



GRAPHIC CHARTS LTD.

DIRECTORS : S. R. KAUSHIK - CHAIRMAN
S. S. KAUSHIK
A. S. MAVINKURVE

AUDITOR : J. K. KHANNA & CO.
CHARTERED ACCOUNTANTS

BANKERS : UNION BANK OF INDIA

REGISTERED OFFICE : B-6, VALMIKI APARTMENT,
NEXT TO MUMBAI PHARMACY COLLEGE,
OFF VIDYANAGRI MARG, KALINA,
MUMBAI - 400 098.

**REGISTRAR AND
TRANSFER AGENT** : UNIVERSAL CAPITAL SECURITIES (P) LTD,
21, SHAKIL NIWAS, OPP. SAI BABA
TEMPLE, MAHAKALI CAVES ROAD,
ANDHERI (EAST), MUMBAI - 400 093.

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GRAPHIC CHARTS LIMITED

NOTICE TO MEMBER

NOTICE is hereby given that the Forty Fourth Annual General Meeting of the members of GRAPHIC CHARTS LIMITED will be held on Friday, the 28th September, 2012 at 9.00 a.m. at WRIC Hall, Vidyanaagari, Kalina, Santacruz (E), Mumbai 400 098, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Sumitra S. Kaushik, who retires by rotation and being eligible offers herself for re-appointment.
3. To consider the re-appointment of M/s. J. K. Khanna & Co., Chartered Accountants, as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

By Order of the Board
Sanjay R. Kaushik
Chairman

Registered Office :

B-6, Valmiki Apartments, Near Bombay Pharmacy College,
Off Vidyanaagari Marg, Kalina, Mumbai – 400 098.

Date : 30th August, 2012

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A 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 FOR HOLDING THE MEETING.
- 2) The Register of Members and the Share Transfer Books of the Company will remain closed from 25th September, 2012 to 28th September, 2012 (both days inclusive).
- 3) Corporate members are requested to send a duly certified copy of the Board Resolution authorising their representative to attend and vote at the meeting.
- 4) Members/proxies should bring the attendance slip duly filled in for attending the meeting.
- 5) As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report at the Meeting.

GRAPHIC CHARTS LIMITED

DIRECTORS' REPORT

The Directors have pleasure in presenting the Forty Fourth Annual Report and Audited Statement of Accounts for the year ended 31st March 2012.

Financial Results	31.03.2012	31.03.2011
	Rs.	Rs.
Profit / (Loss) before Depreciation	(19,73,641)	25,070
Depreciation	2,362	3,937
Profit / (Loss) for the year after Depreciation	(19,76,003)	21,133
Provision for Taxation	-	-
Profit / (Loss) after Taxation	(19,76,003)	21,133
Balance as per Balance Sheet brought forward	(43,61,665)	(43,82,798)
Balance carried forward to Balance Sheet	(63,37,668)	(43,61,665)

DIVIDEND

In view of the losses incurred during the year and carried forward losses, the Board has not recommended any dividend for the year ended on 31st March 2012.

Operations

The operations of your Company during the year were at a low level with some trading in recording charts. As a means to revive the fortunes of your Company, the Management is actively considering entering the field of horticulture and associated agro-based industries.

Directors Responsibility Statement

As required under Section 217 (2AA) of the Companies Act, 1956, the Directors hereby confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
2. the Directors had selected such accounting policies and applied them consistently and made judgments and estimate 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 / loss of the Company for that period.
3. the Directors had taken proper and sufficient care 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.
4. the Directors had prepared the annual accounts on a going concern basis.

FIXED DEPOSITS

As of 31st March, 2012, there are no unclaimed or unpaid deposits within the meaning of Section 58A of the Companies Act, 1956.

DIRECTORS

Mrs. Sumitra S. Kaushik, Director of the Company retires by rotation and being eligible offers herself for re-appointment.

AUDITORS & AUDIT REPORT

M/s. J. K. Khanna & Co., Chartered Accountants, retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. You are requested to appoint the Statutory Auditors for the current year and fix their remuneration.

The Notes on Accounts referred to in the Auditors' Report are self-explanatory and therefore do

not call for any further comment except that accounts of the Company are prepared on a going concern basis as managements is taking steps for revival of the Company and payment of statutory dues in time.

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

There was no foreign exchange earnings and outgo during the year.

Considering the nature of the activities carried out by the Company, the other particulars specified in Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, are not applicable.

PARTICULARS OF EMPLOYEES

The Company has not employed any employee during the year under review and accordingly, particulars specified under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, are not applicable.

SECRETARIAL COMPLIANCE CERTIFICATE

In accordance with the provisions of Section 383A of the Companies Act, 1956, a Certificate from M/s. Sanjay Sangani & Co., Company Secretaries, has been given to the Company,

LISTING OF SHARES

The Company has made an application to the Bombay Stock Exchange Ltd. for revocation of suspension of shares from trading on the Stock Exchange. The Company has paid Annual Listing Fees for the year 2012-13 to the Bombay Stock Exchange Ltd.

ACKNOWLEDGMENT

The Directors would like to place on record their sincere thanks for the co-operation received during the year from the Business Associates and Government Authorities.

For and on behalf of the Board

Place: Mumbai
Date : 30th August, 2012

Sanjay R. Kaushik
Chairman

GRAPHIC CHARTS LIMITED

AUDITOR'S REPORT

To,
The Members of
Graphic Charts Limited.

1. We have audited the attached Balance sheet of GRAPHIC CHARTS LIMITED as at 31st March, 2012 and also the Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We have conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, and amended CARO 2004 issued by the Central Government in terms of Section 227 (4A) of the Companies Act, 1956, we annexed hereto a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that :
 - i. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii. In our opinion, proper books of account, as required by the Companies Act, 1956 have been kept by the Company so far as it appears from our examination of the books.
 - iii. The Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the books of account of the Company.
 - iv. In our opinion, the Balance Sheet and the Profit and Loss Account and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - v. Based on the representations made by the Directors as on 31st March, 2012 and taken on record by the Board of Directors of the Company and the information and explanations given to us, none of the Directors is, as at 31st March, 2012, prima-facie disqualified from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
 - vi. The company is having accumulated losses of ₹ 63,37,668/- as at 31st March, 2012. The company's net worth is substantially eroded. This raises a doubt that the company will be able to continue as a going concern.
 - vii. In our opinion and to the best of our information and according to the explanations given to us, the said financial statements, and the other notes thereon, give the information required by the Companies Act, 1956, in the manner so required and subject to the note no. 1, 2 and 3 present, true and fair view in conformity with the accounting principles generally accepted in India:
 - a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012;
 - b) in the case of the Profit and Loss Account, of the profit of the Company for the year ended on that date, and
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

FOR J. K. KHANNA & CO.
CHARTERED ACCOUNTANTS
FRN:105078W

Place: MUMBAI
Dated: 30/08/2012

SHARAD KUMAR PATEL
(PARTNER)
Membership No: 047570