



**48th
ANNUAL REPORT
2008-2009**

**LYNX MACHINERY AND
COMMERCIALS LIMITED**

LYNX MACHINERY AND COMMERCIALS LIMITED

Directors	:	R. K. Choudhury Ashok Kumar Jajodia H. K. Jajodia, Chairman & Managing Director Pradyumna Jajodia Padmanabh Jajodia
Auditors	:	K. L. SINGHEE & CO. Chartered Accountants
Solicitors	:	KANGA & CO. KHAITAN & CO.
Registered Office	:	WARDEN HOUSE 340, J. J. ROAD BYCULLA, MUMBAI - 400 008
Head Office	:	504, "CENTRAL PLAZA" 2/6, SARAT BOSE ROAD KOLKATA - 700 020

"The practice of distributing copies of the Annual Report at the Annual General Meeting is being discontinued in view of the high cost of paper and printing. Shareholders are, therefore, requested to bring their copy of the Annual Report with them to the Meeting."

NOTICE

NOTICE is hereby given that the **Forty Eighth** Annual General Meeting of the Members of **Lynx Machinery and Commercials Limited** will be held on Saturday the **26th** day of **September, 2009**, at Sir Jacob Sassoon High School, 340, J.J. Road, Byculla, Mumbai 400 008 at **10.30 a.m.** to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at 31st March, 2009 and Profit and Loss Account for the year ended 31st March, 2009 and the Report of the Directors and the Auditors thereon.
2. To appoint a Director in place of **Mr. Ram Kishore Choudhury**, who retires by rotation, and being eligible offers himself for re-appointment.
3. To appoint a Director in place of **Mr. Ashok Kumar Jajodia**, who retires by rotation, and being eligible offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration.

AS SPECIAL BUSINESS:

TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTIONS:

5. AS A SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to Section 372A of the Companies Act, 1956 and any other applicable provisions, if any, of the Companies Act, 1956, or of any other law for the time being in force, the Board of Directors of the Company be and is hereby authorized to make investments in excess of 60% of the paid up share capital and free reserves of the company or 100% of the free reserves of the company whichever is more prescribed under section 372A in the Units of HDFC Mutual Funds upto a limit of Rs.1.50 Crores, ICICI Mutual Funds upto a limit of Rs.1.50 Crores and Reliance Mutual Funds upto a limit of Rs.1.50 Crores, such that the aggregate amount of investments does not exceed Rs.4.00 Crores, and that such investments be made in their absolute discretion as they may deem beneficial and in the interest of the company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed expedient and necessary to give effect to this resolution."

6. AS A SPECIAL RESOLUTION:

"RESOLVED THAT in supercession of the earlier Resolution passed by the Shareholders in the Annual General Meeting held if any, consent under Section 293(1)(d) of the Companies Act, 1956, and the Articles of Association of the Company be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of money from time to time which together with the monies already borrowed by the Company (apart from temporary Loans obtained from the Company's Bankers in the ordinary course of business) may exceed at any time, the aggregate of the paid up capital of the Company and its free Reserves, (that

is to say, Reserves not set apart for any specific purpose) by a sum not exceeding Rs.10.00 Crores (Rupees Ten Crores) and that the Directors be and are hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as they may think fit."

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2009 to 26th September, 2009 (both days inclusive).
4. Members desiring any information as regards to the Accounts are requested to write to the Company atleast 15 days before the date of Meeting, so as to enable the management to keep the information ready.
5. Notes on Director seeking appointment/re-appointment as required under Clause 49(VI)(A) of the Listing Agreement entered into with the Stock Exchange:

MR. RAM KISHORE CHOUDHURY

Mr. Ram Kishore Choudhury has been a Senior Partner of a leading firm, Khaitan & Co., Advocates & Notaries. He has wide range of experience in legal matters and is on the Board of Directors of many leading companies. Shri R.K. Choudhury has been associated with the Company as Director since the last more than 17 years.

