House	1.63 %

**(e) Leases**

Leases, where the less or effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**(f) Borrowing costs**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

**(g) Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. Investments are not physically verified by us.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties and finance charges of brokers, if an investment is acquired, or partly acquired, by the issue of shares or other securities.

Company has not making any provision for dimlutation in the value of shares and securities. And as per management opinion there is no requirements to make any provisions for the same because it is temporary in nature



**(h) Inventories**

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**(i) Revenue recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured as per AS-9 Revenue recognitions issued by ICAI.

**(j) Accounting for taxes on income**

Tax expense comprises of current and deferred taxes. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Unrecognized deferred tax assets of earlier years are re-assessed and recognized to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

**(k) Retirement and other employee benefits**

Company doesn't have any employee whose completed 5 year of continues services for provision for gratuity and other benefits. And Contributions payable by the Company to the concerned government authorities in respect of provident fund, family pension fund and employee state insurance are charged to the profit and loss account if any.

**(l) Provisions**

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

**(m) Contingent liabilities**

Provisions are recognized when the Company has present legal or constructive obligation, a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. Contingent liabilities, if any, are disclosed by way of notes to the Balance Sheet

**3.24 Earnings per share**

Particulars	30-Sept.14	30-Sept.13
Net profit/(loss) after tax for the year	(1,58,69,904)	(71,19,638)
Equity shares outstanding as the year end	500,000,000	500,000,000
Nominal value per share (Rs.)	1	1
Earnings per share		
- Basic	(0.032)	(0.014)
- Diluted	(0.032)	(0.014)

**3.25 Related party transaction**

As per accounting standard on Related Party Disclosure (AS-18) as notified by the Companies Accounting Standard Rules, 2006 (as amended), the names of the related parties of the Company are as follows:

Nature of the Related Party	Description of Relationship
(A) Related Parties where control exists	NIL
(B) Related Parties where control exists	NIL
(C) Key Management Personal	

S/no.	Party name	Relations	Particulars	Amount
1.	Shri Satish R. Panchariya	Director	Remuneration	6,00,000/-
2.	Shri Ramankant Sharma	Director	Remuneration	1,80,000/-
3.	Shri Satish R. Panchariya	Director	Loan taken	20,00,000/-

**3.26 Auditors' remuneration (exclusive of service tax)**

Particulars	30 Sept.-14	30 Sep.-13
Statutory audit	25,000	25,000
Tax audit	25,000	NIL
<b>Total</b>	<b>50,000</b>	<b>25,000</b>

- 3.27 Balances in respect of certain sundry debtors, sundry creditors, investments and loans and advances are taken as shown by the books of account and are subject to confirmation and consequent adjustments and reconciliation, if any.
- 3.28 As per Management opinion Current assets, loans and advances have a value on realization which in the ordinary course of the business would not be less than the amount at which they are stated in the balance sheet and the provisions for all known and determined liabilities are adequate and not in excess of the amount reasonably required.
- 3.29 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006
- There are no micro, small and medium enterprises, to which the Company owes dues, which are outstanding for more than 45 days as at September 30, 2014. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.
- 3.30 Figures in brackets represent those of the previous year.
- 3.31 Figures for the previous year have been regrouped / amended wherever necessary.

**Signature to Notes****For and on behalf of the board of directors****For Agrawal Jain & Gupta**  
Chartered Accountants  
Firm Registration No. 013538C

Sd/-

Sd/-

Sd/-

Managing Director

Director

**CA Narayan Swami**  
Partner  
M. No - 409759Place : Mumbai  
Date : 20-01-2015

## Cash Flow Statement For The Year Ended September, 30, 2014

Particulars	30 September 2014	30 September 2013
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax	(15,869,904)	(7,119,638)
Adjustments For:		
Depreciation/ Amortisation	1,807,849	1,640,753
Loss On Sale Of Investment	12,747,791	3,577,239
Dividend income	574,454	(741,725)
	15,130,094	4,476,267
Operating Cash Flow Before Changes In Working Capital	(739,810)	(2,643,371)
Adjustments For:		
(Increase)/Decrease In Sundry Debtors	(6,525,600)	985,800
(Increase)/Decrease In Inventories	(22,401,270)	-
(Increase)/Decrease In Loans And Advances	(5,656,985)	(1,550,947)
Increase/(Decrease) In Current Liabilities And Provisions	47,049,572	(1,421,503)
Net Changes In Working Capital	11,725,907	(4,630,021)
Taxes Paid	-	-
Extraordinary Items	-	250,281
<b>Cash Generated From/(Used In) Operations</b>	<b>11,725,907</b>	<b>(4,379,740)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase Of Fixed Assets	-	-
Purchase Of Investments	(42,279,171)	(4,091,128)
Sale Of Investments	25,576,076	10,878,070
Dividend Received	(574,454)	741,725
Interest Received	-	-
<b>Cash Generated /(Used In) From Investing Activities</b>	<b>(17,277,548)</b>	<b>7,528,667</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest Paid	-	-
Proceeds From Borrowings	5,500,000	(61,406)
Repayment Of Borrowings	-	-
<b>Cash Generated /(Used In) From Financing Activities</b>	<b>5,500,000</b>	<b>(61,406)</b>
<b>Net Increase/(Decrease) In Cash And Cash Equivalents (A+B+C)</b>	<b>(51,641)</b>	<b>3,087,521</b>
Cash And Cash Equivalents At The Beginning Of The Year	291,825	12,932,115
Cash And Cash Equivalents At The End Of The Year	240,184	16,019,636

Particulars	30 September 2014	30 September 2013
<b>Note:</b>		
<b>1 Cash and cash equivalents at the year end comprise:</b>		
Cash On Hand	235,424	284,217
Balance With Scheduled Banks In	-	-
- Current Accounts	4,760	7,608
- Deposit Accounts	-	-
	<b>240,184</b>	<b>291,825</b>
<b>2. The Cash Flow Statement Has Been Prepared Under Indirect Method As Set Out In Accounting Standard 3, Cash Flow Statement' Issued By The Institute Of Chartered Accountants Of India</b>		

As per our report of even date attached

**For Agrawal, Jain and Gupta**  
Chartered Accountants  
Firm Registration No. 013538C

Sd/-

**Narayan Swami**  
Partner  
Membership No.: 409759

**Place : Mumbai**  
**Date : 20-01-2015**

**For ALKA INDIA LIMITED**

Sd/-

(Managing Director)

Sd/-

(Director)

Statement Pursuant to Part IV of Schedule VI to the Companies Act, 1956

<b>Balance Sheet Abstract and Company's General Business Profile</b>
--

**1. Registration Details**

Registration No. 

1	6	8	5	2	1
---	---	---	---	---	---

 State Code 

1	1
---	---

Balance Sheet Date 

3	0
---	---

0	9
---	---

2	0	1	4
---	---	---	---

  
Date Month Year

**2. Capital Raised during the year (Amount in Rs. Thousands)**

Public Issue

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Bonus Issue

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Rights Issue

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Private Placement

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

**3. Position of Mobilisation and Deployment of Funds (Amounts in Rs. Thousands)**

Total Liabilities

				4	7	3	3	7	1

Total Assets

				4	7	3	3	7	1

Sources of Funds

Paid - up capital

				5	0	0	0	0	0
--	--	--	--	---	---	---	---	---	---

Reserves and surplus

				1	3	7	9	1	9
--	--	--	--	---	---	---	---	---	---

Secured Loans

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Unsecured loans

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Deferred tax liability (Net)

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Share application money

--	--	--	--	--	--	--	--	--	--	--

Application Funds

Net fixed assets  
including capital work in progress

				1	3	2	6	9
--	--	--	--	---	---	---	---	---

Investments

				3	1	9	3	4	2
--	--	--	--	---	---	---	---	---	---

Net current assets

					5	7	2	2	8
--	--	--	--	--	---	---	---	---	---

Miscellaneous expenditure

								N	I	L
--	--	--	--	--	--	--	--	---	---	---

Accumulated losses

					2	4	8	0	8	0
--	--	--	--	--	---	---	---	---	---	---

4. Performance of the Company (Amount in Rs. Thousands)

Turnover (Total income)

