

Linkhouse Industries Limited

ANNUAL REPORT 2011-12

LINKHOUSE INDUSTRIES LIMITED**BOARD OF DIRECTORS****Mr. Nandkumar K. Harchandani**

Chairman-cum-Managing Director

Ms. Archana D. Wani

Non-Executive & Independent Director

Mr. Ashok B. Purohit

Non-Executive & Independent Director

Mr. Anil Nandkumar Harchandani

Non-Executive & Professional Director

Registered Office	:	1 st Floor B, Poonam Chambers, Byramji Town, Chhindwara Road, Nagpur - 440 013. (M. S.)
Phone No.	:	0712 6611216, 2592255
Fax No.	:	0712 6611217
Email Id	:	linkhouseltd@gmail.com
Auditors	:	M/s. Sanjay S. Agrawal & Co. Chartered Accountants, 1 st Floor, Sudama Bhawan, Behind Sut Market, Gandhibagh, Nagpur-440 002 (M. S.)
Bankers	:	1) Oriental Bank of Commerce 2) Axis Bank Ltd. 3) Allahabad Bank
Registrar	:	Intime Spectrum Registry Ltd. C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai - 400 078. (M. S.)

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LINKHOUSE INDUSTRIES LIMITED
REGD. OFF.: 1ST FLOOR B, POONAM CHAMBERS,
BYRAMJI TOWN, CHHINDWARA ROAD,
NAGPUR – 440 013. (M. S.)

To,
The Members & Auditors,

NOITCE OF THIRTIETH ANNUAL GENERAL MEETING

NOTICE is hereby given that the TWENTY SEVENTH Annual General Meeting of the Members of LINKHOUSE INDUSTRIES LIMITED, will be held on Saturday, the 29th day of September 2012 at 02:00 P.M. at the Registered office of the Company at 1ST Floor B, Poonam Chambers, Byramji Town, Chhindwara Road, Nagpur – 440 013, Maharashtra to transact the following businesses as Ordinary Businesses:

1. To receive, consider and adopt the audited Balance Sheet as at 31/03/2012, Statement of Profit & Loss for the year ended on that date and the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Anilkumar N. Harchandani who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Ashok B. Purohit who retires by rotation and being eligible offers himself for re-appointment.
4. To consider reappointment of Auditors in place of M/s. Sanjay S. Agrawal & Co., who retire at the conclusion of the meeting and being eligible offers themselves for re-appointment and to fix their remuneration in consultation with them.

Place: Nagpur
Dated: 03-09-2012

By the order of Board
Linkhouse Industries Ltd.
Sd/-
(CHAIRMAN)

NOTES:

1. THE BOOK CLOSURE FOR THE PURPOSE OF SHARE TRANSFERS SHALL COMMENCE FROM 26-09-2012 AND SHALL END ON 29-09-2012 (BOTH DAYS INCLUSIVE) AND NO RECORD HAS BEEN DECLARED.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
3. A PROXY FORM IS ENCLOSED. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
4. COPIES OF THE ACCOUNTS AND REPORTS CITED IN ITEM NO.1 OF BUSINESS ARE ATTACHED HERewith. PLEASE BRING YOUR COPY OF THE SAME AT THE MEETING.

LINKHOUSE INDUSTRIES LIMITED
REGD. OFF.: 1ST FLOOR B, POONAM CHAMBERS,
BYRAMJI TOWN, CHHINDWARA ROAD,
NAGPUR – 440 013. (M. S.)

DIRECTORS' REPORT

Dear Members,

Your Board of Directors has the pleasure to present the TWENTY SEVENTH Annual Report and the Audited Balance Sheet and the Profit & Loss A/c of the Company for the year ended on 31st March 2012.

PERFORMANCE:

Company's performance was overwhelming on all fronts during the year under review.

FINANCIAL RESULTS:

Financial results of the Company being self explanatory and depicted in the Profit & Loss Account for the year ended on 31-03-2012, and therefore, do not call for any further comments in that behalf.

DIVIDEND:

The Directors of your Company have not recommended payment of any Dividend for the financial year 2011-12 in order to strengthen the Reserves of the Company for the ongoing as well as for the forthcoming Projects of the Company.

OPERATIONS:

The operations of the Company were satisfactory on all fronts during the period under review.

DIRECTORS:

Mr. Anilkumar N. Harchandani & Mr. Ashok B. Purohit, Directors are due to retire by rotation and being eligible for re-appointment has offered them-selves for re-appointment. The Board proposes them for re-appointment as Directors liable to retire by rotation at the forthcoming Thirtieth Annual General Meeting of the Company. Except this there was no change in the Composition of Board of Directors of the Company.