MR. ASHOK KUMAR JAJODIA

Mr. Ashok Kumar Jajodia is associated with the Company for the last nineteen years as Director. He is a Graduate from U.S.A. having wide experience in business and is on the Board of Directors of many other companies.

6. The Companies (Amendment) Act, 1999 has introduced through Section 109A, the facility of nomination to the Shareholders. Nomination Form 2B is attached to the Annual Accounts.

Dated: 26th day of August, 2009

By Order of the Board of Directors

Registered Office :
Warden House
340, J. J. Road
Byculla
Mumbai 400 008

H. K. Jajodia
Chairman & Managing Director

**ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT AS REQUIRED BY SECTION
173(2) OF THE COMPANIES ACT, 1956**

ITEM NO. 5

In the prevailing environment, the Company foresees plenty of opportunities for earnings out of surplus funds available with the Company by investing in the stock market and units of Mutual Funds. As a result, the investments may exceed the prescribed limit U/s 372A of the Companies Act, 1956. Therefore, a general power is required for the Board of Directors, authorizing them to invest in Equity Markets and Mutual Funds exceeding the limits specified under the above Section.

Accordingly, Item No. 5 is recommended for approval by the shareholders.

None of the Directors are concerned or interested in Resolution No.5 of the Notice.

ITEM NO. 6

In order that the Company be in a position to take advantage of the liberalized economic policy of the Government of India for its growth, it is proposed that the Company must have adequate funds to grab the opportunities available at the right time. In view of the above, it is proposed that the Board of Directors be authorized to borrow up to an amount of Rs.10.00 Crores, beyond the permitted limits as specified in Section 293(1)(d). With the Company's plans for diversification and trading activities, the Board thinks it necessary to acquire this power under Section 292(1)(c) and recommends passing of this Resolution.

Accordingly, Item No. 6 is recommended for approval by the shareholders.

None of the Directors are concerned or interested in Resolution No.6 of the Notice.

Dated: 26th day of August, 2009

Registered Office :
Warden House
340, J. J. Road
Byculla
Mumbai 400 008

By Order of the Board of Directors

H. K. Jajodia
Chairman & Managing Director

DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors have pleasure in presenting their Forty Eighth Annual General Report together with the Audited Statement of Accounts for the year ended 31st March, 2009.

FINANCIAL RESULTS	2008-2009 Rs.	2007-2008 Rs.
Operating Profit /(Loss) Before Depreciation	5,571,568	(7,991,283)
Add / (Less) : Depreciation	(205,653)	(230,745)
Net Profit / (Loss) Before Tax	5,365,915	(8,222,028)
Add / (Less) : Provision for Tax –		
For Current Year	(500,000)	–
For Fringe Benefit Tax	(46,000)	(48,000)
For Securities Transaction Tax	(21,640)	(202,672)
For Deferred Tax	41,050	59,516
Net Profit after Tax	4,839,325	(8,413,184)
Add / (Less)		
Income Tax for earlier year	2071	(55,423)
Surplus Brought Forward	7,828,401	16,297,008
Surplus Carried to Balance Sheet	12,669,797	7,828,401
Basic / Diluted Earning Per Share	8.07	(14.02)

OPERATIONS

During the year under review, the Company has earned a net profit of Rs.5,365,915 as against the loss of Rs.8,222,028 in the immediately preceding financial year. Even though during the year, the stock market fared very poorly the Company was able to earn profit on sale of investments of Rs.4,908,058.

Your Directors are hopeful that with the revival of economy in the days to come, the Company will be able to fare much better during the current year.

DIVIDEND

Although the Company has earned profit during the year under review, your Directors do not recommend payment of any Dividend in order to conserve the funds for future growth of the Company.

DIRECTORATE

Mr. Ram Kishore Choudhury, retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment.

Mr. Ashok Kumar Jajodia, retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment.

