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**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](mailto:office@oclwed.com)

Website: [www.oclwed.com](http://www.oclwed.com)



# OLYMPIC CARDS LTD

A HOME FOR WEDDING CARDS

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

**27<sup>th</sup>**  
**Annual Report**  
**2018 - 2019**

**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>2014-2015</b>	<b>2015-2016</b>	<b>2016-2017</b>	<b>2017-2018</b>	<b>2018-2019</b>
Share Capital	163,087,000	163,087,000	163,087,000	163,087,000	163,087,000
Reserves & Surplus	216,373,878	182,313,212	165,449,029	150,273,382	112,109,118
Net Worth	379,460,878	345,400,212	328,536,029	313,360,382	275,196,118
Return on Capital Employed	6.05%	4.95%	7.84%	4.11%	2.19%
Fixed Assets (Net)	534,196,869	499,594,891	483,955,267	467,953,723	425,653,561
Sales/ Other Income	550,730,143	545,926,635	537,375,423	472,509,373	393,789,480
Gross Profit / (Loss)	152,278,760	142,707,490	148,292,376	127,944,443	113,206,206
Interest / Finance Charges	43,937,928	61,379,568	61,271,691	59,405,821	52,756,160
Depreciation	28,688,188	31,287,791	31,731,763	31,776,003	32,237,161
Current Tax	882,181	-	-	-	-
Deffered Tax	2,397,650	12,322,677	16,760,880	-14,078,253	135,944
Net Profit / Loss	4,629,658	-18,494,753	-103,303	-29,253,900	-38,028,321
Dividend (Including Tax)	9,593,348	-	-	-	-
Dividend (%)	5%	-	-	-	-
Earnings Per Share	0.08	(1.89)	(1.03)	(0.93)	(2.34)

## **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.

## **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 already 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>	- Managing Director(DIN:00269456)Till 15.11.2018
<b>N. Mohamed Faizal</b>	- Whole Time Director(DIN:00269448)Till 25.11.2018 & Managing Director from 26.11.2018
<b>N. Mohamed Iqbal</b>	- Whole-Time Director(DIN:01259155) from 26.11.2018
<b>S. Jarina</b>	- Woman Director (DIN:00269434)
<b>Abdul Latif Ameer Ali</b>	- Independent Director(DIN:02111528)
<b>Ramanathan Lakshmanan</b>	- Independent Director (DIN:00269439)
<b>Dr. S. Amuthakumar</b>	- Independent DirectorDIN:(03139309)

<b>Audit Committee</b>	- Abdul Latif Ameer Ali - Chairman
	Ramanathan Lakshmanan - Member
	Dr. S. Amuthakumar - Member
	H. Noor Mohamed - Member Till 15.11.2018
	N. Mohamed Faizal - Member from 14.02.2019

<b>Auditors</b>	: M/s. MRC & Associates, Chartered Accountants, M.No.215032; FRN:004005S No.8 (Old No.51), First Floor, Gajapathy Street, Shenoy Nagar, Chennai-600030. Phone No.044-26643410/044-26642853 E-Mail: gali.chiranjeevi@gmail.com
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<b>Company Secretary &amp; Compliance Officer</b>	: K.Rafee Ahammed-M.No.F3637
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<b>Chief Financial Officer</b>	: R. Dhanasekaran - PAN : AGRPD8712H
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<b>Bankers</b>	: City Union Bank Ltd., Chennai –600001. HDFC Bank Ltd., Mylapore, Chennai-600004 ICICI Bank Ltd., Chennai-600001 Lakshmi Vilas Bank Limited, Chennai-600004
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<b>Registered Office</b>	: 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
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<b>Plant Location</b>	: Kannigaiper, Thiruvallur District, Tamilnadu
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<b>Registrar and Share Transfer Agents</b>	: 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
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## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Twenty Seventh 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 9.00 A.M. on Friday, 30th August, 2019 to transact the following business:

### **ORDINARY BUSINESS:**

1.To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March 2019, 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 an **Ordinary 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), the consent of the members be and is hereby accorded for the appointment of Mr. N. Mohamed Faizal (DIN:00269448) as Managing Director of the Company for a period of 3 years with effect from 26<sup>th</sup> November, 2018 to 25<sup>th</sup> 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 with or without modification the following as an Ordinary 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), the consent of the members be and is hereby accorded for the appointment of Mr. N. Mohamed Iqbal (DIN:01259155) as a Whole time Director of the Company for a period of 3 years with effect from 26<sup>th</sup> November, 2018 to 25<sup>th</sup> 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.”

**5. To consider and, if thought fit, to pass with or without modification the following as a SPECIAL RESOLUTION:**

**Sale or Lease of undertaking under Section 180(1)(a) of the Companies Act, 2013:**

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules framed there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the enabling provisions in the Memorandum of association and Articles of Association of the Company, approval and consent of the members of the Company be and is hereby granted to the Board of Directors of the company to **sell and transfer or Lease** the fixed assets including land, building, Plant & Machinery & other assets of the Company at Kannigaiper, Thiruvallur District, Tamilnadu including certain identified assets of the Company, at a fair value either on sale or on lease that may be decided by the Board of Directors of the Company taking into account the market conditions and subject to consent by the relevant Bankers from where the company has availed loan (s) on the above assets.”



“RESOLVED FURTHER THAT consent of the members of the company be and is hereby accorded to the Board of Directors to enter into agreement with the buyer(s)/Lessee(s) that may be decided by the Board of Directors of the company for effecting the sale and transfer or Lease of the fixed assets including land, building, Plant & machinery & other assets of the Company at Kannigaiper, Thiruvallur District, Tamilnadu including certain identified assets of the Company at a fair value either on sale or on lease that may be decided by the Board of Directors of the Company taking into account the market conditions.”

“RESOLVED FURTHER THAT Mr. N. Mohamed Faizal (DIN:00269448), Managing Director and or Mr. N. Mohamed Iqbal (DIN: 01259155), Whole-Time Director of the Company be and are hereby, severally authorized to do such act, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above 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

Place: Chennai

Date: 12th July, 2019

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

K. RAFEE AHAMMED  
**COMPANY SECRETARY**  
Membership No. F3637

**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 20th August, 2019 to 30<sup>th</sup> August, 2019 (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 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 2019 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 2019 are being sent by the permitted mode.
10. Members may note that the Notice of the 27<sup>th</sup> Annual General Meeting and the Annual Report 2019 will also be available on the Company's Website: [www.oclwed.com](http://www.oclwed.com). The physical copies of the aforesaid documents will 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 Registrars & 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 27<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 27th August, 2019 (9 a.m) and ending on 29th August, 2019 (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 19th August, 2019 (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: