

M. K. Exim (India) Limited  
CIN: L63040RJ1992PLC007111  
Registered Office: G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer,  
Jaipur-302022.  
Phone: 0141- 3937501, 3937504. Fax: +91-141-3937502  
E-mail: mkexim@mkexim.com, mkexim123@gmail.com, Web-Site: www.mkexim.com

**NOTICE**  
**23<sup>rd</sup> ANNUAL GENEREAL MEETING**

NOTICE IS hereby given that the 23<sup>rd</sup> Annual General Meeting of the Members of M. K. Exim (India) Limited (CIN: L63040RJ1992PLC007111) will be held on Wednesday, 30<sup>th</sup> September 2015 at G-1/150, Garment Zone, EPIP, Sitapura, Tonk Road, Jaipur-302022 at 10.00 A.M. to transact the following business:

**Ordinary business**

- 1 To consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2015, the reports of the Directors and the Auditors thereon
- 2 To declare a dividend on equity shares
- 3 To appoint a director in place of Shri Dayaram Khanchandani (DIN00161546) who retires by rotation and is eligible for reappointment
- 4 To appoint auditors and fix their remuneration

**Special Business**

- 5 To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ordinary resolution**:  
RESOLVED THAT the appointment of Shri Manish Murlidhar Dialani (DIN 05201121) as the Managing Director of the Company , subject to retirement by rotation, on a monthly remuneration of Rs.20000/(inclusive of all perquisites and benefits) for a period of five years from-30.10.2014 –to 30.10.2019- be and is hereby approved.
- 6 To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ordinary resolution**:  
RESOLVED THAT Smt. Lajwanti Murlidhar Dialani (DIN 05201148) who was appointed as an additional director of the Company and who holds the office of Director till this annual general meeting and in respect of whom the Company has received a notice from a member proposing her candidature with requisite deposit, be and is hereby appointed as the director of the Company, subject to retirement by rotation.

By order of the board  
For **M.K. Exim (India) Limited**

Place : Jaipur  
Date : 30.05.2015

**Sd/-**  
**(Prakriti Sethi)**  
Company Secretary

**Notes**

- 1 **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10 per cent of the total share capital of the Company. A member holding more than 10 per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder. Proxies to be effective should be deposited at the registered office of the Company, duly signed and stamped with revenue stamp of Rs.1, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of bodies corporate must be supported by an appropriate resolution.
- 2 The explanatory statement pursuant to section 102 of the Companies Act 2013 (the Act) in respect of special business at item Nos. 5 and 6 of the accompanying notice is annexed herewith.
- 3 The Register of members and share transfer books of the Company will remain closed from **Thursday, 24<sup>th</sup> September 2015** to **Wednesday 30<sup>th</sup> September 2015** (both days inclusive) for determining the names of members eligible for dividend, if declared at the annual general meeting.
- 4 The dividend on equity shares, if declared at the annual general meeting, will be payable on or after 1<sup>st</sup> October 2015 to those members:
  - a) Whose names appear as members in the register of members of the Company after giving effect to valid share transfers in physical form lodged with the Company /RTA on or before **23<sup>rd</sup> Sept 2015** and
  - b) Whose names appear as beneficial owners in the list of beneficial owners on **23<sup>rd</sup> September 2015** furnished by NSDL and CDSL for this purpose.
- 5 Securities And Exchange Board of India (SEBI) has mandated the submission of permanent account number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
- 6 Members holding shares in physical form are requested to advise any change of address and are also requested to submit their specimen signature duly attested by their bank to the Company. Members holding shares in electronic form must intimate their depository participants any change in their address.
- 7 **Nomination facility:** Section 72 of the Act provides for facility to the members for making nomination in respect of the shares held by them in the Company. Members holding shares in single name and who have not registered the nomination should submit to the Company form SH 13 for making nomination. Members holding the shares in electronic form should submit the form to their depository participants. Members can change the nomination by filing form SH14 with the Company (in case of shares held in physical form) or to the depository participant (in case shares are in electronic form)
- 8 **Updation of members details:** The register of members under the Act and the relevant rules is required to be maintained with additional details such as PAN details, email address, bank details for payment of dividend, etc. A form for capturing these details is

**NOTES:**

appended at the end of this annual report. Members holding shares on physical form are requested to submit the filled form to the Company and members holding shares in demat form are requested to submit the form to their respective depository participants.

- 9 Electronic copy of the annual report for the year 2014-15 is being sent to those members whose email Ids are registered with the Company/depository participant. Physical copies are being sent to the other members.
- 10 Electronic copy of the notice of the 23<sup>rd</sup> annual general meeting of the Company , indicating the process and manner of e-voting along with attendance slips and proxy form are being sent to all those members whose email Ids are registered with the Company/depository participant. To other members, the above are sent in physical form indicating the process and manner of e-voting, in the permitted mode.
- 11 The notice of the 23<sup>rd</sup> annual general meeting and the annual report will also be available at the Company's website [www.mkexim.com](http://www.mkexim.com) which can be downloaded. The physical copies of the above documents will also be available at the Company's registered office at Jaipur for inspection during normal business hours on working days (Monday through Friday). All members are entitled to receive physical form of the above , free of cost, upon making a request to the Company at its registered office or dedicated investor email id: [investoragm@mkexim.com](mailto:investoragm@mkexim.com).

**12 Voting through electronic means**

In accordance with section 108 of the Act and the relevant rules made thereunder and for the time being in force, the Company is pleased to provide its members the facility of **remote e-voting** , i.e e-voting from a place other than the venue of the AGM to exercise their right to vote at the 23<sup>rd</sup> AGM. The voting can be made through the services of Central Depository Services (India) Limited (CDSL)

The facility for voting, either through electronic voting system or through ballot/polling paper shall also be made available at the venue of the 23<sup>rd</sup> AGM. The members , who attend the meeting and who have not already cast their vote through e-voting, shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Shri Suresh Chandra Sharma, S.C. Sharma & Associates, practising company secretary, as the scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

**13 The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 27.09.2015 at 9.00 a.m. and ends on 29.09.2015 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence no. is printed on address Sticker.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field</p>
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
<b>OR</b> Date of Birth (DOB)	If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of the **M.K. Exim (India) Limited** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (i) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e., 23.09.2015 may follow the same instructions as mentioned above for e-Voting.
- (ii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- (iii) The voting rights of members shall be in proportion to their shares in the paid up capital of the Company as on the cut off date, ie. 23<sup>rd</sup> September 2015. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories, as on cut off date, shall only be entitled to avail the facility of remote e-voting, voting through ballot form as well as voting at the venue of the 23<sup>rd</sup> annual general meeting.
- (iv) Any person who acquires shares of the Company and becomes a member of the Company after the date of dispatch of notice and holding the shares on the cut off date, may cast his vote by remote evoting, or ballot form or through poll at the meeting.

**Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.**

**ANNEXURE TO THE NOTICE OF THE 23<sup>RD</sup> ANNUAL GENERAL MEETING.  
EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO  
SECTION 102 OF THE COMPANIES ACT 2013**

**Item: 5**

The Board of directors of the Company , on recommendation of the Remuneration and Nomination Committee, appointed Shri Manish Murlidhar Dialani as Director and Managing Director of the Company, at the meeting held on 30.10.2014, for a period of 5 years from 30.10.2014-to 30.10.2019-on a monthly remuneration of Rs. 20000/-per month.

Shri ManishDialani is Graduate in Commerce and has the experience of more than 10 years in the running of business enterprises. The Board is of the view that his experience would be of immense benefit to the Company. Shri Manish Dialani holds 28105 shares in the Company

Under the provisions of the Companies Act 2013, the appointment of Managing Director and payment of his remuneration would require approval of the members.

Shri Manish Dialani is related to Smt. Lajwanti M Dialani, Director of the Company. She may be deemed to be interested or concerned in the resolution. None of the other directors is concerned or interested in the resolution.

The Directors commend the resolution for the approval of the members.

The extract of his terms of appointment is available at the registered office of the Company for inspection of members on week days (Monday through Friday) between 11.00 am to 1.00 pm.

**Item No 6:**

The Board of directors of the Company , on recommendation of the Remuneration and Nomination Committee, appointed Smt. Lajwanti Murlidhar Dialani as additional Director. As the additional director, she holds the office till the date the annual general meeting. The Company has received a notice from a member with requisite deposit, proposing her candidature as the Director of the Company. Smt. Lajwanti Murlidhar Dialani holds 257641 shares in the Company

Shri Manish Dialani is related to Smt. Lajwanti M Dialani, Director of the Company. He may be deemed to be interested or concerned in the resolution. None of the other directors is concerned or interested in the resolution.

The Directors commend the resolution for the approval of the members.

By order of the board  
For **M.K. Exim (India) Limited**

Place : Jaipur  
Date : 30.05.2015

**Sd/-**  
**(Prakriti Sethi)**  
Company Secretary

**DIRECTORS' REPORT**

To:

The Members of MK Exim India Limited

Your Directors have pleasure in presenting their 23<sup>rd</sup> Annual Report and the audited financial statements for the financial year ended 31<sup>st</sup> March 2015

**1 Financial Results**

The summarized financial results for the financial year ended 31<sup>st</sup> March 2015 are presented below:

Rs. In lacs

Details	Financial year ended 31 <sup>st</sup> March 2015	Financial year ended 31 <sup>st</sup> March 2014
Income from operations	<b>5093.03</b>	2808.90
Profit before interest, depreciation and taxation	<b>107.93</b>	47.66
Finance cost	<b>21.60</b>	17.63
Depreciation	<b>17.45</b>	15.73
Profit before tax	<b>68.88</b>	14.30
Taxation	<b>18.00</b>	3.21
Profit after tax	<b>50.88</b>	11.09
Balance brought forward from previous year	<b>933.18</b>	922.09
Disposable surplus available after adjustments	<b>984.06</b>	933.18
Appropriations:		
Proposed dividend	<b>35.90</b>	---
Dividend distribution tax	<b>7.35</b>	---
Balance carried to balance sheet	<b>940.81</b>	933.18

The income during the financial year ended 31<sup>st</sup> March 2015 is Rs. 5093.03 lacs compared to Rs. 2828.90 in the previous year- an increase of 81.31%. The profit after tax for the financial year ended 31<sup>st</sup> March 2015 is Rs. 50.88 lacs compared to Rs. 11.09 lacs – an increase of 359% over the previous year. The sales by way of exports is Rs. 4602.87 lacs during the year ended 31<sup>st</sup> March 2015 compared to Rs. 2477.95 lacs in the previous year. Export sales constitute about 96% of the total sales during the year.

**2 Dividend and Reserves**

The Board of Directors has recommended a dividend of Rs. 0.50 per share (5%) for the financial year ended 31<sup>st</sup> March 2015 aggregating to Rs.35.90 lacs. During the year under review, no amount is transferred to general reserves and the surplus amount of Rs. 940.81 lacs is carried over to the balance sheet.



**3 Share Capital**

The paid up equity share capital of the Company as at 31<sup>st</sup> March 2015 stood at Rs 718.05 lacs. During the year under review, the Company has not issued shares with differential voting rights nor has it granted any stock options or sweat equity. None of the directors of the Company hold instruments convertible into equity shares during the financial year ended 31<sup>st</sup> March 2015.

**4 Finance & Accounts**

The Company prepares its financial statements in accordance with the requirements of the Companies Act 2013 and the Generally Accepted Accounting Principles (GAPP) as applicable in India. The financial statements have been prepared on historical cost basis. The estimates and judgments relating to the financial statements are made on a prudent basis so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the financial year ended 31<sup>st</sup> March 2015.

**5 Business Risks**

Like any other company in the textiles sector, the Company is exposed to business risks which can be internal and external. Increase in oil prices, volatility in the exchange rate of rupee vis-a-vis other principal currencies, increase in inflation leading to reduced spending power, are some of the risks faced by the Company. The expected slow down in the growth in economies in Euro Zone, USA, South American countries, Russia, Middle East and other Asian countries may impact export sales of the Company.

The Board of Directors is well aware of these risks and through the operational management, continues to monitor them and guides in taking prompt action to mitigate the risks.

**6 Corporate Social Responsibility**

Section 135 of the Companies Act 2013 and the rules made there under relating to corporate social responsibility are not applicable to the Company during the financial year ended 31<sup>st</sup> March 2015.

**7 Subsidiaries**

The Company has no subsidiary company.

**8 Corporate Governance**

As per SEBI circular CIR/CFD/POLICY CELL/7/2014 dated 15<sup>th</sup> September 2014, clause 49 of the listing agreement relating to corporate governance is not applicable to the Company.

**9 Listing of shares in BSE**

During the financial year under report, the equity shares issued by the Company are listed at BSE.

**10 Extract of Annual Return**

The extract of annual return in form MGT 9, as required under section 92 of the Companies Act 2013, as at 31<sup>st</sup> March 2015, is annexed to this report as Annexure A which forms part of this report.

**11 Key Managerial Personnel**

During the year under review, the Company has appointed following persons as its Key Managerial Personnel

Sr No.	Name	Designation
1	Shri Dayaram Khanchandani	Chairman and Whole time Director
2	Shri Manish Murli Dialani	Managing Director
3	Shri Shashi Kant Vyas	Chief Financial Officer
4	Ms. Prakriti Sethi	Company Secretary

## 12 Board of Directors

### Appointment

During the year, the Board had appointed, on the recommendation of the Remuneration and Nomination Committee, Shri Manish M Dialani as the additional director from 29<sup>th</sup> September 2014 and as the Managing Director from 30<sup>th</sup> October 2014 for a period of 5 years subject to approval of the members at the ensuing annual general meeting.

During the year, the Company has appointed Smt. Lajwanti Murli Dialani (DIN 05201148) as additional director with effect from 30.03.2015 . As additional director, she holds office till the ensuing annual general meeting. The Company has received notice of her appointment with requisite deposits from a member.

### Resignation

Smt. Pushpa Khanchandani (DIN 00174337 ) resigned as Director from 30.10.2014. The Board places on record its appreciation of the services rendered by Smt. Pushpa Khanchandani.

### Independent Directors

All Independent directors have given declaration that they meet the criteria of independence as stipulated under section 149(6) of the Companies Act 2013.

As per provisions of Section 152 of the Companies Act 2013 and in accordance with the provisions of the Articles of Association of the Company, Shri Dayaram Khanchandani retires by rotation and being eligible offers himself for re appointment.

### 13 Number of meetings of the Board

During the year under report, the board met 12- times on 15.05.2014, 26.05.2014, 21.06.2014, 30.06.2014, 31.07.2014, 01.09.2014, 01.10.2014, 30.10.2014, 22.12.2014, 07.02.2015, 18.03.2015 & 30.03.2015

### 14 Board Evaluation

The performance evaluation of the independent directors was completed. The performance evaluation of the Chairman and non-independent directors was carried out by the independent directors and was accepted by the Board.

**15 Particulars of loans, guarantees or investments by the Company**

During the year, the Company has not given any loan or issued any guarantee in connection with the loan.

The Company has entered into an agreement with the directors and members of Kolba Farm Fab Private Limited (Kolba), a company based in Surat, Gujarat, to acquire the said company's shares subject to certain terms and conditions. Kolba's business activities are in sync with the Company's business. If the agreement materialises, Kolba would become the subsidiary of the Company during the current financial year. The acquisition would greatly supplement the ever increasing business activities of the Company.

**16 Whistle Blower policy**

The Company has in place a mechanism to report genuine concerns or grievances.

**17 Remuneration and Nomination policy**

The Board of directors has adopted a policy framework for selection, appointment and remuneration of directors, key managerial personnel and senior management of the Company.

**18 Related party transactions**

All transactions entered with related parties for the financial year ended 31<sup>st</sup> March 2015 were on arm's length basis and in the ordinary course of business. Hence provisions of Section 188 of the Companies Act 2013 are not attracted and disclosure in form AOC 2 is not required.

All related party transactions are placed before the Audit Committee and the Board of Directors for approval.

**19 Significant and material orders passed by the regulators or courts**

There are no significant and material orders passed by the regulators or courts against the Company during the year.

**20 Directors responsibility statement**

To the best of knowledge and belief and according to the information and explanation obtained by them, your directors make the following statement in terms of section 134(3)(c) of the Companies Act 2013:

- (i) That in preparation of the annual accounts for the year ended 31<sup>st</sup> March 2015 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) 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 as at 31<sup>st</sup> March 2015 and of the profit of the Company for the year ended on that date;
- (iii) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act

2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (iv) That the annual accounts have been prepared on a going concern basis
- (v) That 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.

#### **21 Statutory auditors**

M/s. Vimal Agrawal & Associates, Chartered Accountants, who are statutory auditors of the Company hold office upto the forthcoming annual general meeting. If appointed, Under section 139 of the Companies Act 2013, they shall hold office from the conclusion of the ensuing annual general meeting till the conclusion of the annual general meeting relating to the financial year ending 31<sup>st</sup> March 2018. The Company has obtained written confirmation from the auditors that their appointment, if made, would be in conformity with the limits specified in the said section.

#### **Qualification in the auditor's report**

With reference to the auditor's remarks in regard to AS 15 for Employees Benefits (Revised 2005) for provision of gratuity, the Directors clarify that the liability for gratuity payable by the Company is being worked out in consultation with LIC and appropriate policy as advised by LIC will be taken in due course, during the current financial year.

#### **22 Cost Audit**

The provisions of the Companies (Cost Records and Audit) Rules 2014 are not applicable to the Company's operations.

#### **23 Secretarial Audit Report**

As required under section 204 of the Companies Act 2013, the Secretarial Audit Report from Mr. Suresh Chandra Sharma, S. C. Sharma & Associates, Practising Company Secretary (CP No 3374) is annexed to this report as Annexure B which forms part of this report.

With reference to the observations in the secretarial audit report in the matter of appointment of independent directors, the Directors state that the Company has complied with the provisions of section 149 of the Companies Act 2013 and no action need to be taken further.

#### **24 Internal control system and their adequacy**

The Company has an effective internal control system commensurate with its size and scale of its operations. The internal audit is entrusted to M/s M/s Madhur & Associates, Chartered Accountants.