INVESTOR SERVICES CENTRE

The securities of your company are listed in Mumbai Stock Exchange. The Investor Services Centre of the Company is with M/s. Sharex Dynamic (India) Pvt. Ltd., 17/B, Dena Bank Building, 2nd Floor, Horniman Circle, Fort, Mumbai 400 001 who continue to provide prompt Investor Services through Quick Resolution of Investor grievances.

Your Company's shares are tradable in electronic form and your Company has established connectivity with both the depositories viz. National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd., (CDSL). Shareholders of the Company are requested to avail this facility of keeping their holdings in electronic form in their respective Demat Account in order to facilitate easy transfer of shares.

DIRECTORS RESPONSIBILITY STATEMENT

Statement under sub-section (2AA) of Section 217 of the Companies Act, 1956:

In the preparation of the Annual Accounts:

- a) the applicable accounting standards have been followed and wherever required, proper explanations relating to material departures have been given;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Accounts have been prepared on a going concern basis.

PARTICULARS PRESCRIBED UNDER SECTION 217(1)(e) OF THE COMPANIES ACT

Information pursuant to Section 217(1)(e) regarding conservation of energy, technology absorption, foreign exchange earnings and outgo are not applicable to the Company.

AUDITORS' QUALIFICATION

The Auditors qualifications read with Notes on Accounts are self explanatory and does not require any comments from the Directors.

AUDITORS

M/s. K.L. Singhee & Co., Chartered Accountants, the Auditors of the Company retire at the conclusion of this Annual General Meeting and being eligible have offered themselves for re-appointment.

PARTICULARS OF THE EMPLOYEES

None of the employee of the Company is drawing Salary in excess of the limits prescribed under section 217(2A) of the Companies, Act, 1956 read with the Companies (particulars of employees) Rules, 1975.

Dated: 26th day of August, 2009

By Order of the Board of Directors

Registered Office :
Warden House
340, J. J. Road
Byculla
Mumbai 400 008

H. K. Jajodia
Chairman & Managing Director
Pradyumna Jajodia
Director

**AUDITORS' REPORT TO THE MEMBERS OF
LYNX MACHINERY AND COMMERCIALS LIMITED**

We have audited the attached Balance Sheet of **LYNX MACHINERY AND COMMERCIALS LIMITED** as at 31st March, 2009 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we report that :-

1. The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets. These fixed assets have been physically verified by the Management at reasonable intervals and no material discrepancies were noticed on such verification. In our opinion and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed of by the company during the year.
2. The inventory has been physically verified by the Management at reasonable intervals. In our opinion, the procedures of physical verification of above followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business. In our opinion, the company is maintaining proper records of inventory and no material discrepancy was noticed on physical verification.
3. The company has taken unsecured loans from a party (which remains squared up at the year-end) covered in the Register maintained under section 301 of the Act, and according to the information and explanations as given to us, we are of the opinion that the rate of interest and other terms and conditions of such unsecured loans taken are prima facie not prejudicial to the interests of the company and that the payment of principal amount (where stipulated) are also regular.

The company has not granted any loan or Advances in the nature of Loans to companies, firms or other parties covered in the Register maintained under section 301 of the Act.

4. In our opinion, the Company has an adequate internal control procedure commensurate with the size of the Company and nature of its business for the purchase of inventory and fixed assets and for sale of goods and services. Further on the basis of our examination of the Books and records of the company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failures to correct major weaknesses in the aforesaid internal control procedures.

