

**TWENTY FOURTH  
ANNUAL REPORT  
2017 – 2018**

**ELIXIR CAPITAL LIMITED**

*(Formerly known as Axis Capital Markets (India) Limited)*

# ELIXIR CAPITAL LIMITED

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## COMPANY INFORMATION

### BOARD OF DIRECTORS

Mr. Dipan Mehta  
Mrs. Radhika Mehta  
Mr. Dilip Kapadia  
Mr. Suril Shah

### AUDIT COMMITTEE

Mr. Dilip Kapadia  
Mr. Suril Shah  
Mr. Dipan Mehta

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Dilip Kapadia  
Mr. Suril Shah  
Mr. Dipan Mehta

### AUDITORS

JMT & Associates  
Chartered Accountants  
Office No. 14/B, Laud Mansion, 1st Floor,  
M. Karve Road, Charni Road (East),  
Mumbai - 400 004.

### BANKERS

HDFC Bank

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### REGISTERED OFFICE

58, Mittal Chambers, 228, Nariman Point,  
Mumbai – 400 021  
Email: [dm@elixirequities.com](mailto:dm@elixirequities.com)  
Website: [www.elixircapital.in](http://www.elixircapital.in)  
CIN No.: L67190MH1994PLC083361

### REGISTRAR & TRANSFER AGENT

Bigshare Services Private Limited  
1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road, Marol,  
Andheri (East), Mumbai - 400 059.  
Tel: 022 62638200  
Fax: 022 62638299  
Email: [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

### 24<sup>TH</sup> ANNUAL GENERAL MEETING

On Saturday, 25<sup>th</sup> August, 2018  
At 10.00 a.m. at  
Ashok Birla Hall, Indian Merchant Chambers,  
Churchgate, Mumbai - 400 020.

## ELIXIR CAPITAL LIMITED

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### **NOTICE**

**NOTICE** is hereby given that the Twenty – Fourth Annual General Meeting of the Members of **ELIXIR CAPITAL LIMITED** will be held on Saturday, 25<sup>th</sup> day of August, 2018 at 10.00 a.m. at Ashok Birla Hall, Indian Merchant Chambers, Churchgate, Mumbai – 400 020 to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the
  - Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018 and the Reports of the Board of Directors and the Auditors' thereon; and
  - Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018, and the Report of the Auditors' thereon.
2. To declare dividend on Equity Shares @ 12.5% i.e. Rs. 1.25 per Equity Share.
3. To appoint a Director in place of Mrs. Radhika Mehta (DIN: 00112269), who retires by rotation and being eligible, offers herself for re-appointment.
4. Appointment of Statutory Auditors

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 Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014, (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. JMT & Associates, Chartered Accountants, Mumbai having ICAI Firm Registration No. 104167W, who have offered themselves for re-appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of Section 141 of the Act, and Rule 4 of the Rules, be and are hereby re-appointed as Statutory Auditors of the Company for the Company's financial year 2018-19, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to Goods and Service Tax and re-imbursment of out of pocket expenses incurred by them in connection with the audit of Accounts of the Company.”

### **NOTES:**

1. Since, there is no special business to be transacted at the Annual General Meeting (the AGM or Meeting), the relative Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 is not annexed to the Notice.
2. **In terms of provisions of Section 105 of the Companies Act, 2013, 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 such proxy need not be a Member of the Company. The instrument appointing a proxy, in order to be effective, should be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Annual General Meeting i.e. by 10.00 a.m. on Thursday, 23<sup>rd</sup> August, 2018. As per Secretarial Standard 2 on General Meeting, the proxy should carry a valid photo-id card to the venue to tender vote.**
3. A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.

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4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
8. Pursuant to the provisions of Section 91 of the Act, the Register of Members and Share Transfer Books of the Company shall remain closed on all days from Saturday, 18<sup>th</sup> August, 2018 to Saturday, 25<sup>th</sup> August, 2018, both days inclusive for determining the names of members eligible for final dividend on equity shares, if declared in the Meeting.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
10. Members desiring any relevant information on the Accounts at the Annual General Meetings are requested to write to the Company at least seven days in advance, so as to enable the Company to keep the information ready. Members can also email their queries at the email address of the Compliance Officer, Mr. Dipan Mehta ([dm@elixirequities.com](mailto:dm@elixirequities.com)).
11. Members holding shares in electronic form are requested to intimate immediately, any change in their address or bank mandates to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or its Registrar and Share Transfer Agent, Bigshare Services Private Limited.
12. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit details to the Registrar and Transfer Agents of the Company, in the prescribed Form SH – 13 for this purpose.
13. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses with the Company's Registrar and Transfer Agents for receiving communication from the Company in electronic form. Members of the Company, who have registered their e-mail ID, are entitled to receive such communications in physical form upon request.
14. Pursuant to the provisions of Section 124(5) and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company was not required to transferred the unpaid or unclaimed dividends to the Investor Education and Protection Fund (IEPF) established by the Central Government since the Company has not declared any dividend in the financial year 2009-10. Pursuant to the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 26<sup>th</sup> August, 2017 (date of the last Annual General Meeting) on the website of the Ministry of Corporate Affairs ([www.mca.gov.in](http://www.mca.gov.in)).