The Audit Committee reviews the adequacy and effectiveness of the internal control systems and suggests improvements, wherever required.

#### **25 Environment and Safety**

The Company's operations do not pose any environment hazards and are conducted in such a manner that safety of all concerned and compliances with environmental regulations is ensured.

**26 Statutory Information****(A) Conservation of energy:****I. Power Consumption:**

	Year Ended	Year Ended
	31.03.2015	31.03.2014
1. Electricity		
Purchased units	46110	15510
Total Amount (in Rs.)	334637	119033
Rate per unit (in Rs.)	7.26	7.67
2. Diesel		
Purchased (in liters)	NIL	NIL
Total Amount(in Rs.)	NIL	NIL
Rate per liter (in Rs.)	NIL	NIL
3. Coal	NIL	NIL
4. Furnance Oil	NIL	NIL
5. Other Internal Generation	NIL	NIL

**II. Consumption per unit of Production**

	Year Ended	Year Ended
	31.03.2015	31.03.2014
1. Electricity units per mtr. fabrics	NIL	NIL

The Consumption of energy has increased with the increased business activities of the Company during the year. The Management is taking all possible efforts to avoid wasteful consumption of energy.

**(B) Technology Absorption:** The Company has no technology agreement and the issue of technology absorption does not arise.

**(C) Foreign exchange out go and expenses**

Foreign exchange earnings: Rs 45,91,40,093/-

Foreign Exchange outgo      Rs. NIL

**27 Acknowledgment**

The Directors wish to place on record their appreciation of the contribution made by the employees at all levels but for whose efforts, the Company could not have achieved the remarkable financial results for the financial year ended 31<sup>st</sup> March 2015.

The Directors also wish to thank the Company's customers and banks for their continued support and faith reposed in the Company.

By order of the board  
for M. K. Exim (India) Limited

	<b>Sd/-</b>	<b>Sd/-</b>	<b>Sd/-</b>
Place: Jaipur	<b>DayaRam Khanchandani</b>	<b>Manish Murlidhar Dialani</b>	<b>Prakriti Sethi</b>
Date:30.05.2015	<b>Whole Time Director</b>	<b>Managing Director</b>	<b>Company Secretary</b>
	<b>(DIN: 00161546)</b>	<b>(DIN:05201121)</b>	

**Annexure A****FORM NO MGT 9****EXTRACT OF ANNUAL RETURN**As on financial year ended 31<sup>st</sup> March 2015(Pursuant to section 92(3) of the Companies Act 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules 2014)**I Registration & Other Details**

- 1 CIN : L63040RJ1992PLC007111
- 2 Registration Date : 31.12.1992
- 3 Name of the Company : M.K.EXIM (INDIA) LIMITED
- 4 Category/sub category : Non government company limited by shares
- 5 Address of the registered office : G1/150, Garment Zone, EPIP, Sitapura,  
Tonk Road, Jaipur-302022 Rajasthan  
Phone: +91 141 3937500  
Email: mkexim@mkexim.com
- 6 Whether listed Company Yes
- 7 Name and address of the RTA : Beetal Financial & Computer Services (P) Ltd.  
Beetal House, 3<sup>rd</sup> Floor, 99, Madangir,  
Behind Local Shopping Center,  
Near Dada Harsukhdas Mandir,  
New Delhi – 110 062  
Tel : (011) 2996 1281/82  
Fax : (011) 2996 1284  
E mail : beetalrta@gmail.com

**II Principal business activities of the Company**

(All the business activities contributing 10% or more of the turnover of the Company shall be stated)

Sr. No	Name and description of main products/services	NIC code of the products/services	% to total turnover of the Company
1	Dyed Fabrics	551502	88
2	Mat	391890	10

III Particulars of holding, subsidiary and associate companies: Not applicable

IV Shareholding pattern

Shareholding pattern as on 31.03.2015

Category of shareholders	No of shares held at the beginning of the year (1/4/2014)				No of shares held at the end of the year (31/03/2015)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A Promoters</b>									
<b>1 Indian</b> Individual/HUF Bodies Corporate Any other	1861900	0	1861900	25.93	1861900	0	1861900	25.93	0
<b>Sub total (A)(1)</b>	1861900	0	1861900	25.93	1861900	0	1861900	25.93	0
<b>2 Foreign</b> NRIs Individuals Bodies Corporate Any other	0	0	0	0	0	0	0	0	0
<b>Sub total (A)(2)</b>	0	0	0	0	0	0	0	0	0
<b>Total shareholding of promoter (A)=(A)(1)+(A)(2)</b>	1861900	0	1861900	25.93	1861900	0	1861900	25.93	0
<b>B Public shareholding</b>									
<b>1 Institutions</b> Mutual Funds/UTI Banks/FI FIs Others (Specify)	0	0	0	0	0	0	0	0	0
<b>Sub total (B)(1)</b>	0	0	0	0	0	0	0	0	0
<b>2 Non Institutions</b>									
Bodies Corporate Indian	1126538	0	1126538	15.69	973048	0	973048	13.55	2.14
Overseas									
Individuals Individuals holding nominal share capital upto Rs. 1 lakh	538116	371625	909741	12.67	541339	371625	912964	12.71	0.04
Individuals holding nominal capital in excess of Rs. 1 lakh	3069675	50000	3119675	43.45	3218669	50000	3268669	45.52	2.07
Clearing members	1024	0	1024	0.01	0	0	0	0	0.01



NRI	670	72000	72670	1.01	0	72000	72000	1.0	0.01
Others (specify) HUF	88952	0	88952	1.24	91919	0	91919	1.28	0.04
<b>Sub Total (B)(2)</b>	<b>4824975</b>	<b>493625</b>	<b>5318600</b>	<b>74.07</b>	<b>4824975</b>	<b>493625</b>	<b>5318600</b>	<b>74.07</b>	<b>0</b>
<b>Total Public shareholding (B)=(B)(1)+(B)(2)</b>	<b>4824975</b>	<b>493625</b>	<b>5318600</b>	<b>74.07</b>	<b>4824975</b>	<b>493625</b>	<b>5318600</b>	<b>74.07</b>	<b>0</b>
<b>Grand total (A) +(B)</b>	<b>6686875</b>	<b>493625</b>	<b>7180500</b>	<b>100</b>	<b>6686875</b>	<b>493625</b>	<b>7180500</b>	<b>100</b>	<b>0</b>

## ii Shareholding of Promoters

S.no.	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in sharehold ing during the year
		No of shares	% of total shares of the Compa ny	% of shares pledged/ encumbe red to total shares	No of shares	% of total share s of the Com pany	% of share s pledg ed/en cumb ered to total share s	
1	Daya ram Khanchandani	1434590	19.98	0	1434590	19.98	0	
2	Shyam Khanchandani	285010	3.97	0	285010	3.97	0	
3	Pushpa Khanchandani	142300	1.98	0	142300	1.98	0	

## iii Change in promoters' shareholding

Sr No	Particulars	Shareholding at the beginning of the year		Cumulative shareholding During the year	
		No of shares	% of total shares	No of shares	% of total shares
1	Name Daya ram Khanchandani	1434590	19.98	1434590	19.98
2	Shyam Khanchandani	285010	3.97	285010	3.97
3	Pushpa Khanchandani	142300	1.98	142300	1.98
	At the beginning of the year				
	Purchase/sales on-----	NIL	NIL	NIL	NIL
	At the end of the year				

## iv Shareholding pattern of top 10 shareholders (Other than directors/promoters)

Sr No	Name	Shareholding at the beginning Of the year		Cumulative shareholding During the year	
		No of shares	% of total shares	No of shares	% of total shares
1	Nitin Khanchandani	815000	11.35	815000	11.35
2	Sunny Khanchandani	435000	6.058	1250000	17.408
3	Rakhi Khanchandani	390000	5.431	1640000	22.839
4	Jainam Share Consultants p Ltd	375524	5.230	2015524	28.069
5.	Lajwanti Murlidhar Dialani	257641	3.588	2273165	31.657
6.	Allwin Multitrade P Ltd	200000	2.785	2473165	34.442
7	Suryabhan Eknath Dhurpate	122700	1.709	2595865	36.151
8.	Anand sethi	100000	1.393	2695865	37.544
9	Meghna Organisers P Ltd	100000	1.393	2795865	38.937
10	Latin Manharlal Securities P Ltd	100000	1.393	2895865	40.33

## V Shareholding of Directors and key managerial personnel

Sr No	Name	Share holding at the Beginning of the year		Cumulative shareholding During the year	
		No of shares	% of total shares	No of shares	% of total Share holding
1	Shri Manish Murlidhar Dialani	28105	0.391	28105	0.391
2	Smt Lajwanti Murlidhar Dialani				
	Datewise				
	01.04.2014	14100	0.196	14100	0.196
	30.05.2014,	22043	0.306	36143	0.5033
	13.06.2014,	160649	2.237	196792	2.7406
	20.06.2014	60849	0.847	257641	3.5881
	Increase/decrease in shareholding during the year specifying the reasons for Increase/decrease (e.g. allotment/transfer/bonus/transfer				