5. As explained to us, there has not been any transaction during the year that need to be entered in the Register required to be maintained under section 301 of the Companies Act, 1956, and exceeding during the year to Rs five lacs or more in respect of each such party.
6. The Company has not accepted deposit from public during the year within the meaning of section 58A and section 58AA of the Companies Act, 1956 and the rules framed thereunder, as applicable.
7. The company has an internal audit system commensurate with its size and nature of its business.
8. As explained to us, the Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of the activities carried on by the company.
9. According to the information and explanations given to us and according to the records of the company, the company is regular in depositing statutory dues, including provident fund, employees' state insurance, income tax, and other material statutory dues as applicable, with the appropriate authorities during the year. There were no amounts outstanding as at 31st March, 2009 in respect of undisputed sales-tax/income-tax etc. which were due for more than six months from the date they became payable. According to information and explanations given to us there are no cases of dues of sales tax/income tax/customs duty/wealth tax etc. which have not been deposited on account of any dispute.
10. The company does not have accumulated losses at the end of this financial year. The company has not incurred cash losses in this financial year but has incurred cash losses in the immediately preceding financial year.
11. The company has not obtained any loans from financial institutions or bank or debenture holders, and hence the question of default does not arise.
12. The company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of special statute applicable to chit fund and nidhi / mutual benefit fund / society are not applicable to the company.
14. In our opinion, the company has maintained adequate records of its transactions and contracts in shares, securities, debentures and other investments, and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the company in its own name, except to the extent of exemption granted under section 49 of the Companies Act, 1956.
15. The company has not given any guarantee for loans taken by others from a bank or financial institutions.
16. The company has not obtained any term loan during the year.
17. On the basis of overall examination of the Balance Sheet and Cash Flow Statement of the Company, and according to the information and explanations given to us, in our opinion, funds raised on a short term basis have not been used for long term investment.
18. According to the information and explanations given to us, no preferential allotment of shares

has been made by the company to companies, firms or other parties listed in the Register maintained under section 301 of the Companies Act, 1956.

19. The company has not issued any debentures.
20. The company has not raised any money by way of public issue during the year.
21. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

Further to our comments above, we report that:

- (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (ii) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
- (iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account;
- (iv) On the basis of written representations received from the directors, as on 31st March, 2009, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- (v) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956; and give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2009;
 - (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date, and
 - (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

15 India Exchange Place
Kolkata - 700 001
The 25th day of August, 2009

For **K. L. Singhee & Co.**
Chartered Accountants

K. L. SINGHEE
Partner
Membership No. 04964

BALANCE SHEET AS AT 31ST MARCH, 2009

SCHEDULE		As at 31.3.2008			
		Rs.	Rs.	Rs.	Rs.
<u>I. SOURCES OF FUNDS</u>					
(1) SHAREHOLDERS' FUNDS					
(a) Share Capital	A	6,000,000		6,000,000	
(b) Reserves & Surplus	B	18,204,755	24,204,755	13,363,359	19,363,359
(2) UNSECURED LOANS -					
From a Director			-		2,000,000
(3) DEFERRED TAX LIABILITY			256,036		297,086
			<u>24,460,791</u>		<u>21,660,445</u>
<u>II. APPLICATION OF FUNDS</u>					
(1) FIXED ASSETS	C				
(a) Gross Block		6,066,038		5,567,204	
(b) Less : Depreciation		3,526,043		3,882,341	
(c) Net Block			2,539,995		1,684,863
(2) INVESTMENTS	D		25,689,832		23,711,804
CURRENT ASSETS, LOANS & ADVANCES					
(a) Inventories	E	45,000		45,000	
(b) Sundry Debtors	F	2,618,617		3,253,460	
(c) Cash & Bank Balances	G	1,571,526		744,265	
(d) Loans & Advances	H	3,583,686		4,206,586	
		7,818,829		8,249,311	
Less: CURRENT LIABILITIES & PROVISIONS	I	11,587,865		11,985,533	
NET CURRENT ASSETS			(3,769,036)		(3,736,222)
NOTES ON ACCOUNTS	M				
			<u>24,460,791</u>		<u>21,660,445</u>

