Maheshwari Logistics Private Limited (CIN: U60232GJ2006PTC049224)

9th Annual Report for the year ended on 31st March, 2015

### Corporate Information

#### Board of Directors :

- 1. Mrs. Mukta Maheshwari Director
- 2. Mr. Vinay Premnarayan Maheshwari Whole Time Director
- 3. Mr. Amit Kailashnarayan Maheshwari Whole Time Director
- 4. Mrs. Mayadevi Krishnaawtar Kabra Director
- 5. Mr. Varun Krishnavtar Kabra Director

#### Bankers:

STATE BANK OF INDIA, VAPI

### Statutory Auditors:

M/s. KAKARIA & ASSOCIATES. Chartered Accountants, "Kakaria's EXCELLANZA", Royal Fortune Complex, Daman Road, Chala, Vapi - 396191, Gujarat

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239, Panchratna Complex, GIDC, Vapi - 396195, Gujarat.

Phone: +91 260 2431024

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- > Statement of Profit And Loss
- > Notes forming part of Balance Sheet and Statement of Profit and Loss and significant accounting policies and additional disclosures

# MAHESHWARI LOGISTICS PRIVATE LIMITED

# REGISTERED OFFICE: 239, PANCHRATNA COMPLEX,

GIDC, VAPI, GUJARAT-396195.

CIN: U60232GJ2006PTC049224

Website:www.mlpl.biz

Phone: +91 260 2431024

E-mail Id.: info@mlpl.biz

### NOTICE TO MEMBERS

NOTICE be and is hereby given that the NINTH ANNUAL GENERAL MEETING of the Members of MAHESHWARI LOGISTICS PRIVATE LIMITED will be held at the Registered Office of the company at 239, PANCHRATNA COMPLEX, GIDC, VAPI -396195, Gujarat, on Wednesday, 30th Day of September, 2015 at 10:00 A.M. to transact the following business:

### ORDINARY BUSINESS:

### 1. Adoption of Audited Accounts:

To receive, consider and adopt the Financial Statements including Audited Balance Sheet of the Company as at 31st March, 2015 and the Statement of Profit and loss along with notes and schedules for the Year ended on 31st March, 2015 and the report of the Directors and Auditors thereon.

# 2. Appointment of Auditors:

To appoint M/S. Kakaria & Associates, Chartered Accountants, Vapi, as the Auditors of the company to hold office from conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting and to fix their remuneration.

> BY ORDER OF THE BOARD OF DIRECTORS

PLACE: VAPI DATE: 10/08/2015

(AMIT MAHESHWARI) WHOLE-TIME DIRECTOR DIN: 01680183

(VINAY MAHESHWARI) WHOLE-TIME DIRECTOR DIN: 01680099

### NOTE:

1. Relevant documents referred to in the accompanying notice and the statement are open for inspection by the members at the Registered office of the Company on all the working days, except Saturdays, during business hours upto the date of the Meeting.

#### DIRECTOR'S REPORT

To,

Members,

Maheshwari Logistics Private Limited

Your Directors have pleasure in presenting their Annual Report together with the Audited Statement of Accounts of Maheshwari Logistics Private Limited for the Financial Year ended March 31, 2015.

# 1. Financial Summary and Highlights:

A summary of the Company's financial performance in the year 2014-15 is as follows:

| Particulars                                     | 2014-15       | 2013-14       |  |
|---|---------------|---------------|--|
| Net Sales /Income from Business Operations      | 5,332,222,068 | 4,138,892,820 |  |
| Other Income                                    | 17,031,302    | 9,981,197     |  |
| Total Income                                    | 5,349,253,370 | 4,148,874,017 |  |
| Less: Expense (Excluding Depreciation)          | 5,229,258,182 | 4,029,262,179 |  |
| Profit before Depreciation                      | 119,995,188   | 119,611,838   |  |
| Less: Depreciation                              | 25,122,816    | 35,411,603    |  |
| Profit Before Tax                               | 94,872,372    | 84,200,235    |  |
| Less : Current Income Tax                       | 27,423,097    | 24,138,736    |  |
| Less : Previous year adjustment of Income Tax , | 1,613,157     | -             |  |
| Less : Deferred Tax                             | 1,179,785     | (235,162)     |  |
| Less: Wealth Tax                                | 39,545        | 35,510        |  |
| Net Profit after Tax                            | 64,616,788    | 60,261,151    |  |

| Dividend (including Interim if any and | -          | i e        |  |
|--|------------|------------|--|
| final )                                |            |            |  |
| Net Profit after dividend and Tax      | 64,616,788 | 60,261,151 |  |
| Amount transferred to General Reserve  | 64,616,788 | 60,261,151 |  |
| Balance carried to Balance Sheet       | =          | 2.0        |  |
| Earnings per share (Basic)             | 12.41      | 13.32      |  |
| Earnings per Share(Diluted)            |            |            |  |

### 2. Company's Performance:

During the year under review, the performance of the company is noteworthy. The net profit of the company after taxation has increased to Rs. 64,616,788/- as compared to Rs. 60,261,151/- in the previous year. While the turnover of the Company has increased to Rs. 5,349,253,370/- as compared to Rs. 4,148,874,017/- in the previous year. Your Directors are striving hard by making more sincere efforts for better growth and prospects of the Company in future and to yield better returns for the members of the company.

## 3. Subsidiaries, Joint Ventures & Associates:

The Company has no subsidiaries or Associates and has not entered into Joint Ventures/Collaboration Agreements with any Company during the financial year under review.

#### 4. Dividend:

Due to Conservative Financial policy of the Company, Directors of your company do not recommend any dividend for the year under review.

### 5. Transfer of unclaimed dividend to Investor Education and Protection Fund:

As there was no unclaimed dividend lying with the Company, there was no requirement to transfer any amount to Investor Education and Protection Fund.

#### 6. Transfer to Reserves:

The Board of the company has decided to transfer an amount of profit of Rs. 64,616,788/- to its Reserves & Surplus.

### 7. Change in the nature of business, if any:

There has been no material change in the nature of the business during the financial year under review.

# 8. Review of business operations and future prospects:

Your Directors wish to present the details of Business operations done during the year under review:

- a. Production and Profitability The Profit for the year under review is Rs. 64,616,788. Sales - The turnover of the Company during the financial year 2014-15 is Rs. 5,349,253,370/-(gross)
- 9. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report (From 01.04.2015 to till date):

There has been no material changes and commitments affecting the financial position of the Company since the close of the financial year, i.e. 31st March, 2015 till the date of the report.

# 10. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future :

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

### 11. Details in respect of adequacy of internal financial controls with reference to the Financial Statements:

The Company has adequate internal financial controls systems with reference to the financial statements.

### 12. Deposits:

The Company has not accepted any public deposits during the financial year under review. No amount on account of principal or interest on public deposits accepted under the provisions of the Companies Act, 2013 was outstanding as on the date of the balance sheet.

However, there are certain amount which was accepted prior to the commencement of Companies Act, 2013 and which was not considered as "deposits" under the erstwhile Companies Act, 1956, which has been repaid during the year respectively.

### 13. Auditors:

### Statutory Auditors

In compliance with the Companies (Audit and Auditors) Rules, 2014, M/s. Kakaria & Associates, Chartered Accountants, has been appointed as Statutory Auditors of the Company till the conclusion of Annual General Meeting for the F. Y. 2015-2016, as approved by the members at their Annual General Meeting held on 30th September, 2015.

14. Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the Auditors and the Practicing Company Secretary in their reports :

There is no qualification, reservation, adverse remark or disclaimer by the Statutory Auditors, M/s. Kakaria & Associates, Chartered Accountants, in their report and hence no explanation or comments of the Board is required in this matter. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Board of Directors of the Company.

# 15. Share Capital and changes, if any:

The authorised capital of the Company is Rs. 100,000,000/- and the paid-up Capital of the Company is Rs. 52,080,000/-. The company has been issued and allotted 3,40,000 Equity Shares of Rs. 10/- each at premium of Rs. 100/- aggregating to Rs. 3,74,00,000 (Rupees Three Crores Seventy Four Lacs Only) in the Extra Ordinary General Meeting of the members of the Company held on Saturday, 28th Day of February, 2015 at 11:00 A.M. to the following investors on Private Placement basis on such terms and conditions through issuance of Private Placement Offer Letter as per Companies Act, 2013 and rules made thereunder.

| Sr.<br>No. | Name of the<br>Proposed<br>Allottee and<br>Full Address  | No. of<br>Shares | Total<br>amount<br>paid                                       | Category   | PAN        | Occupati<br>on |
|------------|--|------------------|---|------------|------------|----------------|
| 1.         | Vinay Maheshwari  Add: Vapi 201  Mahavir Prakash,  Mahavir Nagar  N.H No.8, Vapi,  396195, Gujarat,  India | 100,000          | 11,000,000/-<br>(Including<br>Premium of Rs.<br>10,000,000/-) | Individual | ABWPM0867C | Business       |
| 2.         | Mukta<br>Maheshwari<br>Add: Vapi 201<br>Mahavir Prakash,<br>Mahavir Nagar<br>N.H No.8, Vapi,               | 50,000           | 5,500,000/-<br>(Including<br>Premium of Rs.<br>5,000,000/-)   | Individual | AEWPM9732P | Business       |

|    | 396195, Gujarat,<br>India   |        |   |                   |            |          |
|----|---|--------|---|-------------------|------------|----------|
| 3. | Dineshkumar<br>Maheshwari<br>Add:<br>239, Panchratna<br>Complex, GIDC,<br>Char Rasta, Vapi -<br>396195                                    |        | 5,500,000/-<br>(Including<br>Premium of Rs.<br>5,000,000/-) | Individual        | ACZPM1489Q | Service  |
| 4. | Premnarayan<br>Maheshwari<br>Add:<br>201,Mahavir<br>Prakash<br>Mahavir Nagar,<br>N.H.No.8, Vapi<br>-396 191                               | 40,000 | 44,00,000/-<br>(Including<br>Premium of Rs.<br>4,000,000/-) | Individual        | ABWPM0690D | Business |
| 5. | Seema Maheswari  Add: 239, Panchratna Complex, GIDC, Char Rasta, Vapi - 396195  | 25000  | 2,750,000/-<br>(Including<br>Premium of Rs.<br>2,500,000/-) | Individual        | ACZPM1490K | Service  |
| 6. | Maheshwari<br>Infotech Pvt. Ltd.<br>Registered Office<br>Add:<br>235, Panchratna<br>Complex, GIDC<br>Char Rasta, Vapi,<br>Gujarat, 396195 | 30000  | 3,300,000/-<br>(Including<br>Premium of Rs.<br>3,000,000/-) | Body<br>Corporate | AAFCM2067B | Business |
| 7. | Deepak<br>Maheshwari<br>Add:<br>239, Panchratna<br>Complex, GIDC,<br>Char Rasta, Vapi -<br>396195   | 12500  | 1,375,000/-<br>(Including<br>Premium of Rs.<br>1,250,000/-) | Individual        | ВІЈРМ7395А | Service  |
| В. | Naveen<br>Maheshwari  | 12500  | 1,375,000/-<br>(Including<br>Premium of Rs.<br>1,250,000/-) | Individual        | AYYPM4356K | Service  |

|    | Add:<br>239, Panchratna<br>Complex, GIDC,<br>Char Rasta, Vapi -<br>396195                            |         |   |     | *          |          |
|----|--|---------|---|-----|------------|----------|
| 9. | Vinay Maheshwari<br>HUF<br>Add:<br>239, Panchratna<br>Complex, GIDC,<br>Char Rasta, Vapi -<br>396195 | 20000   | 2,200,000/-<br>(Including<br>Premium of Rs.<br>2,000,000/-) | HUF | AAGHV4108N | Business |
|    | Total  | 340,000 | 37,400,000/-  |     |            |          |

### 16. Extract of the annual return:

The extract of Annual Return, in Form MGT - 9, for the Financial Year 2014-15 has been enclosed in Annexure - 1 with this report.

# 17. Conservation of energy, technology absorption and foreign exchange earnings and outgo:

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

- A) Conservation of energy:
- (i) Steps taken or impact on conservation of energy: NIL
- (ii) Steps taken by the company for utilising alternate sources of energy: NIL
- (iii) Capital investment on energy conservation equipments : NIL
- (B) Technology absorption:
- (i) Efforts made towards technology absorption : NIL
- (ii) Benefits derived: NIL

(product improvement, cost reduction, product development or import substitution)

- (iii) Expenditure on Research & Development, if any: NIL
- (iv) Details of imported technology: (imported during the last three years reckoned from the beginning of the financial year)
- (a) Details of technology imported : NIL
- (b) Year of import: NIL
- (c) Whether the technology been fully absorbed: NIL
- (d) Areas where absorption has not taken place, if any and the reasons thereof, : NIL

### (C) Foreign Exchange Earnings and/or Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are as follows:

Earnings: 85,31,74,397/-

Outgo: 3,58514/-

### 18. Corporate Social Responsibility (CSR):

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in Annexure IV of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

### 19. Directors:

There are no Changes in the Composition of Board of Directors of the company during the year under review.

### 20. Directors Holding in the Company:

The details of securities held by the Directors who have served the Company during the financial year under review or any part thereof are as follows:

| Sr.<br>No. | Name of the Director              | Designation            | Type of securities<br>held (Equity<br>shares/ Preference<br>Shares/<br>Debentures) | No. of securities held |
|------------|-----------------------------------|------------------------|--|------------------------|
| 1.         | Vinay Premnarayan<br>Maheshwari   | Whole-time<br>director | Equity   | 6,17,500               |
| 2.         | Amit Kailashnarayan<br>Maheshwari | Whole-time<br>director | Equity   | 4,80,000               |
| 3.         | Mukta Maheshwari                  | Director               | Equity   | 12,00,000              |
| 4.         | Mayadevi Krishnaawtar Kabra       | Director               | Equity   | 3,00,000               |
| 5.         | Varun Krishnavtar Kabra           | Director               | Equity   | 5,50,000               |

### 21. Declaration by the Independent Directors under Section 149(6):

As the Company does not fall under the criteria specified under Section 149(4) and Rule 4 of Companies (Appointment and Qualifications of Director) Rules, 2014, declaration under Section 149(6) is not required to be complied.

# 22. Company's policy relating to Directors appointment, payment of remuneration and discharge of their duties:

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavors to attract, retain, develop and motivate the high caliber executives and to incentivize them to develop and implement the Company's Strategy, thereby enhancing the business value and maintain a high performance workforce. The policy ensures that the level and composition of remuneration of the Directors is optimum.

### 23.Meetings:

#### (A) Board Meetings:

The Board met 15 times during the financial year, the details of which are given in Annexure - II. The intervening gap between two meetings was within the period prescribed by the Companies Act, 2013.

### (B) Annual General Meeting:

The Annual General Meeting for the financial year ended on 31st March, 2014 was held on 30th September, 2014 after giving the notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

### 24. Investment in securities of other Companies:

The Company has not invested in any securities of other Companies.

### 25.Performance Evaluation:

As the Company does not fall under the purview of Formal Annual Evaluation required under Rule 8 of Companies (Accounts) Rules, 2014, performance evaluation is not mandatory.

#### 26. Audit Committee:

As per the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of Companies (Meetings of Board and its powers) Rules, 2014, the Company is not required to form Audit Committee

# 27. Details of establishment of Vigil Mechanism for directors and employees :

The Company is not required to comply with the requirements of Vigil Mechanism as it does not fall under the ambit of criteria specified under Section 177(9) of the Companies Act, 2013 read with Rule 7 of Companies (Meetings of Board and its powers) Rules, 2014.

# 28. Particulars of loans, guarantees or investments under section 186:

The Company has not taken any loans, guarantees or investments under section 186 during the vear under review.