## V Indebtedness

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

Rs. In lacs

Particulars	Secured loans Excluding deposits	Unsecured loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
1 Principal amount	213.11	NIL	NIL	213.11
2 Interest due but not paid	NIL	NIL	NIL	NIL
3 Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (1+2+3)</b>	213.11	NIL	NIL	213.11
<b>Change in Indebtedness during the financial year</b>				
Addition	40.00	NIL	NIL	40.00
Reduction	83.20	NIL	NIL	83.20
Net change	43.20	NIL	NIL	43.20
<b>Indebtedness at the end of the financial year</b>				
1 Principal amount	169.91	NIL	NIL	169.91
2 Interest due but not paid	NIL	NIL	NIL	NIL
3 Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (1+2+3)</b>	169.91	NIL	NIL	169.91

**VI Remuneration of directors and key managerial personnel****A Remuneration to Managing Director, whole time Director and/or Manager:**

Rs. In lacs

Sr No.	Name of the MD/WTD/Manager	Gross salary	Value of perquisites	Commission	Other(Specify)	Total
1	Daya Ram Khanchandani - WTD	1.86	0	0	0	1.86
2.	Pushpa Khanchandani- Director	1.40	0	0	0	1.40
3.	Manish Murlidhar Dialani - MD	1.00	0	0	0	1.00
4.	Prakriti Sethi- Company Secretary	0.60	0	0	0	0.60

**Remuneration to key managerial personnel other than MD/WTD/Manager: with Detail -**

Rs. In lacs

Sr No.	Name of the MD/WTD/Manager	Gross salary	Value of perquisites	Commission	Other(Specify)	Total
1	Raj Kumar Jain Manager	3.08	0	0	0	3.08
2.	Shashi Kant Vyas- Chief Financial officer	2.34	0	0	0	2.34

**B Remuneration to other directors: NIL**

Sr No	Particulars of Remuneration	Name of independent directors	Total
<b>Independent Directors</b>			
1	Gross salary		NIL
2	Value of perquisites		NIL
3	Commission		NIL
4	Others (specify)		NIL
	<b>Total B</b>		<b>NIL</b>

**VII Penalties/punishment/compounding of offences :** Not applicable

**Annexure B**

**S C Sharma & Associates  
Company Secretaries**

**T-7, Jeewan-Vihar Complex, New Colony, Panch Batti, M. I. Road, Jaipur-302001.**

**Phone: 0141-2370479; Fax: 4010479.**

**E-mail: sssharmac@gmail.com. Web-site: www.sssharmac.com**

**SECRETARIAL AUDIT REPORT**

*FOR THE FINANCIAL YEAR ENDED 31.03.2015*

*[Pursuant to section 204(1) of the Companies Act, 2013 and rules made there under]*

To,  
The Members,  
M.K. Exim (India) Limited  
CIN: L63040RJ1992PLC007111  
Jaipur.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M.K. Exim (India) Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2015 according to the provisions of:-

- (i) The Companies Act, 2013 (the Act) and the rules made there under (in so far as they are made applicable);
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External

Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (not applicable to the company during the Audit period);
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (not applicable to the company during the Audit period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (not applicable to the company during the Audit period); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (not applicable to the company during the Audit period);

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (not applicable for this financial year 31.03.2015).
- (ii) The Listing Agreements entered into by the Company with Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:-

***The composition of the board of directors relevant with independent directors is not according to Section 149 Of the Companies Act, 2013 and Companies (Appointment and***

***Qualification Rules), 2014 as the Independent Directors are continuing their office from the year 2005 and 2006.***

Majority decision of the board of directors is carried through and are captured and recorded as part of the minutes. There were no dissenting views.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**Date: 29.06.2015**

**Place: Jaipur**

**For S C Sharma & Associates  
Company Secretaries**

**FCS 3374  
CP 2531**

**Sd/-  
Suresh Sharma  
Prop.**

**Note: This report is to be read with our letter of even date which is annexed as Annexure and an integral part of this report.**

**Annexure to Secretarial Audit Report**

To,  
The Members,  
M.K. Exim (India) Limited  
CIN: L63040RJ1992PLC007111  
Jaipur.

1. The compliance of the provisions of all laws, rules, regulations, standards applicable to the M. K. Exim (India) Limited (the 'Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
5. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Date: 29.06.2015**  
**Place: Jaipur**

**For S C Sharma & Associates**  
**Company Secretaries**

**FCS 3374**  
**CP 2531**

**Sd/-**  
**Suresh Sharma**  
**Prop.**



**INDEPENDENT AUDITORS' REPORT****To the members of M.K. EXIM (INDIA) LIMITED****Report on the Financial Statements**

We have audited the accompanying financial statements of M.K. EXIM (INDIA) LIMITED ("the Company"), which comprise the Balance Sheet as at 31st 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 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows 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. This responsibility also includes maintenance of adequate accounting records in accordance with provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 misstatements, whether due to fraud and error.

**Auditors' Responsibility**

Our responsibility is to express an opinion on these 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 thereunder.

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 financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements of financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control 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. An audit also includes evaluating the appropriateness of 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<sup>st</sup> March, 2015; and its profit and cash flows for the year ended on that date.

**Emphasis of Matters**

We draw attention to the following matters in the Notes to the financial statements:

*AS-15, for Employees Benefits (Revised 2005), in respect of Provision for Gratuity. The Provision for Gratuity provided by the company is inadequate and its effect on liabilities and profit of the Company is unascertainable. Further, requisite disclosures are not made in respect of retirement benefits.*

Our opinion is not modified in respect of this matter.

As required by Companies (Auditors' Report) Order, 2015 issued by the Central Government of India in terms of Section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 of the said order.

**Report on Other Legal and Regulatory Requirements**

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 purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss and the 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 referred to in Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the Directors, as on 31<sup>st</sup> March, 2015 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the other matter 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. The company does not have any pending litigation which would impact its financial position.
  - 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 Investor Education and Protection Fund by the company.

For VIMAL AGRAWAL & ASSOCIATES  
Chartered Accountants  
(FRN: 004187C)

Sd/-  
(V. K. Agrawal)  
Partner  
M. No. 071627

Place : Jaipur  
Date : 30.05.2015

**ANNEXURE REFERRED TO IN OUR REPORT OF EVEN DATE ON THE ACCOUNTS OF M.K. EXIM (INDIA) LIMITED FOR THE YEAR ENDED ON 31ST MARCH, 2015**

1. (a)The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.  
(b)All the assets have been physically verified by the management at the end of the year, which, in our opinion is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
2. (a)The inventory has been physically verified during the year at reasonable intervals by the management.  
(b)The procedure of physical verification of inventories followed by the management is adequate in relation to the size of the company and the nature of its business.  
(c) The company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.
3. The company has not granted any loans to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the company and the nature of its business with regard of purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
5. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits.
6. We have been explained that the maintenance of cost records has not been prescribed by the Central Government under sub section (1) of Section 148 of the Companies Act.
7. (a) The company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Duty of Customs, Duty of Excise, Value Added tax, Cess and any other statutory dues with the appropriate authorities and there were no arrears of outstanding statutory dues as at the last day of the financial year for a period of more than six months from the date they became payable.  
(b) According to the information and explanations given to us, dues of Income tax amounting to Rs 190380/- have not been deposited and the matter is pending before CIT (Appeals)-I, Jaipur  
(c) According to the information and explanations given to us and records of company, no amount is required to be transferred to Investor Education and Protection Fund.
8. The company does not have accumulated losses as at the end of the year. The company has not incurred any cash losses during the current financial year and during the immediately preceding financial year.
9. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.
10. In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.

11. The company has applied the term loan ,the purpose for which the loan was obtained.
12. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

**For VIMAL AGRAWAL & ASSOCIATES**  
**Chartered Accountants**  
**(FRN: 004187C)**

**Sd/-**  
**(V. K. Agrawal)**  
**Partner**  
**M. No. 071627**

Place : Jaipur  
Date : 30.05.2015

**M.K.EXIM (INDIA) LIMITED**  
**G-1/150, GARMENT ZONE, E.P.I.P.**  
**SITAPURA, JAIPUR**

**Balance Sheet as at 31st March, 2015**

Particulars	Note No	Balance as on 31.03.2015		Balance as on 31.03.2014	
<b>EQUITY AND LIABILITIES</b>					
<b>Shareholder's Funds</b>					
(a) Share Capital	1	7,18,05,000		7,18,05,000	
(b) Reserves and Surplus	2	14,91,22,039	22,09,27,039	14,83,58,817	22,01,63,817
<b>Non-Current Liabilities</b>					
(a) Long-term borrowings	3	25,84,768		-	
(b) Deferred tax liabilities (Net)	4	(1,73,769)	24,10,999	(94,764)	(94,764)
<b>Current Liabilities</b>					
(a) Short-term borrowings	5	1,44,06,530		2,13,11,221	
(b) Trade payables	6	31,67,89,746		7,93,56,955	
(c) Other current liabilities	7	87,63,137	33,99,59,413	29,88,184	10,36,56,360
<b>Total</b>		<b>56,32,97,452</b>		<b>32,37,25,413</b>	
<b>ASSETS</b>					
<b>Non-current assets</b>					
<i>(a) Fixed assets</i>					
Tangible assets	9	1,89,98,705		1,44,65,491	
(b) Non-current investments	8	1,000		1,000	
(c) Long term loans and advances	10	1,02,93,389		5,24,98,405	
(d) Other non-current assets	11	51,36,980	3,44,30,074	50,24,753	7,19,89,649
<b>Current assets</b>					
(a) Inventories	12	1,94,39,923		55,26,085	
(b) Trade receivables	13	50,14,60,511		24,31,86,486	
(c) Cash and cash equivalents	14	39,84,620		20,24,280	
(d) Short-term loans and advances	15	39,82,325	52,88,67,379	9,98,912	25,17,35,764
<b>Total</b>		<b>56,32,97,452</b>		<b>32,37,25,413</b>	
Significant Accounting Policies & Notes on Financial Statements	1 to 29				

