

BOARD OF DIRECTORS

Dr. Gurpreet Singh
Chairman

Mr. Inderdeep Singh
Director

Mr. Kumar Srinivasan
Wholetime Director

Dr. Navin Kumar Kapur
Director

AUDITORS

M/s Raghu Nath Rai & Co.
9B Mathura Road, Jangpura
New Delhi - 110 014.

REGISTERED OFFICE

C-120, Naraina Industrial Area,
New Delhi - 110 028.
Phones : (011) 25796150-53
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Email : deltron1982@rediffmail.com

Deltron Limited

NOTICE

Notice is hereby given that the Thirty First Annual General Meeting of the shareholders of the Company will be held at The Little Theatre Group, Copernicus Marg, New Delhi 110001 on Saturday, the 21st day of September, 2013 at 11:30 a.m. to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and the Profit & Loss Account for the year ended on that date and the Report of Directors and Auditors thereon.
2. To consider, and if thought fit, to declare dividend.
3. To appoint a Director in place of Mr. Inderdeep Singh, who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Statutory Auditors and to fix their remuneration.

By order of the Board
For Deltron Limited

New Delhi
8th August, 2013

Kumar Srinivasan
Wholtime Director

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. SUCH PROXY IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED. PROXY SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.**
2. The Register of Members and Transfer Books shall remain closed from 18th September 2013 to 21st September, 2013 (both days inclusive).
3. Members are requested to intimate changes, if any, in their registered address immediately.
4. Members/ Proxies should bring their attendance slips sent herewith, duly filled in, for attending the meeting. Corporate members shall send a duly certified copy of Board resolution authorizing their representative to attend and vote at the Annual General Meeting.
5. Members are requested to send their queries, if any, in writing so as to reach the Company's registered office at least 10 days before the date of the meeting so that information can be made available at the meeting.
6. Dividend not encashed/ claimed within seven years from the date of declaration will, as per the provisions of Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund (IEPF). Members are requested to contact the Company in respect of the unclaimed/ unpaid dividend declared for the year 2005-06 and onwards.
7. SEBI vide its Circular No. CIR/MRD/DP/10/2013 dated March 21, 2013 had mandated the companies to use any of the RBI approved electronic mode of payment such as ECS (Local ECS/ Regional ECS / National ECS), NEFT, RTGS etc. for distribution of dividends and other cash benefits to investors. The Circular also mandated the companies to maintain bank details of investors. Therefore the members are requested to submit their NECS mandate (enclosed) duly signed to the Company at its registered office at the earliest. The NECS facility ensures faster credit of dividend into the Bank account of the shareholders and eliminates the risk of loss of dividend warrants in transit and their fraudulent encashment. At the time of each dividend payment through NECS, the Company shall also send to shareholders an intimation (through e-mail/ post) regarding the credit of dividend to their account. In case Company is unable to remit the dividend through NECS for any reason, then the shareholder(s) shall receive a physical draft/ dividend warrant as per current practice. Members are requested to send the physical NECS mandate, duly filled up and signed, to the Company. Business Reply Envelope enclosed herewith.
8. The Ministry of Corporate Affairs (MCA) vide circular no. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively have clarified that a Company would be deemed to have complied with the provisions of Section 53 and 219(1) of the Companies Act, 1956 if documents like Notices, Annual Reports etc. are sent in electronic form to its shareholders. Your Company welcomes the spirit of this green initiative taken by MCA towards facilitating paperless communication with its shareholders while conserving natural resources. We, therefore, invite all our shareholders to contribute to the said initiative by registering their respective E-MAIL ID with the Company by including the same in the NECS Mandate mentioned above. Alternately, shareholders are requested to send the following information through e-mail to the Company at delttron1982@rediffmail.com at the earliest giving :-
 - a) Folio No.
 - b) Name of First Registered Holder
 - c) Name of Joint Holder(s)
 - d) Registered AddressThe E-MAIL ID from which above information is sent by shareholder will get registered with the Company. Thereafter, all the communication will be sent to the E-mail ID of the shareholder.
9. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of the Annual Report to the meeting.

