

**THE INDIAN LINK CHAIN
MANUFACTURERS
LIMITED**

**ANNUAL REPORT
2012-2013**

DIRECTORS

Rajesh Poddar
Anil Thard
P. K. Nevatia (Managing Director)

BANKERS

Central Bank of India

AUDITORS

M/s. M. L. Bhuwania & Co.
(Chartered Accountants)
F-11, 3rd Floor, Manek Mahal,
90, Veer Nariman Road, Churchgate,
Mumbai - 400 020.

REGISTERED OFFICE

59, Sonawala Building,
2nd Floor, Mumbai Samachar Marg,
Fort, Mumbai - 400 023.

SHARE HOLDER INFORMATION

ANNUAL GENERAL MEETING
23rd AUGUST 2013 AT 3.30 PM AT
IEEMA, INDIAN ELECTRICAL &
ELECTRONIC MANUFACTURERS
ASSOCIATION, 501, KAKAD
CHAMBERS, 132, DR. ANNIE BESANT
ROAD, WORLI, MUMBAI - 400 018.

BOOK CLOSURE DATES
22nd August, 2013
TO
24th August, 2013

FOR SHARE TRANSFER, TRANSMISSION, CHANGE OF ADDRESS, DUPLICATE/MISSING SHARE CERTIFICATE AND ANY OTHER ASSISTANCE PLEASE CONTACT REGISTRAR AND TRANSFER AGENT M/ S. UNIVERSAL CAPITAL SECURITIES PVT. LTD., 25 SHAKIL NIWAS, OPP. SATYA SAIBABA TEMPLES, MAHAKALI CAVES ROAD, ANDHERI (E), MUMBAI - 400 093 TELEPHONE NO. 28366620. SHARES CAN BE DEMATERIALISED WITH CDSL. THE CODE ALLOTTED TO THE COMPANY IS ISIN INE 359 D 01016.

THE INDIAN LINK CHAIN MFRS. LTD.

NOTICE

NOTICE IS HEREBY GIVEN THAT 55TH ANNUAL GENERAL MEETING OF THE INDIAN LINK CHAIN MFRS LIMITED WILL BE HELD ON 23RD AUGUST 2013 AT 3:30 PM AT 'IEEMA', INDIAN ELECTRICAL & ELECTRONIC MANUFACTURES ASSOCIATION, 501, KAKAD CHAMBERS, 132 DR. ANNIE BESANT ROAD, WORLI, MUMBAI -400018 TO TRANSACT THE FOLLOWING BUSINESS.

1. To consider and adopt Balance Sheet as on 31st March 2013, Profit & Loss Account for the year ended on that date and report of the Board of Directors and Auditors there on.
2. To appoint Shri Rajesh Poddar as a director who retires by rotation at this meeting but being eligible offers himself for re-election.
3. To appoint Auditors of the company for the period commencing from the meeting till the conclusion of the next Annual Meeting of the Company.

NOTES :

- a) A member entitled to attend and vote is entitled to appoint a proxy, to attend and on poll, to vote instead of himself and a proxy need not be a member.
- b) The Register of Members and the Share Transfer Books of the company will remain closed from 22nd August to 24th August 2013 both days inclusive.
- c) Shri Rajesh Poddar retires by rotation at this meeting but being eligible offers himself for re-election. Directors recommend the approval of share holders for the reappointment.

For **THE INDIAN LINK CHAIN MFRS LTD.**

Place: Mumbai

Dated: 27th May, 2013

P. K. NEVATIA
MANAGING DIRECTOR

DIRECTORS' REPORT

Shareholders,

Your Directors present the Annual Report and Audited Accounts for the year ended on 31st March 2013.

1. Shri Rajesh Poddar a Director retires by rotation but offers himself for re-election.
2. During the year assignment of land at Tarapur was completed and has resulted in exceptional gain of Rs 153.53.lacs. The operational income stands at Rs11.05 lacs as against Rs. 8.53 lacs in previous year. Profit for the year is Rs 90.20 lacs after providing for tax liabilities against Rs. 5.94 lacs in previous year.
3. Trading operation started last year have not been encouraging and therefore it was felt we should wait for better opportunity. The Directors will examine other Proposals.
4. Appeal against the demand for escaped custom duty is pending before the authorities.
5. As required under Section 383 A of the companies act certificate of compliance with the provision of the Act from Secretary in whole time practice is attached here with
6. M/S. M.L.Bhuwania & Co. Chartered Accountants, auditors of the Company, retire but are eligible for re-appointment and have furnished to the company, certificate for their eligibility, for their re-appointment. The Directors recommend their reappointment for the year 2013-2014 as Auditors of the company.
7. Observation made by the Auditors in their report is self explanatory.

