

SHAKTI PRESS LIMITED

21st ANNUAL REPORT

2013-14

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BOARD OF DIRECTORS

Shri Raghav Sharma (DIN 00588740)
Chairman & Managing Director

Shri Deepak Dhote (DIN 00156108)
Joint Managing Director

Shri Nitin Dhote (DIN 01927677)
Whole Time Director

Smt Shailja Sharma (DIN 05210871)
Whole Time Director

Shri Shreedhar Parate (DIN 00542525)
Independent Director

Shri Sunder Venkatraman (DIN 02153123)
Independent Director

Shri Kailashchandra Sharma (DIN 02431885)
Independent Director

Shri Ashutosh Potnis (DIN 02575429)
Independent Director

CHIEF FINANCIAL OFFICER

Bernard Wong

STATUTORY AUDITORS

M/s Pravin Chobe & Co.
201, Kanchan Appt, Tickekar Road,
Dhantoli, Nagpur - 440012

BANKERS

Arvind Sahakari Bank Limited
Digdoh, Hingna, Nagpur- 440 016

REGISTERED OFFICE

"Shakti House"
Wardha Road,
Nagpur-440 012 (INDIA)
Tel. (+) 91- 712- 2423153, 2425518
Email: shaktipresslimited@gmail.com
Website: Shaktipresslimited.com

WORKS

U – 116, MIDC Industrial Area, Hingana Road,
Nagpur – 440 016

Kh. No. 49, Tah. Hingna, Vill. Mondha
Kanoli Bara Road, Nagpur (M. S.)

Kh. No. 69, Village - Mondha, Tah. Hingna,
Kanoli Bara Road, Nagpur (M. S.)
Village: Kolari, Tahsil: Chimur
Ph.07104-235445, 236347,
Fax - 07104-237694.
Email: spl.mondha@gmail.com

REGISTRAR & TRANSFER AGENT **LINK INTIME INDIA PRIVATE LTD**

C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (W),
Mumbai – 400 078 Ph 022 25963838
Email: mumbai@linkintime.co.in
sujata.poojary@linkintime.co.in

GRIEVANCE REDRESSAL DIVISION

Shaktipresslimited.com

NOTICE

NOTICE, is hereby given that **Twenty First Annual General Meeting** of the Members of the Shakti Press Limited, will be held on **Tuesday, December 30, 2014 at 10.00 a.m.** at the Registered Office of the Company at U - 116, Hingana M.I.D.C. Industrial Area, Nagpur – 440 016 (Maharashtra), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at June 30, 2014 and the Statement of Profit & Loss Account for the year ended on that date together with the Reports of Directors and Auditors, thereon.
2. To appoint a Director in place of **Shri Raghav Sharma (DIN 00588740)** who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of **Shri Nitin Dhote (DIN 01927677)** who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint Statutory Auditors of the Company and to fix their remuneration and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Ordinary Resolution**:

“RESOLVED THAT, pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act 2013, M/s. Motwani & Co., Chartered Accountants, Nagpur, (FRN No. 129106W) be and are hereby appointed as the Statutory Auditors of the Company, in place of M/s. Pravin Chobe & Co., Chartered Accountants, Nagpur, who wish to discontinue, to hold office for five years, from the conclusion of this Annual General Meeting until conclusion of the 2018-19 Annual General Meeting, subject to annual ratification by the Members in every Annual General Meeting, under the provision of the Companies Act 2013, and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors.

SPECIAL BUSINESS:

5. **To amend Clause III C of the Memorandum of Association of the Company** and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT, pursuant to Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as “the Board”, which term shall include any of its duly authorised Committees or one or more Directors) is authorised to accept as it may deem fit, the existing Clause III C of the Memorandum of Association, in relation to **other objects**, be and is hereby deleted.”

FURTHER RESOLVED THAT, the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

6. **To Amend Clause IV of the Memorandum of Association of the Company** and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT, pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to the necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as “the Board”, which term shall include any of its duly authorised Committees or one or more Directors) is authorised to accept as it may deem fit, Clause IV of the Memorandum of Association, be and is hereby amended and replaced to read as under:

“The liability of members is limited and this liability is limited to the amount unpaid, if any, on shares held by them.”

FURTHER RESOLVED THAT, the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

7. **To adopt new set of Article of Association of the Company** as per the Companies Act 2013 and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolution**:

“RESOLVED THAT, pursuant to provisions of Section 14 and all other applicable provisions of Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

FURTHER RESOLVED THAT, the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

8. **To Increase the Borrowing Powers of the Board of Directors of the Company** and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Ordinary Resolution passed under Section 293(1)(d) of the Companies Act, 1956 and pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the **Board**" which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution) to borrow any sum or sums of money (including non fund based facilities) from banks, financial institutions and / or other sources from time to time at their discretion in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/ to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of INR 500 Crores (Rupees Five Hundred Crores) over and above the aggregate of the paid-up share capital and free reserves of the Company.

FURTHER RESOLVED THAT, the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

9. **Creation of Mortgage and / or Charge on Movable and Immovable Properties of the Company** and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT, in supersession of the Ordinary Resolution passed under Section 293(1)(a) of the Companies Act, 1956 by the Members of the Company and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and the Memorandum and Articles of Association of the Company, Listing Agreement entered into with the Stock Exchange and other applicable provisions and subject to the approvals, permissions and sanctions as may be necessary from the concerned regulatory authorities and subject to such terms and conditions as may be imposed by them, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the **Board**" which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution) to offer and create charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, of any description, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, over all or any of the movable and / or immovable, tangible and / or intangible, properties and assets of any description, of the Company, both present and future, wheresoever situated, in favour of any Bank(s) / Financial Institution(s), and/or any other Lender(s) or their Agent(s) and/or Trustee(s) acting on behalf of any Lender(s) for the purpose of securing the borrowings of the Company or any fund based or non-fund based facilities including but not limited to term loans or working capital facilities whether in Indian Rupees or in foreign currency (collectively referred as the "Facilities") of the Company or the facilities of its Subsidiary(ies), Affiliates, Joint Ventures, Associate Company(ies) or such other form of enterprises (the "Entities"), from time to time, presently availed and/or to be hereafter availed or for the purpose of securing the Securities (comprising foreign currency convertible bonds, fully/partly Convertible Debentures and/or Non-Convertible Debentures with or without detachable or non-detachable Warrants and/or secured premium notes and/or floating rates notes/bonds or other debt instruments), issued / to be issued by the Company or the Entities, from time to time, together with interest, at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the Bank(s), Financial Institution(s) and/ or other Lender(s) or their Agent(s)/Trustees, premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/ revaluation/fluctuation in the rates of exchange and all other monies payable by the Company to the aforesaid parties or any of them under the Agreement / Agreement(s) entered into and / or to be entered into by the Company or the Entities in respect of the said Facilities/Securities and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Bank(s), Financial Institution(s), Lender(s) or their Agent(s) and/or Trustee(s) subject to the limits prescribed under Section 180 (1)(c) of the Companies Act, 2013.

RESOLVED FURTHER THAT, the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do and perform all such acts, matters, deeds and things, as may be deemed necessary, without further referring to the Members of the Company, including finalizing the terms and conditions, methods and modes in respect thereof, finalizing and executing necessary documents including schemes, agreements, deeds of assignment / conveyance and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company including the power to delegate, to give effect to this resolution and to settle any question, difficulty or doubt that may arise in regard to creating mortgage(s)/ charge(s) as aforesaid or in respect of any other matter in this regard."

10. **Authorization for Related Party Transaction to enter into a business transaction with Related Parties and Associate Company** and in this regard to consider and, if thought fit, to pass with or without modification(s), the following Resolution as **Special Resolution**:

"RESOLVED THAT, pursuant to provision contained in Section 188 and Clause 49(VII) of the Listing Agreement and all other applicable provisions of the Companies Act, 2013, approval, consent of the Members be and is hereby accorded to the Board or any Committee thereof for the business transactions entered into with Related Parties and Associate Company, for purchase/ sale of goods / materials for a period from July 1, 2013 to June 30, 2014 on routine commercial terms.

RESOLVED FURTHER THAT, pursuant to provision contained in Section 188 and Clause 49(VII) of the Listing Agreement and all other applicable provisions of the Companies Act, 2013, and subject to such approval, sanction, consent and permission as may be necessary, consent of the Members be and is hereby accorded to the Board or any Committee thereof to enter into the business transaction with Related Parties and Associate Company for purchase/ sale/ supply of goods / materials/ services for a period from July 1, 2014 to March 31, 2015 on routine commercial terms.

RESOLVED FURTHER THAT, the Board of Directors or any committee of the Board be and is hereby authorized to vary one or more of the terms and conditions, including the amount of the aforesaid agreement from time to time.”

11. To appoint Shri Shreedhar Parate (DIN 00542525) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Shreedhar Parate (DIN 00542525), who holds office up to the date of this Annual General Meeting pursuant to provisions of Section 256 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing under Section

160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 30th December, 2014.

12. To appoint Shri Sunder Venkatraman (DIN 02153123) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Sunder Venkatraman (DIN 02153123), who holds office up to the date of this Annual General Meeting pursuant to provisions of Section 256 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing under Section

160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 30th December, 2014.

13. To appoint Shri Kailashchandra Sharma (DIN 02431885) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Kailashchandra Sharma (DIN 02431885), who holds office up to the date of this Annual General Meeting pursuant to provisions of Section 256 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing under Section

160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 30th December, 2014.

14. To appoint Shri Ashutosh Potnis (DIN 02575429) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :

“RESOLVED THAT, pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Ashutosh Potnis (DIN 02575429), who holds office up to the date of this Annual General Meeting pursuant to provisions of Section 256 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing under Section

160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 30th December, 2014.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No: 05

With the enactment of new Companies Act, 2013, it is considered expedient to amend the form of the existing Memorandum of Association to be in accordance with the requirements under the Companies Act, 2013. In terms of Section 4(1) (c) of the Companies Act, 2013, the Memorandum of Association of a company is to state the objects for which the Company is proposed to be incorporated and any matter considered necessary in furtherance thereof. As such, the requirements of separately indicating the "main objects", "incidental or ancillary objects" and "other objects" under the erstwhile legislation has changed. Accordingly, it is proposed to delete the heading "Other Objects" in the existing Memorandum of Association in order comply with the provision of the Companies Act, 2013 including Table A.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 05 of the Notice.

ITEM No: 06

In terms of Section 4(1)(d) of the Companies Act, 2013, the Memorandum of Association of a company is to state, in the case of a company limited by shares, that liability of its members is limited to the amount unpaid, if any, on the shares held by them. Accordingly, it is proposed to amend Clause IV of the Memorandum of Association so as to comply with the provisions of Section 4 and 13 and other applicable provisions, of the Companies Act, 2013 including Table A.

The Board of Directors at its meeting concluded on December 04, 2014 decided to alter the Memorandum of Association as stated above to comply with the requirements under the Companies Act, 2013.

The proposed new draft Memorandum of Association is being uploaded on the Company's website for perusal by the shareholders.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 06 of the Notice.

ITEM No: 07

The existing Articles of Association ("AoA") are based on the Companies Act, 1956. Several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations are no longer in conformity with the amended Act, in force time being.

Therefore, with the coming into force of the Companies Act, 2013, several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA, by a new set of Articles.

The Board of Directors recommends the passing of this Resolution by Special Resolution. None of the other Directors/ Key Managerial Personnel of the Company/ their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 07 of the Notice.

ITEM No: 08 & 09

Section 180 (i) (a) and (c) of the Companies Act, 2013 requires the Board of Directors of Company to obtain members' approval to create mortgage/ charge on the immovable property of the Company and to borrow monies in excess of the aggregate of the paid-up share capital and its free reserves, that is to say reserves not set apart for any specific purpose (excluding temporary loans obtained from the Company's bankers in the ordinary course of business).

