



*"Providing Logistics Solutions-
The **global** way..."*

ANNUAL REPORT 2013-14





Message from Managing Director

Your company Tiger Logistics (India) Limited is one of the leading logistics service provider in India which is serving industry clients since last 14 years. From that time your company is passionate about error free, cost effective, efficient and timely logistics services. To build skills, remarks, reputation and develop it through excellent remarks in collaborating with extensive consumer insight, relentless innovation and safe logistics. This is a powerful blend that helps us to excite and inspire our Indian and International clients.

The Indian logistics sector has faced significant challenges in recent years. As industrial sector is expected to grow in future with the recent investment policies of the government of India, it's a big high five to the logistics industry to move up with the growth rate of approximately 8% over the next 3 to 5 years optimistically. Tiger



Harpreet Singh Malhotra
MD, Tiger Logistics India Limited

logistics has also set up its targets and keeps aggressive intentions to achieve them with the growth rate of 25-30% per year.

Despite a challenging environment, we delivered broad-based growth and margin improvement by stepping up innovations in our work skills, while driving cost savings and operational efficiencies with even greater rigour. Your company has achieved the turnover of INR 1.47 billion at the end of the financial year 2013-14 with a proposed commitment of 20-25% growth per year. Your company is focusing to strengthen the brand values in order to become more efficient with meritocracy. This requires us to attract, enable, empower and retain the best and the brightest talent and build a multi-cultural workforce; develop leadership and succession planning; improve the agility of the company; and sharpen the accountability of our business units, business enabler functions, projects and individuals to deliver results.

A brand is revealed by its behavior and therefore your company provide sustainable living commonplace and work to develop new ways of doing business that will reduce our environmental footprint and increase our positive social impact. When it comes to the responsibilities towards communities and the society, Tiger Logistics understands and separately focuses towards CSR - Corporate Social Responsibility & Sustainability. The company firmly believes in working at the grass root level of the society from two sides; by generating employment opportunities and uplifting the poor sections by providing them basic education, distributing clothes, food and also giving donations in charitable institutions to stand with the sustainability part.

The task ahead is simple to state. It is to increase the competitiveness of Tiger Logistics in the market and to achieve industry-leading growth and margins. This goal will improve our sales effectiveness, augment our delivery effectiveness, optimize our costs and reduce risks arising out of many other external factors.

Best of Luck!



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COMPANY INFORMATION

REGISTERED OFFICE

804A-807,
60 Skylark Building,
Nehru Place,
New Delhi-19

BOARD OF DIRECTORS

Mr. Harpreet Singh Malhotra	Managing Director
Mrs. Benu Malotra	Director
Mrs. Surjeet Kaur Malhotra	Director
Mr. Praneet kolhi	Independent Director
Dr. D.M. Mahajan	Independent Director
Mr. Sanjay Chopra	Independent Director

STATUTORY AUDITOR

V.K. Sehgal & Associates

LEGAL ADVISOR

Ikrant Sharma & Associates

COMPANY SECRETARY & COMPLIANCE OFFICER

Vishal Saurav Gupta

BANKERS OF THE COMPANY

ICICI Bank Limited

IDBI Bank Limited

Standard Chartered Bank

HDFC Bank Limited

Axis Bank Limited



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 14TH ANNUAL GENERAL MEETING OF THE MEMBERS OF TIGER LOGISTICS (INDIA) LIMITED WILL BE HELD ON THURSDAY, 25TH SEPTEMBER, 2014 AT 1:00 P.M. AT HOTEL KASTOR INTERNATIONAL, B-216, OUTER RING ROAD, BLOCK-B, CHITTARANJAN PARK, NEW DELHI-110019 TO TRANSACT THE FOLLOWING BUSINESSES.

ORDINARY BUSINESS

1. To receive, consider and adopt the director's report, Audited Balance Sheet as at 31st March, 2014 and statement of Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors & Auditors' thereon.
2. To appoint director in place of Mrs. Benu Malhotra (DIN-00272443), who retires by rotation and being eligible to offer herself for re-appointment.
3. To appoint Director in place of Mrs. Surjeet Kaur Malhotra (DIN-03094598), who retires by rotation and being eligible to offer herself for re-appointment.
4. To re-appoint M/s. V.K. Sehgal Associates, Chartered Accountants, having firm registration no. 011519N, as Statutory Auditors of the Company to hold office, from the conclusion of 14th Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company and to authorize the Board to fix their remuneration.

“RESOLVED THAT M/s. V.K. Sehgal Associates, Chartered Accountants, having firm registration no. 011519N be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of 14th Annual General Meeting until the conclusion of the 15th Annual General Meeting on a remuneration plus reimbursement of out-of-pocket expenses, as may be mutually agreed to between the Board of Directors and the Auditors.”