PARTICULARS OF EMPLOYEES:

During the year under review, there were no employees drawing remuneration in excess of the prescribed limits and whose particulars need to be given under Section 217 (2A) of

The Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended thereafter and from time to time.

a) CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:

The Company does not use any technology or energy for its existing business except for the electricity used in offices and at the sites of the company which is not a significant part of the construction cost, hence it is not practicable to furnish the information in this connection.

b) FOREIGN EXCHANGE EARNINGS & OUTGO: NIL.

c) POLLUTION CONTROL MEASURES:

The Company's business does not involve any emission of pollutants and therefore, no special pollution control measures are called for. However, special attention is paid to maintain healthy and hygienic condition to make the services customer friendly.

DEPOSITS:

The Company has not accepted any deposit from the public under section 58A and 58AA of the Companies Act, 1956 during the year.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956 the Directors confirm:

- (i) That in the preparation of the Annual Accounts for the financial year ended 31/03/2012 the applicable Accounting Standards have been followed along-with 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 true and fare view of the state of affairs of the company at the end of the financial year and of the **PROFIT** of the Company for the year under review;
- (iii) That the Directors have 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; and
- (iv) That the Directors have prepared the Annual Accounts for the Financial Year ended 31/03/2012 on a 'Going Concern' basis.

AUDITOR'S REPORT:

Observations made in the Auditor's Report are self-explanatory and therefore, do not call for any further comments u/s.217 (3) of the Companies Act, 1956.

AUDITORS: -

The Auditors, M/s. Sanjay S. Agrawal & Co., Chartered Accountants, NAGPUR hold office till the conclusion of the ensuing Annual General Meeting and are recommended for re-appointment. They have given their consent to continue to act as Auditors of the Company for the current financial year also, if re-appointed.

ACKNOWLEDGEMENT:

Directors wish to place on record their thanks and gratitude to:

- i) The Central and State Government as well as their respective Departments and Development Authorities connected with the business of the company and the Bankers to the Company.
- ii) The Members and suppliers/contractors for the trust and confidence reposed and to the Customers for their valued patronage.
- iii) The Board also takes this opportunity to express their sincere appreciation for the efforts put in by the officers and employees at all levels in achieving the results and hopes that they would continue their sincere and dedicated endeavor towards attainment of better working results during the current year.

Regd. Office:
1ST Floor B, Poonam Chambers,
Byramji Town,
Chhindwara Road,
Nagpur – 440 013. (M. S.)

For and behalf of the Board
Sd/-
(CHAIRMAN)

Dated: 03.09.2012.

LINKHOUSE INDUSTRIES LIMITED **REPORT ON CORPORATE GOVERNANCE**

1. COMPANY'S PHILOSOPHY:

The basic philosophy of Corporate Governance in the Company is to achieve business excellence and enhance shareholders value, keeping in view the interest of its various stakeholders by short and long-term actions.

2. BOARD OF DIRECTORS:

As per Listing Agreement, the Board should have an optimum combination of executive and non-executive Directors with not less than 50% of the Board consisting of non-executive Directors. In case of a non-executive Chairman, at least one-third of the Board should consist of Independent Directors and in the case of an executive Chairman; at least half of the Board should be Independent Directors.

The Composition of the Board of Directors and related information as on 31st March 2012 is as follows:

Name of Directors	Category – Executive/Non-Executive/Independent Director	No. of Board Meetings Attended	Last AGM Attended Yes/No	Director ship in other Public Companies	No. of other Board Committee of which Member/Chairman
Mr. Nandkumar K. Harchandani	Executive Director	11	Yes	06	Nil
Ms. Archana D. Wani	Non-Executive & Independent Director	12	Yes	04	03
Mr. Ashok B. Purohit	Non-Executive & Independent Director	04	Yes	07	03
Mr. Anil Kumar N. Harchandani	Non-Executive & Professional Director	03	No.	03	Nil

The Chairman of the Board of the Company is an Executive Director. The Board of Directors of the Company consists of four Directors i.e. Two Non-Executive Independent Director, one Executive Director and one Non-executive & Professional Director as on 31st March, 2012. During the year, 12 Meetings of the Board of Directors of the Company were held on 05.04.2011, 12.05.2011, 31.05.2011, 30.06.2011, 31.07.2011, 12.08.2011, 31.10.2011, 15.11.2011, 12.12.2011, 31.01.2012, 17.02.2012 and 31.03.2012.