In view of proposed capital expenditure plans and also to meet the future long term working capital requirements, the Board considers it necessary to have the mortgage and borrowing powers of Rs. 500 Crores (Rupees Five Hundred Crores Only).

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 12 & No 13 of the Notice.

ITEM No: 10

Authorization for Related Party Transaction to enter into an Agreement with Related Parties and Associate Company.

In terms of the provisions of Section 188 of the Companies Act, 2013 and Clause 49(VII) of the Listing Agreement, the prior approval of the Members of the Company is required for entering into business transaction with Related Parties and an Associate Company. For the year 2013-14, these provisions had become applicable after the last AGM 2012-13. Therefore, ratification of the decisions of Board or any Committee, thereof, is sought.

As per the Company's Policy on Related Party Transactions, the Audit Committee has reviewed and approved the transactions that the Board of Directors ("The Board") of your Company intends to enter into business transaction on routine commercial basis, with Related Parties and Associate Company i.e all the business decisions are taken up by him, in respect of purchase/sale of goods/material, for the Financial year 2014 -15.

The Board is of the opinion that transactions outlined above are in the best interest of the Company. Hence, your Directors recommend the above resolution for approval of the Shareholders as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed resolution.

ITEM No: 11

The Company appointed Shri Shreedhar Parate (DIN 005425250), as a director liable to retire by rotation in terms of provisions of Section 256 of the Companies Act, 1956. He holds the office upto the date of this Annual General Meeting. The Company has received a notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Act proposing candidature of Shri Shreedhar Parate for the office of Director of the Company.

Shri Shreedhar Parate is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Shri Shreedhar Parate that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Shreedhar Parate fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. He is independent of the management.

Brief resume of Shri Shreedhar Parate nature of his expertise in specific functional areas are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Shri Shreedhar Parate is appointed as an Independent Director.

Copy of the draft letter for appointment of Shri Shreedhar Parate as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board commends the Ordinary Resolution set out at Item No.11 of the Notice for approval by the shareholders. Save and except Shri Shreedhar Parate and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.11 of the Notice.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

ITEM No: 12

The Company appointed Shri Sunder Venkatraman (DIN 02153123), as a director liable to retire by rotation in terms of provisions of Section 256 of the Companies Act, 1956. He holds the office upto the date of this Annual General Meeting. The Company has received a notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Act proposing candidature of Shri Sunder Venkatraman for the office of Director of the Company.

Shri Sunder Venkatraman is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Shri Sunder Venkatraman that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Sunder Venkatraman fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. He is independent of the management.

Brief resume of Shri Sunder Venkatraman nature of his expertise in specific functional areas, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Shri Sunder Venkatraman is appointed as an Independent Director.

Copy of the draft letter for appointment of Shri Sunder Venkatraman as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board commends the Ordinary Resolution set out at Item No.12 of the Notice for approval by the shareholders. Save and except Shri Sunder Venkatraman and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.12 of the Notice.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

ITEM No: 13

The Company appointed Shri Kailashchandra Sharma (DIN 02431885), as a director liable to retire by rotation in terms of provisions of Section 256 of the Companies Act, 1956. He holds the office upto the date of this Annual General Meeting. The Company has received a notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Act proposing candidature of Shri Kailashchandra Sharma for the office of Director of the Company.

Shri Kailashchandra Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Shri Kailashchandra Sharma that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Kailashchandra Sharma fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. He is independent of the management.

Brief resume of Shri Kailashchandra Sharma nature of his expertise in specific functional areas, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Shri Kailashchandra Sharma is appointed as an Independent Director.

Copy of the draft letter for appointment of Shri Kailashchandra Sharma as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board commends the Ordinary Resolution set out at Item No.13 of the Notice for approval by the shareholders. Save and except Shri Kailashchandra Sharma and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.13 of the Notice.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

ITEM No: 14

The Company appointed Shri Ashutosh Potnis (DIN 02575429), as a director liable to retire by rotation in terms of provisions of Section 256 of the Companies Act, 1956. He holds the office upto the date of this Annual General Meeting. The Company has received a notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Act proposing candidature of Shri Ashutosh Potnis for the office of Director of the Company.

Shri Ashutosh Potnis is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Shri Ashutosh Potnis that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Ashutosh Potnis fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. He is independent of the management.

Brief resume of Shri Ashutosh Potnis nature of his expertise in specific functional areas, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Shri Ashutosh Potnis is appointed as an Independent Director.

Copy of the draft letter for appointment of Shri Ashutosh Potnis as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Board commends the Ordinary Resolution set out at Item No.14 of the Notice for approval by the shareholders. Save and except Shri Ashutosh Potnis and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.14 of the Notice.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Place: Nagpur
Date: December 4, 2014

By Order of Board of Directors

(Raghav Sharma)
00588740

CHAIRMAN & MANAGING DIRECTOR

NOTES:

1. A Member entitled to attend and vote is entitled to appoint Proxy to attend and vote instead of himself and the Proxy need not be the Member of the Company. The Proxies in order to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2. The Register of Members and Share Transfer Book of the Company will remain closed from **Saturday, December 27, 2014 to Tuesday, December 30, 2014 (Both days inclusive)** for the purpose of Annual General Meeting.
3. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special Business under Item Nos. 5, 6, 7, 8, 9, 10,11,12,13 and 14 are annexed hereto and forms part of the Notice.
4. Members / Proxies should fill in the Attendance Slip for attending the Meeting and they are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
5. Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued a circular No.17/2011 on April 21, 2011 stating that the service of documents including Annual Report to shareholders by a Company can be made through electronic mode. Further, Companies (Management and Administration) Rules 2014 has empowered company to send notice and annual reports through electronic mode. Keeping in view the underlying theme and to support this green initiative of Government in right spirit, company has decided to send notice and annual report to all members in electronic mode to all members whose e-mail id is registered with company or depository participant unless any member has specifically requested for hard copy of Annual Report. The members who have not registered their email addresses, so far, are requested to register their email address and changes therein from time to time, with the Depository through their concerned Depository Participants in case where they are holding shares in electronic forms.
6. Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent, Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Registrar and Share Transfer Agent.
7. Members are requested to intimate to the Company, queries, if any, on the accounts at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
8. The relevant details as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges in India, in respect of Directors seeking appointment / re-appointment as Directors under Item Nos. 2 and 3 are also annexed hereto.
9. The Section on General Shareholder Information ("the said Section") containing information of particular relevance to Shareholders forms a part of the Report on Corporate Governance. Attention of all Shareholders is accordingly drawn to the said Section.
10. Additional information in pursuant to clause 49 of the Listing Agreement with stock exchange in respect of directors seeking appointment or reappointment at the AGM is furnished and forms part of this notice. The Directors have furnished requisite consent for their appointment or re-appointment.
11. 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 mode are requested to update their PAN to their Deposit Participant. Members holding shares in Physical mode shall send copy of their PAN to R & T Agent of the company.
12. All documents referred to in the notice shall be available for inspection at Company's registered office during 12 noon to 4 pm hours on working days up to the date of AGM. Members are requested to serve minimum 48 hours notice to inspect the same.

DIRECTORS' REPORT

To
The Members,

Your Directors hereby present their Twenty First Annual Report on the business and operations of the Company and financial statements for the year ended June 30, 2014.

FINANCIAL PERFORMANCE/ OPERATIONS:

(Rs. In Lacs)

Financial Results	Year ended on 30-June-2014	Year ended on 30-June-2013
Sales Turnover	1488.34	1189.51
Other Income	0.045	23.06
Total Income	1488.38	1212.57
Profit Before Interest, Depreciation and Tax (PBITD)	(135.17)	(213.95)
Interest & Financial Expenses	78.34	49.72
Depreciation	124.82	130.13
Profit / (Loss) Before Tax	(338.33)	(393.80)
Profit / (Loss) After Tax	(338.33)	(393.80)

DIVIDEND

For the year ended on June 30, 2014, in the view of the losses, the Directors regret their inability to recommend any dividend.

OPERATIONS OF THE COMPANY

During the year, the Company achieved a turnover of Rs Rs. 1488.34 lacs. The profit of the company continues in the negative. The net loss for the period is Rs -338.33 lacs.

CHANGE IN NATURE OF BUSINESS

During the year under review, there was no change in the nature of the business of the Company.

REVISION OF FINANCIAL STATEMENT

During year under review there has been no revision of financial statement in the relevant financial year.

MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET DATE

During period under review there are no material changes and commitments that may affect the financial position of the company.

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

The Company do not have subsidiaries, joint ventures or associate Companies.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate internal control systems and procedures commensurate with the size and nature of business. These procedures are designed to ensure:

- that all assets and resources are used efficiently and are adequately protected;
- that all the internal policies and statutory guidelines are complied with; and
- the accuracy and timing of financial reports and management information is maintained.

REHABILITATION STATUS

In terms of Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985, the Company falls under the category of potentially sick Industrial Company and therefore the fact is required to be reported to Board of Industrial and Financial Restructuring (BIFR). The Company was file reference with Hon'ble BIFR, New Delhi ac the case No 78/2013. Status of reference case 78/2013 on date of this report was pending for determination of sickness.

SETTLEMENTS

During the year under review, the Company approach to State Bank of India (SBI) and make proposal for Compromise One Time Settlement (OTS) which is under their consideration.

TRANSFER TO RESERVES

The Company has not transferred any amount to the general reserve account during the reporting period.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Company has not entered into any transaction of material nature with related parties that may have any potential conflict with the interest of the Company.

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as **Annexure A** to the Board's report.

NAME CHANGE

During the year under review, the Company do not had change in name of the Company.

INSURANCE

Fixed and Current Assets of the Company are adequately insured.

OUTLOOK FOR NEW SEASON

The Boards of Directors are trying their best to improve the performance of the Company and hopeful of achieving decent turnover in future.

DIRECTOR'S RETIRING BY ROTATION

Shri Raghav Sharma and Shri Nitin Dhote retires by rotation and being eligible, offers himself for re-appointment.

The Company is in receipt of notices in terms of provisions of section 160 of the Companies Act, 2013 proposing candidature of Shri Shreedhar Parande, Shri Sundar Venkatraman, Shri Kailashchandra Sharma and Shri Ashutosh Potnis as Independent Directors.

The brief resume and other details relating to said Directors who is proposed to be appointed and re-appointed, as required to be disclosed under Clause 49 of the Listing Agreement, is incorporated in the annexure to the notice calling 21st Annual General Meeting of the Company.

MANAGEMENT'S DISCUSSION AND ANALYSIS

In terms of the provisions of Clause 52 of the Listing Agreement, the Management's discussion and analysis is set out in this Annual Report as **Annexure B** to the Board's report.

EVALUATION OF BOARD'S PERFORMANCE

In compliance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement entered with the Stock Exchange/s, the performance evaluation of the Board was carried out during the year under review.

BOARD MEETINGS

Details about Board Meetings held during the Financial Year 2013 -14 are given in the Corporate Governance Report, which forms an integral part of this report.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have confirmed that they meet the criteria of 'Independence' as stipulated under Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement/s with the Stock Exchanges.

KEY MANAGERIAL PERSONNEL

Pursuant to the Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions and rules of the Companies Act, 2013, the following existing executives of the Company were designated as the Key Managerial Personnel of the Company by the Board in term of 2(51) of the Companies Act 2013.

- a) Shri Raghav Sharma, Managing Director(MD)
- b) Shri Deepak Dhote, Joint Managing Director(JMD)
- c) Shri Nitin Dhote, Whole time Director(WTD)
- d) Smt Shailja Sharma, Whole time Director(WTD)
- e) Shri Bernard Wong, Chief Financial Officer (CFO) with effect from October 31, 2014.

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 laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) 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.

BOARD MEETINGS

During the year under review, 5 Board Meetings were held and the intervening gap between the meetings did not exceed the period prescribed under the Act, the details of which are given in the Corporate Governance Report.

SHARE CAPITAL

As at June 30, 2014 the Authorised Share Capital of the Company was Rs. 11.00 Crores and the paid-up Equity Share Capital stood at Rs. 6.52 Crores. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity shares.

