



# **OLYMPIC CARDS LTD**

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**A HOME FOR WEDDING CARDS**

Regd. Off. 195, N.S.C. Bose Road,  
Chennai - 600 001.



**26<sup>th</sup>**

**Annual Report**

**2017 - 2018**

**M/s.OLYMPIC CARDS LIMITED**  
(Formerly known as Olympic Business Credits (Madras) Private Limited)  
**Registered Office No.195, N.S.C. Bose Road, Chennai - 600 001.**

Amount in ₹

<b>FINANCIAL HIGHLIGHTS</b>					
<b>PARTICULARS</b>	<b>2013-2014</b>	<b>2014-2015</b>	<b>2015-2016</b>	<b>2016-2017</b>	<b>2017-2018</b>
Share Capital	163,087,000	163,087,000	163,087,000	163,087,000	163,087,000
Reserves & Surplus	229,090,945	216,373,878	182,313,212	165,449,029	150,273,382
Net Worth	392,177,945	379,460,878	345,400,212	328,536,029	313,360,382
Return on Capital Employed	12.30%	6.05%	4.95%	7.84%	4.11%
Fixed Assets (Net)	490,850,049	534,196,869	499,594,891	483,955,267	467,953,723
Sales/ Other Income	538,127,846	550,730,143	545,926,635	537,375,423	472,509,373
Gross Profit / (Loss)	135,213,642	152,278,760	142,707,490	148,292,376	127,944,443
Interest / Finance Charges	31,513,380	43,937,928	61,379,568	61,271,691	59,405,821
Depreciation	8,121,668	28,688,188	31,287,791	31,731,763	31,776,003
Current Tax	7,133,021	882,181	-	-	-
Deffered Tax	5,751,979	2,397,650	12,322,677	16,760,880	-14,078,253
Net Profit / Loss	39,407,672	4,629,658	-18,494,753	-103,303	-29,253,900
Dividend (Including Tax)	13,356,255	9,593,348	-	-	-
Dividend (%)	7%	5%	-	-	-
Earnings Per Share	1.63	0.08	-1.89	-1.03	-0.93

**MISSION:**

To provide a one-stop-solutions through Continuous Innovation and Total Employee Involvement.

**VISION:**

To be a world leader in the field of printing and packaging.

**GREEN INITIATIVES IN CORPORATE GOVERNANCE**

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing Paperless Compliances by the Companies and has issued Circulars, stating that service of Notice/documents including Annual Reports can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.

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**As per the Circular issued by Securities and Exchange Board of India (SEBI) No.SEBI/HO/MIRSD/DOP1/CIR/P/2018/73, dated 20.04.2018 all the shareholders who are holding shares in Physical form are requested to kindly send the following documents to the Company’s Registrar and Share Transfer Agent:**

**M/S. CAMEO CORPORATE SERVICES LIMITED**

Subramaniam Building, No.1, Club House Road, Chennai 600 002

Phone No.044-28460390 – 394; Fax: 044-28460129

Email: investor@cameoindia.com; Web:www.cameoindia.com

- 1.Copy of self-attested PAN Card of the shareholders including joint holders, if any, in the format recently sent to the shareholders by Registered Post by the Company’s Registrars and Share Transfer Agents.
- 2.Bank Account details of the first/sole shareholders, as per the Bank Mandate format in the format recently sent to the shareholders by Registered Post by the Company’s Registrars and Share Transfer Agents.
- 3.Original cancelled cheque leaf with the name of the first/sole shareholder printed on it or copy of the bank passbook showing name & account details of the account holder attested by the Bank.

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**BOARD OF DIRECTORS**

<b>H. Noor Mohamed</b>	-	<b>Managing Director(DIN:00269456)</b>
<b>N. Mohamed Faizal</b>	-	<b>Whole Time Director(DIN:00269448)</b>
<b>S. Jarina</b>	-	<b>Woman Director(DIN:00269434)</b>
<b>Abdul Latif Ameer Ali</b>	-	<b>Independent Director(DIN:02111528)</b>
<b>Ramanathan Lakshmanan</b>	-	<b>Independent Director(DIN:00269439)</b>
<b>Dr. S. Amuthakumar</b>	-	<b>Independent Director (DIN:03139309)</b>

<b>Audit Committee</b>	-	<b>Abdul Latif Ameer Ali</b>	-	<b>Chairman</b>
		<b>Ramanathan Lakshmanan</b>	-	<b>Member</b>
		<b>Dr. S. Amuthakumar</b>	-	<b>Member</b>
		<b>H. Noor Mohamed</b>	-	<b>Member</b>