## ELIXIR CAPITAL LIMITED

### For Equity Shareholders:

Financial Year	Date of Declaration of Dividend	Last date of claiming Unpaid Dividend
Interim Dividend for the year 2012 – 2013	23 <sup>rd</sup> October, 2012	27 <sup>th</sup> November, 2019
Final Dividend for the year 2012 – 2013	31 <sup>st</sup> August, 2013	5 <sup>th</sup> October, 2020
Final Dividend for the year 2013 – 2014	23 <sup>rd</sup> August, 2014	27 <sup>th</sup> September, 2021
Final Dividend for the year 2014 – 2015	24 <sup>th</sup> August, 2015	28 <sup>th</sup> September, 2022
Interim Dividend for the year 2015 – 2016	11 <sup>th</sup> March, 2016	15 <sup>th</sup> April, 2023
Final Dividend for the year 2016 – 2017	26 <sup>th</sup> August, 2017	30 <sup>th</sup> September, 2024

Members who have not so far received / encashed dividend for the aforesaid years are requested to seek issue of duplicate warrant(s) by writing to the Company's Registrar and Share Transfer Agent i.e. M/s. Bigshare Services Private Limited.

15. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s), unless the Members have registered their request for a physical copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
16. Information required under Regulation 36 (3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 on General Meeting relating to Documents & Information to Shareholders with respect to the Director retiring by rotation and being eligible, seeking re-appointment are as under:

Particulars	Mrs. Radhika Mehta
Director Identification Number(DIN)	00112269
Date of Birth	25/07/1966
Nationality	Indian
Date of Appointment on Board	30/11/1994
Qualifications	B. Com., MBA
Shareholding in Elixir Capital Limited	10,100 shares
Expertise in specific functional areas	Trading and Arbitrage, Accounts, Finance, Administration and Human Resources
Directorships in other Public Limited Companies	Nil
Memberships of Committees in other Public Limited Companies (includes only Audit & Shareholders / Investors Grievances Committee)	Nil

17. Route Map showing directions to reach to the venue of the 24<sup>th</sup> AGM is given at the end of this Notice as per the requirement of the Secretarial Standards 2 on General Meetings.

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### INSTRUCTIONS FOR MEMBERS OPTING FOR E-VOTING

#### In case of members receiving e-mail:

- (i) The voting period begins on Wednesday, 22<sup>nd</sup> August, 2018 at 9.00 a.m. and ends on Friday, 24<sup>th</sup> August, 2018 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of Saturday, 18<sup>th</sup> August, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now enter your User ID:
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none"><li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL

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platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the “**ELIXIR CAPITAL LIMITED**” on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

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### Other Instructions:

1. Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
2. The voting rights of Members shall be in proportion to the shares held by them on the Paid-Up Equity Share Capital of the Company as on Saturday, 18<sup>th</sup> August, 2018 and as per the Register of Members of the Company.
3. M/s. P. P. Shah & Co., Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
4. The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses (not in the employment of the Company) and make out a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
5. The Chairman shall, at the General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting, as provided in clauses (a) to (h) of Sub-Rule (1) of Rule 21 of the Companies (Management and Administration) Rules, 2014, as applicable, with the assistance of Scrutinizer, by use of Postal Ballot or Polling Paper for all those Members who are present at the General Meeting but have not cast their votes by availing the remote e-voting facility.
6. A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his / her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.
7. The results declared along with the Scrutinizer's Report shall be placed on the BSE's website and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) within two days of the passing of the Resolutions at the 24<sup>th</sup> AGM of the Company and communicated to BSE Limited where the shares of the Company are listed.

**By order of the Board  
For ELIXIR CAPITAL LIMITED**

**Dipan Mehta  
Whole – Time Director**

**Place: Mumbai**

**Dated: 30<sup>th</sup> May, 2018**



## ELIXIR CAPITAL LIMITED

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### MAP SHOWING VENUE OF THE 24<sup>th</sup> ANNUAL GENERAL MEETING



The venue is Indian Merchant Chambers. It can be accessed by the Western Railways which terminates at Churchgate Station. There are several bus routes to the venue as well.

Landmark : Opp Churchgate Station on Marine Drive side  
Distance from Chatrapati Shivaji Terminus 2.10 kms.

## ELIXIR CAPITAL LIMITED

### FINANCIAL HIGHLIGHTS

Financial Highlights (Consolidated Accounts)

Amount ('000)

Sr No.	Particulars	2013-14	2014-15	2015-16	2016-17	2017-18
1	Income	38,648.46	1,17,229.92	44,933.10	1,24,675.69	1,02,469.58
2	Profit before tax	15,905.61	93,839.46	32,000.74	91,962.97	58,758.25
3	Profit after tax	11,167.52	66,142.19	24,183.82	68,994.11	42,127.02
4	Earning per share	1.41	8.43	2.90	8.81	5.36
5	Dividend per share	1.25	1.25	1.25	1.25	1.25

