

Alka DIAMOND INDUSTRIES LIMITED

24th ANNUAL REPORT

[FINANCIAL YEAR 2012-2013]

Alka DIAMOND INDUSTRIES LIMITED

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Alka DIAMOND INDUSTRIES LIMITED

BOARD OF DIRECTORS

GOPAL M. JAVDA – MANAGING DIRECTOR

NILESH PARMAR FULCHANDBHAI – DIRECTOR

PANKAJ KUMAR JAIN - DIRECTOR

SANAT UPADHYAY – DIRECTOR

AUDITORS

M/S. K. K. JHUNJHUNWALA & CO.,
CHARTERED ACCOUNTANTS

OFF. NO. 5, 1ST FLOOR, GYAN BHAVAN, 336-B, KALBADEVI ROAD, MUMBAI – 400 002.

Alka DIAMOND INDUSTRIES LIMITED

NOTICE

NOTICE is hereby given that the **24th Annual General Meeting** of the Members of **Alka DIAMOND INDUSTRIES LIMITED** will be held on Monday the 30th day of Sept. 2013 at 10.30 a. m. at the Registered office of the Company to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance-sheet as at 31st March, 2013 and the Statement of Profit & Loss Account for the year ended on that date and the report of Auditors and Directors thereon.
2. To appoint a Director in place of Shri Pankaj Kumar Jain who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. K. K. Jhunjhunwala & Co., Chartered Accountants, Firm Reg. No. 111852W as auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the Next Annual General Meeting and to fix their remuneration apart from reimbursing out of pocket expenses incurred by them in the normal course of their duties.
4. To consider and if thought fit, to pass, with or without modification, the following Resolution as on Ordinary Resolution : -

“RESOLVED THAT Shri Nilesh Fulchandbhai Parmar, who was appointed as an Additional Director of the Company in terms of Section 260 of the companies Act, 1956 at the Meeting of the Board of Directors held on 15.01.2013 to hold the office up to the conclusion of then ensuing Annual General Meeting and in respect of whom the Company has received the notice from a member u/s. 257 of the Companies Act. 1956 proposing his candidature for the Office of the Director of the Company, be and hereby appointed as a Director of the Company liable to retire by rotation”.

BY ORDER OF THE BOARD

For Alka DIAMOND INDUSTRIES LTD

PLACE :- MUMBAI.

DATE :- 03-09-2013

Sd/-

CHAIRMAN & MANAGING DIRECTOR

Alka DIAMOND INDUSTRIES LIMITED

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 and a proxy need not be a member. Proxies duly stamped and executed, must reach the Registered Office of the Company not less than 48 hours before the time of the Annual General Meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday the 26th day of Sept., 2013 to Monday the 30th Sept., 2013 (both days inclusive).
3. All documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during office hours on all working days except public holidays between 10.30 a. m. and 12.30 p. m. up to the date of the Annual General Meeting.
4. As a measure of economy copies of Annual Report will not be distributed at the Annual General Meeting. Therefore members are requested to bring their copy of the Annual Report to the Meeting.
5. Shareholders seeking any information with regard to Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.
6. The Company has appointed M/s. Sharex Dynamic (India) Pvt. Ltd, Unit – 1, Luthra Industrial Premises, 1st Floor, 44-E, M. Vasanti Marg, Andheri – Kurla Road, Safed Pool, Andheri – East, Mumbai – 400072 as the Share Transfer Agent to undertake all Investor Servicing activities, Both demate and physical segments. All concerned are requested to send their documents and address all their correspondence directly to the above registrar.
7. The Ministry of Corporate Affairs has taken "Green initiative in the Corporate Governance" by allowing paperless compliance by the Companies and has issued circulars stating that Services of Notice/Documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in

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full measure, Members who have not registered their e-mail addresses, so far, are requested to register their current e-mail addresses, in respect of electronic holding with the depository through their concerned Depository Participants. Members who holds shares in physical form are requested to register the same with the company's share Transfer Agents Sharex Dynamic (India) Pvt. Ltd.

8. Members holding shares in physical form are requested to advise any change of address immediately to the company/ Share Transfer Agent, Sharex Dynamic (India) Pvt. Ltd.

BY ORDER OF THE BOARD

For Alka DIAMOND INDUSTRIES LTD

PLACE :- MUMBAI.