# 29s. Particulars of contracts or arrangements with related parties:

All the contracts with related parties are entered by the company in ordinary course of business and at arm's length price. The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act 2013 for the Financial Year 2014-15 in the prescribed Form AOC-2 has been enclosed in Annexure - III with the report.

### 30. Risk management policy:

Pursuant to section 134(3)(n) of the Companies Act, 2013, the company has framed Risk Management Policy. The company has not identified certain element of risk which may threaten the existence of the company i.e competition, change in government policies, etc.

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks. The Company has formally framed a Risk Management Policy to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure.

## 31. Directors' Responsibility Statement:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

# 32. Disclosure under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

In pursuance of the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, there has not been received any complaints of sexual harassment received during the year under review.

The Company has taken sufficient safety measures for the protection and safety of women employees against any kind of sexual harassment.

### 33. Human Resource:

The Company believes that employees are the key to achievement of Company's objectives and strategies. The Company provides to the employees a fair and equitable work environment and support from their peers with a view to develop their capabilities leaving

Maheshwari Logistics Private Limited | 2014-15

them with the freedom to act and to take responsibilities for the task assigned. We provide our employees outstanding career development opportunities and reward to the staff for their good performance and loyalty to the organisation. In order to meet the industries demand, we have appointed experienced professionals in Technical as well as Finance Departments.

### 34. Acknowledgements:

The Board is grateful to the members for their continual support and trust in us. The Board also would like to put on record its appreciation for the professional services offered by the Company's Legal Advisers, Management and Tax Consultants, Bankers, foreign Investor, Internal Auditors and Statutory Auditors for their co-operation and their valuable guidance. We take this opportunity to express our gratitude to our members, depositors, clients, employees at all levels and well wishers for their valuable support.

> BY ORDER OF THE BOARD OF DIRECTORS

PLACE: VAPI DATE: 10/08/2015

(AMIT MAHESHWARI) WHOLE-TIME DIRECTOR DIN: 01680183

(VINAY MAHESHWARI) WHOLE-TIME DIRECTOR DIN: 01680099

#### Annexure I

#### Form No. MGT-9

# EXTRACT OF ANNUAL RETURNAS ON THE FINANCIAL YEAR ENDED ON

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the

Companies (Management and Administration) Rules, 2014]

### I. REGISTRATIONANDOTHERDETAILS:

| i.   | CIN  | U60232GJ2006PTC049224  |
|------|--|--|
| ii.  | Registration Date  | 12/10/2006   |
| iii. | Name of the Company  | MAHESHWARI LOGISTICS PRIVATE<br>LIMITED                      |
| iv.  | Category/Sub-Category of the Company   | Company limited by shares/ Indian Non-<br>Government Compnay |
| v.   | Address of the Registered office and contact details                         | 239, PANCHRATNA COMPLEX, GIDC,<br>VAPI - 396195, Gujarat     |
| vi.  | Whether listed company   | Not Listed   |
| vii. | Name, Address and Contact details of<br>Registrar and Transfer Agent, if any | NA   |

# II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

| Sr. No. | Name and Description of main products/ services | NIC Code of<br>the Product/<br>service | % to total turnover of the company |
|---------|---|--|------------------------------------|
| 1       | Coal Sales                                      | 4661                                   | 60.91%                             |
| 2       | Lorry Revenue                                   | 4923                                   | 31.26%                             |

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr.<br>No. | Name And Address Of<br>The Company | CIN/GLN | Holding/<br>Subsidiary<br>/Associate | % of<br>shares<br>held | Applicable<br>Section |
|------------|------------------------------------|---------|--------------------------------------|------------------------|-----------------------|
| 1.         |                                    |         |                                      |                        |                       |
| 2.         |                                    |         |                                      |                        |                       |
| 3.         |                                    | -       |                                      |                        |                       |
| 4.         |                                    |         |                                      |                        |                       |

# IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

| Category of<br>Shareholders | No. of Shares held at the beginning of the year |          |          |                         | No. of Shares held at the end of the year |          |          |                      | % Change<br>during |
|-----------------------------|---|----------|----------|-------------------------|---|----------|----------|----------------------|--------------------|
|                             | Demat   | Physical | Total    | % of<br>Total<br>Shares | Demat                                     | Physical | Total    | % of Total<br>Shares | The year           |
| A. Promoter                 |   |          |          |                         |   |          |          |                      |                    |
| Indian     Individual/ HUF  | NA  | 7,47,500 | 7,47,500 | 15.36%                  | NA  | 8,47,500 | 8,47,500 | 16.27%               | 0.91%              |

| b) Central Govt  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
|--|----|----------|----------|--------|----|----------|----------|--------|-------|
| c) State Govt(s)   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| d) Bodies Corp   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| e) Banks / FI  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| f) Any Other   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| Sub-total(A)(1):-  | NA | 7,47,500 | 7,47,500 | 15.36% | NA | 8,47,500 | 8,47,500 | 16.27% | 0.91% |
| 2) Foreign   |    |          |          |        |    |          |          |        |       |
| g) NRIs-Individuals                                      | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| h) Other-Individuals                                     | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| i) Bodies Corp.  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| j) Banks / FI  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| k) Any Other   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| Sub-total(A)(2):-  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| Total shareholding of<br>Promoter (A) =<br>(A)(1)+(A)(2) | NA | 7,47,500 | 7,47,500 | 15.36% | NA | 8,47,500 | 8,47,500 | 16.27% | 0.91% |
| B. Public Shareholding                                   |    |          |          |        |    |          |          |        |       |
| 1. Institutions  |    |          |          |        |    |          |          |        |       |
| a)Mutual Funds   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| b) Banks / FI  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| c) Central Govt  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| d) State Govt(s)   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| e) Venture Capital Funds                                 | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| f) Insurance Companies                                   | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| g) Fils  | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| n) Foreign Venture<br>Capital Funds                      | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |
| i) Others (specify)                                      | 0  | 0        | 0        | 0      | 0  | 0        | 0        | 0      | 0     |

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|   |   |   |    |   |   |

| Sub-total(B)(1)  | 0  | 0         | 0         | 0      | 0  | 0         | 0         | 0      | 0     |
|--|----|-----------|-----------|--------|----|-----------|-----------|--------|-------|
| 2. Non Institutions  |    |           |           |        |    |           |           |        | +     |
| a) Bodies Corp.<br>(i) Indian<br>(ii) Overseas   | NA | 12,28,000 | 12,28,000 | 25.23% | NA | 12,58,000 | 12,58,000 | 24.16% | 1.07% |
|  | 0  | 0         | 0         | 0      | 0  | 0         | 0         | 0      | 0     |
| b) Individuals   |    |           |           |        |    |           |           |        | -     |
| (i) Individual<br>shareholders holding<br>nominal share capital<br>upto Rs. 1 lakh         | 0  | 0         | 0         | 0      | 0  | 0         | 0         | 0      | 0     |
| (ii) Individual<br>shareholders holding<br>nominal share capital in<br>excess of Rs 1 lakh | NA | 0         | 0         | 0      | NA | 0         | 0         | 0      | 0     |
| C) Others  | NA | 28,92,500 | 28,92,500 | 59.42% | NA | 31,02,500 | 31,02,500 | 59.57% | 0.16% |
| Promoter Group<br>iub-total(B)(2)  | NA | 41,20,500 | 41,20,500 | 84.64% | NA | 43,60,500 | 43,60,500 | 83.72% | 0.92% |
| otal Public Shareholding<br>B)=(B)(1)+ (B)(2)  | NA | 41,20,500 | 41,20,500 | 84.64% | NA | 43,60,500 | 43,60,500 | 83.72% | 0.92% |
| . Shares held by<br>Custodian for GDRs &<br>ADRs   | 0  | 0         | 0         | 0      | 0  | 0         | 0         | 0      | 0     |
| Grand Total<br>(A+B+C)   | NA | 48,68,000 | 48,68,000 | 100%   | NA | 52,08,000 | 52,08,000 | 100%   | 0     |

# ii. Shareholding of Promoters

| Sr.<br>No | Shareholder's Name              | Shareholdi       | ng at the be<br>the year                  | eginning of  | Shareholding at the end of the year |   |   | % change<br>in share<br>holding |
|-----------|---------------------------------|------------------|---|--|-------------------------------------|---|---|---------------------------------|
|           |                                 | No. of<br>Shares | % of total<br>Shares of<br>the<br>company | %of<br>Shares<br>Pledged /<br>encumbe<br>red to<br>total | No. of Shares                       | % of total<br>Shares of<br>the<br>company | %of<br>Shares<br>Pledged /<br>encumbe<br>red to total<br>shares | during<br>the year              |
| 1.        | VINAY PREMNARAYAN<br>MAHESHWARI | 5,17,500         | 10.63%                                    | 0  | 6,17,500                            | 11.85%                                    | 0   | 1.22%                           |
| 2.        | NEERAJKUMAR<br>MAHESHWARI       | 2,30,000         | 4.72%                                     | 0  | 2,30,000                            | 4.42%                                     | 0   | 0                               |
|           | Total                           | 7,47,50          | 15.35%                                    | NIL  | 8,47,500                            | 16.27%                                    | 0   | 0.92%                           |

# iii.Change in Promoters' Shareholding (please specify, if there is no change)

| Sr.<br>no |   |               | ding at the<br>g of the year           | Cumulative Shareholding<br>during the year |  |  |
|-----------|---|---------------|--|--|--|--|
|           |   | No. of shares | % of total<br>shares of the<br>company | No. of shares                              | % of total<br>shares of the<br>company |  |
|           | At the beginning of the year  | 7,47,500      | 15.35%                                 | 8,47,500                                   | 16.27%                                 |  |
|           | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): | *             | *                                      |  |  |  |

| At the End of the year | 7,47,500 | 15.35% | 8,47,500 | 16.27% |
|------------------------|----------|--------|----------|--------|
|------------------------|----------|--------|----------|--------|

# \* Details of Purchase/Transfer/Inter se/ Allotment of Equity Shares

| Sr. | Name                | the beg          | olding at<br>ginning<br>Year                     | Date       | Increase/<br>Decrease<br>in<br>Sharehol<br>-ding | Reason                                 | Share<br>during<br>(01/04 | ulative<br>holding<br>the Year<br>/2014 to<br>8/2015) |
|-----|---------------------|------------------|--|------------|--|--|---------------------------|---|
|     |                     | No. of<br>Shares | % of<br>total<br>shares<br>of the<br>Comp<br>any |            |  |  | No. of<br>Shares          | % of<br>total<br>shares<br>of the<br>Compan           |
| 1.  | Vinay<br>Maheshwari | 517500           | 9.94%  | 31/03/2015 | 100000   | Preferential<br>Allotment<br>of Shares | 617500                    | 11.85%  |

# (iv) Shareholding pattern of top ten shareholders

(other than Directors, Promoters and Holders of GDRs and ADRs):

| Sr.<br>No |   | Shareholding at<br>the beginning of<br>the year |   | Cumula<br>Shareho<br>during |   | Date wise Increase / Decrease in Shareholding during the year | At the End<br>of the year |  |
|-----------|---|---|---|-----------------------------|---|---|---------------------------|--|
|           | For Each of the<br>Top 10<br>Shareholders | No. of<br>shares                                | % of total<br>shares of<br>the<br>company | No. of<br>shares            | % of total<br>shares of<br>the<br>company |   |                           |  |
| 1.        | Maheshwari<br>Infotech<br>Private Limited | 478000  | 9.82%                                     | 508000                      | 9.75%                                     | 31/03/2015  | 508000                    |  |

| 2.  | Maya<br>Texturisers  |        | 40.000 |        |       | NA         | 500000 |
|-----|----------------------|--------|--------|--------|-------|------------|--------|
| -   | Private Limited      | 500000 | 10.27% | 500000 | 9.60% |            |        |
| 3.  | Arihant<br>Avenues & |        |        |        |       | NA         | 250000 |
|     | Credit Limited       | 250000 | 5.14%  | 250000 | 4.80% |            |        |
| 4.  | Neerajkumar          |        |        |        |       | NA         | 230000 |
|     | Maheshwari           | 230000 | 4.72%  | 230000 | 4.42% |            |        |
| 5.  | Kailash Kabra        | 125000 | 2.57%  | 125000 | 2.40% | NA         | 125000 |
| 6.  | Jagannath            |        |        |        |       | NA         | 100000 |
|     | Kabra                | 100000 | 2.05%  | 100000 | 1.92% |            |        |
| 7.  | Dineshkumar          |        |        |        |       | 31/03/2015 | 80000  |
|     | Maheshwari           | 30000  | 0.62%  | 80000  | 1.54% |            |        |
| 8.  | Premnarayan          |        |        |        |       | 31/03/2015 |        |
|     | Maheshwari           | 30000  | 0.62%  | 70000  | 1.34% |            | 70000  |
| 9.  | Seema                |        |        |        |       | 31/03/2015 | 55000  |
|     | Maheshwari           | 30000  | 0.62%  | 55000  | 1.06% |            |        |
| 10. | Manju                |        |        |        |       | NA         | 37500  |
|     | Maheshwari           | 37500  | 0.77%  | 37500  | 0.72% |            |        |

# (v) Shareholding of Directors and Key Managerial personnel:

| SI.<br>no |                                   |               | ding at the<br>g of the year           | Shareholding at the end of<br>the year |  |  |
|-----------|-----------------------------------|---------------|--|--|--|--|
|           | For each of the Directors and KMP | No. of shares | % of total<br>shares of the<br>company | No. of shares                          | % of total<br>shares of the<br>company |  |
| 1.        | Vinay Maheshwari                  | 5,17,500      | 10.63%                                 | 6,17,500                               | 11.85%                                 |  |
| 2.        | Amit Maheshwari                   | 4,80,000      | 9.86%                                  | 4,80,000                               | 9.22%                                  |  |

| 3. | Mukta Maheshwari | 11,50,000 | 23.62% | 12,00,000 | 23.04  |
|----|------------------|-----------|--------|-----------|--------|
| 4. | Mayadevi Kabra   | 3,00,000  | 6.16%  | 3,00,000  | 5.76   |
| 5. | Varun Kabra      | 5,50,000  | 11.3%  | 5,50,000  | 10.56% |

### v. **INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

|   | Secured Loans excluding deposits | Unsecured<br>Loans | Deposits | Total<br>Indebtedness |
|---|----------------------------------|--------------------|----------|-----------------------|
| Indebtedness at the<br>beginning of the<br>financial year |                                  |                    |          |                       |
| i) Principal Amount                                       | 36,24,09,877.89                  | 4,35,74,137.00     |          | 40,59,84,014.89       |
| ii) Interest due but<br>not paid                          |                                  | 50,14,310.00       | •        | 50,14,310.00          |
| iii) Interest accrued<br>but not                          | -                                | -                  | -        | -                     |
| Total (i+ii+iii)  | 36,24,09,877.89                  | 4,85,88,447.00     |          | 41,09,98,324.89       |
| Change in<br>Indebtedness during<br>the financial year    |                                  |                    |          |                       |

| - Addition  |                                 | 3,10,16,405.00  |    | 3,10,16,405.00                  |
|---|---------------------------------|-----------------|----|---------------------------------|
| - Reduction   | 5,15,76,169.62/-                | 4,85,88,447.00  |    | 10,01,64,616.62                 |
| Net Change  | -5,15,76,169.62                 | -1,75,72,042.00 | 4. | -6,91,48,211.62                 |
| Indebtedness at the end of the financial year                                       |                                 |                 |    |                                 |
| i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due | 30,91,10,018.27<br>17,23,690.00 | 3,10,16,405.00  |    | 34,01,26,423.27<br>17,23,690.00 |
| Γotal (i+ii+iii)  | 31,08,33,708.27                 | 3,10,16,405.00  |    | 34,18,50,113.27                 |