SPECIAL BUSINESS

5. **Appointment of Mr. Sanjay Chopra (DIN-03099540) as an Independent Director of the Company for a period of five consecutive years.**

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof, for the time being in force) and Clause 52 of the Listing Agreement, Mr. Sanjay Chopra , (holding DIN 03099540), Director of the Company who retires by rotation as per the Companies Act, 1956 and in respect of whom Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for office of Director and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6), be and is hereby appointed as an Independent Director of the Company with effect from 25th September, 2014 to hold office for a consecutive term of five years upto 24th September, 2019.

RESOLVED FURTHER THAT Mr. Harpreet Singh Malhotra, Managing Director of the Company be and is hereby authorized to take such steps as may be necessary or desirable to give effect to the aforesaid resolution.”



6. Appointment of Mr. Praneet Kohli (DIN-06617042) as an Independent Director of the Company for a period of five consecutive years.

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 **read with Schedule IV** and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder **(including any statutory modification or re-enactment thereof, for the time being in force) and Clause 52 of the Listing Agreement, Mr. Praneet Kohli, (holding DIN 06617042),** Director of the Company who retires by rotation as per the Companies Act, 1956 and in respect of whom Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for office of Director and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6), be and is hereby appointed as an Independent Director of the Company with effect from 25th September, 2014 to hold office for a term of five consecutive years upto 24th September, 2019.

RESOLVED FURTHER THAT Mr. Harpreet Singh Malhotra, Managing Director of the Company be and is hereby authorized to take such steps as may be necessary or desirable to give effect to the aforesaid resolution.”

7. Appointment of Mr. Devender Mohan Mahajan (DIN-05132964) as an Independent Director of the Company for a period of five consecutive years.

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 **read with Schedule IV** and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder **(including any statutory modification or re-enactment thereof, for the time being in force) and Clause 52 of the Listing Agreement, Mr. Devender Mohan Mahajan, (holding DIN 05132964),** Director of the Company who retires by rotation as per the Companies Act, 1956 and in respect of whom Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for office of Director and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6), be and is hereby appointed as an Independent Director of the Company with effect from 25th September, 2014 to hold office for a term of five consecutive years upto 24th September, 2019.

RESOLVED FURTHER THAT Mr. Harpreet Singh Malhotra, Managing Director of the Company be and is hereby authorized to take such steps as may be necessary or desirable to give effect to the aforesaid resolution.”

8. Increase in borrowing power in terms of Section 180(1)(c) of the Companies Act, 2013.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

“RESOLVED THAT in supersession of the resolution passed in the Extra-Ordinary General Meeting held on 10th April, 2013, and pursuant to section 180(1)(c) and other applicable provisions, if any, of



the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors to borrow any sum or sums of money from time to time at their discretion, for the purpose of the business of the Company, which together with the monies already borrowed by the Company, (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed at any time, the aggregate of the paid up share capital of the Company and its free reserves, provided that the total amount so borrowed and outstanding at any point of time shall not be in excess of Rs.100 crores (Rupees Hundred Crores only).”

9. Authorization to board of directors for related party transactions.

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 provision of section 188 and all other applicable provisions, if any of the companies Act, 2013 and subject to the approvals, consents, sanctions and permissions as may be necessary, consent of the members of the company be accorded to the board of the directors of the company to enter into the contract and / or agreement with related parties as defined under the act with respect to sale, purchase or supply of goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of any agent for purchase/ sale of goods, material or services or property or appointment of such related party to any office or place of profit in the company or associate company or subsidiary, if any, or any other transaction of whatever nature with related party.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take such steps as may necessary for obtaining approvals, statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all deeds and applications, documents that may be required on behalf of the company and generally to do all such acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to determine the actual sum to be involved in the proposed transaction and the terms and conditions related thereto and all other matters things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution.

By Order of the Board of Director

**Sd/-
Harpreet Singh Malhotra
Managing Director (DIN: 00147977)**



Note :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER 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 hours before the commencement of the meeting. A Proxy form is sent herewith.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Annual General Meeting.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect to special business is annexed hereto.
5. Re-appointment of Directors: At the ensuing Annual General Meeting Mrs. Benu Malhotra and Mrs. Surjeet Kaur Malhotra, liable to retire by rotation, and being eligible, offer themselves for re- appointment.
6. Register of Members and Share Transfer Books will remain closed from 20th September, 2014 to 25th September, 2014 (both days inclusive).
7. Members intending to seek explanation / clarification about the Accounts at the Annual General Meeting are requested to write the Company at least 7 days before the Annual General Meeting, so that relevant information may be made available, if the Chairman permits such information to be furnished.
8. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.
9. Instructions of **E-Voting** are as below

