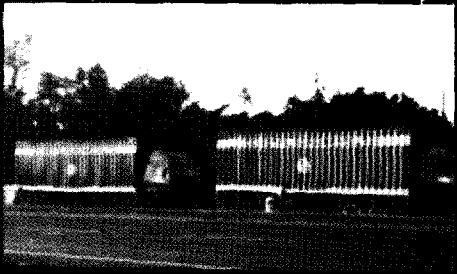




COASTAL ROADWAYS LIMITED

annual report



2011-2012

Shri Madan Gopal Todi - Founder Chairman & Mentor

BOARD OF DIRECTORS

Shri Kanhaiya Kumar Todi - Chairman & Managing Director

Shri Dipak Dey

Shri Ravi Agarwalla

Shri Beni Gopal Daga

Shri Om Prakash Kanoria

Shri Sushil Kumar Todi

Shri Ashok KumarTodi

Shri Udit Todi

EXECUTIVE

Shri Raja Saraogi - President

AUDITORS

Agarwal Maheswari & Co.

Chartered Accountants

2B, Grant Lane

Kolkata-700 012

SHARE TRANSFER AGENTS & REGISTRARS

S. K. Infosolutions Pvt. Ltd.

34/1A Sudhir Chatterjee Street

Kolkata-700 006

Tel No. : 2219-6797

E-mail : skcdilip@gmail.com

REGISTERED OFFICE

4 Black Burn Lane

Kolkata-700 012

CORPORATE OFFICE

1/1 Camac Street, 5th floor

Kolkata-700 016

Tel. No. : 2217-2222 (3 lines)

E-mail : coastalgroup@vsnl.net

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NOTICE

Notice is hereby given that the Forty-Fourth Annual General Meeting of COASTAL ROADWAYS LIMITED will be held as under :

Venue	Calcutta Chamber of Commerce Stephen Court 18H, Park Street Kolkata-700 071
Day	Monday
Date	6th day of August, 2012
Time	11: 00 A.M.

To transact the following business :

Ordinary Business :

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2012 together with the Balance Sheet as at that date, the Reports of the Directors and Auditors' thereon.
2. To declare Dividend.
3. To appoint a Director in place of Sri Ashok Kumar Todi, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Sri Dipak Dey, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint M/s Agarwal Maheswari & Co., retiring Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

Regd. Office :
4, Black Burn Lane
Kolkata-700 012
The 18th day of May, 2012

By Order of the Board of Directors
(Raja Saraogi)
President
For Coastal Roadways Limited

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. Proxies in order to be effective must be received by the Company not less than 48 hours before the time of the meeting.
- b) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 31st July, 2012 to Monday, 6th August, 2012 (both days inclusive).
- c) Brief resume of Directors proposed to be re-appointed at the 44th Annual General Meeting:
 - 1. Sri Ashok Kumar Todi, aged about 53 years has been associated with the company since last 17 years. He has over 28 years of experience in Road Transport Industry and the company has immensely benefited from his expertise in Fleet Management, Business Administration and Resource Development and Planning. The Board recommends the re-appointment of Sri Ashok Kumar Todi as a Director of the Company.
 - 2. Sri Dipak Dey, M.A., LLB, Attorney at Law, aged about 59 years is a Practicing Advocate in the Hon'ble High Court and the Hon'ble Supreme Court of India. He has over 32 years of expertise in the legal arena and corporate advisory services. The Board recommends the re-appointment of Sri Dipak Dey as Director of the Company.
- d) Members desiring any information about accounts or otherwise, are requested to write to the Company, at least 10 days in advance of the Annual General Meeting, to facilitate compilation thereof.
- e) Those Members who have so far not encashed their dividend warrants for the financial years ended 31.03.2008, 31.03.2009, 31.03.2010 and 31.03.2011 may claim or approach the Company for the payment thereof as the same will be transferred to the 'Investor Education and Protection Fund' of the Central Government, pursuant to Section 205C of the Companies Act, 1956 on 11.09.2015, 01.09.2016, 09.09.2017 and 17.08.2018 respectively. Please note that as per Section 205C of the Companies Act, 1956, no claim shall lie against the Company or the aforesaid Fund in respect of individual amounts which remain unclaimed or unpaid for a period of seven years from the date dividend became due for payment and no payment shall be made in respect of such claims.

- f) Notify immediately, change of address, if they are holding shares in physical form and to update such details with their respective Depository Participants (DPs), if they are holding shares in electronic form.
- g) Update their email ids with their DPs/Registrar to enable paper less communication in line with Go-Green initiative of the Ministry of Corporate Affairs, Government of India.
- h) Bring the copy of the Annual Report along with them and to produce the Attendance Slip at the entrance of the Meeting Hall.
- i) Members / Beneficial owners are requested to quote their Folio No./DP and Client ID Nos., as the case may be, in all correspondence with the Company.

