

LINK HOUSETM
INDUSTRIES LTD.

Annual Report 2016

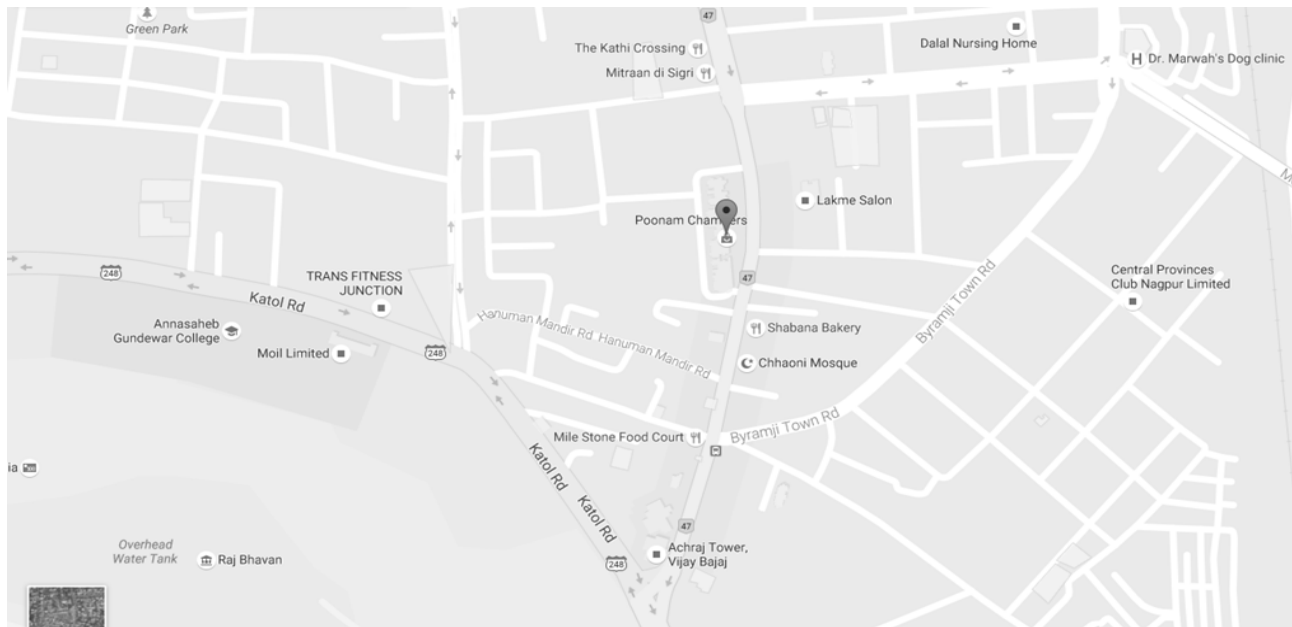
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CORPORATE INFORMATION