As per our Report annexed
For K. L. Singhee & Co.
Chartered Accountants

K. L. SINGHEE

Partner

Membership No. 04964

15 India Exchange Place

Kolkata - 700 001

The 25th day of August, 2009

H. K. Jajodia
Chairman & Managing Director

Pradyumna Jajodia
Director

24th day of August, 2009

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

<u>SCHEDULE</u>		Year ended 31.3.2008	
		Rs.	Rs.
<u>INCOME</u>			
Sales		-	1,722,600
Storage & Hire Charges		7,620,000	7,620,000
Other Income	J	5,620,996	14,229,082
Increase/(Decrease) in Inventories	K	-	(122,376)
		<u>13,240,996</u>	<u>23,449,306</u>
<u>EXPENDITURE</u>			
Purchases		-	1,635,618
Administrative & Other Expenses	L	7,587,892	7,668,068
Difference in Derivatives Transactions		-	21,910,478
Interest		81,536	226,425
Depreciation/write off		205,653	230,745
		<u>7,875,081</u>	<u>31,671,334</u>
Profit / Loss before taxation		5,365,915	(8,222,028)
Less : Provision for Taxation			
Current Tax		(500,000)	-
Deferred Tax		41,050	59,516
Less : Provision for Fringe Benefits Tax		(46,000)	(48,000)
Less : Securities Transaction Tax paid		(21,640)	(202,672)
Profit after tax		<u>4,839,325</u>	<u>(8,413,184)</u>
Add/(Less) : Income Tax for earlier years		2,071	(55,423)
Profit Brought Forward from Last Account		7,828,401	16,297,008
Balance Carried to Balance Sheet		<u>12,669,797</u>	<u>7,828,401</u>
Basic/ Diluted Earning Per Share		8.07	(14.02)

NOTES ON ACCOUNTS**M**

As per our Report annexed
For K. L. Singhee & Co.
Chartered Accountants

K. L. SINGHEE

Partner

Membership No. 04964

15 India Exchange Place

Kolkata - 700 001

The 25th day of August, 2009

H. K. Jajodia

Chairman & Managing Director

Pradyumna Jajodia

Director

24th day of August, 2009

SCHEDULE TO ACCOUNTS - 31st MARCH 2009

	Rs	As at 31.3.2008 Rs
<u>SCHEDULE - 'A' : SHARE CAPITAL</u>		
<u>Authorised –</u>		
2,500,000 (PY 2,000,000) Equity Shares of Rs.10/- each	25,000,000	20,000,000
50,000 Redeemable Cumulative Preference Shares of Rs 100 each with a right to fixed cumulative preferential dividend @ 9% per annum free from deduction of tax including super tax, if any as prescribed by the Income Tax Act, in force at the time, on capital paid-up	–	5,000,000
	<u>25,000,000</u>	<u>25,000,000</u>
<u>Issued & Subscribed -</u>		
600,000 Equity Shares of Rs.10/- each fully paid-up in cash	6,000,000	6,000,000
	<u>6,000,000</u>	<u>6,000,000</u>
<u>SCHEDULE 'B' - RESERVES & SURPLUS</u>		
Capital Reserve		
As per Last Account	5,534,958	5,534,958
Profit & Loss		
Balance as per annexed Account	12,669,797	7,828,401
	<u>18,204,755</u>	<u>13,363,359</u>

SCHEDULE TO ACCOUNTS - 31st MARCH 2009**SCHEDULE - "C": FIXED ASSETS**

DESCRIPTION	GROSS BLOCK				DEPRE- CIATION	NET BLOCK	
	As at 1.4.2008	Additi -ons	Deduc- tions	Total to 31.3.2009	Total to 31.3.2009	As at 31.3.2009	As at 31.3.2008
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Leasehold Land & Development	248,411	-	-	248,411	240,691	7,720	7,720
Building on Leasehold /Rented Land	1,610,568	-	130,000	1,480,568	947,522	533,046	563,669
Plant & Machinery	15,400	-	-	15,400	5,740	9,660	9,660
Electric Fittings & Equipments	278,323	-	-	278,323	267,202	11,121	11,121
Furniture, Fixtures & Office Equipments	1,488,535	-	-	1,488,535	1,374,896	113,639	189,430
Generator Set	178,927	-	-	178,927	169,981	8,946	8,946
Motor Vehicles	1,303,918	1,343,533	714,699	1,932,752	214,022	1,718,730	752,959
Tube - well	259,197	-	-	259,197	131,260	127,937	132,162
Computers	183,925	-	-	183,925	174,729	9,196	9,196
	5,567,204	1,343,533	844,699	6,066,038	3,526,043	2,539,995	1,684,863
PREVIOUS YEAR	6418,159	486,246	1,337,201	5,567,204	3,882,341	1,684,863	