Place: Mumbai

Dated: 27th May, 2013

P. K. Nevatia
(Managing Director)

Anil Thard
(Director)

SHIV HARI JALAN
B.COM., F.C.A., A.C.S.
COMPANY SECRETARY
104, MAHAVIR BUILDING,
44/46, POPATWADI LANE,
KALBADEVI, MUMBAI-2.

COMPLIANCE CERTIFICATE

U/S 383 A of the companies Act, 1956 & Rule 3 of the companies (compliance certificate) Rules, 2001.

Registration No.: 11-009882
Nominal capital: Rs.100 Lacs

To,
The Members,
THE INDIAN LINK CHAIN MANUFACTURES LIMITED
59, Sonawala Building, 2nd Floor,
Mumbai Samachar Marg,
Mumbai - 400023.

I have examined the registers, records, books and papers of THE INDIAN LINK CHAIN MANUFACTURES LIMITED (Registration No.: 11-009882) (the company) as required to be maintained under the companies Act, 1956. (THE ACT) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31.03.2013. 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 the 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 and the rules made there under and all entries therein have been duly recorded.
2. The company has duly filed the forms & 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 there under
3. The company is a Public Limited company and hence comments are not required.
4. The board of Directors duly met Six times on 25.05.2012, 20.07.2012, 30.07.2012, 30.10.2012, 30.01.2013 & 14.02.2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the Minutes Book maintained for the purpose.
5. The company closed its Register of members from 17.09.2012 to 19.09.2012.
6. The Annual General Meeting for the financial year ended on 31.03.2012 was held on 18.09.2012 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 loan to its Directors and/or persons firms or companies referred in Section 295 of the Act.
9. The company has duly complied with the provisions of section 297 of the Act in respect of contracts specified in that section.
10. The company has made necessary entries in the register maintained under Section 301 of the Act.
11. There were no instances falling within the purview of Section 314 of the Act.
12. The company has not issued any duplicate share certificates during the financial year under review.
13. The company has:
 - (i) Delivered all the certificates on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act.
 - (ii) Not deposited any amount in a separate bank Account as no dividend was declared during the financial year.
 - (iii) Not posted Warrants for Dividends to any members of the company as no dividend was declared during the financial year.

THE INDIAN LINK CHAIN MFRS. LTD.

- (iv) No Transaction Necessitating to transfer the amounts in unpaid dividend account, applications money due for refund, matured deposits, matured debentures and the interest accrued thereon, which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.
- (v) Duly complied with the requirements of section 217 of the Act.
14. The board of Directors of the company is duly constituted and the appointments of directors, additional directors, alternate directors and directors to fill casual vacancies have been duly made.
 15. The appointment of Managing Director has been made in compliance with the provisions of section 269 read with schedule XIII to the Act and no approval is required to be obtained from the Central Government, in terms of schedule XIII
 16. The company has not appointed any sole-selling Agent during the financial year.
 17. The company was not required to obtain any approvals of the Central Government, Company Law Board /Regional Director/ Registrar and/or such other authorities prescribed under the various provisions of the Act during the financial year.
 18. The directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to the provision of the Act and the rules made there under.
 19. The company has not issued any shares, debentures or other securities during the financial year.
 20. The company has not bought back any shares during the financial year.
 21. The company has not redeemed any preference shares / debentures, during the financial year.
 22. There was no transaction necessitating to keep in abeyance rights to dividend / rights shares and bonus shares pending registration of transfer of shares.
 23. The company has not invited or accepted any Deposits including any unsecured loans falling within the purview of section 58A of the Act read with companies (Acceptance of Deposit) Rules 1975, during the financial year under review form public.
 24. The company has not made any borrowings during the financial year ended 31.03.2013.
 25. The company has not made any loans and investments or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
 26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
 27. The company has not altered the provisions of the memorandum with respect to the object of the company during the year under scrutiny.
 28. The company has not altered the provisions of the memorandum with respect to name of the company during the year under scrutiny.
 29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.
 30. The company has not altered its articles of association during the year under scrutiny.
 31. There was/were no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishment was imposed on company during the financial year, for offences under the Act.
 32. The company has not received any money as security from its employees during the financial year under certification.
 33. The company has not constituted its Provident Fund u/s.418 of the companies Act, 1956 and hence provisions of section 418 of the Act do not apply to the company.

Place: Mumbai

Date: 22nd May, 2013

SHIV HARI JALAN
COMPANY SECRETARY
C.P.NO. : 4226