LISTING OF SHARES

During the year, the Shares of the Company were listed on The Bombay Stock Exchange Limited, Mumbai under Scrip Code No. 526841. The Company has from time to time complied with requirements under Listing Agreement.

COMMITTEES

The Company has total three Committees namely Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee. The details of which are given in the Corporate Governance Report, forms an integral part of this report.

CORPORATE GOVERNANCE CERTIFICATE

Your Company is committed to achieve the highest standards of Corporate Governance. It has taken adequate steps to ensure that the conditions of corporate governance as stipulated in Clause 49 of the Listing Agreement of the Stock Exchange are complied with.

A separate statement on corporate governance is enclosed as a part of the Annual Report along with the Auditor's Certificate on its compliance as **Annexure C** to the Board's report..

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

With respect to Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014, due to no Own Processing operations and only the residual Job Work activities in the solvent extraction plant, the Conservation of energy and Technology absorption are not applicable. A separate statement of Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo as **Annexure D** to the Board's report..

PARTICULARS OF EMPLOYEES

In respect of particulars of employees pursuant to Section 196 & 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there were no employees employed throughout the year and were in receipt of remuneration over the maximum limit prescribed under these sections.

HUMAN RESOURCES

The company has adapted good practices to retain, encourage and develop skills of all the employees of the company.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. During the year under review, the Company had no woman employee.

CASH FLOW STATEMENT

The Cash flow statement for the year ended June 30, 2014 is attached to the Balance Sheet.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism/ Whistle Blower Policy has been established by the Company to provide appropriate avenues to the employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

RISK MANAGEMENT POLICY AND REPORT

Your company has taken adequate measures to mitigate various risks impacting the Company, which includes the identification of various risk elements and steps for mitigation of the same.

AUDITORS

M/s. Pravin Chobe & Company, Chartered Accountants, Auditors of the Company retire at ensuing Annual General Meeting. The Company has received a letter, from the Auditors expressing their desire to discontinue, as Statutory Auditors of the Company. Pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, Board of Directors has recommended to appoint M/s. Motwani & Co., Chartered Accountants, Nagpur, (Firm Registration No.129106W) as the Statutory Auditors of the Company, in place of M/s. Pravin Chobe & Co., Chartered Accountants, Nagpur, who wish to discontinue.

COMMENTS ON THE AUDITORS' REPORT

The observations made in the Auditors Report are self explanatory and therefore, need not require any further comments.

ENCLOSURES

- a) Annex–A: Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section.
- b) Annex–B: Management Discussion and Analysis Report.
- c) Annex–C: Report on Corporate Governance.
- d) Annex–D: Energy Conservation, Technology Absorption and Foreign Exchanges Earnings and Outgo.

APPRECIATION & ACKNOWLEDGEMENT

The Directors acknowledge with thanks co-operation and unstinted support and co-operation received from the Hon'ble BIFR, Arvind Sahakari Bank Ltd., suppliers, customers, shareholders and employees of the Company, during the year under review. The Directors also record their appreciation of the dedication of all the employees of the Company

Place: Nagpur
Date: December 4, 2014

For and on behalf of the Board

Raghav Sharma
00588740
CHAIRMAN & MANAGING DIRECTOR

Annexure A: forming part of Director's report

Form No. 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 transactions under third proviso thereto.

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

Shakti Press Limited has not entered into any contracts or arrangements or transactions with its related parties, which are not at arm's length during Financial Year 2013 - 14.

2. Details of material contracts or arrangement or transactions at arm's length basis

(a) Name(s) of the related party and nature of relationship:

• **Indian Subsidiaries:**

NIL

• **Overseas Subsidiaries:**

NIL

• **Associates:**

NIL

• **Sole Proprietary Firm:**

NIL

(b) Nature of contracts/arrangements/transactions

1. Sale or supply of any goods materials
2. Purchase or otherwise buying materials /property of any kind
3. Loan (with Interest)
4. Technical Consultancy Fees

(c) Duration of the contracts / arrangements/transactions.

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

Based on transfer pricing guidelines.

(e) Date(s) of approval by the Board, if any:

Not applicable, since the contract was entered in the ordinary course of business and on arm's length basis.

(f) Amount paid as advances, if any:

NIL

Place: Nagpur
Date: December 4, 2014

For and on behalf of the Board

Raghav Sharma
00588740

CHAIRMAN & MANAGING DIRECTOR

Annexure B: forming part of Director's report

MANAGEMENT DISCUSSION AND ANALYSIS

Company Background

The Company is engaged in printing, packaging & stationary with manufacturing facilities at three places. As on date the Company is having three manufacturing units.

- 1) At U-116, M. I. D. C. Industrial Area Hingna (Printing Unit).
- 2) At Khasara No. 49, Mondha (Stationary Unit)
- 3) At Plot No 49, Khasara No 69, Mondha (Packaging Unit)

Industry Structure and Developments

The Indian Economy is estimated to have an increased growth rate with China. The agricultural and allied sector has recovered from decline in previous years. Lot of emphasis has been given by the Government of development of Agriculture and Education Sector. This shall boost the Paper Industry. GDP Growth rate is expected to be at 8%, growth in consumption of paper is expected to be at 8%. At present the paper industry is facing crucial face, due to abnormal rise in cost of raw-materials, chemicals, consumables and power. The Prices of the Paper have shown improvement than previous years. To be globally more competitive Indian paper industry needs the following:

1. Sustained availability of good quality of raw material (forest based) and bulk import of waste paper to supplement the raw materials supplies.
2. Adequate modernization of the manufacturing facilities.
3. Improvement of Infrastructure.
4. Quality Improvements and reduction in cost of production.
5. Import policy conducive for import of material, equipment, raw-materials and technology.

Opportunities

The potential of growth for the industry lies in development of the economy, rising literacy rates, consumerism and standard of living. All these factors are in a positive move in India at present, which gives a good picture to the scenario of paper industry. With the increased focus on education and agriculture, the future of Indian Paper Industry looks good.

Threats

The main cause of fall in the profitability of many Indian paper manufacturers can be attributed to the fall in rupee value, increased cost of raw material, fuel consumables etc.

Internal Audit Adequacy

The Company's Internal Audit Section operates under the guidance of a qualified Chartered Accountant on consultancy basis, to ensure internal checks and balances in finance and accounting aspects.

Financial Review

This aspect is dealt with in the beginning of this report. However, the Company continues to be a sick industrial unit registered with BIFR, with accumulated losses of Rs. 338.33 Lacs, as at June 30, 2014.

Human Resources Relations

Human resource is the best resource of all the resources because it is the one which can properly take advantage of the other resources. It is the companies belief that Human Resources is the driving force towards progress and success of the company. The Company seek to motivate and retain its professionals by offering reasonable compensation and opportunity to grow in the organization. The total permanent employees strength of the company was 26 on June 30, 2014. Industrial relations remain cordial during the year.

Forward Looking Statement-Cautionary Statement

Statements in the management discussion and analysis describing the Companies objectives, projections, estimates, expectations may be forward looking statements within the meaning of applicable securities laws and regulations.

Actual results may differ from those expressed and implied. Important matters that effects the company's performance is the economic conditions of demand and supply and price conditions in the domestic and overseas market in which the Company operates, changes in the government regulations, tax laws and other statutes and other incidental factors.

Annexure C: forming part of Directors' Report

Certificate of Auditors on Corporate Governance Report

To
The Members of
SHAKTI PRESS LIMITED

We have examined the compliance of conditions of Corporate Governance by Shakti Press Ltd, for the year ended on 30th June 2014, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the certificate of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date : 26/08/2014

Place : NAGPUR

FOR PRAVIN CHOBE & CO.
(Chartered Accountants)
Reg No. :117521W

PRAVIN N. CHOBE
Proprietor
M. No. : 102964

Annexure D : Forming Part of the Director's Report
CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND
FOREIGN EXCHANGE EARNINGS AND OUTGO

Information as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

With respect to Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014.

	CURRENT YEAR 2013-14	PREVIOUS YEAR 2012-13
A. POWER AND FUEL CONSUMPTION :		
1. ELECTRICITY		
a) Purchased		
Units(KWH)...		
(Rs.)...	Rs 4519450	Rs 4561775
Rate / Unit (Rs./KWH).....	Rs.6.15	Rs.6.15
b) Own Generation		
Through Diesel.		
Units (KWH).....		
Units per ltr. of diesel oil.....		
Cost/unit (Rs.).....		
Through Steam Turbine/Generator		
Units.....	--	--
Units per ltr. of fuel oil/gas.....	--	--
Cost/ unit (Rs.).....	--	--
2. COAL FOR DOMESTIC USE		
(B grade for boiler)		
Qty. (M.T)	--	--
Total Cost (Rs.)	--	--
Average Rate (Rs.)		
3. FURNACE OIL		
Quantity (K. Litres).....	--	--
Total cost (Rs. in Lacs).....	--	--
Average Rate (Rs./K. Litres).....	--	--
4. OTHERS/INTERNAL GENERATION		
(Give Details)	--	--
Total Cost	--	--
Rate/unit	--	--
B. CONSUMPTION PER UNIT OF PRODUCTION :		
PARTICULARS		
	CURRENT YEAR 2014-13	PREVIOUS YEAR 2012-13
Electricity (units)	--	--
Coal (B Grade)	--	--
Furnace Oil	--	--
Other (specify)	--	--
Own power	--	--

Place: Nagpur
Date: December 4, 2014

For and on behalf of the Board

Raghav Sharma
00588740
CHAIRMAN & MANAGING DIRECTOR

REPORT ON CORPORATE GOVERNANCE
(Pursuant to Clause 49 of the Listing Agreement)

1. Company's Philosophy on Code of Governance:

The vision and mission statement of the Company is to be a world class printing industry. Your corporation believes that Corporate Governance is a key element in improving the economic efficiency of a firm. Good Corporate Governance also helps to ensure that organization takes into account the interests of a wide range of constituencies, as well as communities. Your Company is abide by transparency and full accountability of Management on various issues pertaining to the Company's business thereby protecting the interest of the shareholders.

2. Board of Directors

The Board of Directors of the Company consists of Professionals and Technically qualified Individuals. The Board works through its various committees constituted to oversee specific operational areas. There are 4 committees constituted by the Board of Directors namely Audit Committee, Remuneration Committee, Shareholders' Grievance Committee and Share Transfer Committee. The total strength of Board as on June 30, 2014 is 8 Directors including 4 Promoter Directors and 4 Independent Directors.