SCHEDULE TO ACCOUNTS - 31st MARCH 2009

				As at 31.3.2008	
				Rs	Rs
<u>SCHEDULE - 'D' - INVESTMENTS (AT COST)</u>					
(A) In Equity Shares					
Name of the Company-	Face	Nos.		Nos.	
Quoted	Value				
Abhinandan Enterprises Limited	10	24,500	125,250	24,500	125,250
Anil Products Ltd.	10	2,500	977,025	2,500	977,025
Bhairav Enterprises Limited	10	24,500	125,250	24,500	125,250
ICICI Bank Limited	10	1,201	1,164,634	1,201	1,164,634
India Bulls Securities Ltd	2	-	-	2,000*	-
Mangalore Chemical & Fertilisers Ltd.	10	30,000	1,322,400	30,000	1,322,400
Mrugesh Trading Limited	10	24,000	78,000	24,000	78,000
Reliance Communication Ventures Limited	5	3,000	946,287	8,000	2,523,431
Reliance Industries Limited	10	-	-	8,298	10,737,984
Rishi Laser Ltd.	10	6,500	1,159,665	6,500	1,159,665
Rishabh Enterprises Limited	10	24,500	125,250	24,500	125,250
Shri Gurudev En-Trade Limited	10	18,600	93,000	18,600	93,000
Tata Motors Ltd.	10	6	2,638	-	-
Vishvprabha Trading Limited	10	23,550	97,775	23,550	97,775
(*Issued without consideration pursuant to a scheme of arrangement)			6,217,174		18,529,664
Unquoted					
A-One Commerce Pvt Ltd	10	1,000	10,000	1,000	10,000
Cymose Metals Pvt Ltd	10	4,000	44,000	4,000	44,000
Konkan Investment Co Pvt Ltd	10	450	40,500	450	40,500
Subrosa Investment Ent Pvt Ltd	10	250	5,000	250	5,000
Warden International (AG) Pvt. Ltd	100	500	50,000	500	50,000
Warden & Company (I) Pvt. Ltd.	100	1,000	54,000	1,000	54,000
			203,500		203,500
(B) In Units					
HDFC Cash Management Fund - Treasury Advantage Plan	1,019,536.925		10,227,485		-
Reliance Short Term Fund - Retail Plan	381,687.375		4,063,033		-
(C) In Immovable Property			4,978,640		4,978,640
Market Value of Quoted Investments			25,689,832		23,711,804
			2,610,388		25,815,461