#### REMUNERATION OF DIRECTORS AND KEYMANAGERIAL VI. PERSONNEL

# A. Remuneration to Managing Director, Whole-time Directors and/or Manager

| Sr.<br>No. | Particulars of<br>Remuneration   | Vinay<br>Premnarayan<br>Maheshwari | Amit<br>Kailashnarayan<br>Maheshwari | Vinay<br>Maheshwari<br>(Director) | Total Amount |
|------------|--|------------------------------------|--------------------------------------|-----------------------------------|--------------|
| 1          | Gross salary   |                                    |                                      |                                   |              |
| a          | Salary as per provisions<br>contained in Section 17<br>(1) of the Income-tax<br>Act,1961 | 5100000                            | 2400000                              | 2400000                           | 9900000      |
| b          | Value of perquisites u/s   | -                                  | =                                    |                                   |              |

|   | 17(2) Income-tax<br>Act, 1961   |   |   |   |
|---|---|---|---|---|
| С | Profits in lieu of salary<br>under Section 17 (3)<br>Income-tax Act, 1961 |   |   |   |
| 2 | Stock Option  | - | - | - |
| 3 | Sweat Equity  | - | - |   |
| 4 | Commission - as % of profit - others, specify                             |   |   |   |
| 5 | Others, please specify  | - |   |   |
|   | Total(A)  | - | - |   |
|   | Ceiling as per the Act  | - | - |   |

# B. Remuneration to other directors:

| SI.<br>No. | Particulars of Remuneration  | Name of MD/WTD/<br>Manager |     |     | Total<br>Amount |     |
|------------|--|----------------------------|-----|-----|-----------------|-----|
|            | Independent Directors  -Fee for attending board committee meetings  -Commission  -Others, please specify | NIL                        | NIL | NIL | NIL             | NIL |
|            | Total(1)   | NIL                        | NIL | NIL | NIL             | NIL |
|            | Other Non-Executive Directors  | NIL                        | NIL | NIL | NIL             | NIL |

| NIL | NIL | NIL     | NIL         | NIL             |
|-----|-----|---------|-------------|-----------------|
| NIL | NIL | NIL     | NIL         | NIL             |
| NIL | NIL | NIL     | NIL         | NIL             |
|     | _   |         |             |                 |
|     | NIL | NIL NIL | NIL NIL NIL | NIL NIL NIL NIL |

# C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

| Sr.<br>no. | Particulars of Remuneration   |     | Managerial<br>rsonnel |     |       |
|------------|---|-----|-----------------------|-----|-------|
|            |   | CEO | Company               | CFO | Total |
| 1.         | Gross salary  (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961  (b)Value of perquisites u/s  17(2)Income-tax  Act,1961  (c)Profits in lieu of salary under section | NIL | NIL                   | NIL | NIL   |
|            | 17(3)Income-tax<br>Act,1961   |     |                       |     |       |

| 2. | Stock Option                                 | NIL | NIL | NIL | NIL |
|----|--|-----|-----|-----|-----|
| 3. | Sweat Equity                                 | NIL | NIL | NIL | NIL |
| 4. | Commission - as % of profit -others, specify | NIL | NIL | NIL | NIL |
| 5. | Others, please specify                       | NIL | NIL | NIL | NIL |
| 6. | Total  | NIL | NIL | NIL | NIL |

# VII. PENALTIES/PUNISHMENT/COMPOUNDINGOFOFFENCES:

| Туре                | Section<br>of the<br>compani<br>es Act | Brief<br>description | Details of Penalty/ Punishment/Com pounding fees imposed | Authority[R<br>D/NCLT/Co<br>urt] | Appeal<br>made. If<br>any(give<br>details) |
|---------------------|--|----------------------|--|----------------------------------|--|
| A. Company          |  |                      |  |                                  |  |
| Penalty             |  |                      | NONE   |                                  |  |
| Punishment          |  |                      |  |                                  |  |
| Compounding         |  |                      |  |                                  |  |
| B. Directors        |  |                      |  |                                  |  |
| Penalty             |  |                      | NONE   |                                  |  |
| Punishment          |  |                      |  |                                  |  |
| Compounding         | -                                      |                      |  |                                  |  |
| C. Other Officers 1 | In Default                             |                      |  |                                  |  |
| Penalty             |  |                      | NONE   |                                  |  |
| Punishment          |  |                      |  |                                  |  |
| Compounding         |  |                      |  |                                  |  |

Annexure - II

# Details of Date and Minutes of Board Meetings from 1.04.2014 to 31.03.2015.

| DATE OF MEETING | STATUS OF MINUTES |
|-----------------|-------------------|
| 09.04.2014      | Signed            |
| 26.06.2014      | Signed            |
| 21.07.2014      | Signed            |
| 26.07.2014      | Signed            |
| 04.08.2014      | Signed            |
| 07.08.2014      | Signed            |
| 08.08.2014      | Signed            |
| 11.08.2014      | Signed            |
| 20.09.2014      | Signed            |
| 08.10.2014      | Signed            |
| 03.11.2014      | Signed            |
| 21.11.2014      | Signed            |
| 05.02.2015      | Signed            |
| 25.03.2015      | Signed            |
| 31.03.2015      | Signed            |

### Annexure - III

### FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

1. Details of contracts or arrangements or transactions not at Arm's length basis:

| Name (s)<br>of the<br>related<br>party &<br>nature of<br>relationshi<br>p | Nature of contracts/ arrangement s/ transaction | Duration of<br>the<br>contracts/<br>arrangemen<br>ts<br>/transaction | terms of<br>the<br>contracts<br>or | Justification<br>for entering<br>into such<br>contracts or<br>arrangement<br>s or<br>transactions | Date of<br>approv<br>al by<br>the<br>Board | Amount<br>paid as<br>advance<br>s, if any | Date on which the special resolution was passed in General meeting as required under first proviso to section 188 |
|---|---|--|------------------------------------|---|--|---|---|
|   |   |  |                                    |   |  |   | 100   |
|   |   |  |                                    |   |  |   |   |
|   |   |  |                                    |   |  |   |   |

# 2. Details of contracts or arrangements or transactions at Arm's length basis:

|  |  |  |   | -                                   |  |
|--|--|--|---|-------------------------------------|--|
| Name (s) of the<br>related party &<br>nature of<br>relationship  | Nature of contracts/ arrangements/ transaction | Duration of<br>the<br>contracts/<br>arrangemen<br>ts<br>/transaction | Salient terms<br>of the<br>contracts or<br>arrangements<br>or transaction<br>including the<br>value, if any | Date of<br>approval by<br>the Board | Amount<br>paid as<br>advances, if<br>any |
| Maheshwari Brothers (Mr. Neerajkumar Maheshwari - Brother of Director Mr. Vinay Maheshwari)  | Purchase                                       | -  | -   | 26.06.2014                          | Rs.<br>15,76,588/-                       |
| Neeraj<br>Maheshwari<br>[Spouse of Mrs.<br>Mukta<br>Maheshwari -<br>Director &<br>Brother of Mr.<br>Vinay<br>Maheshwari -<br>Director] | Salary   | -  | -   | 26.06.2014                          | Rs.<br>54,00,000/                        |

### Annexure - IV

### ANNUAL REPORT ON CSR ACTIVITIES

Maheshwari Logistics Private Limited has always been committed to the cause of social service and has repeatedly channelized a part of its resources and activities, such that it positively affects the society socially, ethically and also environmentally. It is recognised that integrating social, environmental and ethical responsibilities into the governance of business ensures the long term success, competitiveness and sustainability. Further CSR makes a business sense as companies with effective CSR, having image of socially responsible companies, achieve sustainable growth in their operations in long run.

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs :-

The Company is contributing to sustainable development by ensuring that it strives for economic development that positively impacts the environment, communities, stakeholders and society at large with minimal resource footprint.

### 2. The Composition of the CSR Committee :-

The Company has constituted a Corporate Social Responsibility (CSR) Committee and has framed a CSR Policy pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility)Rules, 2014. The CSR Committees comprising of the following members of the Board of Director of the Company as members of CSR Committee has been constituted in the Meeting of Board of Directors as on Wednesday, 9th April, 2014 at 11:00 a.m. at the Register of Office of the Company.

- 1. Ms. Mukta Maheshwari
- 2. Ms. Mayadevi Krishnaawtar Kabra
- 3. Mr. Varun Krishnavtar Kabra

The CSR Committee has been authorised to formulate the CSR Policy as per the requirement laid down under the Companies Act, 2013 and to perform all such activities as prescribed under Schedule VII of the Companies Act, 2013.

3. Average net profit of the company for last three financial years :-

The Average Net Profit of the company for last three financial years is Rs. 5,83,31,450/-.

4. Prescribed CSR Expenditure (two per cent. of the amount as in item 3 above) :-Rs.11,66,629/-

### Details of CSR spent during the financial year:

- a) Total amount to be spent for the financial year: Rs. 11,66,629/-.
- b) Amount unspent, if any:- NIL
- c) Manner in which the amount spent during the financial year is detailed below:-

| Sr.<br>N<br>o. | CSR<br>project or<br>activity<br>identified | Sector in which the Project is covered.  | Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken. | Amount<br>outlay<br>(budget)<br>project<br>or<br>programs<br>wise | Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs. (2) Overheads: | Cumulative<br>expenditure<br>upto<br>to the<br>reporting<br>period. | Amount<br>spent:<br>Direct or<br>through<br>implementi<br>ng agency |
|----------------|---|--|--|---|--|---|---|
| 1              | Research<br>and<br>Education                | Research, Prevention of Genetics Disorders through awareness and carried detection | Kolkata  | Rs.<br>25,00,000/-  | Rs.<br>25,00,000/-   | Rs.<br>25,00,000/-  | t   |

### \* Implementing Agency:-

SCHOOL OF HUMAN GENETICS AND POPULATION HEALTH registered under Society Registration Act 1961 with Regd. No. S/73334 of 1993-94 dated 26.04.1993, situated at 7, Nilamber Mukherejee Street, Kolkata - 700004.

5. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.

Not Applicable as company spend more amount on CSR Activities.

6. A responsibility statement of the CSR committee that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and policy of the Company

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

Mr. VINAY P. MAHESHWARI

Mr. Varun Kabra

Whole Time Director

Chairman, Corporate Social Responsibility Committee

DIN: 01680099

DIN: 02760600

# REGISTERED OFFICE: 239, PANCHRATNA COMPLEX,

# GIDC, VAPI, GUJARAT-396195.

CIN: U60232GJ2006PTC049224

Website: www.mlpl.biz

Phone: +91 260 2431024

E-mail Id.: info@mlpl.biz

#### ATTENDANCE SLIP

# (To be presented at the entrance)

| Folio No.   |  |
|---|--|
| Client ID No.   |  |
| No. of Share(s) held  |  |
| I/We hereby record my/our pre   | sence at the 9th Annual General Meeting of the Comp                    |
| on Wednesday, 30th Day of COMPLEX, GIDC, VAPI - 39619   | September, 2015 at 10:00 A.M at 239, PANCHRA                           |
| on Wednesday, 30th Day of COMPLEX, GIDC, VAPI - 39619   | September, 2015 at 10:00 A.M at 239, PANCHRA                           |
| on Wednesday, 30th Day of COMPLEX, GIDC, VAPI - 39619.  Name of the Share holder  Name of the Proxyholder | September, 2015 at 10:00 A.M at 239, PANCHRA  G, Gujarat.  (Signature) |

#### Note:

- 1. Only Member/Proxyholder can attend the Meeting.
- 2. Electronic copy of the Annual Report for 2015 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form are being sent to the members whose email address is registered with the Company unless any member has requested for a hard copy of the same. Members receiving the electronic copy and attending the AGM can print copy of this Attendance Slip.
- 3. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

REGISTERED OFFICE: 239, PANCHRATNA COMPLEX,

# GIDC, VAPI, GUJARAT-396195.

CIN: U60232GJ2006PTC049224

Website:www.mlpl.biz

Phone: +91 260 2431024

E-mail Id.: info@mlpl.biz

#### **PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies

(Management and Administration) Rules, 2014]

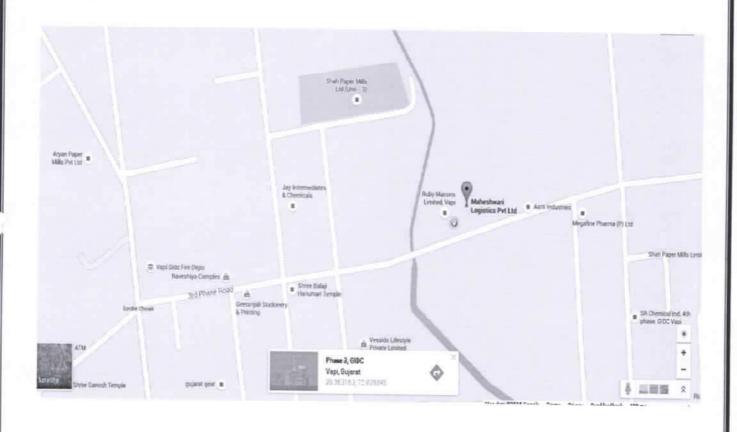
# NINTH ANNUAL GENERAL MEETING

| I/We, being the member(s) ofabove named Company, hereby appoint; | Shares of the |
|--|---------------|
| 1. Name:   | E-mail Id.    |
| Address:   | Signature:    |
| or failing him   |               |
| 1. Name:   | E-mail Id     |
| Address:   | Signature:    |
| or failing him   |               |
| 1. Name:   | E-mail Id.    |
| Address:   | Signature:    |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the Company, to be held at at 239, PANCHRATNA COMPLEX, GIDC, VAPI - 396195, Gujarat the Registered Office of the company at on Wednesday, 30th Day of September, 2015 at 10:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

| Particulars   |   | Options   |  |
|---|---|---|--|
|   | For   | Against   |  |
| Adoption of Audited Accounts for the Financial Year 2014-15 |   |   |  |
| Appointment of Auditors for the Financial Year 2015-16      |   |   |  |
|   | Adoption of Audited Accounts for the Financial Year 2014-15 | Adoption of Audited Accounts for the Financial Year 2014-15 |  |

# Route Map for the Ninth Annual General Meeting dated 30.09.2015



# AUDIT REPORT OF MAHESHWARI LOGISTICS PVT LTD FOR THE PERIOD ENDING ON 31ST MARCH 2015



# KAKARIA & ASSOCIATES CHARTERED ACCOUNTANTS

HO. Add.: "Kakaria's Excellenza" Royal Fortune Complex, Daman Road, Chala, Vapi-396191.

**Tele Fax**: (0260) - 3981000 (30 Lines)

Website: www.kakariaassociates.com

Email ID: ho@kakariaassociates.com

# **KAKARIA & ASSOCIATES**

CHARTERED ACCOUNTANTS

UJWAL K. KAKARIA B. Com., B.L., F.C.A.

SUBHASH S. KOTADIA B. Com., (HONS.) F.C.A.

JAIPRAKASH H. SHETHIYA B. Com., F.C.A.

JIGNESH V. VASANI B. Com., B.D.A., F.C.A.

YOUR REF .:

OUR REF. :

DATE

# Independent Auditor's Report To the Member of Maheshwari Logistics Pvt. Ltd.

# Report on the Financial Statements

We have audited the accompanying standalone financial statements of Maheshwari Logistics Pvt. Ltd. ("the Company"), which comprise of the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

# Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements, that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies(Accounts) Rules, 2014 (as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

# Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

# Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2015, and its profit and it's cash flow for the year ended on that date.

# Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2. As required by section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
  - e. On the basis of the written representations received from the directors as on 31 March 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section164(2) of the Act.

- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. in our opinion the Company has disclosed the impact of pending litigation on it's financial statements - Refer Notice No. 31 to financial statements,
  - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investors Education and Protection Fund by the Company.

For, KAKARIA & ASSOCIATES CHARTERED ACCOUNTANTS Firm Regn. No. 104558W

PLACE: VAPI

**DATE:** 10/8/2015

(UJWAL K. KAKARIA)

ele

PARTNER

M.No.35416

# MAHESHWARI LOGISTICS PVT.LTD

# ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i) (a) The company has maintained proper records showing full particulars, including Quantitative details and situation of Fixed Assets.
  - (b) It is explained to us that during the year fixed assets have been physically verified by the Management and no discrepancies were noticed on such physical verification. In our opinion, having regard to the nature of it's assets, procedure of physical verification of Fixed Assets by the management is reasonable and adequate.
- (a) As explained to us inventories have been physically verified by the management during the year at reasonable interval. In our opinion the frequency of verification is reasonable.
  - (b) In our opinion and according to the information and explanations given to us, procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of it's business.
  - (c) On the basis of our examination of records and in our opinion, the Company is maintaining proper records of inventory. As explained to us there were no material discrepancies noticed on physical verification of inventory.

- iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained U/s. 189 of the Companies Act, 2013. Hence, the provisions of clause 3(iii) of the Order is not applicable.
- iv) In our opinion and according to the information and explanation given to us, the company has an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in such internal control system.
- v) According to the information and explanation given to us, the company has not accepted deposits, within the meaning of Companies (Acceptance of Deposits) Rules, 2014, from Members/ public. Therefore the provisions of the clause (v) of paragraph 3 of CARO 2015 are not applicable to the company.
- vi) As per information and explanation given by management, maintenance of cost records has not been specified by the Central Government under clause (d) of subsection (1) of section 148 of the Companies Act. Therefore, the provisions of clause (vi) of paragraph 3 of CARO 2015 are not applicable.
- vii) In respect of statutory dues, according to the information and explanations given to us:
  - a) On the basis of our examination of the records of the Company, amount deducted / collected/ accrued in the books of accounts in respect of undisputed statutory dues including Provided Fund, Employees' state insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Excise Duty, Wealth Tax, Custom duty, etc. are regularly deposited by the company with the

appropriate authorities. As explained, there are no undisputed amount payable in respect of aforesaid dues as at the 31st March 2015 for a period of more than six months from the date they became payable.

b) Details of dues of Income Tax which have not been deposited as on 31/3/2015 on account of disputes are as follows:

| Nature of Dues | Forum where                          | Period to which | Amount         |
|----------------|--------------------------------------|-----------------|----------------|
|                | Dispute is                           | amount relates  | Involved       |
|                | Pending                              |                 |                |
| Income Tax     | Commissioner Of Income Tax (Appeals) | A. Y. 2011-12   | Rs, 6,65,770/- |

- c) According to the Information and explanation given to us, there were no amounts which were required to be transferred to investor education and protection fund by the Company in accordance with the relevant provisions of the Companies Act, 1956 and rules made hereunder.
- viii) The company does not have accumulated losses at the end of the financial year. The company has not incurred any cash losses in such financial year and in the immediately preceding financial year.
- ix) Based on our audit procedure and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to the financial institutions and banks.
- x) According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.

- xi) In our opinion and according to the information and explanation given to us, the Company has applied the terms loans for the purpose for which the loans were obtained.
- xii) In our opinion and according to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

For, KAKARIA & ASSOCIATES
CHARTERED ACCOUNTANTS

Firm Regn. No. 104558W

00

M.No.35416

PLACE: VAPI

PLACE: VAPI

PARTNER

DATE: 10.08.2015

CIN: U60232GJ2006PTC049224

BALANCE SHEET AS AT MARCH 31, 2015

|      | Particulars  | Note<br>No. | As at<br>31 March , 2015 | As at 31 March, 2014  |
|------|--|-------------|--------------------------|-----------------------|
| 4-11 |  | No.         | Amount (Rs.)             | Amount (Rs.)          |
| A    | EQUITY AND LIABILITIES                               |             |                          |                       |
| 1    | SHAREHOLDERS' FUNDS                                  |             |                          |                       |
|      | (a) Share capital                                    | 3           | 52,080,000               | 40,000,00             |
|      | (b) Reserves and surplus                             | 4           | 442,609,116              | 48,680,00             |
| 2    | SHARE APPLICATION MONEY PENDING ALLOTMENT            |             | 442,009,110              | 344,155,6             |
| 3    |  |             |                          | -                     |
|      | (a) Long-term borrowings                             | 5           | 36,750,846               | 00.070 (              |
|      | (b) Deferred tax liabilities (net)                   |             | 30,730,840               | 99,972,6              |
|      | (c) Long-term Provisions                             | 6           | (66,511)                 | 157,2                 |
|      | (d) Other Long Term Liabilities                      | 7           | 60,515,440               | 50,590,1              |
| 4    | CURRENT LIABILITIES                                  |             | 00,010,110               | 30,390,1              |
|      | (a) Short-term borrowings                            | 8           | 249,986,480              | 255,282,93            |
|      | (b) Trade payables                                   | 9           | 750,805,828              | 657,297,86            |
|      | (c) Other Current liabilities                        | 10          | 66,714,687               | 55,566,19             |
|      | (d) Short-term provisions                            | 11          | 14,580,204               | 18,423,38             |
|      | TOTAL  |             | 1,673,976,090            | 1,530,126,08          |
| В    | ASSETS   |             |                          |                       |
| 1    | NON-CURRENT ASSETS                                   |             |                          |                       |
|      | (a) Fixed assets                                     | 12          |                          |                       |
|      | (i) Tangible assets                                  |             | 116,992,909              | 112 477 70            |
|      | (ii) Intangible assets                               |             | 308,987                  | 113,477,73            |
|      | (iii) Capital work-in-progress                       |             | 735,000                  | 9 204 (5              |
|      | (b) Long-term loans and advances                     | 13          | 1,173,936                | 8,304,67              |
|      | (c) Other non-current assets                         | 14          | 41,829,081               | 2,119,32<br>11,665,84 |
|      | (d) Deferred Tax Asset                               | 15          | 2,364,250                | 3,544,03              |
| 2    | CURRENT ASSETS                                       |             | 2,004,230                | 3,344,03              |
|      | (a) Current Investments                              | - 12        |                          |                       |
|      | (b) Inventories                                      | 16          | 54,762,197               | 128,188,72            |
|      | (c) Trade Receivables                                | 17          | 1,316,770,955            | 1,146,227,63          |
|      | (d) Cash and cash equivalents                        | 18          | 89,336,591               | 84,746,43             |
|      | (e) Short-term loans and advances                    | 19          | 34,234,027               | 23,588,39             |
|      | (f) Other current assets                             | 20          | 15,468,158               | 8,263,28              |
|      |  |             |                          |                       |
|      | TOTAL NOTES FORMING PART OF THE FINANCIAL STATEMENTS |             | 1,673,976,090            | 1,530,126,08          |

As per our report of even date attached For KAKARIA & ASSOCIATES

**Chartered Accountants** 

Firm Reg No-104558W

(Kakaria Ujwal K.)

Partner M No. 35416 Place: Vapi

Date: 10/08/2015

For and on behalf of the Board of Directors of

For MAHESHWARI LOGISTICS PRIVATE LIMITED

(Amit Maheshwari)

Director DIN: 01680183

Place: Vapi Date: 10/08/2015 (Vinay Maheshwari)

Director

DIN: 01680099

CIN: U60232GJ2006PTC049224

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2015

|      | Particulars   | Refer Note<br>No. | For the year ended 31 March, 2015 | For the year ended 3<br>March, 2014 |
|------|---|-------------------|-----------------------------------|-------------------------------------|
|      |   |                   | Amount (Rs.)                      | Amount (Rs.)                        |
| I.   | Revenue from operations   | 21                | 5,332,222,068                     | 4,138,892,820                       |
| Π.   | Other income  | 22                | 17,031,302                        | 9,981,197                           |
| III. | Total Revenue (I + II)  |                   | 5,349,253,370                     | 4,148,874,017                       |
| IV.  | Expenses:   |                   |                                   |                                     |
|      | Cost of Materials consumed                                      |                   |                                   |                                     |
|      | Purchases of Stock-in-Trade                                     | 22                | 2 212 752 172                     |                                     |
|      | Operational Expenses relating to Provision Of Services          | 23                | 3,213,752,172                     | 2,574,568,164                       |
|      | Changes in inventories of Stock-in-Trade                        | 24                | 1,647,346,390                     | 1,116,847,344                       |
|      | Employees benefit expense                                       | 25                | 73,426,530                        | 55,983,255                          |
|      | Finance cost  | 26                | 61,417,805                        | 73,142,701                          |
|      | Depreciation and amortization expenses                          | 27                | 72,377,257                        | 62,864,775                          |
|      | Other expenses  | 12                | 25,122,816                        | 35,411,603                          |
|      |   | 28                | 160,938,028                       | 145,855,940                         |
|      | Total expenses  |                   | 5,254,380,998                     | 4,064,673,782                       |
| V.   | Profit before exceptional and extraordinary items and tax (III- | H                 |                                   |                                     |
|      | IV)   |                   | 94,872,372                        | 84,200,235                          |
| VI.  | Exceptional and Extraordinary items                             |                   |                                   |                                     |
| VII  | Profit before tax (V- VI)                                       |                   | 94,872,372                        | 84,200,235                          |
| VIII | Tax expense:  |                   |                                   |                                     |
|      | (1) Current tax   |                   | 27,423,097                        | 24,138,736                          |
|      | (2) Deferred tax -Charge/(Credit)                               |                   | 1,179,785                         | (235,162)                           |
|      | (3) Wealth Tax  |                   | 39,545                            | 35,510                              |
|      | (4) Tax adjustment of prior years (Income Tax)                  |                   | 1,613,157                         | -                                   |
| IX   | Profit (Loss) for the year (VII-VIII)                           |                   | 64,616,788                        | 60,261,151                          |
| x    | Earnings per equity share:                                      |                   |                                   |                                     |
|      | (1) Basic   | 1                 | 10.00                             | s <u>proportion</u>                 |
|      | (2) Diluted   |                   | 13.27                             | 13.32                               |
|      | NOTES FORMING PART OF THE FINANCIAL STATEMENTS                  | 1-41              |                                   |                                     |
|      |   |                   |                                   |                                     |
|      | As per our report of even date.                                 |                   | half of the Board of D            |                                     |
|      | For KAKARIA & ASSOCIATES  | For MAHESI        | IWARI LOGISTICS I                 | PRIVATE LIMITED                     |
| - 1  | Chartered Accountants   |                   |                                   | 1                                   |

(Kakaria Ujwal K.)

Partner M No. 35416

Firm Reg No-104558W

Place: Vapi Date: 10-08-2015 (Amit Maheshwari)

Director DIN: 01680183

DIN. 01000103

(Vinay Maheshwari)

Director DIN: 01680099

Place: Vapi Date: 10-08-2015

CIN: U60232GJ2006PTC049224

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2015

|  | For the yea<br>31 March |              | For the ye           |              |
|--|-------------------------|--------------|----------------------|--------------|
| Particulars  | Amount in               | Amount in    | Amount in            | Amount in    |
| A Cook Start Cook Star | Rupees                  | Rupees       | Rupees               | Rupees       |
| A. Cash flow from operating activities   |                         |              |                      |              |
| Net Profit / (Loss) before extraordinary items and tax   | 94,872,372              |              | 84,200,235           |              |
| Adjustments for:   |                         |              |                      |              |
| Depreciation and amortisation  | 25,122,816              |              | 35,411,603           |              |
| Interest & Financial exp.  | 49,326,155              |              | 49,850,652           |              |
| (Profit)/Loss on sale of fixed Assets  | (5,812,175)             |              | 1                    |              |
| Fixed Assets Discarded   |                         |              |                      |              |
| Kasar & Shortage   |                         |              | 30,119,686           |              |
| Interest income  | (6,950,437)             |              | (4,297,875)          |              |
| 0  |                         | 156,558,731  |                      | 195,284,30   |
| Operating profit / (loss) before working capital changes   |                         |              |                      |              |
| Changes in working capital:  |                         |              |                      |              |
| Adjustments for (increase) / decrease in operating assets:   |                         |              |                      |              |
| Inventories  | 73,426,531              |              | 55,983,255           |              |
| Trade receivables  | (170,543,323)           |              | (448,302,572)        |              |
| Short-term loans and advances  | (8,654,595)             |              | 3,745,782            |              |
| Security Deposit   | 945,393                 |              | (1,073,684)          |              |
| Other current assets   | (7,204,872)             |              | 1,880,736            |              |
| Other Non - current assets   | (30,163,235)            |              | (779,353)            |              |
| Adjustments for increase / (decrease) in operating liabilities:  |                         |              |                      |              |
| Short Term Borrowings  |                         |              | -                    |              |
| Trade payables   | 93,507,967              |              | 208,492,260          |              |
| Other current liabilities  | 11,078,474              |              | 1,297,178            |              |
| Other Long Term Liabilities  | 9,925,248               |              | 22,906,626           |              |
| Short-Term Provisions  | (3,847,211)             |              | (12,447,726)         |              |
| Long-Term Provisions   | (223,770)               |              |                      |              |
|  |                         | (31,753,394) |                      | (168,297,498 |
| Cash generated from operations   |                         | 124,805,337  |                      | 26,986,803   |
| Net income tax (paid) / refunds  |                         | (31,062,801) |                      | (24,138,736  |
| Net cash flow from / (used in) operating activities (A)  |                         | 93,742,536   |                      | 2,848,067    |
| 3. Cash flow from investing activities   |                         |              |                      |              |
| Capital expenditure on fixed assets, including capital advances  |                         |              | 8                    |              |
| Addition in Tangible Assets  | (25,808,449)            |              | (24.161.064)         |              |
| Proceeds on Sale of Tangible Assets  | 10,080,000              |              | (24,161,864)         |              |
| nvestment in Fixed Deposit with banks having maturity of more and 3 months   | - 1                     |              | 430,153<br>3,115,311 |              |
| Maturity proceeds of Fixed Deposit with banks having maturity of   |                         |              | -,,                  |              |
| ore than 3 months  |                         |              | 2,669,308            |              |
| nterest received   | 6,950,437               |              |                      |              |
| Net cash flow from / (used in) investing activities (B)  |                         | (8,778,012)  | 4,297,875            | (13,649,217  |

| C. Cash flow from financing activities                            |                 |              |                 |             |
|---|-----------------|--------------|-----------------|-------------|
| Proceeds from issue of equity shares                              | 37,400,000      |              | 47,300,000      |             |
| Proceeds from Long-term borrowings                                | 530,918,071     |              | 87,568,818      |             |
| Share Application Money Received                                  |                 |              | (37,516,000)    |             |
| Repayment of long-term borrowings                                 | (594,069,828)   |              | (65,228,421)    |             |
| Proceeds from other short-term borrowings                         | 6,619,469,302   |              | 3,631,089,433   |             |
| Repayment of other short-term borrowings                          | (6,624,765,757) |              | (3,608,801,810) |             |
| Finance cost  | (49,326,155)    |              | (49,850,652)    |             |
| Net cash flow from / (used in) financing activities (C)           |                 | (80,374,367) | (12/000/002)    | 4,561,368   |
| Net increase/(decrease) in Cash and cash equivalents (A+B+C)      |                 | 4,590,157    |                 | (6,239,782) |
| Cash and cash equivalents at the beginning of the year            |                 | 84,746,434   | 1               | 65,886,214  |
| Effect of exchange differences on restatement of foreign currency |                 | 01, 10,101   | 1               | 05,000,214  |
| Cash and cash equivalents   |                 |              | 1               | -           |
| Cash and cash equivalents at the end of the year                  |                 | 89,336,592   | <u> </u>        | 59,646,432  |
| Cash and cash equivalents at the end of the year *                |                 | 03/000/032   | -               | 39,040,432  |
| * Comprises:  |                 |              |                 |             |
| (a) Cash on hand  |                 | 43,955,952   |                 | 61,220,549  |
| (b) Balances with banks   |                 | 10,,00,,502  |                 | 01,220,349  |
| (i) In current accounts   |                 | (6,733,197)  |                 | (1,574,117) |
| (ii) Short Term Bank Deposits                                     |                 | 52,113,836   |                 | (1,0/4,11/) |
| (iii) Balance Held as Margin Money                                |                 |              |                 | -           |
|   |                 | 89,336,591   |                 | 59,646,432  |

In terms of our report attached.