**Auditors** : M/s. MRC & Associates, Chartered Accountants,  
No.8 (Old No.51), First Floor, Gajapathy Street,  
Shenoy Nagar, Chennai - 600 030.  
Phone No.044-26643410/044-26642853  
E-Mail: gali.chiranjeevi@gmail.com

**Company Secretary & Compliance Officer : K.Rafee Ahammed**

**Bankers** : City Union Bank Ltd., Chennai - 600 001  
HDFC Bank Ltd., Mylapore, Chennai - 600 004  
ICICI Bank Ltd., Chennai - 600 001  
Lakshmi Vilas Bank Ltd., Chennai - 600 004

**Registered Office** : 195, N.S.C. Bose Road, Chennai - 600 001.  
CIN: L65993TN1992PLC022521  
Telephone : 044 - 2538 0652 / 4292 1000  
Fax : 044 - 2539 0300  
E-mail : office@oclwed.com  
Website : www.oclwed.com

**Plant Location** : Kannigaiper, Thiruvallur District, Tamilnadu

**Registrar & Share Transfer Agents:** M/S. CAMEO CORPORATE SERVICES LIMITED  
Subramaniam Building, No.1, Club House Road,  
Chennai - 600 002.  
Phone No. : 044-28460390 -394; Fax:044-28460129  
Email : investor@cameoindia.com;  
Website : www.cameoindia.com

**NOTICE**

**NOTICE** is hereby given that the Twenty Sixth Annual General Meeting of the Shareholders of M/s. **OLYMPIC CARDS LIMITED** will be held at “M.T.K. THIRUMANA MANDABAM, No.1, Aadhipureeswarar Kovil Street, Pallikaranai, Chennai-600100, at 11 A.M. on Thursday, 27th September, 2018 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2018, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date and the report of the Directors and Auditor's thereon.
2. To appoint a Director in the place of Mrs. S. Jarina (DIN: 00269434) who retires by rotation and being eligible offers herself for re-appointment.

**SPECIAL BUSINESS:**

**3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions of the Companies Act, 2013 and the rules made there under, read with Schedule V to the Act (including any statutory modification or re-enactment thereof), consent of the members be and is hereby accorded for the reappointment of Mr. N. Mohamed Faizal (DIN:00269448) as a Whole time Director of the Company for a period of 3 years with effect from 1st December, 2018 to 30th November, 2021 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year and is not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the terms and conditions of appointment and remuneration specified in the Explanatory Statement may be revised, enhanced, altered and varied from time to time, by the Board of Directors of the Company, including any Committee thereof, as it may, in its discretion deem fit, so as not to exceed the limits specified in Schedule V to the Act including any amendments, modifications made thereafter in this regard.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board of Directors to be in the best interest of the Company, as it may deem fit.”

**4.To consider and, if thought fit, to pass the following as a SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactments thereof for the time being in force), Mr. Abdul Latif Ameer Ali (DIN 02111528), born on 23rd March, 1933, who was appointed as an Independent Director of the Company at the 22nd Annual General Meeting of the Company and who holds office of the Independent Director upto 31st March, 2019 and who is eligible for being reappointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director be reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5(five) consecutive years commencing from 1st April, 2019 to 31st March, 2024.”

**5.To consider and, if thought fit, to pass the following as a SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactments thereof for the time being in force), Mr. Ramanathan Lakshmanan (DIN No.00269439), born on 1st February, 1954, who was appointed as an Independent Director of the Company at the 22nd Annual General Meeting of the Company and who holds office of the Independent Director upto 31st March, 2019 and who is eligible for being reappointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director be reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5(five) consecutive years commencing from 1st April, 2019 to 31st March, 2024”.

**6.To consider and, if thought fit, to pass the following as a SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactments thereof for the time being in force), Dr. Shanmugasundaram Amuthakumar (DIN No.03139309), born on 14th April, 1955, who was appointed as an Independent Director of the Company at the 22nd Annual General Meeting of the Company and who holds office of the Independent Director upto 31st March, 2019 and who is eligible for being reappointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director be reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5(five) consecutive years commencing from 1st April, 2019 to 31st March, 2024”.

