

MAHESHWARI LOGISTICS PRIVATE LIMITED

7TH ANNUAL REPORT FOR THE YEAR ENDED ON

31ST MARCH 2013

BOARD OF DIRECTORS : MR. VINAY PREMNARAYAN MAHESHWARI
MR. AMIT KAILASHNARAYAN MAHESHWARI
MS. MUKTA NEERAJKUMAR MAHESHWARI
MRS. MAYADEVI KRISHNAAWTAR KABRA
MR. VARUN KRISHNAVTAR KABRA

REGISTERED OFFICE : 239, PANCHRATNA COMPLEX,
GIDC CHAR RASTA,
VAPI – 396195

AUDITORS : KAKARIA & ASSOCIATES
CHARTERED ACCOUNTANTS
“KAKARIA EXCELLANZA”
ROAYL FORTUNE COMPLEX,
DAMAN ROAD, CHALA,
VAPI – 396191

BANKERS : STATE BANK OF INDIA, VAPI

MAHESHWARI LOGISTICS PRIVATE LIMITED

**REGISTERED OFFICE: 239, PANGHRATNA COMPLEX
GIDC CHAR RASTA, VAPI, GUJARAT- 396195**

"NOTICE TO MEMBERS"

NOTICE is hereby given that the SEVENTH ANNUAL GENERAL MEETING for the year ended 31st March, 2013 of the Members of MAHESHWARI LOGISTICS PRIVATE LIMITED will be held at the Registered Office of the Company on 30th September, 2013 at 1.00 P.M. to transact the following business.

↓ ORDINARY BUSINESS:

1. *Adoption of Audited Accounts:*

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2013 and the Profit and loss Account along with Notes and Schedules for the Year ended on 31st March, 2013 and the report of the Directors and Auditors thereon.

2. *Declaration of Final Dividend:*

"Resolved that pursuant to applicable provisions of the Companies Act, 1956, final dividend at the rate of 10% (Rs.1 per equity share of Rs.10 each on the paid up share capital of the company) as recommended by the Board of Directors of the Company, be and is hereby declared for the financial year ended on 31st March, 2013."

3. *Appointment of Auditors:*

To appoint Kakaria & Associates, chartered accountants, as the Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and authorize board to fix their remuneration

✦ **SPECIAL BUSINESS:**

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

“RESOLVED THAT M/s. Shilpi Thapar & Associates, Company Secretaries, Ahmedabad being eligible, offer themselves for appointment, be and are hereby appointed as the Secretarial Auditors for compliance Certification of the Company for holding the office from the conclusion of this meeting until the conclusion of next Annual General Meeting”

BY ORDER OF THE BOARD OF DIRECTORS

PLACE : VAPI.

DATE : 31st JULY, 2013

Vijay

DIRECTOR

Amit Maheshwari

DIRECTOR

MAHESHWARI LOGISTICS PRIVATE LIMITED

**REGISTERED OFFICE: 239, PANCHRATNA COMPLEX,
GIDC CHAR RASTA, VAPI, GUJARAT- 396195.**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT,
1956.**

ITEM NO: 4

Section 383(A) of The Companies Act,1956 provides that every company which is not required to employ a Whole time Secretary and whose Paid up Capital is Ten Lakhs or more at any point of time during the financial year, shall be required to obtain compliance certificate from Company Secretary in Practice in respect of that financial year.

The Paid Capital of the Company is at present Rs. 44,380,000 and thus as per section 383(A) of The Companies Act,1956, Shilpi Thapar & Associates, Company Secretary in Practice is appointed for Compliance Certification for the respective financial year.

So the above resolution is proposed.

None of above Directors is interested in the above resolution.

BY ORDER OF THE BOARD OF DIRECTORS

PLACE : VAPI
DATE : 31st JULY, 2013

Vijay
DIRECTOR

Amit Maheshwari
DIRECTOR

MAHESHWARI LOGISTICS PRIVATE LIMITED

**REGISTERED OFFICE: 239, PANCHRATNA COMPLEX
GIDC CHAR RASTA, VAPI, GUJARAT-396195**

"DIRECTORS REPORT"

2012 - 2013

**TO,
THE MEMBERS,
MAHESHWARI LOGISTICS PRIVATE LIMITED
VAPI**

Your Directors have pleasure in presenting the Seventh Annual Report along with the audited accounts for the year ended on 31st March, 2013.

1. FINANCIAL RESULTS:

Particulars	2012-13(Rs.)	2011-12(Rs.)
Total Income	3,405,451,773	3,328,262,819
Total Expenditure	(3,337,065,622)	(3,305,854,806)
Profit before Tax	68,386,151	22,408,013
Less: Provision for Tax	(22,495,220)	(81,19,409.00)
Profit after Tax	45,890,931	14,288,604
Earnings Per Share	10.34	3.73

7. **PARTICULARS OF EMPLOYEES:**

None of the employees of the Company was in receipt of remuneration exceeding Rs. 60,00,000/-p.a., if employed throughout the year, or Rs. 5,00,000/- p.m. if employed for part of the year. Therefore, the provision of disclosure of Particulars of employees as required under section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) rules, 1975 as amended, is not applicable to the company.

8. **COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF DIRECTORS) RULES, 1988**

A. Conservation of Energy : N.A.

B. Technology Absorption

No Technology Absorption has been envisaged by your company during the period under review.

C. Foreign Exchange Earning & Out Go:

Total Foreign Exchange Used : Rs. 32, 51, 93, 206 (Reference Point 37)

Total Foreign Exchange Earned : NIL

9. *DIRECTOR'S RESPONSIBILITY STATEMENT PURSUANT TO SEC
217(2AA) OF COMPANIES ACT, 1956*

The Directors hereby confirm that -

- a. That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period,
- c. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. That the directors had prepared the annual accounts on a going concern basis.

10. *COMPLIANCE REPORT:*

Pursuant to Section 383A of the Companies Act, 1956, compliance certificate received from Shilpi Thapar & Associates, Practicing Company Secretaries, Ahmedabad is attached herewith and forms part of this report.

11. *ACKNOWLEDGEMENT*

The Board is grateful to all the members for their continual support and trust in us. The Board also would like to put on record its appreciation for the professional services offered by the Company's Legal Advisers, Management and Tax Consultants, Bankers, foreign Investor, Internal Auditors and Statutory Auditors for their co-operation and their valuable guidance. We take this opportunity to express our gratitude to our members, depositors, clients, employees at all levels and well wishers for their valuable support.

BY ORDER OF THE BOARD OF DIRECTORS

PLACE : VAPI.

DATE : 31st JULY, 2013


DIRECTOR


DIRECTOR