As per our report of even date annexed  
For Vimal Agrawal & Associates  
Chartered Accountants

For and on behalf of the Board

Sd/-  
(Vimal Kumar Agrawal)  
Partner

Sd/-  
(Daya Ram Khanchandani)  
Whole Time Director  
DIN:0161546

Sd/-  
(Manish Murlidhar Dialani)  
Managing Director  
DIN:5201121

Sd/-  
(Prakriti Sethi)  
Company Secretary

Place : Jaipur  
Date : 30th May, 2015

<b>M.K.EXIM (INDIA) LIMITED</b>			
<b>G-150, GARMENT ZONE, E.P.I.P.</b>			
<b>SITAPURA, JAIPUR</b>			
<b>Statement of Profit and Loss for the year ended 31st March, 2015</b>			
Particulars	Note No	2014-15	2013-14
<b>Income:</b>			
Revenue from operations	16	47,73,58,180	27,65,79,821
Other Income	17	3,19,45,376	43,10,739
<b>Total Revenue</b>		<b>50,93,03,556</b>	<b>28,08,90,560</b>
<b>Expenses:</b>			
Cost of materials consumed	18	1,62,71,727	1,24,05,804
Purchase of Trading Goods	19	47,40,06,189	24,31,04,834
Changes in inventories of finished goods and work-in-progress	20	(1,18,65,253)	88,18,315
Employee benefit expenses	21	15,24,080	16,07,769
Financial costs	22	21,60,092	17,63,270
Depreciation and amortization expenses	9	17,45,934	15,73,824
Other expenses	23	1,85,72,428	1,01,86,045
<b>Total Expenses</b>		<b>50,24,15,197</b>	<b>27,94,59,860</b>
Profit before tax		68,88,359	14,30,700
Tax expense:			
(1) Current tax		21,56,142	6,82,840
(2) Deferred tax		79,005	1,64,914
MAT Credit Entitlement		2,77,342	1,96,319
<b>Profit for the year</b>		<b>50,88,564</b>	<b>11,09,093</b>
Earning per equity share:	24		
(1) Basic		0.7087	0.1545
(2) Diluted		0.7087	0.1545
Significant Accounting Policies & Notes on Financial Statements	1 to 29		

**As per our report of even date annexed  
For Vimal Agrawal & Associates  
Chartered Accountants**

**For and on behalf of the Board**

**Sd/-**  
(Vimal Kumar Agrawal)  
Partner

**Sd/-**  
(Daya Ram Khanchandani)  
Whole Time Director  
DIN:0161546

**Sd/-**  
(Manish Murlidhar Dialani)  
Managing Director  
DIN:5201121

**Sd/-**  
(Prakriti Sethi)  
Company Secretary

Place : Jaipur  
Date : 30th May, 2015

**M.K.EXIM (INDIA) LIMITED**  
**G-150, GARMENT ZONE, E.P.I.P.**  
**SITAPURA, JAIPUR**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

CASH FLOW FROM OPERATIVE ACTIVITES (A)	Year Ended 31.3.15	Year Ended 31.3.14
<b>Net Profit before tax</b>	68.88	14.31
<b>Adjustments for:</b>		
Deferred Tax Liability	(0.79)	(1.65)
Depreciation	17.46	15.62
Interest Expenses	21.60	14.76
Interest Income	0.00	0.00
Loss on Sale of Fixed Assets	(2.10)	0.47
Preliminary Exp. w/off	0.80	0.80
<b>Operating Profit before working capital changes</b>	<b>105.85</b>	<b>44.31</b>
<b>Adjustment for:</b>		
Increase/Decrease in Inventories	(139.14)	158.75
Increase/Decrease Sundry Debtors & Other receivable	(2614.50)	(1306.33)
Increase/Decrease in Current liabilities	2301.79	559.25
Increase/Decrease in Loans & Advances	422.05	522.29
<b>Cash Generated From Operating activites</b>	<b>76.05</b>	<b>(21.72)</b>
Interest paid	0.00	(14.76)
Tax Paid	0.00	0.00
<b>Net Cash Flow from Operating Activities</b>	<b>76.05</b>	<b>(36.48)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES (B)</b>		
Purchases of Fixed Assets	(62.79)	0.00
Profit/Loss of Fixed Assets	2.10	(0.47)
Sale of Fixed Assets	0.00	0.78
Interest Income	0.00	0.00
Decrease/Increase in Investment	0.00	0.00
<b>Net Cash used In Investing Activities</b>	<b>(60.69)</b>	<b>0.31</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES ( C)</b>		
Increase/Decrease in Secured Loans	25.85	0.00
Decrease in Unsecured Loan	0.00	(0.82)
Share application Money	0.00	0.00
Preliminary Exp.	0.00	0.00
Interest on Bank Loan	(21.60)	0.00
<b>Net Cash From Financing Activities</b>	<b>4.25</b>	<b>(0.82)</b>
<b>Net Increase ( Decrease ) In cash &amp; cash equivalents ( A+B+C )</b>	<b>19.61</b>	<b>(36.98)</b>
Opening cash and cash equivalents	20.24	57.22
Closing cash and cash equivalents	39.85	20.24

As per our separate report of even date  
For Vimal Agrawal & Associates  
Chartered Accountants

For and on behalf of the Board

Sd/-  
(Vimal Kumar Agrawal)  
Partner

Sd/-  
( Daya Ram Khanchandani )  
Whole Time Director  
DIN:0161546

Sd/-  
(Manish Murlidhar Dialani)  
Managing Director  
DIN:5201121

Sd/-  
(Prakriti Sethi)  
Company Secretary

Place : Jaipur  
Date : 30th May, 2015



**M.K.EXIM ( INDIA ) LTD.**  
**G-1/150, GARMENT ZONE, E.P.I.P.**  
**SITAPURA, JAIPUR**

**SIGNIFICANT ACCOUNTING POLICIES :-**

(i)	<p><b><u>Basis of Accounting</u></b>  The accounts of the Company are prepared under the historical cost convention on accrual basis and in conformity with accounting standards issued by the Institute of Chartered Accountants of India referred to in section 133 of the Companies Act, 2013. For recognition of Income &amp; Expenses, accrual basis of accounting is followed.</p>
(ii)	<p><b><u>Fixed Assets and Depreciation</u></b>  Fixed Assets are stated at cost, including attributable cost of bringing the assets to its working condition for the intended use.  Depreciation is provided from the date, the assets are installed and put to use on straight line method based on useful life of asset as prescribed in schedule II of the Companies Act, 2013 except in respect of Plant &amp; Machineries where useful life, as technically assessed, is different than those prescribed in schedule II.</p>
(iii)	<p><b><u>Foreign Currency Transaction</u></b>  (a) All Foreign currency transaction are recorded at the rates prevailing on the date of the transaction.  (b) Foreign Currency transaction remaining unsettled at the Balance Sheet date are translated at the exchange rate prevailing at the Balance Sheet date or at the rate which is likely to be realised in certain specific cases.  (c) The exchange difference on settlements/conversion are credited/charged to profit and Loss Account.  (d) The Company has not entered into any forward exchange contract during the period.</p>
(iv)	<p><b><u>Investments</u></b>  Investments are stated at cost.</p>
(v)	<p><b><u>Inventories:</u></b>  (a) Raw Materials, Packing Materials and Consumables are valued at the lower of Cost, computed on FIFO basis and estimated net realisable value.  (b) Finished goods and Work in Process are valued at the lower of cost, computed on FIFO basis and estimated net realisable value. Finished goods and work in progress include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.</p>
(vi)	<p><b><u>Revenue Recognition</u></b>  (a) The company follows mercantile system of accounting and recognizes significant items of income &amp; expenditure on accrual basis.  (b) DEPB is recognised when there is significant certainty regarding the ultimate collection of the relevant export proceeds.</p>
(vii)	<p><b><u>Retirement Benefits:</u></b>  (a) Contribution to Provident Fund and Employees State Insurance is accounted for on accrual basis.  (b) Gratuity liability is provided for on estimated basis for all employees under the "Payment of Gratuity Act, 1972"</p>
(viii)	<p><b><u>Borrowing Cost</u></b>  Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.</p>

- (ix) **Income Tax**
- (a) Income Tax comprises Current Tax and Deferred Tax.  
Current Tax is the amount of tax payable as determined in accordance with provision of Income Tax Act, 1961
- (b) Deferred Income Tax is provided on all temporary differences at the balance sheet date between the tax base of assets and liabilities and their carrying amounts for financial purpose.
- (c) Deferred Tax Assets are recognised on unabsorbed depreciation only to the extent that there is virtual certainty supported by convincing evidence and to the extent that there is reasonable certainty of their realisation.
- (d) Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date.
- (x) Preliminary expenses are amortised over a period of five years.
- (xi) Figures for the previous year have been regrouped/ rearranged to make them comparable with the current year.

