

INDSOYA LIMITED

33RD ANNUAL REPORT 2012 – 2013

BOARD OF DIRECTORS

Mrs. Sarita Mansingka	Chairman & Director
Mr. Kailash Chandra Dawda	Director
Mr. Prahlad Kumar Maheshwari	Director

AUDITORS

SHANKARLAL JAIN AND ASSOCIATES,
Chartered Accountants

Bankers

HDFC Bank,
Tulsiani Chambers, Nariman Point,
Mumbai - 400021

Registered Office

1111A, Raheja Chambers,
– 213, Nariman Point,
Mumbai - 400 021

Equity shares are listed on

The Bombay Stock Exchange Ltd
The Delhi Stock Exchange Ltd

Day & Date of A.G.M.

Monday, September 30, 2013

Time

11.00 A.M.

NOTICE

THE ANNUAL GENERAL MEETING OF INDSOYA LIMITED, WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1111A, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI – 400 021 ON MONDAY, THE 30TH DAY OF SEPTEMBER, 2013 AT 11.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS

1. To receive and adopt the Directors Report and Audited Balance Sheet and Profit and Loss Account for the year ended 31st March 2013.
2. To appoint Mr. Kailash Chandra Dawda as Director, liable to retire by rotation and being eligible for re-appointment.
3. To appoint auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

Note:

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 / HERSELF AND THAT PROXY NEED NOT BE A MEMBER OF THE COMPANY.

THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED NOT LESS THAN FORTY-EIGHTY HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

- 2] The register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 26th September, 2013 to Monday, 30th September, 2013 [both days inclusive].

Registered office:

1111A, Raheja Chambers,
213, Nariman Point,
Mumbai- 400 021

For INDSOYA LIMITED

**Sd/-
DIRECTOR**

Place: Mumbai

Date: 30 May, 2013

INDSOYA LIMITED

1111A, Raheja Chambers, 213 Nariman Point, Mumbai – 21

Tel No.:- (022) 22852796-97-99

E-mail: tanialtd@vsnl.net

DIRECTORS REPORT

DIRECTORS REPORT TO THE SHAREHOLDERS

Your Directors have pleasure in submitting their 33rd Annual Report with the audited accounts for the year ended March 31, 2013.

OPERATIONS:

The operations of the company have resulted in a Profit After Tax of Rs.-29, 61,852/- during the year ended March 31, 2013 as shown below

Financial data results

	(Amount in Rupees.)	
	Year ended	Year ended
	31 st March 2013	31 st March 2012
Profit / (Loss) Before Tax	44,11,852	17,31,492
Less: Provision for Tax	14,50,000	500,000
Less: Provision for Tax (earlier years)	-	(70,695)
Net Profit / (Loss) After Tax	29,61,852	13,02,187
Surplus brought from the previous year	54,67,310	41,65,123
Surplus / (Deficit) Carried to Balance Sheet	84,29,162	54,67,310

DIVIDEND:

In order to conserve the resources the Directors have not recommended any dividend for the financial year ended March 31, 2013.

DIRECTOR:

Mr. Kailash Chandra Dawda, Director of the Company retires at the ensuing Annual General Meeting, and being eligible, offers himself for re-appointment as Director.

AUDITORS AND AUDITORS OBSERVATIONS:

M/s. Shankarlal Jain and Associates, Chartered Accountants, retires as auditors of the Company at the ensuing Annual General Meeting and offer themselves for reappointment.

SECRETARIAL COMPLIANCE CERTIFICATE:

The Secretarial Compliance Certificate issued by a practicing Company Secretary pursuant to Section 383A of the Companies Act 1956 read with Rule 3 of Companies (Compliance Certificate) Rule, 2001 is annexed to this Report.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors Responsibility Statement, it is hereby confirmed:

- i) that in the preparation of the Annual Accounts for the year ended March 31, 2013, the applicable Accounting Standards have been followed alongwith proper explanation relating to material departures.
- ii) that the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a fair view of the state of affairs of the Company at the year ended March 31, 2013 and of the profit of the Company for that period.
- iii) that 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 fraud and other irregularities.
- iv) that the Directors had prepared the Annual Accounts for the year ended March 31, 2013 on a going concern basis.

PARTICULARS OF EMPLOYEES:

The particulars of the employees under the provision of section 217 (2A) of the Companies Act, 1956 are not given as no employees was in receipt of remuneration exceeding Rs.60,00,000/- p.a., if employed for the full year or Rs. 5,00,000/-p.m. if employed for part of the year.

INFORMATION PURSUANT TO SECTION 217 (1) (a):

The Company does not carry out any manufacturing activity therefore Rule 2 of the Companies (Disclosure of particulars in the report of the Board of Directors) Rules 1988, pursuant to Section 217 (1) (a) of the Companies Act, 1956 is not applicable.

**PARTICULARS ON CONSERVATION OF ENERGY AND TECHNOLOGY
ABSORPTION:**

This information is required as per 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 and forming part of the Directors' Report for the year ended March 31, 2013.

Since the Company's operations involve low consumption of energy, the Company has no comments to offer as far as (a) conservation of energy and (b) Technology absorptions are concerned.

FOREIGN EXCHANGE:

The Foreign exchange earnings and foreign exchange expenditure during the period under consideration was NIL.

For and on behalf of the Board of Directors of INDSOYA LIMITED

**Sd/-
Sarita Mansingka
DIRECTOR**

**Sd/-
K. C. Dawda
DIRECTOR**

**PLACE: MUMBAI
DATED: May 30, 2013**