



ANNUAL REPORT

FINANCIAL YEAR 2017-18

INTERLINK PETROLEUM LIMITED

27th ANNUAL REPORT

2017-2018

CORPORATE INFORMATION

BOARD OF DIRECTORS	:	Vijay Misra	- Chairman
		Lee Chye Cheng Adrian	- Director
		Lai Kai Jin Michael	- Director (upto 8 December, 2017)
		Krishna Kumar Nittala	- Director
		Ashish Trivedi	- Independent Director (w.e.f. 14 November, 2017)
		Kirti Trivedi	- Independent Director (w.e.f. 14 November, 2017)
STATUTORY AUDITORS	:	M/s. Santosh Gupta & Co.	
		Chartered Accountants, Faridabad	
BANKERS	:	HDFC Bank Ltd., DBS Bank Ltd., Yes Bank Ltd., State Bank of India	
REGISTERED OFFICE	:	105, 1st Floor, 389-A, South Ex Plaza-1 Masjid Moth, South Extn. Part-II, New Delhi - 110049	
REGISTRAR & SHARE TRANSFER AGENTS	:	Link Intime India Private Limited 44, Community Centre, Phase-I, Near PVR, Naraina Ind. Area, New Delhi-110028	

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NOTICE

NOTICE is hereby given that the **27th Annual General Meeting** of the members of **Interlink Petroleum Limited ("the Company")** will be held on Monday, the 31st December, 2018 at 10:00 AM at 104, South Ex Plaza I, 389, Masjid Moth, South Extn. Part-II, New Delhi-110049 to transact the following Businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2018 together with the Reports of the Board of Directors and the Auditors' thereon.
2. To appoint a Director in place of Mr. Vijay Misra (DIN: 00458031), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and in this regard 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 recommendations of the Audit Committee of the Board of Directors of the Company and in terms of the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the resolution of the shareholders passed in 26th Annual General Meeting, appointment of M/s Santosh Gupta & Co., Chartered Accountants, Faridabad (ICAI Firm Registration No. 009713N), as the Auditors of the Company, be and is hereby ratified for the financial year 2018-19."

"FURTHER RESOLVED THAT the Audit Committee of the Board of Directors of the Company be and is hereby authorized to determine the remuneration and reimbursement of out of pocket expenses, as may be payable to the Auditors."

SPECIAL BUSINESS

4. To consider and, if thought fit, pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Ashish Trivedi (DIN: 07940002), who was appointed as an Additional Director by the Board of Directors of Company w.e.f. 14 November, 2017 under section 161(1) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member pursuant to the provisions of Section 160 of the Act signifying his intention to propose the candidature of Mr. Ashish Trivedi for the office of Director and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company who shall hold office upto five years from the date of his appointment i.e. from 14 November, 2017 and whose office shall not, henceforth, be liable to determination for retirement by rotation."

5. To consider and, if thought fit, pass with or without modification the following resolution as an **Ordinary Resolution**:



Interlink Petroleum Limited.

CIN: L23209DL1991PLC219214

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Kirti Trivedi (DIN: 07940047), who was appointed as an Additional Director by the Board of Directors of Company w.e.f. 14 November, 2017 under section 161(1) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member pursuant to the provisions of Section 160 of the Act signifying his intention to propose the candidature of Mrs. Kirti Trivedi for the office of Director and who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company who shall hold office upto five years from the date of his appointment i.e. from 14 November, 2017 and whose office shall not, henceforth, be liable to determination for retirement by rotation.”

By order of the Board,
For **Interlink Petroleum Limited**

Vijay Misra
Chairman

Place : New Delhi
Date : 06.12.2018

Registered Office:

105 First Floor, South Ex Plaza I, 389A Masjid Moth,
South Extension Part II, New Delhi – 110049
Phone +91 011 40529067, Fax: +91 011 40529067
Email: secretarial@interlinkpetroleum.com
CIN: L23209DL1991PLC219214
Website: www.interlinkpetroleum.com



Interlink Petroleum Limited.

