

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 28<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S ADVIK INDUSTRIES LIMITED WILL BE HELD ON MONDAY, THE 30<sup>TH</sup> DAY OF SEPTEMBER, 2013 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 205, SHRI RAM HOUSE, 5398/70 REGARPURA, ARYA SAMAJ ROAD, KAROL BAGH, NEW DELHI - 110005 TO TRANSACT THE FOLLOWING BUSINESS:**

**Ordinary Business:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March 2013 and Profit and Loss Account for the year ended on that date together with the Reports of the Auditors' and Directors' thereon (along with Compliance Certificate).
2. To appoint a Director in place of Mr. Virender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Hemant Agarwal, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To re-appoint the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorise the Board to fix their remuneration.

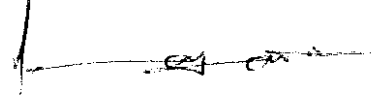
**Special Business:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 383A of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001 and other applicable provisions, if any, M/s PB & Associates, Company Secretaries, New Delhi, be and are

hereby reappointed for the purpose of issuance of Compliance Certificate, to hold office from the date of this meeting until the conclusion of the next Annual General Meeting of the Company.”

**By the order of the Board  
for Advik Industries Limited**



**Virender Kumar Agarwal  
Director  
DIN: 00531255**

**Date: 31<sup>st</sup> August, 2013  
Place: New Delhi**

**Notes:**

- A. 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 FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.**
- B. Members/Proxies attending the meeting are requested to bring their copy of Annual Report to the Meeting.**
- C. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.**
- D. Members are requested to notify any change in their address/ mandate/ bank details immediately to the Company at its Registered Office.**
- E. Members having multiple accounts in identical names or joint accounts in the same order are requested to intimate the Company, the ledger folio of such accounts to enable the Company to consolidate all such shareholdings into one account.**
- F. Documents referred to in the Notice etc., are open for inspection at the registered office of the Company at all working days except Saturdays between 11 A.M. and 2 P.M. up to the date of Annual General Meeting.**
- G. The Register of Beneficial Owners, Register of Member and the Share Transfer Book of the Company shall remain closed from Friday the 27<sup>th</sup> September 2013 to Monday the 30<sup>th</sup> September 2013 (both days inclusive).**
- H. The Explanatory Statement pursuant to Item No. 5 is annexed herewith.**

**Explanatory Statement pursuant to section 173(2) of  
The Companies Act, 1956**

**Item No. 5:**

In terms of the provisions of section 383A of the Companies Act, 1956, M/s PB & Associates, Company Secretaries were re-appointed for the purpose of issuance of the Compliance Certificate for the financial year ended 31<sup>st</sup> March, 2014. M/s PB & Associates, Company Secretaries hold office until the conclusion of this Annual General Meeting and being eligible offer themselves for re-appointment. Your directors recommend their re-appointment.

None of the directors of the Company is concerned or interested in the proposed resolution.

**By the order of the Board  
for Advik Industries Limited**



**Virender Kumar Agarwal  
Director**

**Date: 31<sup>st</sup> August, 2013**

**Place: New Delhi**

**DIN: 00531255**

## **DIRECTORS' REPORT**

### **Dear Members**

Your Directors have pleasure in presenting the 28<sup>th</sup> Annual Report on the business and operations of your Company together with the Audited Annual Accounts for the financial year ended 31<sup>st</sup> March, 2013.

### **Financial Highlights**

(Amount in Rs.)