DATE :- 03-09-2013

Sd/-

CHAIRMAN & MANAGING DIRECTOR

Alka DIAMOND INDUSTRIES LIMITED

DIRECTOR'S REPORT

To
The Shareholders,

Your Directors have pleasure in presenting their **24th ANNUAL REPORT** along with the audited annual accounts for the year ended on **31ST MARCH, 2013**, AND REPORT THAT: -

FINANCIAL RESULTS

A summary of your Company's Financial Performance is given below: -

(Figures in Lakhs)

PARTICULARS	2012-2013	2011-2012
Sales & Other Income	19,43,95,775	2,77,18,353
Profit Before Tax (PBT)	26,53,420	21,90,596
Provision for Income Tax	8,25,000	6,80,000
Less :- Prior year tax adjustments	(67,442)	99,100
Deferred Tax	(646)	(1,018)
Profit After Tax (PAT)	18,96,508	14,12,514
Add :- Balance b/f from the previous year	9,78,595	(4,33,919)
Balance available for Appropriation	28,75,103	9,78,595
Less :- Transferred to General Reserve	NIL	NIL
Proposed Dividend	NIL	NIL
Balance Carried to Balance Sheet	28,75,103	9,78,595

DIVIDEND

Due to non-availability of sufficient funds, your directors express their inability to recommend any dividend for the year under review.

AUDITORS

M/s. K. K. Jhunjhunwala & Co., Chartered Accountants, Firm Reg. No. 111852W Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a Certificate from the Auditors that they are qualified under Section 224(1B) of the

Alka DIAMOND INDUSTRIES LIMITED

Companies Act, 1956, if re-appointed, to act as the Auditors of the Company. Members are requested to consider their re-appointment at a remuneration to be decided by the Board of Directors.

AUDITOR'S REPORT

Observations made in the Auditor's Report are self explanatory and therefore do not call for any further comments under section 217(3) of the Companies Act, 1956.

Regarding revaluation of export receivables at the exchange rate prevailing during the year, the company felt that it would be inappropriate to even notionally accord lower value to the receivables and have decided that the effect of prevailing exchange rate should be given as and when realizations / transactions are completed.

BOARD OF DIRECTORS

As per the Provisions of the Companies Act, 1956 and in terms of the Articles of Association of the Company Shri Pankaj Kumar Jain, Directors of the Company retires by rotation and being eligible, offers himself for re-appointment.

CORPORATE GOVERNANCE

Your Company has always followed the philosophy of conducting its business with due compliance of laws, rules, regulations and sound internal control systems and procedures.

As per the current Stock Exchange stipulations, the guidelines for Corporate Governance have become applicable to your Company from the Financial Year 2002-03. A report thereon is separately annexed to this Annual Report.

DIRECTOR'S RESPONSIBILITY STATEMENT

As required under Section 217(2AA) which was introduced by the Companies (Amendment) Act, 2000 your Director's confirm that:

Alka DIAMOND INDUSTRIES LIMITED

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) 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 on 31st March, 2013 and of the profit of the Company for the year ended 31st March, 2013.
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The Directors have prepared the annual accounts on a going concern basis.

FIXED DEPOSITS

Your Company has not accepted any fixed deposits within the meaning of section 58A from the public under the Companies Act, 1956, and the rules made there under.

PARTICULARS OF EMPLOYEES

The information required u/s. 217(2A) of the Companies Act, 1956, with the Companies (Particulars of Employees) Rules, 1975 are not applicable to the Company, as the Company has not employed any employees whose salary exceeds the prescribed limits.

PARTICULARS REQUIRED UNDER THE LISTING AGREEMENT

LISTING

The Equity Shares of the Company are at present listed with the following Stock Exchanges:-

The Ahmedabad Stock Exchange	: Manek Chowk, Ahmedabad – 380 001
Jaipur Stock Exchange Ltd	: Malviya Nagar, Jaipur – 302 017
The Mumbai Stock Exchange	: Phiroze Jeejeebhoy Towers, Dalal St., Mumbai

Alka DIAMOND INDUSTRIES LIMITED

PAYMENT OF LISTING FEES

The Company is regular in paying listing fee to the Mumbai Stock Exchange, which is Regional Stock Exchange and has not paid listing fee to the Ahmedabad and Jaipur Stock Exchanges.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The information pursuant to section 217(1)(a) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are given as below :-

1. During the whole of the financial year the manufacturing activities were suspended hence there was no energy consumption. However, the Company is getting the manufacturing done from outside party on job work basis as and when it is required to do so.
2. No technology has been availed during the year.
3. The total exports for the year 2012-2013 amounting to Rs.Nil

Total Foreign Exchange Earned : - US\$ Nil

Total Foreign Exchange outgo were : - US\$ Nil

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation and acknowledgement with gratitude's for the support and assistance to the Company's Bankers, Shareholders and Customers. Your Directors place on record their deep sense of appreciation for the devoted services of the executives and staff at all levels of the Company.

BY ORDER OF THE BOARD

For Alka DIAMOND INDUSTRIES LTD

PLACE: - MUMBAI.

DATE : - 03-09-2013

Sd/-

CHAIRMAN & MANAGING DIRECTOR