BOARD OF DIRECTORS

a) Composition: The Board of Directors of the Company as of June 30, 2014 consisted of:

Non-Executive Directors	Executive Directors
Shri Kailashchandra Sharma- Non-Promoter Independent Director	Shri Raghav Sharma- Promoter - Non Independent Director
Shri Shreedhar Mukund- Non-Promoter Independent Director	Shri Deepak Dhote - Promoter - Non Independent Director
Shri Sundar Venkatraman- Non-Promoter Independent Director	Shri Nitin Dhote - Promoter - Non Independent Director
Shri Ashutosh Potnis- Non-Promoter Independent Director	Smt Shailja Sharma- Promoter - Non Independent Director

b) Meetings of the Board of Directors

The Board of Directors met 5 times during the year under review on following dates:

- (1) 14th August 2013 (2) 29th August, 2013 (3) 15th November, 2013
(4) 02nd December 2013 (5) 10th February 2014 (6) 07th May, 2014

c) Attendance of each Director at Meeting of Board of Directors and last AGM of the Company

Directors	Designation	No. of Board Meeting Held	No. of Board Meeting attended	Attendance at Last AGM	No. of Directorship in other Cos. incl. Pvt. Cos.	No. of membership in various committees of other Cos.
Shri Raghav Sharma	Chairman & Managing Director	6	6	Y	3	NIL
Shri Deepak Dhote	Managing Director	6	2	Y	4	NIL
Shri Nitin Dhote	Whole Time Director	6	2	Y	1	NIL
Smt Shailja Sharma	Whole Time Director	6	6	Y	5	NIL
Shri Kailashchandra Sharma-	Director	6	6	Y	1	NIL
Shri Shreedhar Parande	Director	6	0	N	8	NIL
Shri Sundar Venkatraman	Director	6	0	N	3	2
Shri Ashutosh Potnis	Director	6	6	Y	1	NIL

3. Details of Directors seeking appointment / re-appointment

Shri Raghav Sharma

Qualification: : M.B.A
Experience : 33 yrs. experience in Administration & Management
Directorship in other Companies : 02

Shri Nitin Dhote

Qualification: : Graduation
Experience : 15 yrs. experience in Banking and Financial Service Industry
Directorship in other Companies : NIL

Shri Sundar Venkatraman

Qualification: : M.B.A
Experience : 25 yrs. experience in Administration & Management
Directorship in other Companies : 03

Shri Shreedhar Parande

Qualification: : M.B.A
Experience : 43 yrs. experience in Banking and Financial Service Industry
Directorship in other Companies : 8

Shri Kailashchandra Sharma

Qualification: : Graduation
Experience : 22 yrs. experience in Administration & Management
Directorship in other Companies : Nil

Shri Ashutosh Potnis

Qualification: : LLB
Experience : 15 yrs. experience in Adocancy
Directorship in other Companies : Nil

4. Audit Committee

The Audit Committee of the Directors considers matters generally specified in the clause 49 (ii) (D) of the Listing Agreement i.e. suggesting to the Board of Directors, the accounting policies and procedures, Accounting Standards to be implemented. Members of the Audit committee are as follows:

Sr No	Name of the Director	Category	Nos. of meeting Attended
1.	Ashutosh Potnis	Non-Executive (Independent) Director	05
2.	Kailashchand Sharma	Non-Executive (Independent) Director	05
3.	Sunder Venkatraman	Non-Executive (Independent) Director	NIL

The Audit Committee held 5 meetings during the financial year under review on

- (1) 14th August 2013 (2) 29th August,2013 (3) 15th November, 2013
(4) 10th February 2014 (5) 07th May, 2014

5. Nomination and Remuneration Committee

The Board of Directors has constituted a Remuneration Committee for the purpose of deciding appointment/ re-appointment of Managing Directors/ Whole Time Directors etc and remuneration and compensation payable to them. The Members of the Committee are as follows:

Sr No	Name of the Director	Category	Nos. of meeting Attended
1.	Ashutosh Potnis	Non Executive (Independent Director)	01
2.	Sunder Venkatraman	Non-Executive (Independent) Director	NIL
3.	Kailaschand Sharma	Non-Executive (Independent) Director	01
4.	Deepak Dhote	Executive Director	01

During the financial year under review one meeting was held on 02nd December 2013.

Details of Remuneration/Sitting Fees paid to Directors during the Financial Year 2013-14:

Names	Salary	Perquisites	Others	Sitting Fees	Total
Shri Raghav Sharma	2,40,000	--	--	--	2,40,000
Shri Deepak Dhote	3,00,000	--	--	--	3,00,000
Shri Nitin Dhote	--	--	--	--	--
Smt Shailja Sharma	--	--	--	--	--
Shri Kailashchandra Sharma-	--	--	--	12000	12000
Shri Shreedhar Parande	--	--	--	--	--
Shri Sundar Venkatraman	--	--	--	--	--
Shri Ashutosh Potnis	--	--	--	12000	12000

Sitting fees was paid for Board Meeting.

6. Stakeholder's relationship Committee

During the year under review, the nomenclature of the Shareholders' / Investors' Grievance Committee was changed to "Stakeholders' Relationship Committee", in line with the provisions of Section 178 of the Companies Act, 2013 w.e.f. 5th August, 2014.

Objective :

This Committee is responsible for the satisfactory redressal of investors' complaints and recommends measures for overall improvement in the quality of investor services. Especially it looks after grievances of shareholders and investors Complaints like dematerialisation / rematerialisation of shares, transfer of shares, transmission of shares, non-receipt of share certificates and/or balance sheet, dividend(s) etc. and timely redressal of their grievance thereto.

The members of the Committee are as follows

Sr No	Name of the Director	Category	Nos. of meeting Attended
1.	Ashutosh Potnis	Non-Executive (Independent) Director	05
2.	Kailashchand Sharma	Non-Executive (Independent) Director	05
3.	Sunder Venkatraman	Non-Executive (Independent) Director	NIL

During the year under review no meeting held, the Company do not have received any complaint from stakeholder.

7. General Body Meetings

Location and time where last three Annual General Meetings were held:

Year	Venue	Date	Time
2012-13	U -116, MIDC, Hingna, Nagpur - 440 006	30 th December 2013	02.00 p.m.
2011-12	U -116, MIDC, Hingna, Nagpur - 440 006	24 th December, 2012	10.00 a.m.
2010-11	U -116, MIDC, Hingna, Nagpur - 440 006	24 th December, 2011	10.00 a.m.

9. Postal Ballot Resolution

All Resolutions are generally passed by way of show of hands. No Resolution was put though postal Ballot last year.

10. Certificate by CEO/CFO

The Board of Directors recognises Shri Prashant Kale, as CFO for the limited purpose of compliance under the listing agreement. In terms of revised Clause 49 of Listing agreement, the Board of Directors has obtained the necessary certificate from CFO, which states that, the financial statements present a true and fair view of the Company's affairs and are compliant with existing accounting standards, internal control and disclosure.

11. Disclosure regarding transactions with Promoters / Directors or Management

There is no materially significant transaction made by the Company with its Promoters, Directors or the Management or their relatives etc., which have potential conflict with the interest of the Company at large.

12. Means of Communication

The quarterly Financial Results are generally published in the national Daily newspaper "Indian Express" in English and Local Marathi Daily "Loksatta", which are widely circulated. The Company does not furnish the information to each shareholder individually.

13. Shareholders' General Information

a) **Annual General Meeting:** Annual General Meeting of the Company will be held on Tuesday, December 30, 2014 at 02.00 p.m at U - 116, Hingana M.I.D.C. Industrial Area, Nagpur – 440 016 (Maharashtra).

b) **Date of Book Closure:** Saturday, December 27, 2014 to Tuesday, December 30, 2014 (both days inclusive) for the purpose of Annual General Meeting.

c) **Financial Calendar (Tentative):**

Annual General Meeting	: December 30, 2014
Results for the quarter ending on September 2014	: Second Week of November 2014
Results for the quarter ending on December 2014	: Second Week of February 2015
Results for the quarter ending on March 2015	: Second Week of May 2015

d) **Listing on Stock Exchange:**

The Company's Shares have been listed on the Bombay Stock Exchange Limited, Mumbai under Scrip Code No. 519477. The Company's Trading of Security was suspended by the Stock Exchange due to certain non-compliance. The Company scrip also listed on Delhi Stock Exchange Ltd under file no 7920 and Madras Stock Exchange Ltd.

e) **Dematerialisation of Securities: (NSDL & CDSL)**

The Company's scrip is under electronic – Demat mode and having connectivity with both the Depositories viz: National Security Depository Services Limited (NSDL) and Central Depository Services India Limited (CDSL) through Registrar and Transfer Agent (RTA) Link Intime India Private Limited, who is acting as a Common Agency. Total 29,15,291 Equity Shares have been dematerialised as on 30th June 2014 representing of the total issued (listed) 35,20,200 Equity Shares and Unlisted 3,00,000 Non-Cumulative Preference Shares of the Company. The International Securities Identification Number (ISIN) of the Company is INE 794C01016.

About 82.81% of the shares have been dematerialized as on June 30, 2014.

Further Shareholders having physical holdings hereby requested from the Company to dematerialise their holdings for convenience of the company's share transactions.

f) **Stock Price Data:**

High & low during each month of last financial year and number of shares traded.

The monthly high and low quotations of the Company's shares traded on the BSE is as follows:

Month	Open Price	High Price	Low Price	Close Price	No.of Shares
Jul-13	21.05	21.55	19.05	19.5	4254
Aug-13	20.1	23	15.45	15.6	354616
Sep-13	14.85	17.3	14.1	16.75	589476
Oct-13	16.8	24.55	13.9	24.45	942814
Nov-13	25.6	32.85	25.3	32.8	249687
Dec-13	33.35	42.9	32.65	37.5	34665
Jan-14	36.8	36.8	22.5	25.9	7553
Feb-14	25.4	27	18.3	20.5	3684
Mar-14	19.55	23.95	19.2	20.3	13375
Apr-14	20.2	20.5	14.6	15.2	4172
May-14	15.95	15.95	13.5	14.15	1422
Jun-14	13.45	18.45	11.74	18.45	5239

g) Registrar and Transfer Agents

Link Intime India Private Limited
(Formerly Intime Spectrum Registry Limited)
Pannalal Silk Mills Compound,
C-13, L.B.S. Marg,
Bhandup (W), Mumbai – 400 078.
Tel. No. 91-22-55555454 & Fax 91-22-55555353
E-mail : mumbai@linkintime.co.in

h) Share Transfer System

Applications for transfer of shares held in physical form are received at the office of the Registrars and Share Transfer Agents of the Company. They attend to share transfer formalities at least once in 15 days.

Shares held in the dematerialized form are electronically traded in the Depository and the Registrars and Share Transfer Agents of the Company periodically receive from the Depository the beneficiary holdings so as to enable them to update their records for sending all corporate communications, dividend warrants, etc.

Physical shares received for dematerialization are processed and completed within a period of 15 days from the date of receipt, provided they are in order in every respect. Bad deliveries are immediately returned to Depository Participants under advice to the shareholders.

i) Shareholding Pattern & Distribution of Shareholding (as at June 30, 2014)

Shareholding Pattern as on June 30, 2014 was as follows:

Particulars	No. of Shares Held	% age of total Share Capital
Promoters		
Directors and their Relatives	12,95,480	36.80
Associate of Promoters		
Individuals		
Bodies Corporate	7,83,350	22.25
Non-Promoters		
Financial Institutions/Banks/Mutual Funds	6,000	0.17
Corporate Bodies	1,93,398	5.50
NRI/OCB/FII	11,400	0.32
Other Individuals	12,30,572	34.96
TOTAL	35,20,200	100.00

j) Distribution of Equity Shareholding as on June 30, 2014:

Shareholding of Shares	Shareholders		Shares		
	Numbers	% of total nos.	Numbers	Amount	% of total capital
Upto 500	1966	88.68	271733	2739090	7.78
501 to 1000	83	3.74	71024	642410	1.82
1001 to 2000	58	2.62	91259	883880	2.51
2001 to 3000	35	1.58	88299	1075340	3.05
3001 to 4000	7	0.32	25087	212090	0.60
4001 to 5000	10	0.45	47652	390490	1.11
5001 to 10000	19	0.86	145586	1405530	3.99
10001 & Above	39	1.76	2779560	27853170	79.12
Total	2217	100.00	3520200	35202000	100.00

k) ADRs/ GDRs: The Company has not issued any GDR/ADR/Warrants or any convertible instruments/securities.

l) Works (Plant Location):

1. U – 116, MIDC Industrial Area, Hingana Road, Nagpur – 440 016
2. Kh. No. 49, Tah. Hingna, Vill. Mondha, Kanoli Bara Road, Nagpur (M. S.)
3. Kh. No. 69, Village - Mondha, Tah. Hingna, Kanoli Bara Road, Nagpur (M. S.)

m) Address for Correspondence/ Compliance Officer:

Shri Deepak Dhote

Whole Time Director/ Compliance Officer

Registered Office: "Shakti House", Wardha Road, Nagpur-440 010 (M.S.)

