

mobiletele[®]

Mobile Telecommunications Ltd.
Touching tomorrow....today



Contents

Sr. No	Particulars	Page Numbers
1.	About Us	1
2.	Company Information	2
3.	Notice of AGM	3
4.	Directors Report	11
5.	Annexures to Directors Report	19
6.	Management Discussion Analysis	31
7.	Corporate Governance Report	34
8.	Auditors Report	53
9.	Balance Sheet	59
10.	Statement of Profit and Loss account	60
11.	Notes to accounts	61

ABOUT US

Mobile Telecommunications Ltd. (MTL) is an ISO 9001:2008, ISO 13485:2003 certified company managed by the experienced talented engineers and professionals having latest state of art machines & trained skilled manpower. It is spread over 1.6 lakh Sq. Ft. land with 80,000 Sq. Ft. Fully air conditioned dust free environment having ESD control. The Company has achieved top rating as EMS provider for various organizations.

MTL has established SMT line operation at Nashik works with certain standards in terms of quality and processes to attain breakthrough in EMS business and offer complete solution of PCB assembly.

Until recently the company was engaged into Electronic manufacturing services. Recently the company has extended its business activity into the field of molded AC/DC power cords manufacturing in a technical collaboration with Sunfair was founded in September 1987, and Holding company listed in Hong Kong in May,2011 (listing code:8132), with its headquarter in FoTan, Hong Kong, and operations in Bao'An District, Shen Zhen, Guang Dong, China. Manufacturing facilities is a 15,000 sq-m area, with average workforce of 1,200 strength, including 100 staffs in Management, R&D and Engineering Department. Approved of ISO9001:2008 and TS16949, and equipped with various Certifications and Recognitions (UL, VDE, BSI, SAA, PSE, etc...) as well as various Product Regulatory Certifications (UL, CSA, KEMA, DEMKO, NEMKO, SEMCO, etc...), main products range from AC Power Cord / Inlet, and DC cable and assembly. Secondary products range from USB, HDMI cables, Digital Imaging cables, automotive cables, and other medical and power conversion as special products.

In association with Sunfair, Mobile Telecommunications Limited, has created a state of art facility spreading over 4 acres of land and 80000 sq.ft. of dust free RCC shop floors, with glass facade suitable for manufacturing and assembling of EMS product and AC/DC cable cords.

An end to end setup of moulded cords, right from copper drawings to moulded cable with 22 moulding machines, 7 extruders and 21 copper stranding machines, is the only facility of its size and capacity in the entire country.

Annual production for AC Power Cord / Inlet is pegged at 36-million, and DC cable assembly at 40-million. Manufacture of USB,HDMI, Digital Imaging and Automotive cables is vastly peaking up at a combined annual capacity of 30-million, while medical and power conversion products are special projects with direct supervision of customers.

Driven with its vision to become the leading provider of products, technology, solutions and expertise that sets industry standards for reliability, longevity, efficiency, ease of installation, environment-friendly and safety protection that the industry can count on transmission, distribution and consumption of power, voice and data – in terms of superior quality, reliability and competitive cost.

The expansion is aimed to be the largest producer of AC/DC power cords with a capital outlay of Rs.15Cr. out of which the promoters & foreign collaborator have already invested an amount of Rs.10.77Cr. in plant & machinery and new factory building.

COMPANY INFORMATION

Board of Directors	Mr. Anil Babulal Vedmehta	Chairman & Managing Director
	Mr. Ajay Kapoor	Non- Executive Independent
	Mr. Suhas Gopinath Jadhav	Non- Executive Independent
	Mr. Pulkit Vimal Mehta	Non- Executive Promoter
	Mr. Mukund Chandrakant Pilankar	Non- Executive Independent
	Mrs. Nutan Birendrapratap Singh	Non- Executive Independent
Statutory Auditor	Mahesh Kumar Jain & Co., Chartered Accountant	
Banker	Oriental Bank of Commerce	
Registered office	46, Empire House, Nr Associated Petrol Pump, C G Road, Ahmedabad Gujrat 380009	
Corporate Office	Unit No. 130, First floor, Akruti Solaris Hubtown, N.S Phadke Marg, Near East West Flyover, Andheri - (East), Mumbai - 400069.	
Manufacturing Unit	E-78, MIDC, Ambad, Nashik - 422010	
Registrars and Share Transfer Agents	Big Share Services Pvt Ltd E- 2, Ansa Ind Estate, Saki Vihar Road, Andheri(E), Sakinaka, Mumbai, Maharashtra 400072	

NOTICE

NOTICE is hereby given that the Twenty Second Annual General Meeting of the Members of Mobile Telecommunications Limited ('the Company') will be held on Saturday, September 30, 2017 at 1:00 p.m. at The Pride Hotel Ahmedabad, Judge Bungalow Road, Off S G Road Ahmedabad- 380054 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and the Profit and Loss Account of the Company for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Pulkit Vimal Mehta (DIN: 03578262) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, pursuant to recommendations of the Audit Committee of the Board, and pursuant to the resolution passed by the members at the Annual General Meeting (AGM) held on 30th September, 2014, the appointment of M/s. Mahesh Kumar Jain & Co., Chartered Accountants (ICAI Firm Registration No. 114179W), as Auditors of the Company to hold office from the conclusion of this AGM till next AGM be and is hereby ratified and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2018, as may be determined by the Audit Committee in consultation with the Auditors."

