

# **ANNUAL REPORT**

**2012 - 2013**



**ENTERPRISE INTERNATIONAL LTD.**

**ENTERPRISE INTERNATIONAL LIMITED**

**Board of Directors**

Mr. GOPAL DAS SARDA (*Chairman*)  
Mr. ADITYA SARDA (*Executive Director*)  
Mr. JAI NARAYAN NATHANY  
Mr. ANJAN KUMAR DUTTA  
Mr. SHIBNATH MAZUMDAR

**Auditors:**

M/S. K. M. TAPURIAH & CO.  
*Chartered Accountants*

**Bankers :**

STATE BANK OF INDIA  
CITI BANK NA  
ING VYSYA BANK LTD.  
ALLAHABAD BANK  
ICICI BANK LTD.

**Registered Office :**

"MALAYALAY"  
UNIT NO. 2A(S), 2ND FLOOR  
3, Woodburn Park, Kolkata - 700 020  
Ph. : 40447872 / 8394  
Fax : 40448615  
E-mail: [contact@eilgroup.com](mailto:contact@eilgroup.com)

**Registers & Transfer Agents :**

Maheshwari Datamatics Pvt. Ltd.  
6, Mangce Lane, 2nd Floor,  
Kolkata - 700 001  
Ph. : 2243-5029 / 5809

## ENTERPRISE INTERNATIONAL LIMITED

### NOTICE TO THE MEMBERS

NOTICE is hereby given that the **Twenty Fourth Annual General Meeting** of the Company will be held at **BIRLA PLANETARIUM HALL**, 96, J. L. Nehru Road, Kolkata-700 071 on Wednesday, the 25th day of September, 2013 at 10.00 A.M to transact the following business:

### ORDINARY BUSINESS :

- 1) To receive, consider and adopt the audited Balance Sheet as at 31st March, 2013, Statement of Profit & Loss for year ended on that date and together with the Director's Report and Auditor's Report thereon.
- 2) To appoint a Director in place of Sri Jai Narayan Nathany who retires by rotation and being eligible offers himself for re-appointment.
- 3) To appoint a Director in place of Sri Shibnath Mazumdar who retires by rotation and being eligible offers himself for re-appointment
- 4) To appoint Auditors and to fix their remuneration.

### Registered Office :

"MALAYALAY"  
UNIT NO. 2A(S), 2nd FLOOR  
3, WOODBURN PARK,  
KOLKATA - 700 020.

Dated : 29.05.2013

By Order of the Board

For ENTERPRISE INTERNATIONAL LTD

GOPAL DAS SARDA  
Chairman

### NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE 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.
- 2) Proxies, in order to be effective should be completed, stamped and signed and deposited at the Registered Office of the company not less than 48 hours before the commencement of the meeting.
- 3) The Register of Members and Share Transfer Books shall remain closed from Saturday, the 21st September, 2013 to Wednesday, the 25th September, 2013 (Both days inclusive) in connection with the 24th Annual General Meeting.
- 4) Members desirous of obtaining any information concerning the Accounts and operations of the Company are requested to send their queries to the Company at least seven days prior to the meeting so that the required information can be made available at the Meeting.
- 5) Members attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filed in and signed and handover the same at the entrance of the hall.

## ENTERPRISE INTERNATIONAL LIMITED

### **DIRECTOR'S REPORT TO THE MEMBERS**

Your Directors have pleasure in presenting the Twenty fourth Annual Report together with Audited Accounts of the Company for the Financial year ended on 31st March, 2013.

#### **1. FINANCIAL RESULTS :**

The summarized Financial results are as under :

	<b><u>Year ended</u></b> <b><u>31.03.2013</u></b>	<b>(Rupees in Lacs)</b> <b><u>Year ended</u></b> <b><u>31.03.2012</u></b>
Total Income	3209.79	3276.76
Profit before Interest Depreciation & Tax	73.03	55.02
Less: Interest	34.93	29.98
Profit before Depreciation & Tax	38.10	25.04
Less: Depreciation	14.18	12.00
Profit/(Loss) before Tax	23.92	13.04
Less: Provision for Tax	3.29	3.58
Profit/(Loss) after Tax	20.63	9.46
Add: Surplus brought forward	162.84	153.38
Surplus carried to Balance sheet	183.47	162.84

#### **2. OPERATIONS :**

There has been marginal increase in the profit during the year. Your company will strive for better results during the current year.

#### **3. DIVIDEND :**

In view of Marginal Profit the Board does not recommend any dividend.

#### **4. DIRECTORS :**

Sri Jai Narayan Nathany and Sri Shibnath Mazumdar retire at the ensuing Annual General Meeting in accordance with the provisions of Articles of Association of the Company and being eligible offer themselves for re-appointment.

#### **5. AUDITORS :**

M/s K. M .TAPURIAH & Co., Chartered Accountant, Kolkata, the Auditors of the Company hold Office until the conclusion of the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a letter from them to the effect that their re-appointment, if made, shall be within the limits prescribed U/s 224 (IB) of the Companies Act, 1956.

#### **6. PERSONNEL :**

Your Directors place on record their appreciation for the dedication and contribution made-by Employees. Particulars of Employees as per Section 217 (2-A) of the Companies Act, 1956 read with the companies (Particulars of Employees) Rules, 1975 is not furnished as there was no Employee in receipt of remuneration exceeding the limits fixed under the said provisions of the Act.