For and on behalf of the Board of Directors of

MAHESHWARI LOGISTICS PRIVATE LIMITED

#### FOR KAKARIA & ASSOCIATES

Chartered Accountants FRN NO. 104558W

(Kakaria Ujwal K.)

Partner M.NO.: 35416

Place: Vapi Date: 10/08/2015 Anil Maheshwari)

Director DIN: 01680183 (Vinay Maheshwari) Director

DIN: 01680099

Place : Date : Vapi 10/08/2015

# MAHESHWARI LOGISTICS PVT.LTD. NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

# 1. BUSINESS ACTIVITIES:

The Company is a Private Limited company , established on 12/11/2006 , having it's CIN : U60232GJ2006PTC049224.

The Company is formed with the main object to do the business of Carriers/transporters, dealing in Papers, Board, M.G. Kraft Paper, Waste Paper, Kraft Paper, Writing Papers and all other Papers and Dealing in Coal & Lignite, etc. etc.

For this purpose the company has three Divisions – Transport Divisions, Trade Division and Coal Division. The Company has carried on transportation business in the name of "Maheshwari Logistics", "Maheshwari Logistics Private Limited – Fleet Division" and "Maheshwari Logistics Private Limited – Transport Division", business of trading in Coal in the name of "Maheshwari Logistics Private Limited - Coal Division" and the business of trading in Kraft Paper in the name of "Maheshwari Trades".

# 2. SIGNIFICANT ACCOUNTING POLICIES.

#### a. Basis of Preparation:

These financial statements have been prepared under the historical cost convention and in accordance with the generally accepted accounting principles in India. These financial statements have been prepared to comply, in all material aspects, with the accounting standards specified under Section 133 of Companies Act, 2013 read with rule 7 of the Companies Accounts Rule 2014 and other relevant provisions of the Companies Act, 2013.

#### b. Use of Estimates

The preparation of financial statements requires the management of the Company to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. The management believes that the estimates used in presentation of the financial statements are prudent and reasonable. Actual results could differ from the estimates and difference between the actual results and estimates are recognized in the periods in which the results are known or materialized.

# c. System of Accounting:

The company generally follows Mercantile System of Accounting and recognizes Income and Expenditure on accrual basis except wherever specified.

## d. Fixed Assets:

# **Tangible Assets:**

Fixed Assets are stated at cost less accumulated depreciation/amortization. Cost includes all expenses incurred to bring the asset to its present location and condition. Fixed Assets held for sale are stated at lower of net book value and net realizable value and are disclosed separately in the Balance Sheet.

# Intangible Assets:

Intangible Assets are stated at cost of acquisition less accumulated amortization. The cost of assets comprises its purchase price and directly attributable expenditure on making the assets ready for its intended use and net of any trade discounts and rebates.

# e. Depreciation:

## Tangible Assets:

Depreciation on fixed assets is provided on Written Down Value method in the manner and at the rates prescribed in Schedule II to the Companies Act, 2013. Depreciation is provided based on useful life of the assets, after retaining the residual value, as prescribed in Schedule II to the Companies Act, 2013. Where the remaining useful life of an asset as on 1/4/2014 is NIL, carrying amount of the asset, after retaining the residual value, is charged off to Reserves & Surplus.

Depreciation is charged on pro-rata basis for assets purchased during the year.

Depreciation has been suspended from the date on which Assets are classified as held for sale.

Assets below Rs. 5,000/- are 100% written off.

# Intangible Assets:

Amortization of fixed assets taken on lease are provided on the basis of Straight Line Method, over the Lease Period.

Computer Software are amortized over a period of 5 years.

## f. Inventories:

Stock is valued at cost, exclusive of Input Credit, or market value whichever is less. Cost is determined on First in First out basis. Cost includes expenditure incurred in the normal course of business in bringing inventories to its location and condition. Stock is as taken, valued and certified by the Management of the Company.

g. Revenue recognition:

- (i) Revenue is recognized when significant risk and rewards of ownership of the goods sold or transferred to the customer and there is no significant uncertainty as to determination or its realization exists.
- (ii) Interest income are accounted on accrual basis. Dividend income is recognized when the right to receive payment is established.
- (iii) Income from Rent is booked on timely proportion basis.

# h. Cash flow statement:

Cash flow are reported using the indirect method.

# i. Segment reporting:

- The Company has disclosed mainly two segments as primary segments, one is Trading and the other is Transportation & Service segment. Segments have been identified taking into account the differing risks and returns, the organisational structure and internal reporting system.
- ii. Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. The expenses, which are not directly relatable to the business segment, are shown as unallocated corporate cost. Assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and liabilities respectively

# j. Employee benefits

# Short term Employee Benefits:

All employee benefits expected to be paid for the services rendered by employees are recognised as expense during the period when the employees render the services.

# Post employment Benefits:

# Defined Contribution plans:

The Company's contribution to provident fund and ESIC are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.

# Defined benefit plans:

Company has opted for LIC's Gratuity cum Life Assurance Scheme and cost of providing benefits is determined using the projected unit credit method. Actuarial gains and losses are recognised in the statement of profit and loss in the period in which they occur.

# k. Provisions and Contingent liabilities:

The Company creates a provision where there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are not recognized in the financial statements.

#### 1. Taxation:

Income tax expense comprises current income tax and deferred tax charge or credit. Current tax provision is made annually based on the tax liability computed in accordance with the provisions of the Income Tax Act, 1961.

The deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period) and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred Tax Asset is recognized considering prudence.

# m. Earnings Per Share (EPS):

The Basic EPS is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting year.

# n. Foreign Currency Transactions and Translations:

Transactions in foreign currency are accounted for at the exchange rates prevailing on the date of transactions. Monetary assets and liabilities related to foreign currency transactions remaining unsettled at the end of the year are translated at year end exchange rates. Gains/losses arising out of settlement of foreign currency transaction or from the year end restatement are recognized in the Statement of Profit and Loss in the period in which they arise.

# o. Hedge Accounting:

In case of forward exchange contracts the premium paid on such contract is amortized as expense over the life of the contract. The difference between the year end rate and rate on the date of the contract is recognized as exchange difference in the Statement of Profit & Loss. Gains/losses on settlement of such contract is recognized as an income or expense for the period.

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NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

| Note<br>No             | Particulars  | THE RESERVE AND ADDRESS OF THE RESERVE AND ADDRESS. | s at<br>rch, 2015 | As at 31 March, 2014 |               |
|------------------------|--|---|-------------------|----------------------|---------------|
|                        |  | Number of shares                                    | Amount (In.Rs.)   | Number of<br>shares  | Amount (In.Rs |
| 3                      | SHARE CAPITAL  |   |                   | Diures               |               |
|                        | (i) Authorised Share Capital   |   |                   |                      |               |
|                        | Equity shares of Rs 10/- each  | 10,000,000  | 100,000,000       | 10,000,000           | 100,000,000   |
|                        | (#) I 101 C t t  | 10,000,000  | 100,000,000       | 10,000,000           | 100,000,000   |
| (out of which 35,20,00 | Equity shares of Rs 10/- each (out of which 35,20,000 Equity shares of Rs.10 each issued in F.Y.2011-12 as fully paid-up bonus shares by capitalization of securities premium reserve) | 5,208,000   | 52,080,000        | 4,868,000            | 48,680,000    |
|                        | (iii) Subscribed and fully paid up Share Capital   | 5,208,000   | 52,080,000        | 4,868,000            | 48,680,000    |
|                        | Equity shares of Rs 10/- each.   | 5,208,000   | 52,080,000        | 4,868,000            | 48,680,000    |
|                        | Total  | 5,208,000   | 52,080,000        | 4,868,000            | 48,680,000    |

# a) Rights and restriction attached to Shares:

#### **Equity Shares**

The Company has one class of equity shares having a par value of Rs.10/- each. Each shareholder is eligible for one vote per share held. Shareholder's are restricted from transferring the shares of the company to a person who is not a member of the Company except with the permission of the Directors of the Company. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the assets of the Company in proportion to their shareholding.

b) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

| Particulars   | A                | s at<br>rch, 2015 | As at 31 March, 2014 |              |
|---|------------------|-------------------|----------------------|--------------|
| EQUITY SHARES   | Number of shares | Amount (In.Rs.)   | Number of shares     | Amount (Rs.) |
| Shares outstanding at the beginning of the year (Out of which 35,20,000 equity shares of Rs.10 each issued in F.Y.2011-12 as fully paid -up bonus shares) | 4,868,000        | 48,680,000        | 4,438,000            | 44,380,000   |
| Shares Issued during the year Shares bought back during the year  | 340,000          | 3,400,000         | 430,000              | 4,300,000    |
| Shares outstanding at the end of the year   | 5,208,000        | 52,080,000        | 4,868,000            | 48,680,000   |

c) Details of shares held by each shareholder holding more than 5% shares:

| Class of shares / Name of shareholder | A                     | As at<br>31 March, 2015 |                       | As at<br>31 March, 2014 |  |
|---------------------------------------|-----------------------|-------------------------|-----------------------|-------------------------|--|
| EQUITY SHARES                         | Number of shares held | % of Holding            | Number of shares held | % of Holding            |  |
| Mukta N. Maheshwari<br>Varun Kabra    | 1,200,000.00          | 23.04                   | 1,150,000.00          | 23,62                   |  |
| Vinay P Maheshwari                    | 550,000.00            | 10.56                   | 550,000.00            | 11.30                   |  |
| Maya Texurisers Pvt Ltd               | 617,500.00            | 11.86                   | 517,500.00            | 10.63                   |  |
| Maheshwari Infotech Pvt. Ltd          | 500,000.00            | 9.60                    | 500,000.00            | 10.27                   |  |
| Amit K.Maheshwari                     | 508,000.00            | 9.75                    | 478,000.00            | 9.82                    |  |
| Mayadevi K Kabra                      | 480,000.00            | 9.22                    | 480,000.00            | 9.86                    |  |
| Arihant Avenue & Credit Ltd           | 300,000.00            | 5.76                    | 300,000.00            | 6.16                    |  |
| a count the                           | 250,000.00            | 4.80                    | 250,000.00            | 5.14                    |  |

d) Aggregate number of Bonus Shares issued for consideration other than cash (during 5 years preceding March 31, 2015)

|    | FOURT/GIVENTS                                   |                           | during 5 years pr | eceding March 31 | , 2015) |         |
|----|---|---------------------------|-------------------|------------------|---------|---------|
|    | EQUITY SHARES                                   | 2013-14                   | 2012-13           | 2011-12          | 2010-11 | 2009-10 |
|    | Allotted as fully paid Bonus Shares             | -                         | -                 | 3,520,000        | -       | _       |
| :) | None of the shares were bought back by the comp | cany during the last five |                   |                  |         |         |

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NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

| Note No | Particulars  | As at 31 March, 2015 | As at 31 March, 2014 |
|---------|--|----------------------|----------------------|
|         |  | Amount (Rs.)         | Amount (Rs           |
| 4       | RESERVE AND SURPLUS  |                      |                      |
|         | (a) Securities Premium Reserve   |                      |                      |
|         | Balance as at the beginning of the year  |                      |                      |
|         | Add: Premium on shares issued during the year  | 199,449,000          | 156,449,0            |
|         | rade . Fremum on shares issued during the year   | 34,000,000           | 43,000,00            |
|         | Balance as at the end of the year  | 233,449,000          | 100 140 0            |
|         |  | 233,445,000          | 199,449,0            |
|         | (b) Surplus/(Deficit) in Statement of Profit and Loss  |                      |                      |
|         | Balance as at the beginning of the year  | 144,706,646          | 84,445,49            |
|         | Add: Profit / (Loss) for the year  | 64,616,788           | 60,261,15            |
|         | Less : Fixed Assets Adjustment   | (163,318)            | 00,201,10            |
|         | Balance as at the end of the year  |                      |                      |
|         | balance as at the end of the year  | 209,160,116          | 144,706,64           |
|         | Total (a+b)  | 442,609,116          | 344,155,64           |
|         |  |                      | 344,133,04           |
| 5       | LONG TERM BORROWINGS   |                      |                      |
| a)      | Secured Loans  |                      |                      |
|         | (i) From Bank  |                      |                      |
|         | HDFC - Duster Loan   | 298,907              | 528,22               |
|         | HDFC - Scorpio Loan  | 328,801              | 581,05               |
|         | HDFC - Skoda Loan  |                      | 859,84               |
|         | ICICI Bank Ltd - Truck Loan 15 Trucks  | 573,793              | 7,813,62             |
|         | ICICI Bank Ltd - Truck Loan 12 Trucks (L.Y. 21)  |                      | 2,381,49             |
|         | ICICI Bank Ltd - Truck Loan 22 Trucks (L.Y. 30)  |                      | 6,601,35             |
|         | ICICI Bank Ltd - Truck Loan 27 Trucks  | 4,564,304            |                      |
|         | ICICI Bank Ltd - Truck Loan 45 Trucks (L.Y. 54)  | 6,212,835            | 28,380,74            |
|         | ICICI Bank Ltd - Truck Loan 10 Trucks  |                      | 2,570,90             |
|         | ICICI Bank Ltd - Ritz Car Loan   | 204,328              | 340,47               |
|         | ICICI Bank Ltd - I10   | 393,121              |                      |
|         | ICICI Bank Ltd - Swift Dzire Car Loan  | 90,965               | 237,033              |
|         | ICICI Bank Ltd - Swift Car Loan  | 83,478               | 239,359              |
|         | ICICI Bank Ltd - Honda City Car Loan   | 430,854              |                      |
|         | ICICI Bank Ltd - Ecco Sports Car Loan  | 366,699              | _                    |
|         | ICICI Bank Ltd - Maruti Ciaz Car Loan  | 517,703              | 2                    |
|         | State Bank Of India - INOVA Car Loan (Secured by way of hypothecation of respective vehicle) | 26,253               | 293,844              |
|         | (Secured by way of hypothecation of respective vehicle)                                      | 14 002 040           | F0.00F.0F            |
| Г       | (ii) From Other  | 14,092,040           | 50,827,971           |
|         | Daimler Finance India P ltd  | 251,183              | 556,204              |
|         | (Securd by way of hypothecation of Vehicle Financed)   |                      | 330,204              |
|         |  | 251,183              | 556,204              |