PARTICULARS	DETAILS
NAME	LINKHOUSE INDUSTRIES LIMITED
CIN	L51900MH1985PLC037214
DATE OF INCORPORATION	20/08/1985
REGISTRATION NO.	037214
REGISTERED OFFICE ADDRESS	1 ST FLOOR B, POONAM CHAMBERS, BYRAMJI TOWN, CHHINDWARA ROAD, NAGPUR MH 440013
E- MAIL ID	linkhouseltd@gmail.com
TELEPHONE NUMBER	0712-6611216, 2592255
FAX	0712-6611217
BOARD OF DIRECTORS	MR. NANDKUMAR K. HARCHANDANI, CHAIRMAN-CUM-MANAGING DIRECTOR MS. ARCHANA D. WANI, EXECUTIVE DIRECTOR MR. ANIL KUMAR N. HARCHANDANI, DIRECTOR AND COMPLIANCE OFFICER MR. ASHOK B. PUROHIT, NON-EXECUTIVE & INDEPENDENT DIRECTOR MR. ANIL ADMANE, NON-EXECUTIVE & INDEPENDENT DIRECTOR MRS. ARCHANA ADMANE, NON-EXECUTIVE & INDEPENDENT DIRECTOR
AUDIT COMMITTEE	MR. ANIL ADMANE, CHAIRMAN MR. NANDKUMAR HARCHANDANI, MEMBER MR. ASHOK B. PUROHIT, MEMBER
NOMINATION AND REMUNERATION COMMITTEE	MR. ASHOK B. PUROHIT, CHAIRMAN MS. ARCHANA ADMANE, MEMBER MR. ANIL ADMANE, MEMBER
STAKEHOLDERS RELATIONSHIP COMMITTEE	MR. ASHOK B. PUROHIT, CHAIRMAN MS. ARCHANA D. WANI, MEMBER MRS. ARCHANA ADMANE, MEMBER
AUDITORS	M/S. SANJAY S. AGRAWAL & CO. CHARTERED ACCOUNTANTS, 1 ST FLOOR, SAINATH COMPLEX, DR. AMBEDKAR ROAD, NEAR KAMAL CHOWK, NAGPUR-440 017 (M. S.)

INTERNAL AUDITOR	IN-HOUSE INTERNAL AUDIT TEAM
BANKERS	1) ALLAHABAD BANK
REGISTRAR & SHARE TRANSFER GENT	LINK INTIME INDIA PVT. LTD. C-13, PANNALAL SILK MILLS COMPOUND, LBS MARG, BHANDUP (W), MUMBAI – 400 078 (M. S.)



NOTICE OF THIRTY FIRST ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Thirty First Annual General Meeting** of the Members of **LINKHOUSE INDUSTRIES LIMITED**, will be held on **Wednesday, the 28th day of September 2016** 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 Financial Statements of the Company for the year ended 31st March, 2016 and the Reports of the Auditors' and the Directors' thereon
2. To appoint a Director in place of Ms. Archana Wani (DIN: 02366001) who retires by rotation and being eligible offers herself for re-appointment.
3. To consider and, if thought fit, to pass the following resolution which will be proposed as **Ordinary Resolution**:

"RESOLVED THAT, in accordance with the provisions of Section 139 of Companies Act, 2013 (including any Statutory modification(s) or re-enactments therefore for the time being in force) read with the Companies (Audit and Auditors) Rules, 2014, M/s. Sanjay S. Agarwal & Company, Chartered Accountants (Regn.No.-116200W), be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 32nd Annual General Meeting of the Company, at such remuneration, as shall be fixed by the Board of Directors of the Company."

Place: Nagpur
Dated: 31-08-2016

By the order of Board
Linkhouse Industries Limited.

(CHAIRMAN)

NOTES:

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 A PROXY NEED NOT BE A MEMBER.**

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. HOWEVER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS A PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. The Register of members of the Company will remain closed from 21st September, 2016 to 28th September, 2016 (both days are inclusive).
3. 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. Explanatory statement pursuant to the provisions of section 102 of the Companies Act, 2013 for the material facts related to the special business is annexed herewith.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. 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. Members holding shares in physical form can submit their PAN details to the Company.
6. Electronic copy of the Notice of the 31st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 31st Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy form is being sent in the permitted mode.
7. Members may also note that the Notice of the 31st Annual General Meeting and the Annual Report for 2015-2016 will also be available on the Company's website www.nkumargroup.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Nagpur for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

8. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 31st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited.

The instructions for e-voting are as under:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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 your 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 last 8 digits of the demat

	account/folio number in the PAN field. <ul style="list-style-type: none"> In case the folio number is less than 8 digits 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 folio number 100 then enter RA00000100 in the PAN field.
DOB#	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.
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. <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 number of shares held by you as on the cut off date in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) 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.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on 22nd September, 2016 at (9.00 a.m.) and ends on 24th September, 2016 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 20th September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- (D) The voting rights of shareholders 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 20th September, 2016.
- (E) Mr. Siddharth Sipani, Practicing Company Secretary, Nagpur, (has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (F) The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (G) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.nkumargroup.in within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.
9. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

Place: Nagpur
Dated: 31-08-2016

By the order of Board
Linkhouse Industries Ltd.