**7. To consider and, if thought fit, to pass the following as a ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 20 of the Companies Act, 2013 and other applicable provision, if any, read with rules made thereunder (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) consent of the members of the company be and is hereby accorded to the Board of Directors of the Company to serve document(s) on member(s) of the Company by Post or By Registered Post or Speed Post or by Courier or by Delivery at their address, or by such electronic or other mode prescribed under the Act and desired by member(s) on each case from time to time.

RESOLVED FURTHER THAT upon request of member(s) for delivery of any document(s) through a particular mode, the company do serve the same to the member(s) through that particular mode and/or charge from that member in advance, a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode provided such request along with the requisite fee has been duly received by the company atleast one week in advance of the dispatch of document(s) by the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.”

**Registered Office:**

**OLYMPIC CARDS LIMITED,**

195, N.S.C. Bose Road, Chennai - 600 001.

**CIN: L65993TN1992PLC022521**

Telephone: 044 - 2538 0652 / 4292 1000; Fax: 044 - 2539 0300

E-mail: office@oclwed.com; Website: www.oclwed.com

**BY ORDER OF THE BOARD  
For OLYMPIC CARDS LIMITED**

Place: Chennai

Date: 13th August, 2018

**K. RAFAE AHAMMED  
COMPANY SECRETARY**

**Notes:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHALL BE DEPOSITED AT THE REGISTERD OFFICE OF THE COMPANY NOT LATER THAN 48(FORTY EIGHT) HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING; IN DEFAULT, THE INSTRUMENT OF PROXY SHALL BE TREATED AS INVALID. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC. MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY,AS APPLICABLE.**
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013 a person can act as a proxy on behalf of not more than fifty members and holding in the aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other member.
3. The Register of Members and Share Transfer Registers will remain closed from 21st September, 2018 to 27th September, 2018 (both days inclusive) in connection with the Annual General Meeting in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable Clauses of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange.
4. Members/ Proxies should bring the attendance slip duly filled in and signed and has to be handed over the same at the entrance hall for attending the meeting. Members are requested to indicate their Folio no/ DP ID and Client ID numbers in the attendance slip. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of Notice in writing is given to the company.
5. Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the reappointment and appointment of Directors as mentioned under Item No.2,3,4,5 & 6 of this Notice is appended. Further, the Company has received relevant disclosure/consent from the directors seeking appointment.
6. The Register of Director(s) and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, The Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
7. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 which sets out the details relating to special business at the meeting, is annexed hereto.



8. Members are requested to intimate the company, queries, if any, regarding the accounts/notice, not less than seven days before the meeting to enable the management to keep the required information readily available at the meeting.
9. Annual Report 2018 with Attendance Slip and Proxy Form are being sent by Electronic Mode only to all members whose email addresses are registered with the company/depository participant(s) for communication unless member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018 are being sent by the permitted mode.
10. Members may note that the Notice of the 26th Annual General Meeting and the Annual Report 2018 will also be available on the Company's Website: [www.oclwed.com](http://www.oclwed.com)  
The physical copies of the aforesaid documents will be also be available at the company's registered office for inspection between working hours 11 a.m. to 1.00 p.m. except on holidays. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: [office@oclwed.com](mailto:office@oclwed.com)
11. Members are requested to furnish the details of their nomination (if not already sent) in the prescribed form to M/s. Cameo Corporate Services Limited, Chennai, the Registrars and Share Transfer Agent (RTA) of the company. The prescribed form can be obtained from the Company's Registrar and Share Transfer Agent.
12. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialized form are therefore requested to submit the PAN to their respective depository participants. Members holding shares in physical form can submit their PAN details to the Company or the Registrar & Transfer Agents.
13. Members are requested to bring their copy of the Annual Report to the meeting, as the same will not be distributed at the meeting.
14. In terms of the Green Initiative in Corporate Governance of the Ministry of Corporate Affairs, communicated vide General Circular No. 17/2011 dated 21-04-2011 read with General Circular No. 18/2011 dated 29-04-2011, the Annual Reports, notice of meetings and other statutory documents required to be furnished by the Company to the Members can be sent in electronic mode. For this purpose, the Members are requested to register their email addresses with the RTA for receiving the aforesaid information in electronic mode.
15. **Voting through Electronic Means:**
  - I. In compliance with the 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 26<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

**The instructions for members for voting electronically are as under:-**

(i) The voting period begins on 24th September, 2018 (9 a.m.) and ending on 26th September, 2018 (5 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 20th September, 2018 (record date) 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 would not be entitled to vote at the meeting venue.**

**(iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)**

(iv) Click on “Shareholders” tab.

(v) 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.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below: