

**THE INDIAN LINK CHAIN
MANUFACTURERS
LIMITED**

**ANNUAL REPORT
2016-2017**

THE INDIAN LINK CHAIN MFRS.LTD.

DIRECTORS

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

Audit Committee Nomination & Ruminaton Committee Stake Holder Committee

Rajesh Poddar
Anil Thard
Vandana Nevatia

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
CIN No-L28920MH1956PLC009882
Website: www.inlinch.com
Email: inlinch@hotmail.com
Tel.: 22661013

SHARE HOLDER INFORMATION

ANNUAL GENERAL MEETING
4th September, 2017 AT 3.00 PM AT
IEEMA, INDIAN ELECTRICAL &
ELECTRONIC MANUFACURERS
ASSOCIATION, 501, KAKAD
CHAMBERS, 132, DR. ANNIE BESANT
ROAD, WORLI, MUMBAI - 400 018.

BOOK CLOSURE DATES
29th August 2017
TO
4th September 2017

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 DEMATERIALIZED WITH CDSL. THE CODE ALLOTTED TO THE COMPANY IS ISIN INE 359 D 01016.

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NOTICE

NOTICE is hereby given that the FiftyNinth AnnualGeneral Meeting of the members of The Indian Link Chain Manufacturers Limited will be held on Monday, 04th September 2017 at 03.00P.M.at IEEEEMA Indian Electronic Manufactures Association 501, Kakad Chambers 132 Dr Annie Besant Road, Worli, Mumbai 400018to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mrs.Vandana Sudhir Nevatia (DIN 07123272) as the only Director liable to retire by rotation and being eligible, offers herself for re-appointment.
3. 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 provision of section 139 (6) and other applicable provision, if any of the Companies Act, 2013 read with the underlying rules viz. Companies (Audit and auditors) Rules, 2014 as may be applicable M/s. KanuDoshi and Associates., Chartered Accountants (ICAI Firm Registration No. 104746W/W100096), be appointed as statutory auditors of the company in place of retiring Auditors M/s. M L Bhuwania and Co. LLP, Chartered Accountants, (ICAI Firm Registration. No. 101484W)to hold office from the conclusion of this Meeting until the conclusion of the Annual General Meeting (AGM) of the company to be held in the year 2022 subject to ratification of the appointment at every AGM at a remuneration (including term of payment) to be fixed by the board of Directors of the company, plus service tax and such other tax(es), as may be applicable & reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the company.”

Special Business:

4. To consider and, if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee, approval of audit committee and Consent of the Board of directors at their meeting held on May 30, 2017 and subject pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, consent of the Members be and is hereby accorded to the re-appointment of Mr.Pravin Kumar Nevatia (DIN: 00852581) as the Managing Director of the Company w.e.f. October 01, 2017 for a period of Three Years on the remuneration @ Rs. 30,000/- p.m. and other perquisites (hereinafter referred to as “remuneration”) upon such terms and conditions as detailed in the explanatory statement attached hereto with powers to the Board of Directors to alter and vary terms and conditions including remuneration (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) in such manner as the Board may deem fit and is acceptable to Mr.Pravin Kumar Nevatia, within the limits specified in Schedule V of the Companies Act, 2013 or any amendment thereto.

RESOLVED FURTHER THAT in the event of there being loss or inadequacy of profits for any financial year, the remuneration and perquisite as set out in draft Agreement as placed at the meeting shall be paid to Mr.Pravin Kumar Nevatia as minimum remuneration.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and hereby authorized to vary or increase the remuneration including salary, perquisites, allowances etc. within such prescribed limits or ceiling and the Agreement between the Company and Director Mr.Pravin Kumar Nevatia be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in the General meeting.

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RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution..”

Place: Mumbai
Date :30.05.2017

By order of the board of directors
P.K. Nevatia
Managing director
(DIN No. 00852581)

Notes:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty 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 proxy and such person shall not act as a proxy for any other person or shareholder.

