

35th
ANNUAL REPORT

2017-2018

MFL INDIA LIMITED

CORPORATE INFORMATION

CIN: L63040DL1981PLC012730



MFL India Limited

(CIN: L63040DL1981PLC012730)

Regd. Office: 94/4, UG-F, UG-9, Village Patparganj, Delhi 110091

BOARD OF DIRECTORS

Anil Thukral	DIN: 01168540 (Managing Director)
Syed Zameer Ulla	DIN: 07486691 (Professional Director)
Sudhir Kumar Sharma	DIN: 01857204 (Independent Director)
Mr. Anand Kumar	DIN: 07849439 (Independent Director)
Ms. Pratiksha Anant Patil	DIN: 07887358 (Independent Director)

Chief Financial Officer

Khemraj

Company Secretary

Ajay Kumar Choudhary

Auditors

M/s V.K. Sehgal & Associates

Chartered Accountants
New Delhi

Internal Auditors

M/s APJ & Co.
Chartered Accountants
Gurgaon

Secretarial Auditor

M/s Amit Agrawal & Associates
Company Secretaries
New Delhi

Bankers

State Bank of India

Share Transfer Agents

Link Intime India Pvt. Ltd.

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A-44, Community Centre, 2 nd Floor,
Naraina Industrial Area, Phase-I
New Delhi-1100028 Tel-91-11-4140592-93-94 Fax-91-11-41410591
For Dematerialisation of Shares ISIN NO. INE244CO1012
Registered Office 94/4, UG-F, UG-9, Village- Patparganj, Delhi-110091 Email-mfldelhi81@gmail.com Website- www.mflindia.in

For Dematerialisation of Shares

ISIN NO. INE244CO1012

Registered Office

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Village- Patparganj, Delhi-110091

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NOTICE

Notice is hereby given that 35th Annual General Meeting of the members of MFL India Limited will be held on Saturday, 29th September, 2018 at 9.30 A.M at G-1, Ground Floor, Well King Towers, 94/4, Main Market, Patparganj, Mayur Vihar, Phase-I, Delhi – 110091 to transact the following businesses.

Ordinary Business:

Item No.1

To receive, and adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 including Balance Sheet, Statement of Profit & Loss and the Reports of Auditors and Directors thereon.

Item No. 2

Appointment of M/s V.K. Sehgal & Associates, Chartered Accountants, (FRN: 011519N), as Statutory Auditors of the Company and to fix their remuneration and to pass the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, M/s V.K. Sehgal & Associates, Chartered Accountants, (FRN: 011519N), 201- Harsha Bhawan, 64-65, Nehru Place, New Delhi-110019 be and are hereby appointed as Statutory Auditors of the Company for a period of 5 years and to hold office from the conclusion of this annual general meeting of the company up to be the 40th AGM which will held in calendar year 2023 and in this regard the board of directors and audit committee of the Company be and are hereby authorized to fix their remuneration plus travelling and other out of pocket expenses incurred by them in connection with statutory audit or continuous audit and also such other remuneration, as may be decided to be paid by the Board of Directors and Audit Committee of the Company, for performing duties other than those referred to herein above.”

Item No. 3

To appoint a Director in place of Mr. Syed Zameer Ulla (DIN: 07486691) who retires by rotation and, being eligible, offers himself for re-appointment.



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Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY MAY BE SEND IN THE FORM ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY COMPLETE IN ALL RESPECT NOT LESS THAN 48 HOURS BEFORE THE MEETING. THE PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. A BLANK PROXY FORM IS ENCLOSED FOR USE, IF NECESSARY, BY THE MEMBER.
2. Shareholders are requested to promptly notify any change in their addresses.
3. The Register of Members and Share transfer books of the company shall remain closed from 21st September, 2018 to 29th September, 2018 (both days inclusive).
4. Members/ Proxies should bring the attendance slips duly filled in for attending the meeting. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
5. Member(s) can opt for only one mode of voting either physical voting at the annual general meeting, or voting through E- Voting/ Ballot. A member, who has voted through E-Voting mechanism, is not debarred from participating in the general meeting physical. However, he shall not be allowed to vote in the meeting again and his earlier vote (cast through e-means) shall be treated as final.
6. It will be appreciated that queries, if any, on accounts and operations of the company are sent to the registered office of the company ten days in advance of the meeting so that the information may be made readily available.
7. Electronic copy of the Annual Report for the financial year 2017-18 is being sent to the shareholders whose email address are registered with the company or depository participants for communication with the company.