<b>Particulars</b>	<b>Financial Year ended</b>	
	<b>31.03.2013</b>	<b>31.03.2012</b>
Total Income	19,023,292.51	16,526,425.51
Total Expenditure	18,334,357.31	16,175,173.73
Profit before tax	688,935.20	351,251.78
Income Tax	325,330.00	115,559.00
Profit after Income Tax	363,585.20	235,692.78
Paid-up Share Capital	45,873,600.00	45,873,600.00
Reserves and Surplus (excluding revaluation reserve)	39,242,722.29	38,879,137.49

### **Year in Retrospect**

During the year under review total income of the Company was Rs. 19,023,292.51/- as against Rs. 16,526,425.51/- in the previous year. The Company was able to earn a net profit (after tax) for the year of Rs. 363,585.20/- as against profit of Rs. Rs. 235,692.78/- in the previous year. Your Directors are putting in their best efforts to further improve the performance of the Company.

### **Material Changes etc.**

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company - 31<sup>st</sup> March, 2013 and the date of this Report.

### **Dividend**

In view of marginal profits earned by the Company, your Directors regret their inability to recommend any dividend.

### **Public Deposits**

During the year under report, your Company did not accept any deposits from the public in terms of the provisions of section 58A of the Companies Act, 1956.

### **Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo**

- a. Conservation of Energy & Technology Absorption:** Since the Company is not engaged in any manufacturing activity, issues relating to conservation of energy and technology absorption are not quite relevant to its functioning.
- b. Export Activities:** There was no export activity in the Company during the year under review. The Company is not planning any export in the near future as well.
- c. Foreign Exchange Earnings and Outgo:** There was no Foreign Exchange earnings and outgo during the year under review.

### **Particulars of Employees**

During the financial year under review, none of the Company's employees was in receipt of remuneration as prescribed under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, and hence no particulars are required to be disclosed in this Report.

### **Board of Directors**

In accordance with the provisions of the Companies Act, 1956, Mr. Virender Kumar Agarwal and Mr. Hemant Agarwal, Directors of the Company liable to retire by rotation and being eligible offers themselves for re-appointment.

There were no changes in the Board of Directors since last AGM.

### **Auditors**

M/s Garg Anil & Co., Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. A certificate under section 224(1) of the Companies Act, 1956 regarding their eligibility for the proposed re-appointment has been obtained from them.

Your Directors recommend their re-appointment.

## **Auditors' Report**

Comments made by the Statutory Auditors in the Auditors' Report are self-explanatory and do not require any further clarification.

## **Secretarial Compliance Certificate**

In terms of the provisions of section 383A of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001, the Company has obtained the necessary Compliance Certificate from M/s PB & Associates, Company Secretaries, New Delhi. The Compliance Certificate is annexed herewith and forms part of this Report. Comments made in the Compliance Certificate are self-explanatory and do not require any further clarification.

## **Listing Information**

The Shares of the Company are listed at Delhi Stock Exchange (DSE). There has been no trading at DSE for last few years. The Listing fee for the financial year 2013 - 2014 is paid.

## **Dematerialization of Shares**

The Shares of the Company are not held in Dematerialized form.

## **Corporate Governance**

To comply with the conditions of Corporate Governance, pursuant to clause 49 of the Listing Agreement with the Stock Exchange, a Report on Corporate Governance and Auditor's Certificate, are included in the Annual Report as **Annexure - I**

## **Directors' Responsibility Statement**

In terms of the provisions of section 217(2AA) of the Companies Act, 1956, and save as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report thereon and to the best of their knowledge and belief, your Directors confirm that:

- a. in preparation of the annual accounts, the applicable accounting standards had been followed;
- b. 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 as at 31<sup>st</sup> March, 2013 and of the profit of the Company for the year ended on that date;
- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the

provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

- d. the Directors had prepared the Annual Accounts on a going concern basis.

### **Acknowledgement**

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from its Bankers and various Government Departments. The Board also place on record its appreciation of the devoted services of its employees; support and co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

**For and on Behalf of the Board**  
**For Advik Industries Limited**



**Virender Kumar Agarwal**  
**Director**  
**DIN:00531255**



**Shakul Kumar Agarwal**  
**Director**  
**DIN: 03590891**

**Date: 31<sup>st</sup> August , 2013**  
**Place: Delhi**