Ph. No. **91- 712- 2423153, 2425518**

Website: www.shaktipresslimited.com

E-mail: shaktipresslimited@gmail.com

Place: Nagpur

Date: December 4, 2014

Raghav Sharma

00588740

CHAIRMAN & MANAGING DIRECTOR

INDEPENDENT AUDITORS' REPORT

To
The Members of
SHAKTI PRESS LIMITED
Nagpur

Report on the Financial Statements

We have audited the accompanying financial statements of **SHAKTI PRESS LIMITED**, ("the company") which comprise the Balance Sheet as at **30/06/2014**, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of financial position, financial performance of the company in accordance with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. The responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the standards on auditing issued by the Institute of Chartered Accountants of India. 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 from misstatements.

An audit involves performing procedure to obtain audit evidence about the amounts and disclosure in the financial statements. The procedure selected depends upon auditor's judgment, including the assessment of the risk of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedure that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) in case of the Balance Sheet, of the state of affairs of the Company as at **30/06/2014**;
- (b) in case Statement of Profit and Loss Account, of the **Profit** for the year ended on that date; and

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the order") issued by Central Government of India in terms of sub-section (4A) of section 227 of the Act, We give in the Annexure a statements on the matters specified in paragraphs 4 and 5 of the order.
2. As required by section 227(3) of the Act, we report that:
 1. We have obtained all information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 2. In our opinion proper books of account as required by Law have been kept by the Company so far as appears from our examinations of those books;
 3. the Balance Sheet, Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account;

4. In our opinion , the Balance Sheet, Statement of Profit and Loss, comply with the Accounting Standards referred to in sub-section(3C) of section 211 of the Companies Act,1956 , read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013;
5. On the basis of written representations received from the directors as on **30/06/2014** and taken on record by the Board of Directors, none of the director is disqualified as on **30/06/2014**, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Date : 26/08/2014

Place : NAGPUR

FOR PRAVIN CHOBE & CO.
(Chartered Accountants)
Reg No. :117521W

PRAVIN N. CHOBE
Proprietor
M. No. : 102964

ANNEXURE TO THE AUDITORS' REPORT

1. In respect of its fixed assets:

- (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
- (c) No substantial part of fixed assets have been disposed off during the year, and it has not affected the going concern.

2. In respect of its inventories:

- (a) Physical verification of inventory has been conducted at reasonable intervals by the management.
- (b) The 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 its business.
- (c) Company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification. we are relying on the figures issued by the management for Work In progress and raw material in hand as we have not found the records in support of the figures provided by the management.

3. In respect of loans granted and taken to / from parties covered in the register maintained u/s 301 of the Companies Act, 1956.

- (a) The Company has granted loans to other companies covered in register maintained under section 301 of The Companies Act, 1956. Register has not maintained as prescribed in the Act.
- (b) N.A. Whether the rate of interest and other terms and condition of loans given by the company, secured or unsecured, are prima facie prejudicial to the interest of the company.
- (c) NA
- (d) NA
- (e) The Company has taken loans from other companies covered in register maintained under section 301 of The Companies Act, 1956. Register has not maintained as prescribed in the Act.
- (f) In our opinion and according to the information and explanation given to us, the rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest of the company.
- (g) We are not able to verify the terms as the register is not maintained by the company

4. In respect of internal control

In our opinion and according to the information and explanations given to us, there is an inadequate internal control system commensurate with the size of the company and the nature of its business, for the sale of goods/services and for the purchase of fixed assets. The internal control system for purchases of inventory is inadequate since the purchases are made without inviting quotations. In our opinion this is a continuing failure to correct major weakness in the internal control system and prevailed at the balance sheet date. The company was not able to provide the correct figure of inventory & there is not register was maintained for Fixed Asset, Inventory. The management also not able to identify the correct position of Debtors and creditors.

5. In respect of contracts or arrangements need to be entered into a register maintained u/s 301 of the Companies Act, 1956

- (a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have not been maintained.
- (b) N.A.

6. In respect of deposits from public

In our opinion and according to the information and explanation given to us the company has complied with the provisions of section 58A and 58AA or any other relevant provisions of the companies Act, 1956 and companies (Acceptance of deposits) Rules 1975 with regard to deposits from the public. No order has been passed by Company Law Board or national company law tribunal or Reserve Bank of India or any court or any other tribunal in this regard.

7. In respect of internal audit system

The company has an internal audit system, the scope and coverage of which, in our opinion required to be enlarged to be commensurate which the size and nature of its business.

8. In respect of maintenance of cost records

We have broadly reviewed the books of accounts relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records u/s 209)1)(d) of the companies Act, 1956 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.

9. In respect of statutory dues

(a) Undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess was deposited irregularly with the appropriate authorities.

(b) According to the information and explanations given to us no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, cess and other undisputed statutory dues were outstanding at the year end, for a period of more than six months from the date they became payable.

10. In respect of accumulated losses and cash losses

The company's accumulated losses at the end of the financial year are more than 50% of its net worth. The company has incurred cash loss during the year. In the immediately preceding financial year the company had incurred cash loss.

11. In respect of dues to financial institution / banks / debentures

Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the company has defaulted in repayment of dues to a financial institution and bank.

12. In respect of loans and advances granted on the basis of security

The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. In respect of provisions applicable to Chit fund

In our opinion and according to information and explanations given to us the company is not chit fund or a nidhi or mutual benefit fund/society. Accordingly, the provisions of clause 4(xiii) of the Order are not applicable to the company.

(a) The net owned funds to deposit liability ratio is not more than 1 : 20 as on the date of balance sheet.

(b) The company has not complied with the prudential norms on income recognition and provisioning against sub-standard / doubtful/ loss assets.

(c) NA

(d) NA

14. In respect of dealing or trading in shares, securities, debentures and other investment

NA

15. In respect of guarantee given for loans taken by others

NA

16. In respect of application of term loans

NA

17. In respect of fund used

Based on an overall examination of the Balance Sheet of the company and a review of the consolidated fund flow statement for the year, we report that no funds raised on short-term basis have been used for long-term investment.

18. In respect of preferential allotment of shares

During the year, the company has not made any preferential allotment of shares to parties and companies covered and recorded in the register maintained under section 301 of the Act.

19. In respect of securities created for debentures

The company has not issued any debentures during the year.

20. In respect of end use of money raised by public issues

The company has not raised any money from the public during the year under audit.

21. In respect of fraud

According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

Annexure detail of (ix)(a)

Related To	Authority	Financial Year	Amount	Remarks
Tax Deducted at Source	Income Tax	From FY 2001-02 to 2008-09	1,582,612.00	As per information provided the dues are for the period from 2002 to 2009

Annexure detail of (ix)(b)

Related To	Authority Where Case is Pending	Financial Year	Disputed Amount	Remarks
			0.00	

Place : NAGPUR
Date : 26/08/2014

FOR PRAVIN CHOBE & CO.
(Chartered Accountants)
Reg No. :117521W

PRAVIN N. CHOBE
(Proprietor)
Membership No : 102964

M/S. SHAKTI PRESS LTD., NAGPUR
BALANCE SHEET AS ON 30 th JUNE, 2014

<u>PARTICULARS</u>	<u>Note</u>	<u>As at 30th June,</u>	<u>As at 30th June,</u>
	<u>No.</u>	<u>2014</u>	<u>2013</u>
		Rupees	Rupees
<u>EQUITY AND LIABILITIES</u>			
I <u>Share Holders Funds</u>			
(a) Share Capital	1	76,274,000.00	74,851,000.00
(b) Reserves & Surplus	2	48,350,676.62	82,183,897.96
II <u>Non-Current Liabilities</u>			
(a) Long Term Borrowings	3	125,855,970.54	106,109,696.24
III <u>Current Liabilities</u>			
(a) Short Term Borrowings	4	115,096,674.18	114,082,641.18
(c) Trade Payables	5	36,380,274.26	35,123,489.31
(d) Other Current Liabilities	6	87,067,526.78	97,752,639.16
(e) Short Term Provisions	7	693,896.00	925,961.00
		489,719,018.38	511,029,324.85
<u>ASSETS</u>			
<u>Non-Current Assets</u>			
(a) Fixed Assets	8	290,063,352.47	301,095,992.27
(b) Deferred Tax Assets	9	-	-
(c) Non-Current Investments	10	638,225.00	138,225.00
<u>Current Assets</u>			
(a) Inventories	11	32,045,629.00	33,363,430.00
(b) Trade Receivables	12	104,811,426.08	97,933,432.02
(c) Cash and Cash Equivalents	13	520,960.36	5,894,627.18
(d) Short Term Loans and Advances	14	61,639,425.47	72,603,618.38
		489,719,018.38	511,029,324.85

AS PER OUR REPORT OF EVEN DATE
FOR PRAVIN CHOBE & CO.
CHARTERED ACCOUNTANTS

SHAKTI PRESS LIMITED

PRAVIN N. CHOBE
(PROPRIETOR)

RAGHAV K. SHARMA

KAILASCHAND SHARMA

00588740

02431885

(CHAIRMAN & MANAGING DIRECTOR)

(DIRECTOR)

PLACE: NAGPUR

DATE: 26/08/2014

M/S. SHAKTI PRESS LTD., NAGPUR
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 30TH JUNE, 2014

<u>PARTICULARS</u>	<u>Note</u>	<u>As at 30th June,</u>	<u>As at 30th June,</u>
	<u>No.</u>	<u>2014</u>	<u>2013</u>
		Rupees	Rupees
<u>REVENUE FROM OPERATIONS</u>			
Sales	14	148,834,178.94	118,950,867.13
Other Income	15	4,500.00	2,305,837.65
TOTAL REVENUE		148,838,678.94	121,256,704.78
 <u>EXPENSES</u>			
Cost of Material Consumed	16	121,750,915.58	102,355,278.81
Change in Inventories	17	1,317,801.00	8,004,400.00
Employee Benefits Expenses	18	4,205,628.00	3,313,239.00
Financial Cost	19	7,834,329.70	4,972,537.33
Other Expenses	20	35,081,194.00	28,977,957.94
Depreciation	08	12,482,032.00	13,013,483.00
TOTAL EXPENSES		182,671,900.28	160,636,896.08
 Profit before Tax		 (33,833,221.34)	 (39,380,191.30)
 Profit Transfer to Balance Sheet		 (33,833,221.34)	 (39,380,191.30)

**AS PER OUR REPORT OF
EVEN DATE**
FOR PRAVIN CHOBE & CO.
CHARTERED ACCOUNTANTS

SHAKTI PRESS LIMITED

PRAVIN N. CHOBE
(PROPRIETOR)

RAGHAV K. SHARMA
00588740
(CHAIRMAN & MANAGING DIRECTOR)

KAILASCHAND SHARMA
02431885
(DIRECTOR)