By order of the Board
For Deltron Limited

New Delhi
8th August, 2013

Kumar Srinivasan
Wholtime Director

Deltron Limited

DIRECTORS' REPORT

The Directors have the pleasure of presenting the Thirty First Annual Report of your Company for the financial year ended 31st March 2013.

Financial Results

The total income during the year under review was Rs.64.29 lacs. The pre-tax profits were Rs.34.42 lacs after providing for depreciation of Rs.0.11 lacs. A provision of Rs.6.75 lacs has been made for taxation in the current year.

After adjusting for deferred tax, the net profit was Rs.27.89 lacs. No amount has been transferred to General Reserves.

Dividend

The Directors recommend for consideration of the shareholders at the ensuing Annual General Meeting, payment of Dividend @ 5% per equity share for the year ended 31st March 2013.

Outlook

The Global economy struggled during the FY 2012-13 as had been anticipated by the majority of experts. Several European economies experienced recession due to high unemployment, banking fragility, fiscal tightening and sluggish growth. The global economic growth reduced to 3.2% in 2012 from 3.5% in 2011. Among the Asian economies, China, going through a political transition, experienced considerably slower growth.

Deceleration in industrial output and export weakened India's economic growth significantly. The decline in growth was witnessed in almost all segments of the economy. The Country recorded a decade low GDP growth of 5% in 2012-13, compared to 6.5% in 2011-12. The Index of Industrial Production (IIP) recorded a subdued growth of 1% in 2012-13 as against 2.8% in 2011-12.

The performance of Indian corporate sector has been sluggish. Increasing external commercial borrowing along with un-hedged foreign exchange exposure further increased their vulnerability. Current account deficit has emerged as a major challenge for economic stability. RBI, in its Annual Monetary Policy, has projected the Country's GDP growth rate at 5.7% for the year 2013-14.

During the current financial year, the Company expects pressure on margins in its business to continue and is therefore looking for additional opportunities as they emerge.

Public Deposits

The Company has no public deposits.

Directors

Mr. Inderdeep Singh, Director will retire by rotation and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment.

Directors' Responsibility Statement

The Directors confirm that in preparation of the annual accounts for the year ended 31st March 2013:-

- i. The applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. Appropriate accounting policies have been selected and the same have been applied consistently and reasonable and prudent judgments and estimates were made 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 and loss account for year ended March 31st 2013.
- iii. Proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- iv. The accounts have been prepared on a going concern basis.

Deltron Limited

Information relating to Section 217(1)(e) of the Companies Act, 1956 and rules made thereunder.

- i. Conservation of Energy;
The Company did not carry out any manufacturing activity during the year under review. The consumption of electricity continues to be minimal.
- ii. Technology Absorption;
The Company has not purchased or acquired any technology during the year under review.
- iii. Research & Development;
The Company is not involved in any Research & Development activities.
- iv. Foreign Exchange Earning & Outgo;
During the year under review, there was no foreign exchange expenditures or earnings.

Auditors' Observations

The observations made in Auditors report are self explanatory. As such no further comments under Section 217(3) of the Companies Act, 1956 are required.

Auditors

M/s Raghu Nath Rai & Co., Chartered Accountants, retire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. They have furnished a certificate to the effect that the proposed re-appointment, if made, will be in accordance with the provisions of Section 224(1B) of the Companies Act, 1956.

Particulars of Employees

The Company has not paid any remuneration attracting the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975. Hence, no information is appended to this report.

Acknowledgement

The Directors place on record their sincere appreciation to the Shareholders, Associates, Bankers, Customers, Vendors, Officers and Staff of the Company and seek their continued cooperation and support for the coming years also.

For and on behalf of the Board of Directors

New Delhi
28-05-2013

Inderdeep Singh
Director

Kumar Srinivasan
Wholetime Director