<u>M. K. EXIM (INDIA) LTD.</u>				
<u>NOTES FORMING PART OF FINANCIAL STATEMENTS</u>				
Particulars			31.03.2015	31.03.2014
<b>1 : SHARE CAPITAL</b>				
<b>Authorised Capital</b>				
10000000 Equity Shares of Rs 10/- each			10,00,00,000.00	10,00,00,000.00
<b>Issued ,Subscribed &amp; Paid up Capital</b>				
7180500 Equity Shares of Rs 10/- each fully paid up			7,18,05,000.00	7,18,05,000.00
			<b>7,18,05,000.00</b>	<b>7,18,05,000.00</b>
<b>1.1 Detail of shareholders holding more than 5% shares</b>				
<b>Name of shareholder</b>	<b>No. of shares</b>		<b>%</b>	
	14-15	13-14	14-15	13-14
Dayaram Khanchandani	1434590	1434590	19.98	19.98
Nitin Khanchandani	815000	815000	11.35	11.35
Sunny Khanchandani	435000	435000	6.06	6.06
Rakhi Khanchandani	390000	390000	5.43	5.43
Jainum Share Pvt. Ltd.	375524	394279	5.23	5.49
<b>1.2 The Company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held.</b>				
<b>2 : RESERVES AND SURPLUS</b>				
Statement of Profit and Loss				
Opening balance			9,33,17,804	9,22,08,711
(+) Net Profit For the current year			50,88,564	11,09,093
			9,84,06,368	9,33,17,804
Less:- Appropriations				
Proposed Dividend on Equity Shares				
(Dividend per share Rs 0.50 (Previous Year - Nil)			35,90,250	-
Tax on Dividend			7,35,092	-
Profit after Appropriations			9,40,81,026	9,33,17,804
Securities Premium Reserve			5,34,82,300	5,34,82,300
State Investment Subsidy			15,58,713	15,58,713
			14,91,22,039	14,83,58,817
<b>3 : LONG TERM BORROWINGS</b>				
Secured loan (secured by hypothecation of car)			25,84,768	-
			<b>25,84,768</b>	<b>-</b>
<b>4: DEFERRED TAX LIABILITY (Net)</b>				
In accordance with AS-22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the company has created deferred tax assets during the year.The breakup of Net Deferred Assets/(Liabilities) are @30.90% as under:				
Timing Difference between Book & Tax Value of Fixed Assets			(5.16)	(5.67)
Gratuity Provision			6.90	6.62
			<b>-1.74</b>	<b>-0.95</b>

<b>5:SHORT TERM BORROWINGS</b>		
Current Maturities of Long Term Debt	12,22,992	-
<b>WORKING CAPITAL LIMIT</b>		
From State Bank of Bikaner & Jaipur (Working Capital limit from State Bank of Bikaner & Jaipur is secured by way of first charge over all the fixed assets.)	1,31,83,538	2,13,11,221
	<b>1,44,06,530</b>	<b>2,13,11,221</b>
<b>6: TRADE PAYABLES</b>		
Micro, Small & Medium Enterprises	-	-
Others	31,67,89,746	7,93,56,955
	<b>31,67,89,746</b>	<b>7,93,56,955</b>
<b>6.1:Details of dues to Micro, Small and Medium Enterprises under MSMED Act,2006 :-</b> In view of non availability of relevant information with the company, the total outstanding due to Micro, Small and Medium Enterprises covered under MSMED Act,2006 cannot be ascertained, therefore the same are not disclosed.		
<b>7:OTHER CURRENT LIABILITIES</b>		
PF & ESI Payable	13,177	12,487
Credit Balance of Schedule Bank	76,035	76,035
Gratuity Provision	22,33,021	21,40,890
Proposed Dividend	35,90,250	-
Tax on Dividend	7,35,092	-
Provision for Income tax	20,57,121	6,82,840
TDS Payable	48,110	44,320
Electricity Exps. Payable	-	8,826
Telephone Exps Payable	10,333	22,786
	<b>87,63,139</b>	<b>29,88,184</b>
<b>8: NON CURRENT INVESTMENTS</b>		
<b>Other Investments (unquoted)( Non Trade)</b>		
N S C	1,000	1,000
	<b>1,000</b>	<b>1,000</b>
<b>10: LONG TERM LOANS &amp; ADVANCES</b> <b>(Unsecured &amp; Cosidered good)</b>		
Advances to Related Parties	-	88,50,000
Other Advances	85,00,000	4,22,13,000
Income tax Demand	11,83,462	6,00,000
MAT Credit Entitlement	-	1,96,319
TDS Receivable	3,47,242	3,72,642
Security Deposit	2,62,685	2,66,444
	<b>1,02,93,389</b>	<b>5,24,98,405</b>
<b>10.1:Trade Advances amounting to Rs. 85.00 Lacs</b> (Previous Year 422.13 Lacs) which are long overdue were given out of business expediency and the same, in the opinion of the management are good and recoverable. The same are subject to confirmation.		
<b>11: OTHER NON CURRENT ASSETS</b>		
Preliminary Exp.	-	80,000
Claim receivable for loss by fire	46,89,857	46,89,857
VAT Receivable	4,47,123	2,54,896
	<b>51,36,980</b>	<b>50,24,753</b>
<b>12:INVENTORIES</b>		
Raw Material	-	-
Finished Goods	1,73,81,456	55,16,203
Work In Progress	20,50,037	-
Packing Material & Consumables	8,430	9,882
	<b>1,94,39,923</b>	<b>55,26,085</b>

**M. K. EXIM ( INDIA ) LTD**

9: FIXED ASSETS		S.N/PARTICULARS	RATE OF DEP.	GROSS BLOCK			DEPRECIATION				NET BLOCK		
				AS AT 01.04.2014	ADDITION (DELETION)	AS ON 31.03.15	UP TO 31.03.2014	ADJUSTMENT	FOR THE YEAR	UPTO 31.03.2015	AS ON 31.03.15	AS ON 31.03.14	
1	LAND			39,87,680	0	39,87,680	0	0	0	0	0	39,87,680	39,87,680
2	SITE DEVELOPMENT	2.42%		2,65,586	0	2,65,586	85,162	0	6,429	0	91,591	1,73,995	1,80,424
3	FACTORY BUILDING	9.52%		42,70,297	0	42,70,297	20,25,063	0	4,06,344	0	24,31,407	18,38,891	22,45,235
4	OFFICE BUILDING	1.36%		42,70,297	0	42,70,297	20,25,063	0	58,049	0	20,83,112	21,87,186	22,45,235
5	PLANT & MACHINERY	4.40%		1,92,24,942	0	1,92,24,942	1,40,32,351	0	8,46,269	0	1,48,78,620	43,46,322	51,92,591
6	FURNITURE & FIXTURES	5.51%		9,88,023	0	9,88,023	6,12,333	0	54,448	0	6,66,781	3,21,242	3,75,690
7	VEHICLES	11.88%		33,70,550	62,59,649 -33,70,550	62,59,649	33,70,550	-33,70,550	1,56,813	0	1,56,813	61,02,836	0
8	COMPUTER	31.67%		5,39,061	19,500 -5,39,061	19,500	5,39,061	-5,39,061	677	0	677	18,823	0
9	OFFICE EQUIPMENT	49.90%		4,34,637		4,34,637	1,96,001	0	2,16,905	0	4,12,906	21,731	2,38,637
	<b>TOTAL</b>			<b>3,73,51,073</b>	<b>23,69,538</b>	<b>3,97,20,611</b>	<b>2,28,85,582</b>	<b>-39,09,611</b>	<b>17,45,934</b>	<b>0</b>	<b>2,07,21,906</b>	<b>1,89,98,705</b>	<b>1,44,65,491</b>
	Previous Year			<b>3,74,29,469</b>	<b>-78,396</b>	<b>3,73,51,073</b>	<b>2,13,23,450</b>	<b>-9,927</b>	<b>15,72,059</b>	<b>0</b>	<b>2,28,85,582</b>	<b>1,44,65,491</b>	