| b)  | Unsecured   |                         |  |                |                     |
|-----|---|-------------------------|--|----------------|---------------------|
|     | i) FROM RELATED PARTIES                                 |                         | to the same of the |                |                     |
|     | Maheshwari Brothers (Prop. Nee                          | eraj Kumar P. Mahes     | hwari )  |                | 48,238,4            |
|     | Maheshwari Infotech Pvt. Ltd                            |                         |  |                | 350,0               |
|     | ii) EROM OTHERS   |                         |  |                | 48,588,4            |
| -14 | ii) FROM OTHERS   |                         |  |                |                     |
|     | Capital First Limited                                   |                         |  | 5,574,580      |                     |
|     | HDFC Bank Ltd   |                         |  | 2,973,182      |                     |
|     | Kotak Mahindra Bank<br>ICICI Bank Ltd                   |                         |  | 3,710,192      | -                   |
|     | Magma Fincorp Limited                                   |                         |  | 2,217,732      |                     |
|     | TATA Capital Financial Services Li                      | mitad                   |  | 5,606,187      | -                   |
|     | Tariolal Colvices Ell                                   | miled                   |  | 2,325,749      |                     |
|     |   |                         |  | 22,407,622     | -                   |
|     | Total   |                         |  | 36,750,846     | 00.000.6            |
|     |   |                         |  | 30,730,840     | 99,972,62           |
| г   | Note 5 cont.  |                         |  |                |                     |
|     | Particulars  DAIMLER FINANCIAL SERVICES INDIA PVT. LTD. | Security given          | Rate of Interest (% p.a.)  | Repayable till | Monthly Installment |
|     | HDFC BANK LTD A/C DUSTER CAR                            | VEHICLE FINANCED        | 10.756   | Dec-16         | 29175               |
|     | HDFC BANK LTD A/C SCORPIO CAR                           | RESPECTIVE CAR          | 10.26  | Feb-17         | 22745               |
|     | HDFC BANK LTD A/C SKODA CAR                             | RESPECTIVE CAR          | 10.26  | May-17         | 25020               |
|     | CICI BANK A/C TERM LOAN (15 TRUCK)                      | RESPECTIVE CAR          | 9.76   | Mar-16         | 75500               |
|     | CICI BANK A/C TERM LOAN (12 TRUCK)                      | RESPECTIVE 15<br>TRUCKS | 11.51  | Apr-16         | 647056              |
|     |   | RESPECTIVE 12<br>TRUCKS | 11.10  | Jul-15         | 222-122             |
| L   | CICI BANK A/C TERM LOAN (22 TRUCK)                      | RESPECTIVE 22<br>TRUCKS | 11.50  | Sep-15         | 296464              |
| 1   | CICI BANK A/C TERM LOAN (27 TRUCK)                      | RESPECTIVE 27           | 12.00  | Oct-16         | 836308              |
| 10  | CICI BANK A/C TERM LOAN (45 TRUCK)                      | TRUCKS<br>RESPECTIVE 45 | 400,000  | 100            | 1082461             |
| 10  | CICI BANK A/C TERM LOAN (10 TRUCK)                      | TRUCKS RESPECTIVE 10    | 11.50  | Jul-16         | 1924664             |
| _   | CICI BANK A/C CITY HONDA CAR                            | TRUCKS                  | 11.47  | Oct-15         | 381445              |
|     | CICI BANK A/C ECCO SPORT CAR                            | RESPECTIVE CAR          | 10.53  | Apr-17         | 35460               |
|     | CICI BANK A/C HUNDAI I10 CAR                            | RESPECTIVE CAR          | 11.24  | Mar-17         | 32550               |
| -   | CICI BANK A/C MARUTI CIAZ CAR                           | RESPECTIVE CAR          | 10.53  | Jan-20         | 10470               |
|     | CICI BANK A/C MARUTI RITZ CAR                           | RESPECTIVE CAR          | 10.53  | Sep-17         | 31430               |
|     | CICL BANK A/C MARLITI CIANET BRIDE                      | RESPECTIVE CAR          | 10.97  | Jul-17         | 13900               |
| 1   | CICI BANK A/C MARUTI SWIFT CAR                          | RESPECTIVE CAR          | 10.00  | Jun-16         | 13600               |
| _   | ELIANCE CAPITAL LIMITED                                 | RESPECTIVE CAR          | 10.00  | Sep-16         | 14400               |
| 200 | BI CAR LOAN A/C INNOVA                                  | RESPECTIVE TRUCKS       | 10.59  | Feb-15         | 446055              |
| _   | UNDARAM FINANCE LIMITED                                 | RESPECTIVE CAR          | 13.45  | Apr-16         | 26253               |
|     | ONDANAM FINANCE LIMITED                                 | RESPECTIVE CAR          | 10.65  | Oct-14         | 16497               |
|     |   |                         |  |                |                     |
| 6 I | ONG TERM PROVISIONS                                     |                         |  |                |                     |
|     | For Employees' Benefits                                 |                         |  |                |                     |
| i   |   |                         |  | (CC =44)       |                     |
|     |   |                         |  | (66,511)       | 157,259             |
|     | Total   |                         |  | (66,511)       | 157,259             |
|     |   |                         |  | (00,011)       | 137,239             |
|     | OTHER LONG TERM LIABILIITES                             |                         |  |                |                     |
| -   | ong Term Trade Payables                                 |                         |  |                |                     |
| i)  | o I samuelli i in Dic                                   | i                       |  | 60,515,440     | 32,792,562          |
| lii | ) Kabra Commercial Limited                              |                         | No.  |                | 17,797,630          |
|     |   |                         |  |                | 1,77,030            |
|     | Total   |                         |  |                |                     |

| 8   | SHORT TERM BORROWINGS  |             |             |
|-----|--|-------------|-------------|
|     | Secured  |             |             |
|     | (i) From Bank  |             |             |
|     | State Bank Of India - SLC  |             |             |
|     | State Bank of India - CC   | 30,000,000  | 30,041,75   |
|     | (This credit Facility is secured by way of 1st Pari Passu charge by way of hypothecation over Stock, receivables and other chargeable current assets (present and future) of the company with other consortium ledger and immovable properties by way of 1st pari passu charge with the consortium lender, of the company & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives) | 203,155,610 | 225,241,18  |
|     | Icici Bank Ltd - CC  (This credit Facility is secured by way pf lypothecation of company's entire stocks, book debts & receivables (present and future), ranking pari passu with other participating bank of consortium and first charge, ranking passu with other   | 16,830,870  |             |
|     | participating banks by way of equitable mortgage of immovable properties of the compsny & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives)   |             |             |
|     | Total  | 249,986,480 | 255,282,935 |
| 9   | TRADE PAYABLES   |             |             |
|     | Trade payable and Acceptances  | 750,805,828 | 657,297,861 |
|     | Total  | 750,805,828 | 657,297,861 |
| 10  | OTHER CURRENT LIABILITIES  |             |             |
|     | (a) CURRENT MATURITIES OF LONG-TERM BORROWINGS   | 1955        |             |
|     | i) Secured Loan  |             |             |
|     | From Bank  |             |             |
|     | HDFC - Duster Loan   |             |             |
|     | HDFC - Scorpio Loan  | 229,322     | 207,048     |
|     | HDFC - Skoda Loan  | 252,255     | 227,751     |
|     | ICICI Bank Ltd - Car Loan (i10)  | 859,848     | 780,171     |
|     | State Bank Of India - Car Loan (Innova)  | 79,611      | -           |
|     | ICICI Bank Ltd - Car Loan (Ritz)   | 320,212     | 293,248     |
|     | ICICI Bank Ltd - Car Loan (Swift Dzire)  | 136,148     | 122,063     |
|     | ICICI Bank Ltd - Car Loan (Swift)  | 146,072     | 132,227     |
| - 1 | ICICI Bank Ltd - Truck Loan (15 Trucks)  | 155,881     | 141,109     |
|     | ICICI Bank Ltd - Truck Loan 12 (L.Y. 21 Trucks)  | 7,239,829   | 6,456,862   |
|     | ICICI Bank Ltd - Truck Loan 22 (L.Y. 30 Trucks)  | 1,127,506   | 6,812,796   |
|     | ICICI Bank Ltd - Truck Loan 45 (L.Y. 54 Trucks)  | 4,843,035   | 12,149,584  |
|     | ICICI Bank Ltd - Truck Loan (10 Trucks)  | 17,394,110  | 18,649,962  |
|     | ICICI Bank Ltd - Car Loan (Honda City)   | 2,570,905   | 4,027,995   |
|     | ICICI Bank Ltd - Car Loan (Ecco Sports)  | 359,293     | -           |
|     | ICICI Bank Ltd - Car Loan (Maruti Ciaz)  | 328,982     | -           |
|     | ICICI Bank Ltd - Truck Loan (27 Trucks)  | 304,940     | -           |
| · · | (Secured by way of hypothecation of respective vehicle)  | 9,851,035   | -           |
|     | Sub Total  |             |             |
|     |  |             |             |

| 1   | OTHER CURRENT LIABILITIES (Contd.)   |                       |            |
|-----|--|-----------------------|------------|
|     | (ii) From Others   |                       |            |
|     | Reliance Capital Ltd - Truck Loan  |                       | 1 656 1    |
|     | Daimler Finance India P ltd  | 305,020               | 4,656,4    |
|     | Sundaram Finance Limited   | 303,020               | 274,0      |
|     | (Secured by way of hypothecation of respective vehicle)  |                       | 111,4      |
|     | iii Unsecured Loan   | 305,020               | 5,041,9    |
|     | The state of the s |                       |            |
|     | Capital First Limited  | 1,925,420             |            |
|     | HDFC Bank Ltd  | 1,026,818             |            |
|     | Kotak Mahindra Bank  | 1,279,808             |            |
|     | ICICI Bank Ltd   | 757,268               |            |
|     | Magma Fincorp Limited  | 1,945,218             |            |
|     | TATA Capital Financial Services Limited  | 1,674,251             |            |
|     |  | 8,608,783             |            |
|     | Sub Total (i + ii+iii)   | 55,112,787            | EE 040 E   |
|     | A  | 35,112,787            | 55,042,76  |
|     | (b) Interest payable   | 1,723,690             | -          |
|     | Sub-Total  | 1,723,690             |            |
|     | (c) Liability For Expenses   |                       |            |
|     | Devashish K. Trivedi   | 150,000               |            |
|     | GSV & Co   |                       | 212,35     |
|     | Gautam Steel   |                       | 221,06     |
|     | No. 100 Control of Control Con |                       | 221,00     |
|     | (d) Other Liabilities  |                       |            |
|     | Advance Recd for truck sale  | 5,209,542             |            |
|     | Advance recd from customer   | 4,136,419             | _          |
|     | J.J. Services  |                       | 90,00      |
|     | Shilpi Thapar & Associates   | 78,877                | -          |
|     | Shailendra Jain & Associates   | 303,372               | -          |
|     | Sub Total  | 9,878,210             | 523,426    |
|     | Grand Total ( a+b+c+d)   |                       |            |
| 95  |  | 66,714,687            | 55,566,194 |
| 11  | SHORT TERM PROVISIONS  |                       |            |
|     | (a) PROVISION FOR EMPLOYEE BENEFITS  |                       |            |
|     | Payable ESIC   |                       |            |
|     | Payable Professional Tax-Employee  | 5,431                 | 7,115      |
|     | Provident Fund payable   | 74,720                | 62,350     |
|     | Salary Payable   | 51,027                | 39,194     |
|     | sami, rayable  | 2,551,531             | 1,397,028  |
|     | (b) WEALTH TAX PROVISION   |                       |            |
|     | Provision for Wealth Tax   | 39,545                | 35,510     |
|     | (c) Others   |                       | 33,310     |
|     | TDS & TCS payable  | 1,722,275             | 2,815,092  |
|     | Shradha Cargo Carries  |                       | 511,713    |
|     | Service Tax Payable  | 172,503               | 134,230    |
|     | Payable Custom Duty  | 17 2,500              | 2,258,253  |
| - 1 | Payable Electricity Exp  | <b>新文章子意。</b> 斯       | 3,190      |
|     | Payable Port services Charges  |                       |            |
|     | Payable Water & Dranage Exp  | 4,866                 | 4,400,000  |
|     | Telephone Bill Payable   | 4,000                 | 22,948     |
|     | Vat Audit Fees payable   | 30,000                | 78,738     |
|     | Rent Payable   |                       | 15,000     |
|     | Payable Lorry Hire   | 31,000                | 497,485    |
|     | Payable Sales Tax  | 9,440,383             | 4,658,783  |
|     | Audit Fees payable   | 305,237               | 1,335,065  |
|     | Total  | 151,686<br>14,580,204 | 151,686    |
|     |  |                       | 18,423,380 |

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NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARRCH, 2015

Note 12 Fixed Asets

| Sr.No  |   |                                | Gross                          | Gross Block                    |                                      |                                | Accumulated Depreciation                      | Depreciation                                   |                                      | Net Block                            | 3lock                          |
|--------|---|--------------------------------|--------------------------------|--------------------------------|--------------------------------------|--------------------------------|---|--|--------------------------------------|--------------------------------------|--------------------------------|
|        | Particulars                                   | Balance as at<br>1 April, 2014 | Addition<br>during the<br>year | Deletion<br>during the<br>year | Balance as at<br>31st March,<br>2015 | Balance as at<br>1 April, 2014 | Depreciation/<br>amortisation<br>for the year | Adjustments/<br>Deletion<br>during the<br>year | Balance as at<br>31st March,<br>2015 | Balance as at<br>31st March,<br>2015 | Balance as at<br>1 April, 2014 |
| (I)    | Tengible Assets                               |                                |                                |                                |                                      |                                |   |  |                                      |                                      |                                |
| 1      | Leasehold Land                                | 1,912,938                      | à                              | 1                              | 1,912,938                            | 127,528                        | 31.882  |  | 159 410                              | 1 753 578                            | 1 785 410                      |
| 2      | _   | 2,684,482                      | 17,502,102                     | 1                              | 20,186,584                           |                                |   |  | OTT / COT                            | 20,55,72                             | 7 684 187                      |
| 3      | Buildings                                     | 49,497,356                     | 8,844,853                      | 1                              | 58,342,209                           | 4.779.955                      | 3 104 962                                     |  | 7 884 917                            | 50.457.002                           | AA 717 A03                     |
| 4      | Tube Well                                     | 31,400                         | 1                              | t                              | 31,400                               | 10.629                         | 18 907  | 1  | 20 536                               | 1 864                                | 101,11,41                      |
| S      |   | 7,294,486                      | 1,214,338                      | 1                              | 8,508,824                            | 1.775.249                      | 1 733 171                                     |  | 3 508 370                            | 5,000 454                            | 5 510 227                      |
| 9      |   | 298,050,717                    |                                | 24,426,888                     | 273,623,829                          | 258,892,798                    | 13.425.660                                    | 20.800.411                                     | 251 518 047                          | 22 105 782                           | 30 157 010                     |
| 7      | Other Vehicles                                | 19,104,323                     | 5,087,199                      | 3,194,902                      | 20,996,620                           | 9,093,165                      | 4,113,964                                     | 2,526,905                                      | 10,680,223                           | 10 316 397                           | 10.011.158                     |
| 8      |   | 7,233,585                      | 135,000                        | 1                              | 7,368,585                            | 1,701,521                      | 1,839,310                                     | -147.561                                       | 3,688,392                            | 3 680 193                            | 5 532 064                      |
| 6      | Computer & Printer                            | 2,164,044                      | 252,716                        | 1                              | 2,416,760                            | 1,538,120                      | 508.808                                       | -15 757  | 2 062 685                            | 354 075                              | 100,200,0                      |
| 10     | Assets held for Sale:                         |                                |                                |                                |                                      |                                | andana  | 101/01   | 4,004,000                            | COLOC                                | 176,020                        |
|        | Commercial Vehicles                           | 29,026,068                     | 1                              | 1                              | 29,026,068                           | 25,602,701                     | 869.986                                       |  | 25 889 320                           | 3 136 730                            | 735 5CN E                      |
|        | Total of Tangible Assets                      | 416,999,399                    | 33,036,208                     | 27,621,790                     | 422,413,817                          | 303,521,666                    | 25,063,242                                    | 23,163,998                                     | 305,420,909                          | 116.992,909                          | 113,477,733                    |
|        |   |                                |                                |                                |                                      |                                |   |  |                                      |                                      |                                |
| (II)   | Intengible Assets                             |                                |                                |                                |                                      |                                |   |  |                                      |                                      |                                |
|        | Computer Software                             |                                | 368,563                        |                                | 368,563                              |                                | 59,576  | ă  | 59,576                               | 308,987                              | 1                              |
| (III)  | Confed W. J. n.                               |                                |                                |                                |                                      |                                |   |  |                                      |                                      |                                |
| (IIII) | Capital Work in Progress                      | 8,304,673                      | 2,489,518                      | 10,059,191                     | 735,000                              | 1                              | 1   | 1  | 1                                    | 735,000                              | 8,304,673                      |
|        | Grand Total (I+II+III)                        | 475 204 072                    | 000 100 10                     | 100 000 110                    |                                      |                                |   |  |                                      |                                      |                                |
|        | (TIT I TO | 7/0/100/274                    | 33,894,289                     | 37,680,981                     | 423,517,380                          | 303,521,666                    | 25,122,818                                    | 23,163,998                                     | 305,480,485                          | 118,036,896                          | 121,782,406                    |
|        | Previous Year                                 | 402,528,396                    | 34,098,040                     | 11,322,363                     | 425,304,072                          | 269.066.097                    | 35 411 603                                    | 956 033  | 303 521 666                          | 101 780 406                          | 132 463 300                    |