2. **The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means.** Instructions and other information relating to e-voting are given in this Notice under Note No. 12.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. In terms of Section 152 of the Companies Act, 2013, Mrs. Vandana Sudhir Nevatia (DIN 07123272), Director, retire by rotation at the Meeting and being eligible, offer herself for reappointment. The Board of Directors of the Company commend his re-appointment. Brief resume of Director is given here under:

Sr. No.	Particular	Details
1	Name of Director	Mrs. Vandana Sudhir Nevatia
2	DIN	07123272
3	Date of Appointment	30/03/2015
4	No of Shares Held of Company as on 31.03.2017	426
5	Directorship in other Company	Nil
6	Chairman/Member of Committees of Companies	Member of Audit Committee - Stakeholder Relationship Committee - Nomination and Remuneration Committee of The Indian Link Chain Manufacturers Limited
7	Qualification	BA
8	Functional Area	Director

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5. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificate to RTA for consolidation into single folio. The members holding shares in the dematerialized mode are requested to intimate all changes with respect to their address, bank details, mandate, nomination, power of attorney, etc. to their depository participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to members.
7. 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.
8. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
9. The Company has notified closure of Register of Members and Share Transfer Books from Tuesday, August 29, 2017 to Sunday, September 03, 2017 (both days inclusive).
10. Members are requested to address all correspondence, to the registrar and share transfer agents, Universal Capital Securities Pvt Ltd (Formerly Mondkar Computers Pvt Ltd), 21, ShakilNiwas, Mahakali Caves Road, Andheri (E), Mumbai-400093.
11. Members/Proxies/authorised representatives are requested to bring their attendance slip along with their copy of annual report at the meeting.
12. **Information and other instructions relating to e-voting are as under:**
 - (i) The e-voting period begins on Friday, September 01, 2017 (9.00 a.m. Indian Standard Time) and ends on Sunday, September 03, 2017 (5.00 p.m. Indian Standard Time). During this period, the members of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, August 28, 2017, may cast their vote electronically.
 - (ii) The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently.
 - (iii) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the company as on the cut-off date (record date) of Monday, August 28, 2017.
 - (iv) Since the company is required to provide members the facility to cast their vote by electronic means, shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date and not casting their vote electronically, may cast their vote at the AGM venue. Facility will be available at the venue.
 - (v) The company has appointed Mr. Shiv HariJalan, a whole time practicing Company Secretary as the scrutinizer for conducting the e-voting process in a fair and transparent manner. E-voting is optional. The e-voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on Monday, August 28, 2017.
 - (vi) The scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, first count the votes at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the chairman.
 - (vii) The chairman shall declare the result of the voting forthwith. The results declared along with the scrutinizer's report shall be placed on the company's website i.e. www.inlinch.com and on the website of CDSL and shall simultaneously forward the results to stock exchange i.e. BSE Limited.

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- (viii) Voting will be provided to the members through e-voting and/or at the AGM venue. A member can opt for only one mode of voting i.e. either through e-voting or voting at the AGM. If a member casts votes by both modes, then voting done through e-voting shall prevail and the voting at AGM shall be treated as invalid.
- (ix) The shareholders should log on to the e-voting website www.evotingindia.com.
- (x) Click on Shareholders.
- (xi) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (xii) Next enter the Image Verification as displayed and Click on Login.
- (xiii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (xiv) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter you 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">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 digit of the sequence number in the PAN fieldIn case the sequence number is less than 8 digit 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.
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field.

- (xv) After entering these details appropriately, click on "SUBMIT" tab.
- (xvi) 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 platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xvii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

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- (xviii) Click on the EVSN for the relevant THE INDIAN LINK CHAIN MANUFACTURERS LIMITED on which you choose to vote.
- (xix) 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.
- (xx) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xxi) 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.
- (xxii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xxiii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xxiv) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xxv) 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 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.
 - 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 should be mailed to 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.
- (xxvi) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.
13. The route map showing directions to reach the venue of the twenty ninth AGM is annexed.