PLACE : NAGPUR
DATE : 26/08/2014

M/S. SHAKTI PRESS LTD., NAGPUR

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 30TH JUNE, 2014

<u>PARTICULARS</u>	<u>Note</u>	<u>As at 30th June,</u>	<u>As at 30th June,</u>
	<u>No.</u>	<u>2014</u>	<u>2013</u>
		Rupees	Rupees
A <u>RESERVES & SURPLUS</u>	02		
1 General Reserve		61,772,000.00	61,772,000.00
2 Special Capital Incentive from SICOM Ltd.		2,900,000.00	2,900,000.00
3 Revaluation Reserve		174,998,576.71	174,998,576.71
		239,670,576.71	239,670,576.71
B Balance in Statement of Profit & Loss:-			
Opening Balance		(157,486,678.75)	(118,106,487.45)
Add:- Profit & Loss for the Year		(33,833,221.34)	(39,380,191.30)
Closing Balance		(191,319,900.09)	(157,486,678.75)
	Total	48,350,676.62	82,183,897.96
<u>LONG TERM BORROWINGS</u>	03		
(a) Term Loan (Rupee) A/c.		69,695,842.19	69,695,842.19
(b) Term Loan (FCNR) A/c.		(8,060,469.00)	(8,060,469.00)
(c) SBI Cash Credit A/c.		27,543,719.05	27,543,719.05
(d) SBI WCTL		9,575,881.00	9,575,881.00
(e) SBI FITL		7,307,723.00	7,307,723.00
(f) Arvind Sahakari Bank Cash Credit A/c		19,793,274.30	-
(g) Future Capital Holding Ltd, Nagpur		-	16,500.00
(h) Bajaj Finance Ltd, Nagpur		-	30,500.00
	Total	125,855,970.54	106,109,696.24
<u>SHORT TERM BORROWINGS</u>	04		
1 Aditi Multi Commodities Pvt Ltd, Mumbai		12,906,054.00	12,900,000.00
2 Albeli Leasing & Finance Pvt Ltd		61,154.00	61,154.00
3 Amtik International Ltd, Mumbai		6,400,000.00	6,400,000.00
4 Anand Bagaria (HUF), Nagpur		-	250,000.00
5 Balvinderkaur Khanduja, Nagpur		-	-
6 Centurian HDFC Bank O/D A/c 095		4,837,690.18	4,724,566.18
7 Centurian HDFC Bank O/D A/c 113		4,273,062.11	4,267,735.11
8 Centurian HDFC Bank O/D A/c 130		1,900,919.89	1,754,174.89
9 Deepak S. Dhote		-	-
10 Dinkar Dattatraya Ingle, Nagpur		-	200,000.00
11 Haldiram Foods International Ltd, Nagpur		1,500,000.00	1,500,000.00
12 Jitendra Madan, Nagpur		-	50,000.00
13 Kalpana Sharma, Nagpur		1,025,825.00	933,417.00
14 Madhusudhan Sundardas Mehta, Nagpur		-	-
5 Mahalaxmi Commercial Services Pvt Ltd Nagpur		3,864,302.00	3,516,198.00
16 Markdat Advertising Pvt Ltd Nagpur		1,253,266.00	1,140,369.00

Shakti Press Limited
Annual Report 2013-14

17	Monica Bhagwaghar, Nagpur	-	100,000.00
18	Mukesh Deodutta Gupta, Nagpur	-	-
19	New Mount Trading & Investment Ltd	-	2,500,000.00
20	Nidhi Commodities Pvt Ltd, Mumbai	7,100,000.00	7,100,000.00
21	Nova Marketing Pvt Ltd, Nagpur	10,293,528.00	9,366,268.00
22	Prasidh Commercial Services Pvt Ltd, Nagpur	10,379,425.00	9,444,427.00
23	Raghav K. Sharma	2,152,176.00	-
24	Ramdulari Agrawal, Nagpur	-	100,000.00
25	Rukshad N. Bhagwaghar, Nagpur	-	100,000.00
26	Ravikant Mahadeoprashad Shukla, Nagpur	-	50,000.00
27	Salasar Multi Commodity Pvt Ltd, Mumbai	4,400,000.00	4,400,000.00
28	Sarsan Securities Pvt Ltd, Mumbai	7,000,000.00	7,000,000.00
29	Sau. Jaishree Omprakash Tiwari, Nagpur	-	100,000.00
30	Shailja Raghav Sharma	-	-
31	Shailja Sharma, Nagpur	1,137,000.00	-
32	Shakti Offset Pvt Ltd	-	-
33	Shakti Offset Works	-	-
34	Shantanu R. Sharma, Nagpur	102,138.00	299,757.00
35	Shashant Consultant, Mumbai	1,000,000.00	1,000,000.00
36	Shonavi Creations, Nagpur	3,175,000.00	3,175,000.00
37	Shri Guru Ramdas Oil Mill, Nagpur	-	200,000.00
38	Siddhayu Aurvedic Reserch Pvt Ltd, Nagpur	150,993.00	137,571.00
39	Smt. Pannakumari Navalchand Pugliya, Nagpur	-	50,000.00
40	Sri Krisna Cardboard Pvt Ltd	-	-
41	Suman Sales & Services Pvt Ltd, Mumbai	9,700,000.00	9,700,000.00
42	Sundaram Multi Pap Ltd, Mumbai	-	-
43	Super Offset Pvt Ltd	-	-
44	Sureshkumar Sharma, Nagpur	954,760.00	868,753.00
45	T.B. Musle, Nagpur	-	100,000.00
46	Tarabai S. Rathi, Nagpur	-	-
47	Update Marketing Pvt Ltd, Nagpur	8,449,388.00	7,688,251.00
48	Vidhi Sales Pvt Ltd, Mumbai	6,200,000.00	6,200,000.00
49	Vinson Industries Pvt Ltd. Visakhapatnam	4,879,993.00	6,705,000.00
		115,096,674.18	114,082,641.18
	TRADE PAYABLE	05	
1	Sundry Creditors	36,230,274.26	34,973,489.31
2	Auditors Remuneration	150,000.00	150,000.00
		36,380,274.26	35,123,489.31
	OTHER CURRENT LIABILITIES	06	
1	Arvind Sahakari Bank Ltd, Nagpur C/A No. 21/265	-	770,608.77
2	Bank Interest Payable	52,184,845.00	52,184,845.00
3	Other Credit Balance	19,979,303.28	29,909,842.89
4	SBI Unrealised Interest (Rupee Term Loan)	13,282,292.00	13,282,292.00
5	State Bank of India C/A No. 30087879417	-	-
6	TDS Payable	1,621,086.50	1,605,050.50
		87,067,526.78	97,752,639.16

<u>SHORT TERM PROVISIONS</u>		07	
1	ESIC A/c Contractor Payable	15,971.00	3,093.00
2	ESIC A/c Payable	18,078.00	9,078.00
3	Excise Duty Payable	(47,337.00)	221,549.00
4	Grampanchayat Tax Payable	20,500.00	20,500.00
5	Labour Welfare Fund Payable	912.00	192.00
6	Power & Electricity Payable	377,040.00	387,322.00
7	Professional Tax Payable	3,225.00	3,025.00
8	Providend Fund Payable	62,989.00	35,636.00
9	Remuneration to Director Payable	54,500.00	92,500.00
10	Salary Payable	17,573.00	15,926.00
11	Tahsildar Hingna (N.A.Tax Mondha)	102,060.00	68,040.00
12	Wages Payable	65,447.00	66,298.00
13	Water Charges Payable	2,938.00	2,802.00
		693,896.00	925,961.00
<u>DEFERRED TAX ASSETS</u>		09	
	Opening Balance	-	-
	Add :- Deferred Tax for the Year		
<u>NON-CURRENT INVESTMENTS</u>		10	
	Long Term Investments (At Cost, Fully Paid Up)		
	Other Than Trade (Unquoted)		
	(a) Investment in Equity Instruments		
1	Shares of Berar Housing Finance Ltd.(2000 Shares)	24,000.00	24,000.00
2	Shares of Samta Sahakari Bank Ltd.(50 Shares)	5,000.00	5,000.00
3	Shares of Enbee Plantations Ltd.	5,000.00	5,000.00
4	Shares of Kedia Distilliers Ltd.(500 Shares)	85,125.00	85,125.00
5	Shares of Madhya Desh Paper Ltd.	16,100.00	16,100.00
6	Share s of Arvind Sahakari Bank	500,000.00	-
	(b) Aggregate amount of unquoted investments		
1	National Savings Certificate	3,000.00	3,000.00
		638,225.00	138,225.00
<u>INVENTORIES</u>		11	
A	RAW MATERIAL		
1	Binding Cloth & Thread	23,659.00	14,210.50
2	Chemicals	-	-
3	Gums & Adhesives	695,841.00	425,185.00
4	Oils & Lubricants	335,841.00	75,839.00
5	Other Consumables	912,423.00	541,521.34
6	Packing Material	16,214.00	80,592.24
7	Paper	12,250,083.00	12,896,603.40
8	Pigments & Ink Chemicals	900,198.00	732,586.08
9	Process Material	135,269.00	150,458.49
		15,269,528.00	14,916,996.05
B	FINISHED GOODS	1,032,658.00	972,580.00
C	WORK-IN-PROCESS	15,743,443.00	17,473,853.95
		32,045,629.00	33,363,430.00

<u>TRADE RECEIVABLE</u>		12		
	Overdue for a Period Exceeding Six Months		104,811,426.08	97,933,432.02
	Other Receivables			
			104,811,426.08	97,933,432.02
<u>CASH & BANK BALANCES</u>		13		
1	Bank of Maharashtra C/A No. 600106399		10,088.00	10,088.00
2	Cash in Hand (Factory)		446,848.20	5,872,503.20
3	IDBI Bank C/A A/c 51012010000922		-	-
4	State Bank of India C/A No. 30087879417		57,579.93	12,035.98
5	Arvind Sahakari Bank C/A No.		6,444.23	-
			520,960.36	5,894,627.18
<u>SHORT TERM LOANS & ADVANCES</u>		14		
1	Advance to Director		1,119,140.06	567,824.00
2	Advances to Parties		40,724,852.76	51,964,088.52
3	E.C.G.C Pre-Paid Insurance		2,735.00	2,735.00
4	Earnest Money (GCOMMFL, Anand)		20,000.00	20,000.00
5	Earnest Money (M.S.Bureau, Pune)		100,000.00	50,000.00
6	Earnest Money Deposit		317,393.00	293,472.00
7	Excise (50%Capital)		81,460.00	16,303.00
8	Excise (Capital)		-	4,491.00
9	Excise (Personal Ledger A/c)		38,740.00	46,790.00
10	Excise Duty		4,147,368.61	4,147,368.61
11	Excise Duty		-	425,935.00
12	TDR (SBI Bank Ltd M.S. Beureu)Nagpur		205,538.38	-
13	FDR of Margin Money with Bank SBI A/c		6,702,017.65	6,173,748.00
14	Interest Receivable		3,808,282.98	3,808,282.98
15	Margin Money FDR SBI (LIC of India)		73,061.10	68,250.00
16	Margin Money FDR SBI (LIC of India)		49,888.59	45,500.00
17	MSEB, Nagpur		458,000.24	458,000.24
18	Retention Money Deposit		211,090.70	211,090.70
19	Sales Tax Paid against Appeals		938,016.00	938,016.00
20	Security Deposit (GCOMMFL, Anand)		80,000.00	80,000.00
21	Security Deposit (MSEB Mondha II)		117,500.00	117,800.00
22	Security Deposit (MSEB Mondha Project)		120,997.00	120,997.00
23	Security Deposit (MSSC LTD Akola)		141,496.71	141,496.71
24	Security Deposit (Water Department)		13,326.00	13,326.00
25	Security Deposit A/c		13,024.00	13,024.00
26	Service Tax		46,179.00	73,737.00
27	Staff Advance		-	1,065,706.35
28	TDR SBI A/c (MPCB, Nagpur)		27,436.22	25,000.00
29	TDS A/c IT		1,182,710.13	1,027,564.13
30	TDS A/c WC		267,832.49	264,642.49
31	VAT Receivable		631,338.85	418,429.65
			61,639,425.47	72,603,618.38