						8	5	2	8
--	--	--	--	--	--	---	---	---	---

Total Expenditure

						2	4	3	9	8
--	--	--	--	--	--	---	---	---	---	---

+ - Profit/ (Loss) Before Tax

<input checked="" type="checkbox"/>						1	5	8	7	0
-------------------------------------	--	--	--	--	--	---	---	---	---	---

+ - Profit/ (Loss) after Tax

<input checked="" type="checkbox"/>						1	5	8	7	0
-------------------------------------	--	--	--	--	--	---	---	---	---	---

(Please tick Appropriate box + for Profit, - for loss)

Earning per Share (Rs.  
(on profit after taxes)

			-	0	-	0	3
--	--	--	---	---	---	---	---

Dividend Rate %  
(Equity

N	I	L
---	---	---

5. Generic Names of Three Principal Products / Services of Company  
(as per monetary terms)

Item Code No. (ITC Code)

		5	2	0	8	0	0
		5	2	0	8	0	0

Product Description

Cloth
Yarn

For and on behalf of the board of directors

Sd/-  
Managing Director

Sd/-  
Director

Place: Mumbai  
Date: 20th January, 2015

# ALKA INDIA LIMITED

Regd. Office : E-211, Crystal Plaza, Opp. Fameadlabs, New Link Road, Andheri (W), Mumbai-400053.

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## PROXY FORM

I/We \_\_\_\_\_ of \_\_\_\_\_  
in the district of \_\_\_\_\_ being a member(s) of ALKA INDIA LIMITED, hereby  
appoint \_\_\_\_\_ of \_\_\_\_\_ in the district of  
\_\_\_\_\_ failing him/her \_\_\_\_\_ of \_\_\_\_\_  
as my/our proxy to vote for me/us on my/our behalf at the 21st Annual General Meeting of the Company  
to be held on Monday, the 16<sup>th</sup> March, 2015 at 9.00 a.m. at Kailash Parbat, K. P. Restaurants, 7A/8A, 'A'  
Wing, Crystal Plaza, New Link Road, Andheri (W), Mumbai-400 053 and any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015.

DP ID/Client ID./ L.F. No. \_\_\_\_\_

No. of Shares \_\_\_\_\_

Affix a Rs. 1/- Revenue Stamp Here
--

**Note:** The Proxy and the Power of Attorney (if any) under which it is signed or a notarially copy of that Power of Attorney must be deposited at the Registered Office of the Company at E-211, Crystal Plaza, Opp. Fame adlabs, New Link Road, Andheri (W), Mumbai-400053, Maharashtra, not less than 48 hours before the date for holding the Annual General Meeting.

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# ALKA INDIA LIMITED

Regd. Office : E-211, Crystal Plaza, Opp. Fameadlabs, New Link Road, Andheri (W), Mumbai-400053.

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## ATTENDANCE SLIP

### 21ST ANNUAL GENERAL MEETING

(To be handed over, duly filled at the Entrance of the Meeting Place)

Name of the attending Member/Proxy \_\_\_\_\_

(in block letters)

DP ID/Client ID./ L.F. No. \_\_\_\_\_

No. of Shares \_\_\_\_\_

I hereby record my presence at the 21st Annual General Meeting of the Company being held at Monday  
the 16<sup>th</sup> March, 2015 at 9.00 a.m. at Kailash Parbat, K. P. Restaurants, 7A/8A, 'A' Wing, Crystal Plaza,  
New Link Road, Andheri (W), Mumbai-400 053.

Date:

Signature of the Member



Book-Post

If undelivered please return to :

**ALKA INDIA LIMITED**

E-211, Crystal Plaza,  
Opp. Fameadlabs, New Link Road,  
Andheri (W), Mumbai-400053.