|    | Total (a+b)   | 1,316,770,955     | 1,146,227,631 |
|----|---|-------------------|---------------|
|    | (b) Other Trade Receivables   | 1,271,912,882     | 1,118,367,916 |
|    |   | 44,858,073        | 27,859,71     |
| 17 | TRADE RECEIVABLES  ( Unsecured , Considered good )  (a) Trade receivables outstanding for a period exceeding six months from the date they were due for payment | 44,858,073        | 27,859,71     |
|    | Total   | 54,762,197        | 128,188,72    |
| 16 | INVENTORIES (Valued at lower of cost and net realisable value) Stock of Coal  | 54,762,197        | 128,188,7     |
|    | Total   | 2,364,250         | 3,544,0       |
| 15 | DEFERRED TAX ASSET  Deferred Tax Asset on account of depreciation   | 2,364,250         | 3,544,0       |
|    | Total (a+b)   | 41,829,081        | 11,665,       |
|    | Suo-total   | 41,754,081        | 11,590,       |
|    | (b) TRADE RECEIVABLES (Unsecured, considered Good) Sub-total  | 41,754,081        | 11,590,       |
|    | Sub-total   | 75,000            | 75,           |
|    | N.S.C. (Deposit with Sales Tax Departent)   | 35,000            | 35,           |
|    | FD with VAT Officer   | 40,000            | 40,           |
| 14 | OTHER NON-CURRENT ASSETS (a) LONG TERM DEPOSITS   |                   |               |
|    | Total   | 1,173,936         | 2,119         |
|    | Deposit with BSNL   | 1,000             |               |
|    | Security Deposit with J.K. tyre Industries Ltd Tata Indicom Deposit   | -                 | 1<br>400      |
|    | Monarch Projects & Finmarkets Ltd   | 12,200<br>1,000   | 9             |
|    | Office & Room Deposit Deposit with G.I.D.C. for water Supply  | 142,000           | 142           |
|    | Deposit for Shop at Gandhidham  | 132,736<br>85,000 | 93<br>50      |
|    | D.G.V.C.L. (Security Deposit)   | 122.726           | 1,02          |
|    | Security Deposit with Ultratech Cement Security Deposit with Wonder Cement Ltd  | 800,000           | 400           |
|    | Security Deposits-Unsecured, Considered Good  |                   |               |

| 1   | 8 CASH & CASH EQUIVALENTS                        |             |               |
|-----|--|-------------|---------------|
|     | i) Cash on hand                                  | 43,955,952  | 61,220,54     |
|     | ii) Balance With Banks                           | (6,733,197) | (1,574,11     |
|     | iii) Cash Equivalents                            |             |               |
|     | TDR With State Bank of India                     |             |               |
|     | TDR With Icici Bank Ltd                          | 21,703,836  | 25,100,00     |
|     |  | 30,410,000  |               |
|     | Total (i+ii+iii)                                 | 89,336,591  | 84,746,43     |
| 19  | SHORT TERM LOANS &                               |             |               |
|     | ADVANCES-UNSECURED                               |             |               |
|     | i) (Unsecured, considered Good)                  |             |               |
|     | Advance Given To Suppliers                       | 2,870,653   | 1,511,64      |
|     | ii) Other Advance & Receivables                  |             | 1,011,01      |
|     | Advance to Staff & Drivers                       | 31,363,374  | 22,076,749    |
|     | Accrued interest on FDR                          | 3,772,388   | 5,730,962     |
|     | Deffered Premium on forward Contract             | 136,517     | - U - Y       |
|     | Icici Bank CV Ioan -Advance                      |             | 903,167       |
|     |  | 2,032,577   | -             |
|     | Income Tax Refund Receivable (A.Y. 2015-16)      | 3,172,123   |               |
|     | Income Tax Refund Receivable (A.Y. 2014-15)      | 5,297,630   | 6,217,305     |
|     | Income Tax Refund Receivable (A.Y. 2013-14)      | 935,525     | 935,525       |
|     | Income Tax Refund Receivable (A.Y. 2009-10)      |             | 91,603        |
|     | Income Tax Refund Receivable (2011-12)           | 171,300     | 171,300       |
|     | Income Tax Refund Receivables (A.Y. 08-09)       |             | 169,808       |
|     | Interest Receivables - (deposit with J.K.Tyre)   | 11,800      | 54,921        |
|     | Interest Receivables - (FD with Vat Officer)     | 11,740      | 7,098         |
|     | Interest Receivables - (NSC)                     | 24,584      | 21,040        |
|     | Interest Receivables - Ultra Tech Cement         | 110,938     | 27,498        |
|     | Prepaid Annual Maintaince Contract               | 10,434      |               |
|     | Prepaid Gratuity                                 |             | 25,124        |
|     | Prepaid Toll Tax                                 | 15,147      | 19,414        |
|     | Prepaid Insurance                                | 2,567,571   | 21/24/1       |
|     | Prepaid Exp (Rent)                               | 143,000     | 2,163,461     |
|     | Prepaid RTO Expenses                             | 4,676,100   | 2 661 750     |
|     | Security Deposit with J.P. Associates Ltd        | 1,521,304   | 3,661,750     |
|     | Shah Developers                                  | 6,600,000   | 1,821,041     |
|     | Shree Balaji Motors                              | 19,800      | 1             |
|     | Excess TCS Refundable (A.Y. 2015-16)             |             |               |
|     | Tds Receivable (Daimler Financial Services)      | 67,125      | -             |
|     | Tds Receivables (Reliance Capital Ltd)           | 5,056       | 11,372        |
|     | Tds Receivables (Sundaram Fin. Ltd)              | 13,760      | 14,439        |
|     | Tds Receivables (Capital First Ltd )             | 2,562       | 7,421         |
|     | Tds Receivables (Tata Capital Fin Services Ltd.) | 10,427      |               |
|     | Tds Receivables (Magma Fincorp Ltd )             | 7,467       | 0.5           |
| - 1 | Vat Local  | 6,094       | Si Zeni       |
|     | Vat Refundable(A.Y. 2013-14)                     | 20,405      | 1.0           |
|     | Total (i+ii)                                     |             | 22,500        |
|     |  | 34,234,027  | 23,588,394    |
| 20  | OTHER CURRENT ASSETS                             |             |               |
| - 1 | (Unsecured, considered Good)                     |             |               |
|     | Insurance Claim Receivable                       | 4 167 165   | 2 402 062     |
|     | Insurance Claim Receivable (2013-14)             | 4,167,165   | 3,183,063     |
|     | Insurance Claim Receivable (2014-15)             | 11 200 002  | 3,736,223     |
|     | Subsidy Receivable on Solar Plant                | 11,300,993  | 4 5 4 4 4 4 4 |
|     |  |             | 1,344,000     |
|     | Total  | 15 400 450  | 0.777         |
|     |  | 15,468,158  | 8,263,286     |

MAHESHWARI LOGISTICS PRIVATE LIMITED CIN: U60232GJ2006PTC049224

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31S

| tione i tio | Tancuas  | For the year ended 31 March, 2015 Amount (Rs.) | For the year ended 3<br>March, 2014 |
|-------------|--|--|-------------------------------------|
| 21          | REVENUE FROM OPERATIONS                              | Amount (Rs.)                                   | Amount (Rs.)                        |
|             | (a) Sale of Products                                 |  |                                     |
|             |  |  | 40.1                                |
|             | i. Coal Sales  | 3,247,623,849                                  | 2 122 242 2                         |
|             | ii. Kraft paper                                      | 251,690,471                                    | 2,430,069,97                        |
|             | iii Scrap Sales                                      | 2,242,822                                      | 337,100,72                          |
|             | iv Sulphur Sales                                     | 339,190  | 4,648,51                            |
|             | v Other Sales  | - 337,190                                      | 778,36<br>23,799,95                 |
|             | (b) Sales of Services                                |  |                                     |
|             | i) Lorry Revenue                                     |  |                                     |
|             | ii) Port Service Charges Received                    | 1,666,713,533                                  | 1,263,171,53                        |
|             |  | 163,612,203                                    | 79,323,75                           |
|             | Total (a   | +b) 5,332,222,068                              | 4,138,892,820                       |
| 22          | OTHER INCOME   |  |                                     |
| i           | i) Interest Income                                   |  |                                     |
| i           | ii) Rent Income                                      | 6,950,437                                      | 4,297,875                           |
| i           | iii) Forfited income on Truck Sale                   | 468,000  | 762,200                             |
| i           | v) Profit on Sale of Trucks / Car                    | 500,000  |                                     |
| 1           | v) Other Income                                      | 5,812,175<br>3,300,690                         |                                     |
|             |  | 3,300,690                                      | 4,921,122                           |
| 23 F        | PURCHASE OF STOCK-IN TRADE                           | tal 17,031,302                                 | 9,981,197                           |
|             |  |  |                                     |
| i)          |  | 2,964,832,624                                  | 2 220 280 454                       |
|             | Puchase of Coal                                      | 2,930,177,280                                  | 2,229,280,454<br>2,182,331,129      |
|             | Discount on purchase of coal                         | (448,480)                                      | (1,519,883                          |
|             | Freight Expense                                      | 21,430,894                                     | 28,797,589                          |
|             | Custom Duty  | 12,898,100                                     | 19,670,340                          |
|             | Sales Tax  | 774,830  | 1,279                               |
| ii          | ) Kraft Paper  | 045 044 044                                    |                                     |
|             | Purchase of Kraft Paper                              | 246,211,549                                    | 327,337,806                         |
|             | Excise Duty on Purchase of Paper                     | 234,553,885                                    | 314,347,323                         |
|             | Freight Expense                                      | 14,748,653                                     | 19,830,937                          |
|             | Sales Tax Expense                                    | 136,650  |                                     |
|             | Less: Discount on purchase of paper                  | 1,839,364                                      | 2,171,240                           |
|             |  | (5,067,003)                                    | (9,011,695)                         |
| iii         |  | 2,368,810                                      | 4,473,002                           |
| iv          | 72   | 339,190  | 778,365                             |
| v)          | Other Purchase                                       |  | 12,698,537                          |
|             | Tota   | 3,213,752,172                                  |                                     |
| 4 OI        | PERATIONAL EXPENSES RELATING TO PROVISION OF ERVICES | 3,213,732,172                                  | 2,574,568,164                       |
|             |  |  |                                     |
| i)          | Relating to Lorry Hire Business                      | 1,468,519,686                                  | 1 007 000 54 5                      |
| ii)         | Port Service Charges                                 | 178,826,704                                    | 1,007,890,518                       |
|             |  | 1,0,020,704                                    | 108,956,826                         |
|             | Tota   | 1,647,346,390                                  | 1,116,847,344                       |

| 1  | CHANGES IN INVENTORIES OF STOCK-IN-TRADE  Opening Stock  (a) Stock in Trade  |   | ,   |
|--|--|---|---|
|  | Coal   | 128,188,727   | 194 171 00  |
|  | Sub To   |   | 184,171,98  |
|  | Closing Stock  | 120,100,727   | 184,171,98  |
| (  | a) Stock in Trade  | 73275731  |   |
|  | Coal   | 54,762,197  | 128,188,72  |
|  | Sub Total  | tal 54,762,197  | 128,188,728   |
|  | Change in Inventory  | 73,426,530  | 55,983,255  |
| 26 E   | MPLOYEE BENEFIT EXPENSES   |   | -   |
| (4   | a) Salaries  |   |   |
|  | b) Bonus to Staff  | 45,935,336  | 61,965,704  |
| (0   | c) Contribution to ESIC  | 1,659,400   | 761,190   |
| (0   | Contribution to Gratuity Fund  | 58,393  | 60,579  |
| (6   | e) Contribution to PF  | (112,454)   | 60,232  |
| (f   | Diwali Boni Exp  | 309,660   | 270,166   |
| (8   |  | 11,608,210  | 9,197,000   |
| (l   | n) Staff Welfare Expense   | 1,526,562<br>432,698  | 400,231   |
|  |  |   | 427,689   |
|  | Tot  | 61,417,805  | 73,142,701  |
| 7 F  | INANCIAL COST  |   |   |
| (a   | 0  | 250.284   |   |
| (b   | ) Bill Discounting Charges   | 259,386   | 357,615   |
| (c)  | Interest Expense   | 4,515,547   | 5,337,802   |
| (d   | Loan Processing Charges  | 49,326,155  | 49,850,651  |
| (e)  | 0  | 3,145,349<br>9,020,228  | 1,929,717   |
| (f)  | Stamp Duty & Mortgage Charges  | 6,110,593   | 2,935,125   |
| 3 07   | THER EXPENSES Total  |   | 2,453,864<br>62,864,774   |
| 1  | Advertisement Expense  |   |   |
| 2  | Annual Maintenance Contract  | 110,755   | 47,500  |
| 3  | Audit Fees   | 661,530   | 2,264,694   |
| 4  | Business Promotion Exp   | 168,540   | 168,540   |
| 5  | Clearing & Forwarding Charges  | 365,177   | 1,479,962   |
| 6  | Commission Exp.  | 160,703   | March 1   |
| 7  | Computer Expense   | 150,898   | 407,572   |
| 8  | Consultancy Fees   | 314,642   | 441,703   |
| 10   | Credit Rating Charges  | 78,627  | 82,138  |
| 11   |  | 260,000   |   |
|  | Director's Remuneration  | 369,889   | 441,316   |
| 12   | Director's Remuneration Donation   | 9,900,000   | 6,450,000   |
| 13   | Director's Remuneration  Donation  Donation given for CSR Activity   | 9,900,000<br>7,826,800  | 212000000000000000000000000000000000000   |
| 13<br>14   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp.  | 9,900,000<br>7,826,800<br>2,500,000   | 6,450,000<br>15,450,234   |
| 13<br>14<br>15   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim)   | 9,900,000<br>7,826,800  | 6,450,000<br>15,450,234<br>720,342  |
| 13<br>14<br>15<br>16   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981  | 6,450,000<br>15,450,234<br>720,342<br>1,579,119   |
| 13<br>14<br>15<br>16<br>18   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax   | 9,900,000<br>7,826,800<br>2,500,000   | 6,450,000<br>15,450,234<br>720,342  |
| 13<br>14<br>15<br>16<br>18<br>19   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695   | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032   |
| 13<br>14<br>15<br>16<br>18<br>19<br>20   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695<br>-<br>6,666,112   | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144  |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21   | Director's Remuneration Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695   | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636  |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22   | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT  | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695<br>-<br>6,666,112<br>90,262<br>149,469  | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335   |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23   | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695<br>-<br>6,666,112<br>90,262<br>149,469<br>74,289  | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025   |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24   | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695<br>-<br>6,666,112<br>90,262<br>149,469<br>74,289<br>62,000,959                                  | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686   |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25   | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading   | 9,900,000<br>7,826,800<br>2,500,000<br>941,981<br>-<br>17,607,695<br>-<br>6,666,112<br>90,262<br>149,469<br>74,289  | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867  |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26                                     | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees   | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 -   | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803   |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27                               | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp   | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252   | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070  |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27<br>28                         | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp Notified Area Tax   | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252 5,714,548                                     | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070<br>2,873,657   |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27<br>28<br>29                   | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp Notified Area Tax Office & Guest House Rent   | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252 5,714,548 194,546                             | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070<br>2,873,657<br>139,449                                      |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27<br>28<br>29<br>30             | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp Notified Area Tax Office & Guest House Rent Office Expense                                | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252 5,714,548 194,546 3,109,227                   | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070<br>2,873,657<br>139,449<br>1,194,739                         |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27<br>28<br>29<br>30<br>31       | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp Notified Area Tax Office & Guest House Rent Office Expense Petrol & Diesel Exp.           | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252 5,714,548 194,546 3,109,227 878,912           | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070<br>2,873,657<br>139,449<br>1,194,739<br>550,480              |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27<br>28<br>29<br>30<br>31<br>32 | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp Notified Area Tax Office & Guest House Rent Office Expense Petrol & Diesel Exp. Plot Rent | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252 5,714,548 194,546 3,109,227 878,912 2,751,215 | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070<br>2,873,657<br>139,449<br>1,194,739<br>550,480<br>2,091,008 |
| 13<br>14<br>15<br>16<br>18<br>19<br>20<br>21<br>22<br>23<br>24<br>25<br>26<br>27<br>28<br>29<br>30<br>31       | Director's Remuneration Donation Donation Donation given for CSR Activity Electricity Exp. Excess Provision Written off (Insurance Claim) Foreig Exchange Gain/Loss Income Tax Assessment Tax Insurance Exp Interest on Service Tax Interest on TDS Interest on VAT Kasar & Shartage A/c Legal & Professional Fees Loss on Commodity Trading Membership Fees Misc. Exp Notified Area Tax Office & Guest House Rent Office Expense Petrol & Diesel Exp.           | 9,900,000 7,826,800 2,500,000 941,981 - 17,607,695 - 6,666,112 90,262 149,469 74,289 62,000,959 2,243,030 - 792,252 5,714,548 194,546 3,109,227 878,912           | 6,450,000<br>15,450,234<br>720,342<br>1,579,119<br>46,677,032<br>8,058,144<br>25,636<br>321,335<br>63,025<br>30,119,686<br>1,376,867<br>1,803<br>111,070<br>2,873,657<br>139,449<br>1,194,739<br>550,480              |