(CHAIRMAN)

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT ANNUAL GENERAL MEETING

Name of Director	Ms. Archana Wani
Date of Birth	27/01/1971
Date of Appointment	31/07/2008
Qualification	MBA
Expertise in specific functional area	Ms. Archana Wani has 15 years of professional expertise. She has expertise in strategic planning and sets annual targets to be attained by all departments of the Company.
Directorship in other Public Companies	05
Membership/chairmanship of other Public Companies	01

DIRECTORS' REPORT

To,
The Members,
Linkhouse Industries Limited,
Nagpur.

Your Directors are pleased to present 31stAnnual Report and the audited financial statements for the financial year ended on 31stMarch, 2016.

HIGHLIGHTS OF PERFORMANCE

During the year under review, the performance of your company was as under:

(In Rupees)

Particulars	Year ended 31 st March 2016	Year ended 31 st March 2015
Revenue from operations	51,684,475.00	-
Total Revenue	69,972,802.00	20,444,101.00
Profit/(Loss) before taxation	9,14,824.00	9,27,112.00
Less: Tax Expense (Current tax)	2,82,681.00	2,86,478.00
Less: Deferred Tax for the year	-	-
Profit/(Loss) after tax	6,32,143.00	6,40,634.00
Earnings per share (EPS)	0.01	0.01

FINANCIAL RESULTS:

The financial performance of the Company, for the year ended on 31st March, 2016 is summarized below:

RESULTS OF OPERATIONS:

During the year under review, the revenue from operations was 516.84 Lakhs. The Company has earned total revenue of Rs. 699.72 Lakhs.

The Profit before Tax decreased to Rs. 9.14 lakhs as compared to Rs. 9.27 Lakhs in the previous year.

The Profit after Tax has decreased to Rs. 2.82 Lakhs as compared to Rs. 2.86 Lakhs in previous year and the EPS for the year was Rs. 0.01/share.

A detailed analysis of performance for the year has been included in the Management Discussion and Analysis, which forms part of the Annual Report.

DIVIDEND:

Your Directors feel that it is prudent to plough back the profits for future growth of the Company and do not recommend any dividend for the year ended 31st March, 2016.

MATERIAL CHANGES AND COMMITMENTS:

During the year under review, there are no material changes and commitments of the company.

CHANGE IN THE NATURE OF BUSINESS:

During the year under review, there is no change in the nature of business of the company.

DEPOSITS:

During the year under review, the Company did not accepted any deposits from the public within the ambit of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Pursuant to Section 186 of the Companies Act, 2013, the details of the Loans given, guarantees on securities provided and investments made are provided in the notes to the financial statement. (Please refer to Note 10 and Note 11 to the financial statement).

CORPORATE GOVERNANCE:

The Company has complied with the Corporate Governance requirements under the Act and as stipulated under SEBI (LODR) Regulations, 2015. A separate section on detailed report on the Corporate Governance practices followed by the Company under the SEBI (LODR) Regulations, 2015 is part of the Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS [MDA]:

MDA, for the year under review, as stipulated under SEBI (LODR) Regulation, 2015 is presented in a separate section forming part of this Annual Report.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered during the financial year were in the ordinary course of business and on an arm's length basis. There were no materially significant related party transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interest of the Company.

Since all related party transactions entered into by the Company were in the ordinary course of business and were on an arm's length basis, Form AOC – 2 is not applicable to the Company.

DIRECTORS:**I. RETIREMENT BY ROTATION:**

In accordance with the provisions of section 152[6] of the Act and in terms of Articles of Association of the Company Ms. Archana Wani (DIN: 02366001) will retire by rotation at the ensuing Annual General Meeting and being eligible, offers herself for reappointment. The Board recommends her reappointment.