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Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING 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.** The instrument appointing the proxy in Form MGT-11 annexed hereto, in order to be effective, should reach the registered office of the Company duly completed and signed, not less than 48 hours before the commencement time of the meeting. A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than ten percent of the total paid up share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the company provided that such person shall not act as a proxy for any other person. Proxies submitted on behalf of the Companies, Societies, etc must be supported by an appropriate resolution / authority as applicable.
2. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at this AGM, is annexed.
3. Members are requested to bring their copy of Annual Report to the Meeting.
4. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
5. All alterations made in the Form of Proxy should be duly initialed.
6. Cut-off date for the purpose of sending notice to the shareholders/e-voting has been considered to be of 30.06.2018. Since BENPOS data for the subsequent period has not been released/provided by Central Depository Services (India) Ltd. (CDSL).
7. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
8. Particulars of directors proposed to be re-appointed, as required under the Listing Regulations is annexed hereto.
9. Relevant documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company at 105, First Floor, South Ex Plaza I, 389A Masjid Moth, South Extension Part II, New Delhi-110049, on all working days except Saturdays and Sundays during business hours up to the date of the Meeting.
10. The Register of Members and Share Transfer Books of the Company shall remain closed from 25th December, 2018 to 31st December, 2018 (both days inclusive).
11. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting. Members who hold shares in physical form are requested to bring their folio numbers for easy identification of attendance at the meeting.
12. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market failing which the demat account/folio no. would be suspended for trading. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
14. Members are requested to notify immediately change in their address, if any, to their Depository Participants (DPs) in respect of their holdings in electronic form and to the Registrars of the Company i.e. Link Intime India Pvt. Ltd., Noble Heights, 1st Floor, Plot NH 2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi, 110058, in case of their shareholding in physical form, by mentioning their folio nos. etc. **Member may know that SEBI by Circular dated 20.04.2018 has made it mandatory for the persons holding shares in physical form to furnish their copy of PAN Card and original cancelled cheque leaf/attested Bank Pass Book showing name of account holder, to the Company /Registrar and Transfer Agent of the Company. Members are requested to comply with the requirement at the earliest.**



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15. Members seeking further information about the Accounts/Working of the Company are requested to write to the Company at its registered office, at least 7 days in advance of the meeting, to enable the Directors to keep the information ready. They may also email their queries at secretarial@interlinkpetroleum.com.
16. The Company has already joined the Depository System and the ISIN for the equity shares of the Company is INE959G01016. Members holding shares in physical mode are requested to convert their holdings into Dematerialized mode, for easy transferability of shares.
17. Non-Resident Indian Members are requested to inform M/s. Link Intime India Private Limited immediately of any change in their residential status on return to India for permanent settlement.
18. Shareholders are requested to fill-in and sign the attendance slip and hand it over at the entrance of the venue of the meeting.
19. Members holding shares in identical order of names in more than one folio, are requested to write to the Company enclosing their share certificates to consolidate their holdings in one folio.
20. Members are advised to make nomination in respect of their shareholding. Shareholders desirous of making nominations are requested to send their request to the Registrar and Transfer Agent, M/s. Link Intime India Private Limited.
21. To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, members are requested to register their e-mail addresses with Link Intime India Private Limited if shares are held in physical mode or with their DP, if the holding is in electronic mode. In case a member holding shares in Dematerialized mode, want to obtain the copy of Annual Report in physical mode, he is requested to request the Company or R&TA in writing, for the same.
22. Pursuant to provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide e-voting facility to its members as an alternate mode to exercise their right to vote on the resolutions proposed to be passed at the AGM. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Link Intime India Pvt. Ltd.

Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 30th June, 2018.

A person, whose name is recorded in the register of member or in the register of beneficial owner maintained by the depositories as on cut-off date i.e. 30th June, 2018 only shall be entitled to avail the facility of remote e-voting/voting through ballot or polling paper at the Meeting.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **Friday, December 28, 2018 at 10.00 A.M. and ends on Sunday, December, 30, 2018 at 5.00 P.M.** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **June, 30, 2018**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date may also attend the meeting but would not be entitled to vote at the meeting venue.
- (iii) Log-in to e-Voting website of Link Intime India Private Limited (LIPL)
 1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
 2. Click on "Login" tab, available under 'Shareholders' section.
 3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
 4. Your User ID details are given below:

- a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:
If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). • Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number. • Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.
7. On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

(iv) General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as **'Custodian / Mutual Fund / Corporate Body'**.

They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body' login** for the Scrutinizer to verify the same.

2. During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
3. Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
4. In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 - 49186000.