|    | Total                             | 160,938,028 | 145,855,94 |
|----|-----------------------------------|-------------|------------|
|    | 0                                 | 256,032     | 78,80      |
| 54 | Weigh Bridge Expense              | 513,432     | 378,15     |
| 53 | Water & Dranage Exp               | 25,686,042  | 7,153,03   |
| 52 | Vehicle Repairs & Maintenance Exp | 15,000      | 15,00      |
| 51 | Vat Audit Fees                    | 1,732,088   | 1,121,93   |
| 50 | Travelling & Conveyance Exp       | 44,899      | 14,70      |
| 49 | Toll Tax Expenses                 | 1,109,601   | 1,213,25   |
| 48 | Telephone & Mobile Exp            | 723,667     | 283,5      |
| 47 | Testing & Sampling charges        | 175,844     | 807,18     |
| 43 | Software Maintanance Charges      | 149,246     | 271,1      |
| 42 | Security Guard Charges            |             | 6,764,1    |
| 41 | Service Tax Exp (Port Service)    |             | 315,6      |
| 40 | Sales Tax Assessment Exp          | 85,132      | 861,1      |
| 39 | Repair & Maintance A/C            | 60,000      | 75,0       |
| 38 | Register Fees Truck A/C GPCB      | 169,583     | 19,5       |
| 37 | R.O.C. Exp                        |             | 80,7       |
| 36 | Rent JCB                          | 903,167     | 613,9      |
| 35 | Premium on Forward Contract       | ***         |            |

## 29. Retirement benefits

#### (a) Defined Contribution Plans

The Company makes specified monthly contributions towards Employee Provident Fund and Employees State Insurance Corporation ('ESIC'). The Company's contribution paid / payable under the schemes is recognized as an expense in the Profit and Loss Account during the period in which the employee renders the related service.

#### (b) Defined Benefits Plans

The Company's gratuity benefit scheme is a defined benefit plan which is administered by the trustees and managed by Life Insurance Corporation of India. The Company makes yearly contribution towards Gratuity benefit scheme and management believes that the Company has no further obligation and recognizes such contribution as an expense.

Defined Benefit Plan:

| (I) AMOUNT RECOGNISED IN THE BALANCE SHEET             | As at<br>31/03/2015<br>(Amount in Rs.) |
|--|--|
| Present Value of Defined Benefit Obligation - Unfunded | (141,959)                              |
| Fair Value of Plan Assets                              | 208,470                                |
| Unrecognised Past Service Cost                         |  |
| Unrecognised Transition Liability                      |  |
| Net Asset recognised in Balance Sheet                  | 66,511                                 |

| (II) AMOUNT RECOGNISED IN THE STATEMENT OF PROFIT & LOSS | Year ended<br>31/03/2015<br>(Amount in Rs.) |
|--|---|
| Current Service cost                                     | 50,904                                      |
| Interest Cost  | 7,236                                       |
| Expected return on plan assets                           | (14,447)                                    |
| Actuarial Losses / (Gains)                               | (6,635)                                     |
| Past Service Cost  |   |
| Net amount recognised in the Statement of Profit & Loss  | 37,058                                      |

| (III) RECONCILIATION OF OPENING AND CLOSING<br>BALANCES OF THE PRESENT VALUE OF THE DEFINED<br>BENEFIT OBLIGATION | As at 31/03/2015 (Amount in Rs.) |
|---|----------------------------------|
| Present value of Defined Benefit Obligation at the beginning of the year  | 90,454                           |
| Current Service Cost  | 50,904                           |
| Past Service Cost   |                                  |
| Interest Cost   | 7,236                            |
| Benefit Paid  |                                  |
| Actuarial Losses / (Gains)  | (6,635)                          |
| Present value of Defined Benefit Obligation at the end of the year  | 141,959                          |

| (IV) ACTUARIAL ASSUMPTION                         | As at           |
|---|-----------------|
|   | 31/03/2015      |
|   | (Amount in Rs.) |
| Discount Rate<br>Expected Rate of Salary Increase | 8.00%           |
|   | 5.00%           |

(V) The company operates gratuity plan wherein employee is entitled to the benefit as per scheme of the company for each completed year of service. The same is payable on retirement or termination whichever is earlier. The benefit vests only after five years of continuous service.

# Defined Benefit Plans- Leave Encashment

The Company does not accumulate the leaves of employees. Leave is encashed every year.

# **Defined Contribution Plans:**

| AMOUNT RECOGNISED IN THE STATEMENT OF PROFIT AND LOSS | As at 31/03/2015 (Amount in Rs.) |
|---|----------------------------------|
| (i) Provident fund paid to the authorities            | 3,09,660                         |
| (ii) ESIC contribution paid to the authorities        | 58,393                           |
| TOTAL   | 3,68,053                         |

#### 30. Auditors Remuneration:

|                         | Current Year  | Previous year  |
|-------------------------|---------------|----------------|
| a) For Audit Fees       | Rs.1,12,360/- | Rs. 1,12,360/- |
| b) For Taxation matters | Rs.56,180/-   | Rs. 56,180/-   |
| c) Other Matter         |               | Rs. 1,37,080/- |
|                         | Rs.1,68,540/- | Rs.3,05,620/-  |
|                         | ========      | ========       |

# 31. Contingent Liability:

| _   |                  |                          | Amount (In Rs.)          |
|-----|------------------|--------------------------|--------------------------|
| -   | Particulars      | As At<br>31st March 2015 | As At<br>31st March 2014 |
| i)  | Bank Guarantees  | 27,00,000/-              | 27,00,000/-              |
| ii) | Letter of Credit | 3,88,05,800/-            |                          |

iii) Disputed liabilities: Income Tax Demand Rs. 6,65,770/- (L. Y. Rs. 6,65,770/-) consequent to Assessment Completed U/s. 143(3) of Income Tax Act, 1961, for A. Y. 2011-12, making certain disallowance which is disputed by the Company.

The Company believes that in appeal the disallowances will be either deleted or will get substantial relief and hence it believes that no provision is required.

iv) Vide Show Cause Notice, dated 11/5/2014, issued by Commissioner of Customs, Ahmedabad, with reference to Indonesian Steam Non Coking Coal imported in Year 2012-13, it is alleged that the Company has misclassified imported coal and thereby wrongly availed benefit of exemption Notification 12/2012 and the Company was show caused as to why imported coal which led to short levy of custom duty amounting to Rs. 63,44,690/- should not be demanded and show caused the company as to why Coal valued at Rs. 5,98,04,009/- should not be confiscated under the provisions of Customs Act and differential custom duty amounting to Rs. 63,44,690/- should not be demanded and recovered under the provisions of Customs Act, 1962 and further why Interest should not be recovered on the said differential Custom Duty and why Penalty should not be imposed under Customs Act. The Company has given it's detailed reply and explained and requested to set aside the said show cause notice.

Till date no further Notice/ Order is being served upon the company and as said Show Cause Notice does not creates any liability Company believes that no provision is required to be made in this regards.

# 32. Earning Per Share:

|  |                          | Amount (In Rs.)          |  |
|--|--------------------------|--------------------------|--|
| Particulars  | As At<br>31st March 2015 | As At<br>31st March 2014 |  |
| Net Profit /(Loss) after Current<br>And Deferred Tax (Rs.) | 6,46,16,788              | 6,02,61,151/-            |  |
| Weighted average No. of Eq. Shares of Rs. 10/- each (No.)  | 48,68,932                | 45,21,644/-              |  |
| EPS (Rs.)  | 13.27                    | 13.32                    |  |

#### 33. Director's Remuneration:

| Name of Directors | <b>Current Year</b> | Previous Year |
|-------------------|---------------------|---------------|
| Amit Maheshwari   | 24,00,000/-         | 24,00,000/-   |
| Vinay Maheshwari  | 51,00,000/-         | 24,00,000/-   |
| Varun Kabra       | 24,00,000/-         | 15,00,000/-   |
| Mayadevi Kabra    | -                   | 1,50,000/-    |

# 34. Micro, small and Medium Scale Business Entities:

As the Company has neither provided for nor has paid any Interest payable under the MSMED Act, 2006, no amount is inadmissible u/s 23 of MSMED act.

As necessary details are not available with the company, the Company has not identified whether the supplier is either Micro Enterprises or Small Enterprises or Medium Enterprises.

# 35. VALUE OF IMPORTS ON CIF BASIS:

|                        | Year ended         | Year ended        |
|------------------------|--------------------|-------------------|
|                        | 31st March, 2015   | 31st March, 2014  |
| Value of Imported Coal | Rs. 85,31,74,397/- | Rs.32,26,90,308/- |
| Foreign Travel Exp.    | Rs. 3,58,514/-     | Rs. 2,08,340/-    |
|                        |                    |                   |

# 36. Particulars of unhedged Foreign Currency Exposure as at the reporting date:

|                    | <br>¥           | Forming date.   |
|--------------------|-----------------|-----------------|
| <u>Particulars</u> | As at 31/3/2015 | As at 31/3/2014 |
| Import Payables    | 10,13,17,563    | 7,61,70,591     |

38) SEGMENT INFORMATION FOR THE YEAR ENDED 31ST MARCH, 2015

Information about Primary Business Segments

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|  | The second secon |   |                                  |                         |  | Business                   |
|--|--|---|----------------------------------|-------------------------|--|----------------------------|
|  |  |   | Year ended 31st March, 2015      | March, 2015             |  |                            |
| 21 H 1 K 1 K 1 K 1 K 1 K 1 K 1 K 1 K 1 K | Particulars  | Trading in Coal<br>& Papers &<br>Others | Transportation<br>& Port Service | Real Estate<br>Business | Total                                    | Trading in & Papers Others |
| 3  | Segment Revenue External Sales Inter-Segment Sales   | 3,501,896,332                           | 1,830,325,736                    |                         | 5,332,222,068                            | 2,772,597                  |
|  |  | 3,501,896,332                           | 2,074,115,922                    |                         | 5,576,012,254                            | 2,776,269                  |
| (ii)                                     |  | 87990923                                | 49,257,166                       |                         | 137,248,090<br>(49,326,155)<br>6,930,437 | 27,522,                    |
|  | Profit/(Loss) before tax   |   |                                  | -                       | 94,872,372                               |                            |
| (iii)                                    | Segment Assets<br>Unallocated  | 1,056,058,161                           | 420,818,979                      |                         | 1,476,877,140                            | 934,825,                   |
|  |  |   |                                  |                         | 1,673,976,090                            |                            |
| (iv)                                     | Segment Liabilities<br>Unallocated   | 699,658,558                             | 135,446,433                      |                         | 835,104,991                              | 641,327,3                  |
|  |  |   |                                  |                         | 1,179,286,974                            |                            |
| 2  | Capital Expenditure<br>Unallocated   |   |                                  |                         | - 16,611.020                             |                            |
|  |  |   |                                  |                         | 16,611,020                               |                            |
| ( <u>v</u> )                             | Depreciation<br>Unallocated  |   | 13712287                         |                         | 13,712,287                               |                            |
|  |  |   |                                  | •                       | 25,122,816                               |                            |

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| Trading in Coal      | Year ended 31st March, 2014      | t March, 2014           |  |
|----------------------|----------------------------------|-------------------------|--|
| & Papers &<br>Others | Transportation<br>& Port Service | Real Estate<br>Business | Total  |
| 3,671,717            | 1,342,495,287                    | 23,799,950              | 4,138,892,820  |
| 2,776,269,300        | 1,849,926,446                    | 23,799,950              | 4,649,995,696  |
| 27,522,753           | 91,179,294                       | 11,101,413              | 129,803,460<br>(50,448)<br>(49,850,651)<br>4,297,875 |
|                      |                                  |                         | 84,200,236   |
| 934,825,108          | 477,217,745                      |                         | 1,412,042,853  |
|                      |                                  |                         | 1,530,126,088  |
| 641,327,535          | 85,074,899                       |                         | 726,402,434  |
|                      |                                  | -                       | 1,137,290,444  |
| 1                    |                                  |                         | 2. 504.CE  |
| 1                    | -                                |                         | 32,695,536   |
|                      | 28,387,523                       |                         | 28,387,523   |
| -                    |                                  | ,                       | 35,411,603   |

# 39. Corporate Social Responsibility:

The Provision of Section 135 of the Companies Act 2013, is applicable to the company, Accordingly the company has incurred an amount of Rs 25,00,000/-during the year on account of expenditure towards Corporate social responsibility, details of it as indicated below:

Amount required to be spent U/s. 135
Paid to School of Human Genatics and Population Health

Rs. 11,66,629/-Rs. 25,00,000/-

# 40. Value of Imports on CIF basis:

|                        | Year ended         | Year ended        |
|------------------------|--------------------|-------------------|
|                        | 31st March, 2015   | 31st March, 2014  |
| Value of Imported Coal | Rs. 85,31,74,397/- | Rs.32,26,90,308/- |
| Foreign Travel Exp.    | Rs. 3,58,514/-     | Rs. 2,08,340/-    |

41. Previous years figures have been regrouped/recasted wherever required for better disclosure of financial statements.

For, KAKARIA & ASSOCIATES CHARTERED ACCOUNTANTS

Firm Regn. No. 104558W

1. No. 12 eec

(Kakaria Ujwal K.) PARTNER M.No.35416

PLACE: Vapi

DATE: 10/8/2015

For, MAHESHWARI LOGISTICS PVT. LTD.

(Amit Maheshwari)

DIRECTOR

DIN: 01680183

(Vinay Maheshwari)

DIRECTOR

DIN: 01680099