<b>13:TRADE RECEIVABLES</b> (Unsecured & Considered Good) Debts (Outstanding for a period exceeding six months) Others	21,38,52,996 28,76,07,515	4,98,35,199 19,33,51,287
	<b>50,14,60,511</b>	<b>24,31,86,486</b>
<b>14:CASH &amp; CASH EQUIVALENTS</b> Cash in Hand Balance with Banks	38,60,566 1,24,053	19,71,493 52,787
	<b>39,84,620</b>	<b>20,24,280</b>
<b>15:SHORT TERM LOANS &amp; ADVANCES</b> (Unsecured & considered good) Prepaid Insurance Other Advances Advances to Employees	21,016 30,00,000 9,61,309	37,603 - 9,61,309
	<b>39,82,325</b>	<b>9,98,912</b>
<b>16: REVENUE FROM OPERATIONS</b> Domestic Sales Export Sales Exchange Rate Difference	9,26,999 46,02,87,076 1,61,44,105	2,60,08,596 24,77,95,266 27,75,959
	<b>47,73,58,180</b>	<b>27,65,79,821</b>
<b>17:OTHER INCOME</b> Duty Drawback Other Income Rent Profit on Sale of Fixed Assets Interest Income Income Tax Refund	3,02,22,197 0 6,00,000 2,10,000 2,76,076 6,37,103	43,10,610 129 - - - -
	<b>3,19,45,376</b>	<b>43,10,739</b>
<b>18:COST OF MATERIALS CONSUMED</b> Opening Stock Add: Purchases Less: Closing Stock	- 1,83,21,764 20,50,037	70,37,827 53,67,977 -
	<b>1,62,71,727</b>	<b>1,24,05,804</b>
<b>19:PURCHASE OF TRADING GOODS</b> Purchase of Fabric Purchase of Goods(For NGO) Purchase of Garments	33,57,26,849 13,82,79,340 -	9,17,07,331 7,72,38,095 7,41,59,408
	<b>47,40,06,189</b>	<b>24,31,04,834</b>
<b>20:CHANGES IN INVENTORIES OF FINISHED GOODS AND WIP</b> Closing Stock of Finished Goods Less:Opening Stock of Finished Goods (Increase)/Decrease in Finished Goods  Closing Stock of Work-in-Progress Less:Opening Stock of Work-in-Progress (Increase)/Decrease in Work-in-Progress	1,73,81,456 55,16,203 (1,18,65,253)  - - -	55,16,203 1,40,18,124 85,01,921  - 3,16,394 3,16,394
	<b>(1,18,65,253)</b>	<b>88,18,315</b>
<b>21:EMPLOYEE BENEFITS EXPENSES</b> Salary Expenses Staff Welfare Expenses Provident Fund & ESI Contribution Gratuity Festival Expenses	12,97,500 27,257 81,592 92,131 25,600	14,17,846 7,000 89,938 80,535 12,450
	<b>15,24,080</b>	<b>16,07,769</b>
<b>22:FINANCE COST</b> Interest Other Expenses	15,09,238 6,50,854	14,75,881 2,87,389
	<b>21,60,092</b>	<b>17,63,270</b>

<b>23: OTHER EXPENSES</b>				
<b>Manufacturing Expenses:-</b>				
Carriages & Cartages	1,560		50,300	
Grading Charges	2,26,232		71,721	
Processing Charges	24,67,580		7,58,321	
Testing Charges	98,243		-	
Job Charges	20,84,013		-	
Power & Fuel	28,280		1,19,033	
Total(A)	49,05,908		9,99,375	
<b>Other Expenses:-</b>				
Conveyance Charges	1,29,532		1,05,391	
Electric & Water Expenses	12,573		14,263	
Freight Charges	95,23,625		61,01,730	
Office Expenses	36,259		46,650	
Printing & Stationery	2,00,268		79,793	
Repairs to Building	20,673		1,02,548	
Repairs to Others	54,805		-	
Repairs to Machinery	-		42,078	
Sales Promotion Expenses	37,766		4,445	
Advertisement Expenses	72,976		1,35,623	
Director Remuneration	4,26,000		4,26,000	
Auditors' Remuneration	1,75,000		1,00,000	
Vehicle Expenses	1,15,518		2,49,064	
Council Charges	33,305		12,428	
Exhibition Charges	-		1,39,940	
Demand & Penalties	45,738		-	
Insurance Charges	64,165		1,02,364	
Legal & Professional Charges	4,38,934		3,20,190	
Packing material & consumables Consumed	4,53,567		1,24,267	
Postage Expenses	2,05,913		1,86,417	
Misc. Exp. W/off	80,000		80,000	
Registration & Annual Charges	10,86,085		1,43,488	
Rent	52,500		70,500	
Sample Expenses	67,512		1,27,533	
Telephone Expenses	2,56,577		3,67,025	
Travelling Expenses	70,629		51,629	
Website & Internet Expenses	6,600		6,600	
Loss on Sale of Fixed Assets	-		46,704	
Total(B)	1,36,66,520		91,86,670	
Total(A)+(B)	1,85,72,428		1,01,86,045	
<b>23.1 VALUE OF PACKING MATERIAL CONSUMED</b>	<b>Rs. In Lacs.</b>	<b>%</b>	<b>Rs. In Lacs.</b>	<b>%</b>
Imported	0	0	0	0
Indigenous	4.54	100	1.24	100
<b>23.2 PAYMENTS TO AUDITORS</b>				
<b>(a) As Auditors:</b>				
Statutory Audit Fees	1,75,000		1,00,000	
<b>(b) As Advisers, in respect of</b>				
-Other Services	45,000		26,100	
	2,20,000		1,26,100	
<b>24: EARNINGS PER SHARE (EPS)</b>				
Net Profit after tax available for Equity Share holders	50,88,564		11,09,093	
Weighted average of number of equity share outstanding during the year	71,80,500		71,80,500	
Basic & Diluted Earnings per share( in Rs.)	0.7087		0.1545	
Face value per equity share( in Rs.)	10		10	
<b>25: EARNING IN FOREIGN EXCHANGE &amp; EXPENDITURE</b>				
<b>Foreign Exchange Earning(FOB Value)</b>				
Export	45,91,40,093		24,66,54,497	
<b>Foreign Exchange Expenditure</b>	0		0	
	45,91,40,093		24,66,54,497	

<b>26:RELATED PARTY DISCLOSURES</b>		
As per Accounting Standard 18, issued by the Institute of Chartered Accountants of India, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below :		
(1)List of related parties and relationships :		
<b>S.NO.</b>	<b>NAME OF RELATED PARTY</b>	<b>RELATIONSHIP</b>
1.	Mr. Dayaram Khanchandani :	Key Management Personnel (KMP)
2.	Mrs. Pushpa Khanchandani:	Key Management Personnel (KMP)
3.	Mr. Ashok Patni	Key Management Personnel (KMP)
4.	Mr. Manish Murlidhar Dialani	Key Management Personnel (KMP)
5.	M.K.Products	Partnership firm of KMP
6.	Rakhi Khanchandani	Relative of Director
7.	M/s Square Gem General Trading L.L.C.	Related concern of KMP
8.	M/s Square Textile L.L.C.	Related concern of KMP
Details of transactions with related parties and the status of outstanding balances at		
<b>1.Key Management Personnel</b>		
	<b>Current year</b>	<b>Previous year</b>
	<b>31.03.15</b>	<b>31.03.14</b>
Remuneration	4,26,000	4,26,000
Outstanding Payable at the year end	4,26,000	4,26,000
<b>Unsecured Loans</b>		
Balance at the beginning	0	81,692
Taken during the year	50,00,000	0
Paid during the year	50,00,000	81,692
Balance Payable at the end	0	0
<b>2.Related concern of Key Management Personnel</b>		
Sale of Finished Goods	4,70,70,174	2,87,21,183
Debit Balance Outstanding at the end of the year	5,17,20,398	2,70,79,636
<b>3.Associate Company</b>		
<b>Loans &amp; Advances</b>		
Balance at the beginning	0	0
Given during the year	0	0
Received during the year	0	0
Balance at the end	0	0
<b>Investment</b>	0	0
<b>27:REMUNERATION PAID TO DIRECTORS</b>		
Salary	4,26,000	4,26,000
<b>28.CONTINGENT LIABILITIES AND COMMITMENTS</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>31.03.2015</b>	<b>31.03.2014</b>
Claims against the Company not acknowledge as debts	NIL	NIL
Disputed Income Tax Liability	190380/-	290380/-
Pending in Appeals		



<b>29: SEGMENT REPORTING</b>										
(i) Segments have been identified in line with the Accounting Standard-17- "Segment Reporting " issued by the Institute of Chartered Accountants of India.										
(ii) The Business Segment has been considered as the primary segment for disclosure. The segments have been identified taking into account the nature of products, the different risks and returns and internal reporting system. The Geographical Segment based on location of its customers have been considered as secondary segment for disclosure.										
(iii) The 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.										
(iv) <b>Information about primary business segments :-</b>										
(Rs. In lacs)										
	Jewellery		Finish Fabrics, Garments & Dress Material		Blankets & Sleeping Mats		Unallocable		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
	31.03.2015	31.03.2014	31.03.2015	31.03.2014	31.03.2015	31.03.2014	31.03.2015	31.03.2014	31.03.2015	31.03.2014
Revenue	114.59	10.20	3470.42	1894.37	1490.79	904.34	17.23	0.00	5093.04	2808.91
Profit before tax	114.59	(0.50)	(61.60)	50.48	20.26	(35.67)	(4.37)	0.00	68.88	14.31
Less : MAT Credit	0.00	(0.01)	0.00	(1.34)	0.00	(0.62)	(2.77)	0.00	(2.77)	(1.96)
Deferred tax liability Created/(Reverse)	0.00	(0.01)	0.00	(1.12)	0.00	(0.52)	(0.79)	0.00	(0.79)	(1.65)
Income Tax	0.00	0.03	0.00	4.65	0.00	2.16	21.56	0.00	21.56	6.83
Profit After Tax	114.59	(0.51)	(61.60)	48.29	20.26	(36.69)	(22.37)	0.00	50.88	11.09
Segment Assets	636.92	462.80	4671.92	1771.87	306.21	1002.58	17.92	0.00	5632.97	3237.25
Segment Liabilities	0.00	3.87	3328.09	704.10	75.04	327.66	20.57	0.00	3423.70	1035.62
Capital Expenditure	0.00	0.00	43.77	0.00	19.03	0.00	0.00	0.00	62.79	0.00
Non Cash Expenses other than Depreciation	0.00	0.47	1.20	1.09	0.52	0.51	0.00	0.00	1.72	2.07
Depreciation	0.00	0.08	12.17	10.78	5.29	4.88	0.00	0.00	17.46	15.74
(v) Information about secondary business segment :-										
	<u>Current Year</u>				<u>Previous Year</u>					
Domestic	9.27				260.09					
Export	4602.87				2477.95					
	<u>4612.14</u>				<u>2738.04</u>					