Place: Mumbai
Date :30.05.2017

By order of the board of directors
P.K. Nevatia
Managing director
(DIN No. 00852581)

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EXPLANATORY STATEMENT

(Pursuant to section 102 (1) of the companies Act, 2013)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 4

Subject to approval by the shareholders of the company, The Board of Directors, Audit Committee and the Remuneration Committee at their meeting held on May 30, 2017 have re-appointed Mr.Pravin Kumar Nevatia as a Managing Director of the Company for the period of three years w.e.f.01 October, 2017 at the remuneration, terms and conditions as detailed hereunder with power to make such variation, or increase therein as may be thought fit from time to time, but within the ceiling laid down in Schedule V of the Companies Act, 2013 or any statutory amendment or relaxation thereto. This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Mr.Pravin Kumar Nevatia, who was appointed Managing Director by the members to hold office upto September 30, 2017 and who has attained the age of 81 years and hence re-appointment as Managing Director requires the approval of members by way of a special resolution. Section 196(3) of the Companies Act, 2013, inter alia, provides that no company shall appoint a person who has attained the age of 81 years, as Managing Director, Whole time director or Manager unless it is approved by the members by passing a special resolution. Part 1 of Schedule V to the Act contains a similar relaxation. Keeping in view that Mr.Pravin Kumar Nevatia has rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time, it would be in the interest of the Company to continue the employment of Mr.Pravin Kumar Nevatia as Managing Director. Mr.Pravin Kumar Nevatia is a B.A. L.L.B. and he has been associated with the Company since inception.

Remuneration payable to Mr.Pravin Kumar Nevatia, Managing Director of the Company will be as follows:

- I. Salary: Rs. 30,000 P.M.
- II. Perquisites: Furnished House Accommodation in lieu thereof, reimbursement of expenses of electricity, society maintenance charges for residence, perquisites shall be evaluated as per Income Tax Rules, wherever applicable, and in the absence of any such rule, perquisites shall be evaluated at actual cost.
- III. Use of Company car for the official purpose as may be necessary.

The relevant complete resolutions passed by the Board of Directors and the Remuneration Committee of the Company are available for inspection by the Members at the Registered office of the Company on any working day (except Sundays and Public Holidays) between 11 a.m. and 3.00 p.m. up to the date of the annual General Meeting and at the venue of the annual General Meeting on the date of the Meeting during Meeting hours.

The information as required under part (B) (iv) of Section II in Part II of Schedule V of the Companies Act, 2013 is given hereunder:

The extracts of remuneration given above shall be deemed to be the extracts of remuneration required to be furnished under Section 190 of the companies Act, 2013.

Your director recommends Special resolution at item no.4

I. General Information

- a) Nature of Industry: The Company currently in the business of trading of chain & chemicals.
- b) Date or expected date of Commercial Production: The Company has commenced activities.
- c) In case of New Companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospectus. N. A.
- d) Financial performance based on given indicators

For the year ended 31.03.2017

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Particulars	Amount (In Rs.)
Profit After Tax (Rs.)	14,52,348
EPS	29.05
Net Worth (Rs.)	4,33,26,809

e) During the previous year there was no foreign exchange earnings and outgo.

f) Foreign investments or collaborations

The Company has no Foreign Direct Investment or Collaborations in the Company so far. However the NRI has acquired the shares through secondary market.

g) Brief resume:

Sr. No.	Particular	Details
1	Name of Director	Mr. Pravin Kumar Nevatia
2	DIN	00852581
3	Date of Appointment	01.10.1989
4	No of Shares Held of Company as on 31.03.2017	12,024
5	Directorship in other Company	Nil
6	Chairman/Member of Committees of Companies	Nil
7	Qualification	BA, LLB
8	Functional Area	Managing Director

II. Information about the Director

NAME	Background Details	Past Remuneration	Recognition or awards	Job profile and his suitability	Remuneration proposed	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and the person	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any,
Mr. Pravin Kumar Nevatia	AGE: 81 QUALIFICATION: BA, LLB	Rs. 30,000 P.M.	N.A	Managing Director	NIL	There is no comparison available in the market in terms of Business.	NIL

III. Other Information

- Reasons for inadequacy of profit: N.A.
- Steps taken or proposed to be taken for improvement: To minimize the administrative expenses.
- Expected increase in productivity and profits in measurable terms: Expect to minimize the administrative expenses