M/S. SHAKTI PRESS LTD., NAGPUR

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 30TH JUNE, 2014

S. NO	<u>PARTICULARS</u>	<u>Not e No.</u>	<u>As at 30th June 2014 (In Rupees)</u>	<u>As at 30th June 2013 (In Rupees)</u>
	<u>SALES</u>	<u>14</u>		
	<u>Sales & Job Work Receipts :-</u>			
i)	Gross Sales		159,019,188.00	129,876,663.13
	a. Domestic	159,019,188.00		
	b. Export	0.00		
ii)	Job Work Receipts		1,895,723.94	55,002.00
iii)	Packing & Forwarding Charges Recovered		369,870.00	545,600.00
			161,284,781.94	130,477,265.13
	Less :- Excise duty		9,364,960.00	8,499,894.00
	Less :- VAT+CST		3,085,643.00	3,026,504.00
			12,450,603.00	11,526,398.00
	Net Sale		148,834,178.94	118,950,867.13
	<u>OTHER INCOME</u>	<u>15</u>		
	<u>Other Income</u>			
i)	Dividend Received		4,500.00	4,200.00
ii)	Remission		-	-
iii)	Other Income		-	2,301,637.65
			4,500.00	2,305,837.65
	TOTAL INCOME		148,838,678.94	121,256,704.78
	<u>COST OF MATERIAL CONSUMED</u>	<u>16</u>		
	<u>Add. Purchases of :</u>			
1	Book Binding Cloth & Thread		64,860.00	-
2	Calender Tin Patti		410,606.00	379,658.50
3	Gum & Adhesives		4,101,425.00	2,144,312.00
4	Die		318,124.00	-
5	Light Diesel Oil		1,373,468.00	922,167.80
6	M/c Cleaning Material		96,300.00	116,815.00
7	Offset Plates & Chemicals		2,968,665.80	2,441,016.75
8	Oils & Lubricants		723,488.00	683,305.48
9	Packing Material		3,134,140.99	3,973,559.45
10	Paper		112,314,942.50	96,596,621.06
11	Pigments & Ink Chemicals		4,863,073.80	3,971,591.13
12	Process Material		3,194,396.00	556,000.97
			133,563,490.09	111,785,048.14
	Less: Excise & VAT		11,812,574.51	9,429,769.33
			121,750,915.58	102,355,278.81
	<u>CHANGES IN INVENTORIES</u>	<u>17</u>		
	Opening Stock			
	Raw Material		14,916,996.05	16,596,159.07
	Finished Goods		972,580.00	327,500.00
	Work-in-Progress		17,473,853.95	24,444,170.93

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	33,363,430.00	41,367,830.00
Less:- Closing Stock		
Raw Material	15,269,528.00	14,916,996.05
Finished Goods	1,032,658.00	972,580.00
Work-in-Progress	15,743,443.00	17,473,853.95
	32,045,629.00	33,363,430.00
	1,317,801.00	8,004,400.00
<u>EMPLOYEE BENEFIT EXPENSES</u>	18	
1 Contribution to ESI	131,973.00	270,266.00
2 Contribution to Labour Welfare Fund	4,628.00	4,998.00
3 Contribution to PF	285,956.00	244,224.00
4 Wages to Workers	1,865,259.00	1,707,184.00
5 Workers Welfare Expenses	1,917,812.00	1,086,567.00
TOTAL RS.	4,205,628.00	3,313,239.00
<u>FINANCIAL COSTS</u>	19	
Interest to Bank	3,894,126.70	1,152,549.33
Interest to Unsecured	3,940,203.00	3,819,988.00
	7,834,329.70	4,972,537.33
<u>OTHER EXPENSES</u>	20	
1 Accounting Charges & Supervision Charges	234,000.00	208,500.00
2 Advertisement Charges	189,635.00	332,785.00
3 Audit Fees	150,000.00	150,000.00
4 Bank Commission & Charges	275,754.00	801,141.50
5 Carriage Inward	3,269,697.00	2,234,345.00
6 Carriage Outward	2,221,734.00	1,546,073.28
7 Commission & Brokerage	19,020.00	44,948.00
8 Computer Expenses	181,715.00	101,924.00
9 Consultancy Charges	519,880.00	470,230.00
10 Conveyance Charges	1,724,075.00	1,335,148.00
11 Diwali Gift	-	20,900.00
12 Excise Duty	-	-
13 Factory Expenses	4,317,237.00	2,495,664.00
14 Filing Fees	22,959.00	73,328.00
15 Import Expenses	-	(3,673.00)
16 Income Tax (Wealth Tax)	-	35,609.00
17 Inspection Fees	-	-
18 Insurance Expenses	280,498.00	208,645.00
19 LBT Expenses	11,545.00	11,545.00
20 Legal Expenses	176,855.00	281,460.00
21 Licence Fees	21,000.00	21,000.00
22 Listing Fees	27,000.00	27,000.00
23 Loss on Sale of Vehicle	343,674.00	-
24 Membership Subscription	42,277.00	51,394.00
25 Newspaper & Periodicals	1,340.00	5,523.00
26 Octroi Expenses	4,515.00	81,816.00
27 Office Expenses	553,999.00	545,314.00
28 Outside Job Charges	1,745,913.00	1,379,778.00

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29	Pooja & Functions Expenses	162,770.00	101,936.00
30	Postage & Telegrams	99,119.00	77,870.12
31	Power & Electricity Charges	5,978,800.00	4,861,392.00
32	Preliminary Exp. W/o	-	-
33	Printing & Stationery	66,335.00	214,972.30
34	Process Expenses	126,112.00	409,484.00
35	Professional Charges	671,873.00	245,873.00
36	Professional Tax Co.	5,000.00	5,000.00
37	Reimbursement of Medical Exp.(Directors)	59,315.00	98,524.00
38	Remission a/c	(5,892.00)	92,334.80
39	Remuneration to Directors	716,000.00	654,000.00
40	Rent Rates & Taxes	308,106.00	243,829.00
41	Repairs & Maintenance to Elect.Installations	79,806.00	104,114.00
42	Repairs & Maintenance to Factory Bldg.	140,563.00	211,145.00
43	Repairs & Maintenance to Generator	77,382.00	26,850.00
44	Repairs & Maintenance to Machinaries	536,173.00	327,750.00
45	Repairs & Maintenance to Office Equipment	-	18,000.00
46	Repairs & Maintenance to Vehicles	1,568,382.00	1,070,368.00
47	Retainership Charges	1,272,709.00	1,006,140.00
48	Salaries to Office Staff	810,288.00	423,314.00
49	Sales Promotion Expenses	695,936.00	893,189.00
50	Sales Tax Expenses	97,800.00	673,876.00
51	Secreterial Department Expenses	163,311.00	14,261.00
52	Security Service Charges	965,787.00	989,710.00
53	Service Tax	7,700.00	5,662.00
54	Stores & consumable	2,807,446.00	2,583,509.94
55	Telephone Expenses	416,882.00	289,172.00
56	Tender Fees	2,050.00	1,500.00
57	Travelling Expenses	874,127.00	822,220.00
58	Water Charges	42,992.00	51,564.00
	TOTAL RS.	35,081,194.00	28,977,957.94

SHAKTI PRESS LIMITED, NAGPUR.									
STATEMENT OF DEPRECIATION FOR THE YEAR ENDED ON 30TH JUNE, 2014									
NOTE No. 8									
Sr. No.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK AS ON 30.06.2014	
		Gross Block As on 01.07.2013	Additions during the year	Disposals	Gross Block As on 30.06.2014	Gross Block as per Revaluation	Upto Last Year		For the Year
I	<u>LAND</u>								
a)	MIDC LAND LEASEHOLD	6,544,800.00	-	-	6,544,800.00	6,544,800.00	-	-	6,544,800.00
b)	MONDHA	131,162,000.00	-	-	131,162,000.00	131,162,000.00	-	-	131,162,000.00
II	<u>FACTORY BUILDINGS</u>								
a)	MIDC	13,406,818.67	-	-	13,406,818.67	19,733,337.00	6,753,319.33	659,093.00	12,320,924.67
b)	MONDHA	37,372,386.89	-	-	37,372,386.89	53,129,239.00	17,593,428.11	1,774,517.00	33,761,293.89
III	<u>ELECTRICAL INSTALLATION</u>								
a)	MIDC	424,056.14	-	-	424,056.14	2,676,580.25	2,424,598.11	127,138.00	124,844.14
b)	MONDHA	2,573,790.50	-	-	2,573,790.50	4,000,000.00	1,573,223.50	190,000.00	2,236,776.50
IV	<u>MACHINERIES</u> (INCLUDING OFFICE EQUIP.)	79,046,051.31	-	-	79,046,051.31	198,268,145.64	127,946,250.33	9,411,544.00	60,910,351.31
V	<u>FURNITURE & FIXTURES</u>	1,052,384.96	-	-	1,052,384.96	2,187,413.75	1,273,491.79	138,463.00	775,458.96
VI	<u>VEHICLES</u>	1,908,180.00	-	-	1,908,180.00	1,908,180.00	0.00	181,277.00	1,726,903.00
VIII	<u>BRANDS</u>	40,500,000.00	-	-	40,500,000.00	40,500,000.00	-	-	40,500,000.00
	TOTAL	313,990,468.47	-	-	313,990,468.47	460,109,695.64	157,564,311.17	12,482,032.00	170,046,343.17
	<i>Previous Year</i>	<i>338,500,068.92</i>	<i>203,786.00</i>	<i>108,699.33</i>	<i>338,595,155.59</i>	<i>463,220,682.25</i>	<i>124,625,526.66</i>	<i>12,978,071.71</i>	<i>137,603,598.37</i>
									<i>325,617,083.88</i>

Particulars	Cash Flow Statement as per AS - 3			
	For the year ending 30.06.2014			
	Amount	Amount	Amount	Amount
	F.Y. 2013-14	F.Y. 2012-13	F.Y. 2012-13	F.Y. 2012-13
	Rupees	Rupees	Rupees	Rupees
<u>A. Cash Flow from Operating Activities</u>				
Net Profit / (Loss) Before Tax (Excluding extra ordinary items)	(39,380,191.30)		(39,380,191.30)	
Adjustment for Non Cash Items:				
Add:				
Depreciation for the year	12,482,032.00		13,013,483.00	
Pre. Expenses W/off	-		-	
Loss on Sale of Investment/ Fixed Assets	343,674.00		-	
Fringe Benefit Tax	-		-	
Interest Expense	7,834,329.70		4,972,537.33	
Provision for Expenses	-		-	
Less:				
Gain on sale of investement/Fixed Assets	-		-	
Interest Income/ Other Income	4500.00		2,305,837.65	
Operating Profit before working capital changes				
Add:				
Decrease in Accounts receivable	(6,877,994.06)		-	
Decrease in Inventories	1,317,801.00		-	
Decrease in Deposits	-		-	
Increase in accrued Liability	(10,685,112.38)		10,205,652.14	
Increase in accounts payable	1,256,784.95		977,187.90	
Increase in Provisions	-		-	
Less:				
Increase in Accounts receivable	-		29,956,439.87	
Increase in Inventories	-		216,230.00	
Increase in Deposits	-		-	
Decrease in Long Term Borrowings	19,746,274.30		-	
Increase in Advances	(10,964,192.91)		-	
Decrease in accounts payable	-		-	
Decrease in Short Term Borrowings	(1,014,033.00)		-	
Decrease in Provisions	232,065.00		54,042.39	
Cash Generated from Operating Activities				
Less: Income Tax Paid	-		-	
Net Cash from Operating Activities				
Add: Profit from Extra Ordinary Item	-		-	
Less: Loss from Extra Ordinary Item	-		-	

(a) Total Cash from Operating Activities	(41,713,289.48)	(42,743,880.84)
<u>B. Cash Flow from Investing Activities</u>		
Add:		
Sale of Fixed Assets,		
Investments	-	5,000.00
Loans & Advances received		
Back	-	14,774,831.82
Interest & Dividend received	4,500.00	4,200.00
Less:		
Purchase of Fixed Assets	-	390,949.39
Loans & Advances Given	-	-
(b) Net Cash from investing Activities	4,500.00	14,393,082.43
<u>C. Cash Flow from Financing Activities</u>		
Add:		
Proceeds from Issuance of Share Capital	1,423,000.00	-
Loans & Advances Taken	-	6,550,369.66
Less:		
Repayment of Pref.Capital/ Debentures/ Loans & Deposits		11,072,000.00
Interest & Dividend Paid	7,834,329.70	15,317,584.66
(c) Net Cash from Financing Activities	(6,411,329.70)	(19,839,215.00)
Net Increase (+)/ Decrease(-)/ in cash & Cash Equivalent	-	(48,120,119.18)
Cash & Cash Equivalent at the beginning of the period	(40,916,668.50)	7,273,344.91
Less: -FDR of Margin Money with SBI (considered in Deposit)	-	(40,916,668.50)
		-
Cash & Cash Equivalent at the end of the period	(89,036,787.68)	(40,916,668.50)
FOR PRAVIN CHOBE & CO. CHARTERED ACCOUNTANTS		
PRAVIN N. CHOBE PROPRIETOR M. No. 102964	RAGHAV K. SHARMA 00588740 (CHAIRMAN & MANAGING DIRECTOR)	KAILASCHAND SHARMA 02431885 (DIRECTOR)
PLACE: NAGPUR DATE :26/08/2014		