#### **7. AUDITORS REPORT :**

The note to the Accounts referred to in the Auditor's Report are self explanatory and, therefore, do not call for any further comment under Section 217 (3) of the Companies Act, 1956.



## ENTERPRISE INTERNATIONAL LIMITED

### 8. **STATUTORY INFORMATION :**

The Company has no activities requiring disclosures relating to conservation of Energy etc. The Technology is indigenous based on hand process. During the year under review the earnings in Foreign Currency was Rupees NIL and the Expenditure in Foreign Currency was Rs.2165.63 Lacs.

### 9. **DIRECTORS' RESPONSIBILITY STATEMENT :**

Pursuant to the Provisions of Sub - section (2 AA) of Section 217 of the Companies Act, 1956, your Directors confirm :

- i) That in the preparation of the Annual Accounts, the applicable Accounting standards have been followed
- ii) That the accounting Policies selected have been applied consistently and judgments and estimates made 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 that year ended on that date ;
- iii) that proper and sufficient care had been 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 fraud and other irregularities ; and
- iv) That the annual accounts had been prepared on a going concern basis.

### 10. **SECRETARIAL COMPANY CERTIFICATE**

Pursuant to provision of Section 383 A (1) of the Companies Act, 1956, the Company has obtained Secretarial Compliance Certificate from a Company Secretary in whole-time practice. A copy of the Compliance Certificate is annexed herewith with the Directors Report.

### 11. **DEMATERIALIZATION OF SHARES :**

The Company has tied up with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for dematerialization of shares. The ISIN No. allotted to the Company is INE439G01019. Investor can exercise dematerialization of shares through a recognized Depository Participant (DP) who is connected to NSDL or CDSL.

### 12. **ACKNOWLEDGEMENT :**

Your Directors would like to place on record their sincere appreciation for the support and continued co-operation extended by Government Authorities, the Shareholders, Banks and Customers.

Place: Kolkata  
Date : 29.05.2013

For and on behalf of the Board  
GOPAL DAS SARDA  
Chairman

Information required to be furnished under the listing Agreement. The Names and Address of the Stock Exchanges where Company's share are listed.

1. The Calcutta Stock Exchange Ltd.  
7, Lyons Range, Kolkata-700 001
2. The Stock Exchange, Mumbai,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-400 001

The Listing Fees for the year 2013-2014 has been paid in time to all the Stock Exchanges.

**ENTERPRISE INTERNATIONAL LIMITED**

**BABU LAL PATNI  
COMPANY SECRETARY**

51, Nalini Sett Road  
5th Floor, Room No. 19  
Kolkata-700 007  
Tel.: 2259-7715/6

**COMPLIANCE CERTIFICATE**

Registration No. of the Company : 21-47832  
Nominal Capital : Rs. 35000000/-

To  
The Members,  
Enterprise International Limited  
"Malayalay", Unit No 2A (S)  
3. Woodburn Park,  
2<sup>nd</sup> Floor Kolkata - 700020

I have examined the registers, records, books and papers of ENTERPRISE INTERNATIONAL LIMITED (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2013 (financial year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year.

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all the entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made thereunder except as otherwise stated.
3. The Company being a public limited company, comments are not required.
4. The Board of Directors duly met FORTY FOUR times respectively on 02.04.12, 09.04.12, 16.04.12, 30.04.12, 02.05.12, 15.05.12, 19.05.12, 28.05.12, 01.06.12, 02.07.12, 11.07.12, 16.07.12, 30.07.12, 31.07.12, 01.08.12, 16.08.12, 31.08.12, 01.09.12, 15.09.12, 21.09.12, 25.09.12, 10.10.12, 11.10.12, 12.10.12, 15.10.12, 18.10.12, 30.10.12, 31.10.12, 01.11.12, 12.11.12, 29.11.12, 05.12.12, 07.12.12, 15.12.12, 09.01.13, 10.01.13, 14.01.13, 31.01.13, 02.02.13, 11.02.13, 21.02.13, 08.03.13, 25.03.13 and 30.03.13 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.



## ENTERPRISE INTERNATIONAL LIMITED

5. The Company closed its Register of Members from 22nd September, 2012 to 26th September, 2012 and necessary Compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on 26th September, 2012, after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra-Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under Section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors Members or Central Government.
12. The Board of Directors has approved the issue of duplicate share certificates.
13.
  - i. The Company has delivered all the certificates on lodgement thereof for transfer / transmission or any other purpose in accordance with the provisions of the Act. There was no allotment of securities during the financial year.
  - ii. The Company has not deposited any amount in separate bank account as no dividend was declared during the financial year.
  - iii. The Company was not required to post warrants to any member of the Companies as no dividend was declared during the financial year.
  - iv. There is no amount lying in unpaid dividend account, application money due for refund and there are no deposits, debentures etc as on 31st March, 2013.
  - v. The Company has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors is duly constituted. There was no appointment of directors, additional directors, alternate directors and directors to fill casual vacancy made during the financial year.
15. The Company has not appointed any Managing Director/Whole-time Director / Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of companies and/ or such authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in the other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.