The shareholders whose email is not registered with the company, the Annual Report is sent to them in permitted mode.
8. Members are requested to bring their copy of Annual Report to the Meeting.
9. Voting through electronic means;
 - (a) In compliance with provision 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 Annual General Meeting (AGM)



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by electronic means and the business may be transacted through e-Voting Service provided by Central Securities Depository Limited (CSDL).

- (b) The instructions for e-voting are as under:

The instructions for members for voting electronically are as under:

In case of member's reliving- mail:

- (I) Log on to the e-voting website www.evotingindia.com during the voting period

- (I) Click on "Shareholders" tab.

- (ii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

- (iii) Now enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.

- (iv) 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. If you are a first time user follow the steps given below.

- (v) Now, fill up the following detail in the appropriate boxes:

For Members holding shares in Demat Form enter your 10 digit alpha-numeric *PAN said demat account or folio in dd/mm/yyyy format. The Dividend Bank Data as recorded in your demat account or in the company DOB Bank records for the said demat account or folio both demat shareholders as well as physical shareholders. Enter the Date of Birth as recorded in your demat account or in the company records for the Members who have not updated their PAN with the Company Depository Participant are requested to use the first two letters of your name and the sequence number in the PAN Field. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RAOOOOOOOO1 in the PAN Field. Sequence no. will be provided as S1 No in your address Label. # please enters any one of the details in order to low. In case both the details are not recorded with the depository or company Please enter the member id /folio number in the Dividend Bank details field.

- (vi) after entering these details appropriately, click on "SUBMIT" tab.

- (vii) Members holding shares in physical form will then reach directly the Company selection screen. However, members

- (viii) Holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their low 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 legible 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.

- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Click on <Company Name> on which you choose to vote.



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- (x) 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. Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page. If Demat account holder has forgotten the changed password then enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- (xiii) Institutional shareholders (i.e. other than Individuals, HUF, and NRI etc.) are required to log on <https://www.evotingindia.co.in> and register themselves as Corporate. After receiving the login details they have to link the account(s) which they wish to vote on and then 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.
- (xiv) In case of members receiving the physical copy:
- (A) Please follow all steps from sl. no. (i) To 91. No. (xvii) Above to cast vote.
- (B) The voting period begins on <Date and Time> and ends on <Date and Time>. 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 <Record Date>, 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.
- (xv) The e-Voting Period commences on 26th September 2018 (9:00 AM) and ends on 28th September, 2018 (5:00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the decision on a Resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. 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 date of the AGM. Mr. Amit Agrawal, Practicing Company Secretary (Membership No.5311) and has been appointed as the Scrutinizer to scrutinize the 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 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.

The Results shall be declared in the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be Placed on the company's website and the website of CDSL within



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two (2) days of passing of the resolutions at The AGM of the Company and communicated to the BSE Limited.

By order of Board of Directors

For MFL India Limited

Sd/-

Mr. Anil Thukral
Managing Director
DIN: 01168540

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DIRECTORS' REPORT

To

The Members,

Your Directors have pleasure in presenting the 35th Annual Report of the Company together with Audited Accounts and the Auditor's Report of your Company for the financial year ended on 31st March, 2018.

MFL India Limited is a leading logistics company having operations PAN- India. Your company offers various services to clients such as transportation & trucking and successfully operates in the country.

MFL India Limited is firmly built on belief of offering unmatched quality services, driven by strong expertise and experience in providing customized and personalized services.

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner and reasonably present our state of affairs, profits and cash flows for the year.

The summarized financial performance for the year ended 31st March, 2018 is as follows:

Financial Results

(Rs. In Lakhs)

Particulars	2017-18	2016-17
Sales, other income & prior period income	5942.07	14743.89
Expense	10815.53	14634.95
Profit/(Loss) before exceptional and extraordinary items	-4873.47	108.94
Exceptional items	-	-
Extraordinary items	-	-
Profit/(Loss) before taxation	-4873.47	108.94
Less: Current Tax	0	33.66