For Vimal Agrawal & Associates  
Chartered Accountants

For and on behalf of the Board

Sd/-  
(Vimal Kumar Agrawal)  
Partner

Sd/-  
(Daya Ram Khanchandani)  
Whole Time Director  
DIN:0161546

Sd/-  
(Manish Murlidhar Dialani)  
Managing Director  
DIN:5201121

Sd/-  
(Prakriti Sethi)  
Company Secretary

Place : Jaipur  
Date : 30th May, 2015

**M. K. Exim (India) Limited**  
**CIN: L63040RJ1992PLC007111**  
**Registered Office: G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area,**  
**Sitapura, Sanganer, Jaipur-302022.**  
**Phone: 0141- 3937501, 3937504. Fax: +91-141-3937502**  
**E-mail: mkexim@mkexim.com, mkexim123@gmail.com**  
**Web-Site www.mkexim.com**

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**ATTENDANCE SLIP**

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Folio No. / DP ID & Client ID\*

No. of shares held

\* Applicable in case shares are held in electronic form.

I/We certify that I/We am/are registered shareholder /proxy for the registered shareholder of the Company.

I/We hereby record my presence at the TWENTY THIRD ANNUAL GENERAL MEETING of the Company to be held at G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer, Jaipur-302022 10.00 a.m. on Wednesday, September 30, 2015.

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Shareholder's / Proxy's name in BLOCK letters Signature of Shareholder /Proxy

- Note:
- 1 Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting
  - 2 In case of joint holders attending the meeting, the member whose name appears as the first holder, in the order of names appearing in the register of members, will only be entitled to vote.

M. K. Exim (India) Limited  
CIN: L63040RJ1992PLC007111  
Registered Office: G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer,  
Jaipur-302022.

Phone: 0141- 3937501, 3937504. Fax: +91-141-3937502

E-mail: mkexim@mkexim.com, mkexim123@gmail.com,

Web-Site: www.mkexim.com

PROXY FORM - MGT 11

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

23<sup>rd</sup> Annual General Meeting on Wednesday,30<sup>th</sup> September,2015

Name of the shareholder(s) :

Registered address :

E-mail ID :

Folio No. /DP ID & Client ID\* :

No. of shares held :

\* Applicable in case shares are held in electronic form.

I/We, being the holder(s) of \_\_\_\_\_ shares of M. K. Exim India Limited,  
hereby appoint:

1 Name : ----- Email id:-----

Address :-----

Signature-----or

failing him/her

2 Name : ----- Email id:-----

Address :-----

Signature-----or

failing him/her

3 Name : ----- Email id:-----

Address :-----

Signature-----

as my / our proxy to attend and vote (on Poll) for me/us and on my/ our behalf at the TWENTY  
THIRD ANNUAL GENERAL MEETING of the Company to be held on WEDNESDAY, 30<sup>TH</sup>

September, 2015 at 10.00 a.m. at G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer, Jaipur-302022 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

SrNo.	Particulars	Type of resolution (Ordinary/Special)	I / We (assent to the resolution) For	I / We (dissent to the resolution) Against
	<b>Ordinary Business:</b>			
1.	Audited Balance Sheet as at 31 <sup>st</sup> March, 2015 and Statement of Profit & Loss for the year ended at that date and the report of Directors and Auditors thereon.			
2.	To declare a dividend on equity shares			
3.	Appointment of Shri Dayaram Khanchandani by rotation			
4.	Re-appointment of Auditor			
	<b>Special Business:</b>			
5.	Approval of appointment and payment of remuneration to Shri Manish Murlidhar Dialani as Managing Director			
6.	Appointment of Lajwanti Murlidhar Dialani as director.			

Signed this-----day of-----2015

Signature of Share Holder----- Signature of proxy holder(s)-----

Revenue Stamp Rs. 1/-

**Note:**

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.

2. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

M. K. Exim (India) Limited  
 CIN: L63040RJ1992PLC007111  
 Registered Office: G1/150, Garment Zone, E.P.I.P. RIICO Industrial Area, Sitapura, Sanganer,  
 Jaipur-302022.  
 Phone: 0141- 3937501, 3937504. Fax: +91-141-3937502  
 E-mail: [\\_mkexim123@gmail.com](mailto:_mkexim123@gmail.com), [\\_mkexim@mkexim.com](mailto:_mkexim@mkexim.com), Web-Site: [www.mkexim.com](http://www.mkexim.com)

## BALLOT PAPER

- 1 Name and registered address of Sole/first member:
- 2 Name(s) of joint holder(s) if any
- 3 Folio No. /DP ID & Client ID\* :
- 4 No. of shares held :

I/We hereby exercise my/our vote in respect of the resolutions set out in the Notice convening the 23<sup>rd</sup> Annual General Meeting of the Company scheduled on Wednesday, September 30, 2015, by conveying my/our assent or dissent to the said resolution(s) by placing the tick (√) mark at the appropriate box below.

Sr No.	Particulars	Type of resolution (Ordinary/Special)	I / We (assent to the resolution) For	I / We (dissent to the resolution) Against
1.	Audited Balance Sheet as at 31 <sup>st</sup> March, 2015 and Statement of Profit & Loss for the year ended at that date and the report of Directors and Auditors thereon.	Ordinary Business:		
2.	To declare a dividend on equity shares			
3.	Appointment of Shri Dayaram Khanchandani by rotation			
4.	Re-appointment of Auditor			
5.	Approval of appointment and payment of remuneration to Shri Manish Murlidhar Dialani as Managing Director	Special Business:		
6.	Appointment of Lajwanti Murlidhar Dialani as director.			

Place :

Date :

Signature of Shareholder \_\_\_\_\_

NOTE: Kindly read the instructions printed overleaf before filling the form. Only valid ballot forms received by the scrutinizer by 6.00 p.m. on September 29, 2015 shall be considered.

**INSTRUCTIONS**

1. Shareholders may fill up the ballot form printed overleaf and submit the same in a sealed envelope to the Scrutinizer, Mr. Suresh Sharma, Practising Company Secretary, Unit: M. K. Exim (India) Limited, so as to reach by 6.00 p.m. on 29, September , 2015. Ballot form received thereafter will strictly be treated as if not received.
2. The Company will not be responsible if the envelope containing the ballot form is lost in transit.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the scrutinizer on the validity of the forms will be final.
4. A shareholder can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a shareholder casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
5. The right of voting by ballot form shall not be exercised by a proxy.
6. To avoid fraudulent transactions, the identity/signature of the shareholders holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of shareholders holding shares in physical form is verified as per the records of the share transfer agent of the Company (i.e. Beetal Financial & Computer Services (P) Ltd.). Shareholders are requested to keep the same updated.
7. There will be only one ballot form for every Folio/DP ID Client ID irrespective of the number of joint holders.
8. In case of joint holders, the ballot form should be signed by the first named shareholder and in his/her absence by the next named shareholder. Ballot form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such ballot form from other joint holders.
9. Where the ballot form has been signed by an authorized representative of the body corporate/ trust/ society, etc. a certified copy of the relevant authorization/ board resolution to vote should accompany the ballot form.

**UPDATION FROM**

To:

**Beetal Financial & Computer Services Private Limited**Beetal House, 3<sup>rd</sup> Floor, 99, Madangir, Behind Local Shopping

Center, Near Dada Harsukhdas Mandir, New Delhi – 110 062

Tel : (011) 2996 1281/82 Fax : (011) 2996 1284 Email : beetalrta@gmail.com

-----Shares held by us in M X Exim (India) Limited

**General information**

<b>Folio Number</b>  Name of the First Named shareholder  PAN CIN/Registration (applicable to bodies corporate) Telephone No with STD Code  Mobile No.  Email ID	
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IFSC (11 digit)  Bank Account Type	MICR (9 digit)  *Bank Account No.
---	--

Name of the Bank  Bank branch and address
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· A blank cancelled cheque is enclosed for verification of bank details.

I / we hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect details/information, I/we will not hold M K Exim (India) Limited (the Company ) responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/we understand that the above details shall be maintained by the Company till/we hold the securities under the above mentioned folio number.

Place

Date

-----  
(signature of the sole/first holder)