Regd. Office:

4, Black Burn Lane
Kolkata - 700 012

By Order of the Board of Directors

(Raja Saraogi)

President

For Coastal Roadways Limited

The 18th day of May, 2012

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 44th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2012

OPERATING RESULTS	2011-2012 (Rs. In Lacs)	2010-2011 (Rs. In Lacs)
Freight Earnings	<u>9174.92</u>	<u>8854.32</u>
Net Earnings from operations	136.92	122.16
Provision for Taxation	<u>38.16</u>	<u>33.66</u>
Net Surplus	98.76	88.50
Prior Period Adjustments	(3.51)	(1.56)
Gains from extraordinary items (net of taxes)	-	202.12
Balance brought forward from previous year	<u>13.75</u>	<u>13.06</u>
	<u>109.00</u>	<u>302.12</u>
Appropriations :		
Transfer to General Reserve	51.00	245.57
Proposed Dividend & Tax thereon	43.37	43.37
Balance carried forward to next year	14.63	13.75
	<u>109.00</u>	<u>302.12</u>

PERFORMANCE :

The year under review was a challenging year with unprecedented economic uncertainty in Europe, geopolitical upheaval in the Middle East and slowing down the economic growth across Asia. Our economy had tight liquidity and high interest rates to contain rising inflation and this coupled with unstable political environment had a profound impact on demand and resulted into industrial sluggishness.

Even under these tough times, your company had its Freight Earnings at Rs. 9175 lacs as against Rs. 8854 lacs thereby recording a marginal growth of about 4% in business. As a result of constant efforts to reduce costs and optimize operational efficiencies the Profit before Tax was recorded with a 12% increase at Rs. 137 lacs as against Rs. 122 lacs in the previous fiscal.

Your Directors anticipate that there is likely to be more tough time in near future owing to stiff competition, increasing fuel and auto component prices, high cost of asset replacement and enhance interest rates all having very prominent impact on margins as well as on business. The threat from competitors offering complete logistic and supply chain solutions has also increased manifold and is having very adverse impact on companies which offer pure transportation services only. In order to combat these adversities and compete in the new environment your company has already initiated the process of strategic alliance and has entered into joint ventures agreements for developing new warehouses, transshipment hubs and logistic parks.

DIVIDEND :

The Directors recommend for consideration of the shareholders at ensuing annual general meeting, payment of Dividend @ 9% for the year ended 31st March 2012. The amount of dividend and the tax thereon aggregates to Rs.43 lacs.

FINANCE AND ACCOUNTS :

The company's performance during the year reflects the constant focus of the management which led to savings in both direct and indirect operational costs. Both pre and post tax profits were recorded with about 12% increase over previous year vis-a-vis a 4% increase in business. The impact on procurement costs due to enhanced interest rates was countered by effective redesigning of disbursement norms of trade payables. Borrowings from institutional lenders for fleet acquisition were serviced in committed manner. The Networth of your company was recorded for Rs. 1465 lacs as against Rs. 1413 lacs in the previous financial year.

DEPOSIT :

No Public Deposits were invited or accepted during the year under report.

AUDITORS :

M/s. Agarwal Maheswari & Co., Chartered Accountants, retire at the ensuing Annual General Meeting and are eligible for re-appointment.

AUDITORS REPORT :

The report of the Auditors is self-explanatory and does not call for any further comments from the Directors.

INFORMATION REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF THE BOARD OF DIRECTORS) RULE 1988

- A. Conservation of Energy :
The Company's operation involve no energy consumption.
- B. Form of Disclosure of particulars wrt absorption of Technology and Development of R & D :
i) Research and Development - The Company do not have any R & D Division and Company's Operations do not require this type of establishment.
- ii) Technology absorption, adoption and innovation - The Company has not imported any technology due to its nature of operation.

DIRECTORS :

Shri Ashok Kumar Todi and Shri Dipak Dey retire from the board by rotation at the conclusion of ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Information on the Directors' eligible for reappointment as required under clause 49 of the Listing Agreement with Stock Exchanges is disclosed in the profiles of Directors under item Nos. 3 and 4 forming part of Notice dated 18th May 2012.

The Board takes note of the sudden demise of Dr. V.C. Shah who expired on 13th December 2011 and places on record its appreciation for valuable contribution made by him to the Company during his tenure of office as Director.

PERSONNEL :

The true index to a Company's success is not only its turnover and quantum of profits but its valuable human resource. The Directors sincerely thank the employees at all levels for their dedicated services and co-operation which enabled the Company to perform satisfactorily. There are no employees drawing remuneration of Rs.5,00,000/- a month or Rs. 60,00,000/- a year and therefore no particulars in terms of Section 217 (2A) of the Companies Act, 1956 are attached to this report.

DIRECTORS' RESPONSIBILITY STATEMENT :

Statement under sub-section (2AA) of Section 217 of the Companies Act, 1956 :

In the preparation of the Annual Accounts :

- i) the applicable accounting standards have been followed and wherever required, proper explanations relating to material departures have been given.
- ii) the Directors have selected such accounting policies and applied them consistently and made judgements 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.
- iii) proper and sufficient care has been taken 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.
- iv) the Accounts have been prepared on a going concern basis.

CORPORATE GOVERNANCE :

Corporate Governance Report and Management Analysis and Discussion Report pursuant to Clause 49 of the Listing Agreement with Stock Exchanges are provided in separate annexures to this report.

ACKNOWLEDGEMENTS :

The Board wishes to place on record their appreciation towards the contributions made by all employees of the company and their gratitude to the Company's valued customers, bankers, vendors, and shareholders who have reposed trust and extended their constant support to the company.

On behalf of the Board of Directors

K K Todi

Place : Kolkata

Date : the 18th day of May, 2012

(K K Todi)

Chairman & Managing Director