SHAKTI PRESS LIMITED

SHAKTI HOUSE, WARDHA ROAD, NAGPUR-440012, MAHARASHTRA

Note no : 2

Significant Accounting Policies

1. **Basis of Accounting**
The Assessee has Followed Mercantile Basis of accounting
2. **Fixed Assets**
Fixed Assets are stated at actual cost less accumulated depreciation and impairment loss. Actual cost is inclusive of freights, installation cost, duties, taxes and other incidental expenses for bringing the asset to its working condition for its intended use but net of CENVAT.
3. **Depreciation**
Depreciation on fixed assets has been provided at Written down value method.
4. **Revaluation of Fixed Assets**
No Revaluation of Fixed Assets has been done the financial Year.
5. **Lease Transactions**
Finance Lease or similar arrangements, which effectively transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized and disclosed as leased assets, Finance charges are charged directly against income.
6. **Investment**
Investment has been stated At Cost
7. **Inventories**
Raw Material And Work in Progress Has been valued At cost And Finished Goods Has Been Valued At Cost or Net Realisable Value Whichever is less.
8. **Revenue Recognition**
Sales have been Stated Net of Tax And Duties.
9. **Sundry Debtors**
Debtors are subject to confirmation.
10. **Sundry Creditors**
Sundry Creditors Are subject to Confirmation.
11. **Unsecured Loans**
Unsecured Loans Are subject to Confirmation.
12. **Investment Income**
Investment Income is Recognized on accrual Basis, Inclusive of related Tax Deducted At Source.
13. **Proposed Dividend**
No Dividend has been proposed
14. **Retirement Benefits**
Retirement Benefits are incorporated on the Cash Basis As And When Paid.
15. **Taxes on Income**
The company has not earned any profit during the year hence there is no tax is provided in the books of accounts. Deferred Tax Assets on Unabsorbed Depreciation And Carry Forward of losses in not recognised unless there is virtual certainty that there will be sufficient future taxable income available to realise such Assets.
16. **Foreign Currency Transactions**
Any income or expense on account of exchange difference between the date of transaction and on settlement Date or on translation is recognized in the profit and loss account as income or expense except in cases where they relate to the acquisition of fixed assets in which case they are adjusted to the carrying cost of such assets.

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17. **Segment Reporting**

Segment are identified in line with the Accounting Standard on Segment Reporting (AS -17) taking into account the organization structure as well as the differential risk and returns of the segments. The unallocable items include income and expenses items which are nor directly identifiable to any segment and therefore nor allocated to any business segment.

18. **Contingent Liability**

Sales Tax Demand is pending in Appeal As scheduled hereunder

Financial Year	BST Demand	CST Demand
1994-95	30,47,187.00	80,44,572.00
1196-97	3,34,389.00	0.00
1997-98	13,07,401.00	25,23,838.00
1998-99	30,60,000.00	38,87,000.00
1999-00	54,88,000.00	9,25,000.00
2000-01	37,41,566.00	14,65,000.00
2001-02	64,47,895.00	30,39,675.00
2002-03	51,61,611.00	21,74,239.00
2003-04	38,28,260.00	29,70,000.00
2007-08	18,98,413.00	29,77,903.00
TOTAL	343,15,122.00	280,07,227.00

FOR SHAKTI PRESS LIMITED

As Per Audit Report of Even Date
FOR PRAVIN CHOBE & CO.
(Chartered Accountants)
Reg No. :117521W

Raghav Sharma
00588740
(Chairman & Managing Director)

Kailashchand Sharma
02431885
(Director)

PRAVIN N. CHOBE
(Proprietor)
Membership No : 102964

Place : NAGPUR
Date : 26/08/2014

Notes to Account for the year ending 30th June,2014

(Amount in Rs.)

1. RIGHTS, PREFERENCES AND RESTRICTIONS OF EACH CLASS OF SHARES

The detailed information of rights, preferences and restrictions attaching to each class of shares are given as follows:

Sr No.	Class of shares	Type of Restriction	Description
1	Issued share Capital	Rights	35,20,200 Equity Shares of Rs.10/- each fully paid up
2	Issued share Capital	Rights	3,00,000 Preference Shares of Rs.100/- each fully paid up

2. LISTS OF SHAREHOLDER'S HOLDING MORE THAN 5% OF SHARES

The name of the shareholder's holding more than 5% shares as on the balance sheet date is given below:

Sr No.	Name of the shareholder	No. of shares held	% of shares held
1	Shri Raghav K Sharma	426467	12.11
2	Shri Suresh Kumar Sharma	236200	6.71
3	Shri Deepak S Dhote	287788	8.18
4	M/s Shakti Offset Pvt Ltd	575545	16.35
Total		1526000.00	43.35

3. PROPOSED DIVIDEND

The company has proposed dividend of Rs 0.00 (Rs 0.00 per equity share) (Previous Year. Rs Nil) on equity shares and Rs 0.00 (Rs 0.00 per preference share) (Previous Year. Rs Rs Nil) on preference shares during the current period.

4. DETAILS OF SHARE APPLICATION MONEY

The details of the share application money are as follows:

Sr No.	Particulars	Description
1	Terms and Conditions	Preferential Allotment
2	No. of shares proposed to be issued	1,22,090
3	Amount of premium	NIL
4	Period before which shares are to be allotted	-
5	Whether the co. has sufficient authorised capital	Yes
6	Interest accrued on amount due for refund	-
7	Whether the share application money is pending beyond the period specified	Yes
8	If the answer to the above question is affirmative, please specify the period	180 Months
9	Reasons for the same	Management was unable to specify the reason for delay in issuance of the shares.

5. QUOTED AND UNQUOTED INVESTMENTS

The Aggregate amount of Quoted Investment is Rs. Nil (Previous Year Rs. Nil) and the aggregate amount of unquoted investments is Rs. 6,38,225.00 (Previous Year Rs. 1,38,225.00)

6. RELATED PARTY TRANSACTIONS

As per Accounting Standard (AS) 18, 'Related Party Disclosures' prescribed under the Accounting Standard Rules, the disclosures of the details of the related parties and the transactions entered with them are given below:

Associates

Sr. No.	Name	Address
1	Shri Baidhyanath Aurved Bhavan Pvt Ltd	Nagpur
2	Shri Baidhyanath Aurved Bhavan Pvt Ltd	Seoni
3	Shri Baidhyanath Aurved Bhavan Pvt Ltd	Jhansi
4	Shakti Offset Pvt Ltd	Nagpur
5	Super Offset Pvt Ltd	Nagpur
6	Shivart	Nagpur
7	Shakti Offset Works	Nagpur
8	Sankalp Marketing & Management Services	Nagpur
9	Siddhayu Ayurvedic Research Foundation Pvt Ltd	Bahadura, Nagpur
10	Siddhayu Ayurvedic Research Foundation Pvt Ltd	Wadsa, Gadhchiroli
11	Siddhayu Ayurvedic Research Foundation Pvt Ltd	Nagpur
12	Albeli Leasing & Finance Pvt Ltd	Nagpur
13	Markdata Advertising Pvt Ltd	Nagpur
14	Mahalaxmi Commercial Services Pvt Ltd	Nagpur
15	Nova Marketing Pvt Ltd	Nagpur
16	Prasidh Commercial Services Pvt Ltd	Nagpur
17	Update Marketing Pvt Ltd	Nagpur
18	Shri Suresh Kumar Sharma	Nagpur
19	Mrs. Kalpana Sharma	Nagpur
20	Shantanu R Sharma	Nagpur

7. A. List of Related Parties

Sr No.	Nature	Name of the person
1	Key Management Personnel	Raghav Kailashnath Sharma
2	Key Management Personnel	Shailja Raghav Sharma
3	Key Management Personnel	Deepak S Dhote
4	Key Management Personnel	Nitin S Dhote

8. PAYMENT TO AUDITOR

The following expenses are incurred on Auditor's in the following manner:

Sr No.	Particulars	Amount (Current Year)	Amount (Previous Year)
1	As an Auditor	1,00,000.00	95,000.00
2	For Tax Audit Matter	30,000.00	30,000.00
3	For Other Matter (Certification & Taxation)	50,000.00	25,000.00
Total		1,80,000.00	1,50,000.00

9. Figures have been regrouped and rearranged wherever found necessary.

<p>As Per our audit report of even Date FOR PRAVIN CHOBE & CO. (Chartered Accountants) FRN : 117521W</p>	<p>FOR SHAKTI PRESS LIMITED</p>
<p>PRAVIN N. CHOBE (PROPRIETOR) Membership No : 102964 Place : NAGPUR Date : 26/08/2014</p>	<p>Raghav Sharma 00588740 Chairman & Managing Director</p>
	<p>Kailashchand Sharma 02431885 Director</p>

SHAKTI PRESS LIMITED

CIN: L22219MH1993PLC071882

Regd Office: 'Shakti House', Wardha Road, Nagpur - 440012

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of Meeting

DP ID*	Folio No.
Client ID	No. of Shares

Name and Address of the Shareholder

I hereby record my presence at the 21th Annual General Meeting of the Shakti Press Limited, to be held on Tuesday, December 30, 2014 at 10:00 a.m. at U - 116, Hingana M.I.D.C. Industrial Area, Nagpur – 440 016, Maharashtra.

* Applicable for investors holding shares in electronic form.

Signature of Shareholder / Proxy

SHAKTI PRESS LIMITED

CIN: L22219MH1993PLC071882

Regd Office: 'Shakti House', Wardha Road, Nagpur - 440012

Proxy Form

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

Name of the Member(s) : _____

Registered Address: _____

E-mail ID: _____

Folio No. / Client ID: _____

DP ID: _____

I/We, being the members(s) of shares of Shakti Press Limited, hereby appoint:

1) _____ of _____
having e-mail id _____

Signature _____
or failing him

2) _____ of _____
having e-mail id _____

Signature _____
or failing him

3) _____ of _____
having e-mail id _____

Signature _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 21th Annual General Meeting of the Shakti Press Limited, to be held on Tuesday, December 30, 2014 at 10:00 a.m. at U - 116, Hingana M.I.D.C. Industrial Area, Nagpur – 440 016 (Maharashtra at any adjournment thereof in respect of such resolutions are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resoln . No.	Resolution	Optional*	
		For	Against
Ordinary Business			
1	To receive and adopt the Annual Accounts		
2	To re-appoint Shri Raghav Sharma as Director, who retires by rotation		
3	To re-appoint Shri Nitin Dhote as Director, who retires by rotation		
4	To appoint Statutory Auditors of the Company		
Special Business			
5	To amend Clause III C of the Memorandum of Association of the Company.		
6	To Amend Clause IV of the Memorandum of Association of the Company.		
7	To adopt new set of Article of Association of the Company		
8	To Increase the Borrowing Powers of the Board of Directors of the Company.		
9	To empower Board of Directors for Creation of Mortgage and / or Charge on Movable and Immovable Properties of the Company.		
10	Authorization for Related Party Transaction to enter into a business transaction		
11	To appoint Shri Shreedhar Parande as the Director of the Company.		
12	To appoint Shri Sundar Venkatraman as the Director of the Company.		
13	To appoint Shri Kailashchandra Sharma as the Director of the Company.		
14	To appoint Shri Ashutosh Potnis as the Director of the Company.		

As Witness, I put my hand / or hands this _____ day of _____ 2014.

Signed by the said _____

Affix Revenue Stamp

NOTE:

1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.**
2. **A Proxy need not be a member of the Company.**
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. This is only optional. 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.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