I. Open internet browser by typing the following URL : <https://www.evoting.nsdl.com>

II. Click on Shareholder – Login

III. Enter your User ID and existing password. The User –id is your Demat account number which is (DP-ID+ CLIENT –ID)

IV. Click Login

V. Home page of “e-Voting” appears. Click on e-Voting-Active Voting Cycles

VI. Select E-Voting Event Number (EVEN) of Tiger Logistics India Limited for casting vote in favour or against the Item(s) of business. (Kindly note that vote once casted cannot be modified. For an EVEN, you can log-in any number of times on e-voting platform of NSDL till you have voted on the resolution or till the end date of voting period i.e up to close of September 20th, 2014, whichever is earlier).



VII. Now you are ready for 'e-Voting' as 'Cast Vote' page opens. Voting period commences on and from Thursday, September 18th, 2014 at 10:00 am and ends on Saturday, September 20th, 2014 at 6:00 pm.

VIII. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.

IX. Once you have voted on the resolution, you will not be allowed to modify your vote.

The Board of Directors has appointed Mr. Manoj Kumar Jain, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting and ballot process in a fair and transparent manner.

The e-voting period shall commence on Thursday, 18th September, 2014 (10:00 AM) to Saturday, 20th September, 2014 (6:00 PM). During this period the members of the Company, holding shares in dematerialized form, as on 22st August, 2014 (cut-off date) may cast their vote electronically. Thereafter, the portal shall be disabled by the NSDL for voting. Members may note that once the vote on a resolution is cast, it cannot be changed subsequently.

The Scrutinizer will submit the report to the Chairman cum Managing Director of the Company after the completion of scrutiny of the e-voting and Ballot Forms on or before 23rd September, 2014.

The results of the e-voting, Ballot and Poll at the Annual General Meeting venue, shall be announced by the Chairman cum Managing Director of the Company after the conclusion of Annual General Meeting of the Company. The results declared along with the Scrutinizers Report shall be placed on the Company's website www.tigerlogistics.in and on the website of the NSDL within two days of passing of the resolutions at the Annual General Meeting and communicated to the Stock Exchanges.

Place : New Delhi
Date : 22/08/2014

By Order of the Board of Director

**Sd/-
Harpreet Singh Malhotra
Managing Director (DIN: 00147977)**



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5: Appointment of Mr. Sanjay Chopra as Independent Director.

Mr. Sanjay Chopra is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company on 01st July, 2013.

Mr. **Sanjay Chopra** retires by rotation at the ensuing Annual General Meeting under the erstwhile applicable provisions of the Companies Act, 1956. Under the provisions of the Companies Act, 2013, an Independent Director shall be appointed for a fixed term and not be liable to retire by rotation. In terms of Section 149 and other applicable provisions of the Companies Act, 2013 Mr. **Sanjay Chopra** being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for a term of five consecutive years with effect from 25th September, 2014. A notice has been received from a member proposing Mr. **Sanjay Chopra** as a candidate for the office of Director of the Company. In the opinion of the Board, Mr. **Sanjay Chopra** fulfils the conditions specified in the Companies Act, 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. **Sanjay Chopra** as an Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. **Sanjay Chopra** as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. **Sanjay Chopra** as an Independent Director, for the approval of the shareholders of the Company.

Except Mr. **Sanjay Chopra**, being an appointee and his relatives to the extent of their holding, none of the other Directors / Key Managerial Personnel of the Company or their relatives in anyway, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

Item No. 6 : Appointment of Mr. Praneet Kohli as an Independent Director.

Mr. **Praneet Kohli** is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company on 01st July, 2013.

Mr. **Praneet Kohli** retires by rotation at the ensuing Annual General Meeting under the erstwhile applicable provisions of the Companies Act, 1956. Under the provisions of the Companies Act, 2013, an Independent Director shall be appointed for a fixed term and not be liable to retire by rotation. In terms of Section 149 and other applicable provisions of the Companies Act, 2013 Mr. **Praneet Kohli** being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for a term of five consecutive years with effect from 25th September, 2014. A notice has been received from a member proposing Mr. **Praneet Kohli** as a candidate for the office of Director of the Company. In the opinion of the Board, Mr. **Praneet Kohli** fulfils the conditions specified in the Companies Act, 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. **Praneet Kohli** as an Independent Director would be available for inspection without any fee by the members at the Corporate Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. **Praneet Kohli** as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. **Praneet Kohli** as an Independent Director, for the approval of the shareholders of the Company.

Except Mr. **Praneet Kohli**, being an appointee and his relatives to the extent of their holding, none of the other Directors / Key Managerial Personnel of the Company or their relatives in anyway, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.