By order of the Board of Directors
Sd/-

Anil B Vedmehta (DIN: 0283486)
Chairman and Managing Director

Place : Mumbai

Date : 14/06/2017

Registered Office:

46, Empire House, Nr Associated Petrol Pump,
C G Road, Ahmedabad 380009

NOTES:

1. **Any member of the company entitled to attend and vote at the meeting of the company is entitled to appoint another person as proxy/ proxies to attend and vote at the meeting (on a poll only) instead of himself/herself, and that a proxy need not be a member of the company.**
A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10 (ten) % of the total share capital of the company. The instrument of proxy in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not less than 48 (forty eight) hours before the commencement of the meeting. Proxies submitted on behalf of the companies, etc., must be supported by an appropriate resolution/ authority, as applicable.
2. The Register of Members and Share Transfer Books shall remain closed through between Friday, September 22, 2017 till Saturday, September 30, 2017 (both days inclusive).
3. Members are requested to sign at the place provided for the attendance slip annexed to the Proxy Form and hand over the slip at the entrance to the place of the meeting.
4. Members who hold shares in dematerialised form are requested to bring their client ID and DP ID numbers for easier identification of attendance at the meeting.
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 are requested to submit their PAN details to the Registrar.
6. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail this facility may send their nomination in the prescribed Form SH 13 duly filled in to the Company's Registrar and Share Transfer Agents. The prescribed form in this regard may also be obtained from the Company's Registrar and Share Transfer Agents. Members holding shares in electronic form are requested to contact their Depository Participant directly for recording their nomination.
7. Pursuant to Section 101 and 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address

either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by sending the email at info@mobileteleindia.com , to M/s. Bigshare Services Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

8. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report to the meeting.

9. **Voting through electronic means**

In compliance with the provisions of section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rule 2014, the Company is pleased to provide remote e-voting facility to the members to exercise their votes by electronic means on all the resolutions mentioned in the notice of the 22nd AGM and the business may be transacted through e-voting as per the instructions given below:

- (a) Date and time of commencement of voting through electronic means:
Wednesday, 27th September, 2017 from 9hrs
- (b) Date and time of end of voting through electronic means beyond which voting will not be allowed Friday, 29th September, 2017 at 17 hrs
- (c) Details of Website: www.evoting.nsdl.com
- (d) In case you have any queries or issues regarding remote e-voting, you may refer the frequently Asked Question (FAQ) and remote e-voting manual available at under help section at www.evoting.nsdl.com.
- (e) Instructions for remote e-voting are given as annexure to this notice.
- (f) Details of Scrutinizer: **CS Riddhi Shah**

The remote e-voting module shall be disabled for voting on Friday, 29th September, 2017 at 17 hrs. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting right of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date (record date) as on Friday, 22 September, 2017.

CS Riddhi Shah., Practicing Company Secretaries, Mumbai has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of remote e-voting period unblock the votes in presence of at least two (2) witnesses not in the employment of the Company and made a Scrutinizer's report of the votes cast in favor or against, if any, forthwith to the

Chairman of the Company. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be available on the Company's website within two (2) days of passing of the resolution at the AGM of the Company and communicated to the stock exchange.

Instructions for Electronic Voting (e-Voting)

E-voting Facility

Pursuant to Section 108 of the Companies Act, 2013 and applicable rules thereunder and as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility for the members to enable them to cast their votes electronically. For this purpose, the Company has signed an agreement with the Central Depository Services (India) Limited ("CDSL") for facilitating remote e-voting.

The instructions for shareholders voting electronically are as under:

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file "e-Voting.pdf" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your "User ID" and "Password for e-voting". Please note that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for evoting
2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
3. Click on "Shareholder - Login".
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
6. Home page of remote "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
7. Select "EVEN" of MOBILE TELECOMMUNICATIONS LIMITED. Members can cast their vote online from Wednesday, 27th September ,2017 from 9hrs (9:00 am) till Friday, 29th September, 2017 at 17 hrs (5:00 pm).
Note: e-Voting shall not be allowed beyond said time.
8. Now you are ready for "e-Voting" as "Cast Vote" page opens.
9. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted.

10. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail krassociates.cs@gmail.com with a copy marked to evoting@nsdl.co.in.

EXPLANATORY STATEMENT

The following explanatory statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), sets out all material facts relating to the business mentioned at the item 4 of the accompanying Notice dated June 14, 2017.

Information on Directors being appointed/re-appointed as required under Regulation 36 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Mr. Pulkit Vimal Mehta

Ms. Pulkit Vimal Mehta holds a Graduate degree.

He is related to any of the Directors and Key Managerial Personnel of the Company.

The Board of Directors recommend passing of the resolution set out in item No. 3 of the accompanying notice.

Except Pulkit Vimal Mehta none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in agenda Item No. 3.

Information on Directors being appointed/re-appointed as required under Regulation 36 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards- 2 on General Meetings:

Name of the Director	Pulkit Vimal Mehta
Date of Birth	07/11/1988
Date of appointment on the board	03/09/2011

Number of shares held in the company	1470000 Demat 100000 in Physical
Number of Meetings of the Board attended/ held	6/6
Directorships held in other public companies (excluding foreign companies and Government Bodies)	Nil
Chairman/ member in the committees of the boards of companies in which he is Director (includes only Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee)	Audit Committee NIL Stakeholders' Relationship Committee NIL Nomination and Remuneration Committee NIL