The Board of Directors of the Company has appointed Ms. Swaralipi Deb Roy, Advocate, (Enrollment No. 884/2010) having address at 1846/10 2nd Floor, Govindpuri Extension, New Delhi – 110 019, as Scrutinizer to scrutinize the poll and remote e-voting process in a fair and transparent manner. Ms. Swaralipi Deb Roy has communicated her willingness for appointment and availability for same purpose.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of Ballot Paper or Polling Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast 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 shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.interlinkpetroleum.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing and simultaneously be forwarded to the Stock Exchanges.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013****ITEM NO. 4**

Pursuant to the recommendations of Nomination and Remuneration Committee of the Board, your Board has at their meeting held on 14 November, 2017 recommended the appointment of Mr. Ashish Trivedi as an Independent Director (ID) on the Board of the Company for a term of five (5) consecutive years effective from 14 November, 2017.

As per Schedule IV of the Companies Act, 2013 and the rules made thereunder ("the Act"), the appointment of IDs shall be approved at the meeting of the members. As per the provisions of Section 149(13) read with explanation to Section 152(6) of the Act, the period of office of IDs will not be liable to determination by retirement of directors by rotation at the AGM.

The Company has received a Notice in writing under the provisions of Section 160 of the Act from a member along with deposit of ₹ 1,00,000/- proposing the candidature of Mr. Ashish Trivedi for the office of ID.

Mr. Ashish Trivedi has given his consent and the declaration regarding his independence in terms of the provisions of the Act.

Mr. Ashish Trivedi, aged about 39 years, possesses relevant skills and has a vast experience of business administration and management.

In the opinion of the Board, he fulfills the conditions specified in the Act for his appointment as Independent Director of the Company.

Your Board considers that the Company will immensely benefit from Mr. Trivedi's maturity, experience, knowledge and counsel.

The brief resume and other details of Mr. Trivedi as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to the Notice.

The resolution contained in Item no. 4 of the accompanying Notice, is recommended by the Board, for approval for appointment of Mr. Ashish Trivedi as Independent Director on the Board of the Company on the terms and conditions as specified in the letter of appointment.

Copy of the letter of appointment of Mr. Ashish Trivedi setting out the terms and conditions is available for inspection by the members at the registered office of the Company during working hours on any working day till the date of this AGM.

None of the Directors/Key Managerial Personnel of the Company/their relatives except Mr. Ashish Trivedi, are, in any way, concerned or interested, in the ordinary resolution set out at Item No. 4 of the Notice.

The Board commends this resolution for your approval.

ITEM NO. 5

Pursuant to the recommendations of Nomination and Remuneration Committee of the Board, your Board has at their meeting held on 14 November, 2017 recommended the appointment of Mrs. Kirti Trivedi as an Independent Director (ID) on the Board of the Company for a term of five (5) consecutive years effective from 14 November, 2017.



Interlink Petroleum Limited.

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As per Schedule IV of the Companies Act, 2013 and the rules made thereunder ("the Act"), the appointment of IDs shall be approved at the meeting of the members. As per the provisions of Section 149(13) read with explanation to Section 152(6) of the Act, the period of office of IDs will not be liable to determination by retirement of directors by rotation at the AGM.

The Company has received a Notice in writing under the provisions of Section 160 of the Act from a member along with deposit of ₹ 1,00,000/- proposing the candidature of Mrs. Kirti Trivedi for the office of ID.

Mrs. Kirti Trivedi has given her consent and the declaration regarding her independence in terms of the provisions of the Act.

Mrs. Kirti Trivedi, aged about 42 years, possesses relevant skills and has a vast experience of business administration and management.

In the opinion of the Board, she fulfills the conditions specified in the Act for her appointment as Independent Director of the Company.

Your Board considers that the Company will immensely benefit from Mrs. Trivedi's maturity, experience, knowledge and counsel.

The brief resume and other details of Mrs. Trivedi as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to the Notice.

The resolution contained in Item no. 5 of the accompanying Notice, is recommended by the Board, for approval for appointment of Mrs. Kirti Trivedi as Independent Director on the Board of the Company on the terms and conditions as specified in the letter of her appointment.

Copy of the letter of appointment of Mrs. Kirti Trivedi setting out the terms and conditions is available for inspection by the members at the registered office of the Company during working hours on any working day till the date of this AGM.

None of the Directors/Key Managerial Personnel of the Company / their relatives except Mrs. Kirti Trivedi, are, in any way, concerned or interested, in the ordinary resolution set out at Item No. 5 of the Notice.

The Board commends this resolution for your approval.

By order of the Board,
For **Interlink Petroleum Limited**

Vijay Misra
Chairman

Place : New Delhi
Date : 06.12.2018

Registered Office:
105 First Floor, South Ex Plaza I, 389A Masjid Moth,
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