SCHEDULE TO ACCOUNTS - 31st MARCH 2009

	<u>As at 31.3.2008</u>	
	Rs.	Rs.
<u>SCHEDULE - 'E' : INVENTORIES</u>		
(As taken, valued and certified by the Management)		
Stock in Trade - Shares	45,000	45,000
	<u>45,000</u>	<u>45,000</u>
<u>SCHEDULE 'F' - SUNDRY DEBTORS</u>		
(Unsecured, Considered Good)		
Due for more than six months	2,474,516	2,474,516
Other Debts	144,101	7,78,944
	<u>2,618,617</u>	<u>3,253,460</u>
<u>SCHEDULE 'G' - CASH & BANK BALANCES</u>		
Cash - on - hand (As Certified)	46,513	50,717
Balance with Scheduled Banks -		
On Current Account	1,525,013	693,548
	<u>1,571,526</u>	<u>744,265</u>
<u>SCHEDULE 'H' - LOANS & ADVANCES</u>		
(Unsecured, Considered Good)		
Advances (Recoverable in cash or in kind or for value to be received)	513,923	490,418
Tender & Other Deposits (including Rs.1000/- in Post Office Savings Bank Account)	542,997	763,005
Payment of Income Tax & FBT	373,298	1,060,987
Tax Deducted at Source	2,153,468	1,892,176
	<u>3,583,686</u>	<u>4,206,586</u>
<u>SCHEDULE 'I' : CURRENT LIABILITIES</u>		
<u>& PROVISIONS</u>		
<u>CURRENT LIABILITIES</u>		
Sundry Creditors (Incl. Payable to Mg.Director Rs.292,739/-)	8,213,865	7,947,533
Deposits	1,955,000	1,955,000
<u>PROVISIONS</u>		
For Taxation	1,275,000	1,925,000
For Fringe Benefits Tax	144,000	158,000
	<u>11,587,865</u>	<u>11,985,533</u>

SCHEDULE TO ACCOUNTS - 31st MARCH 2009

	<u>Year ended 31.3.2008</u>			
	Rs	Rs	Rs	Rs
<u>SCHEDULE - 'J' - OTHER INCOME</u>				
(Tax Deducted at Source Rs. 30,296/-				
Previous Year Rs. 136,681/-)				
Interest Received		147,071		615,541
Profit on Sale of Investments		4,908,058		13,164,682
Difference in Share Transactions		-		49,119
Profit on disposal of Fixed Assets		-		335,244
Dividend Received		565,847		61,396
Miscellaneous Receipts		20		3,100
		<u>5,620,996</u>		<u>14,229,082</u>

SCHEDULE 'K' - INCREASE/(DECREASE) **IN INVENTORIES**

Stocks at Close -

Shares	<u>45,000</u>	45,000	<u>45,000</u>	45,000
Less: Stock at commencement				
Raw Materials & Components	<u>-</u>		<u>11,576</u>	
Shares	<u>45,000</u>		<u>155,800</u>	
		45,000		167,376
		<u>-</u>		<u>(122,376)</u>

SCHEDULE TO ACCOUNTS - 31st MARCH 2009

	<u>Year ended 31.3.2008</u>			
	Rs	Rs	Rs	Rs
<u>SCHEDULE 'L' - ADMINISTRATIVE & OTHER EXPENSES</u>				
Payment & Provision for Employees				
Salaries, Bonus, Gratuity & Other Benefits	2,859,388		2,591,648	
Employer's Contribution to Provident & Other Funds	129,538		131,541	
Staff Welfare Expenses	145,064		142,188	
Rent & Services	310,615		331,676	
Storage Charges	60,000		78,000	
Rates & Taxes	27,010		23,639	
Electricity Charges (Net)	148,619		171,951	
Insurance	57,482		454,906	
Printing & Stationery	28,386		25,549	
Service Charges	43,582		42,998	
Office Usage Charges	240,000		240,000	
Travelling & Conveyance Charges	190,655		212,255	
Motor Vehicles Up-Keep	162,833		267,286	
Legal & Professional Charges	539,815		514,774	
Telephone Charges	77,145		84,972	
Miscellaneous Expenses	253,993		582,342	
Advertisements	34,276		18,560	
Repairs & Maintenance :-				
Other Assets	82,494		149,681	
Managing Director's Remuneration	2,100,000		1,560,000	
Auditors Remuneration				
As Auditors	31,000		34,832	
For Tax Audit Report	5,000		5,618	
For Others	3,250	39,250	3,652	44,102
Loss on disposal of Fixed Assets		57,747		-
	<u>7,587,892</u>		<u>7,668,068</u>	

SCHEDULE TO ACCOUNTS : 31st MARCH. 2009

SCHEDULE - 'M' : NOTES ON ACCOUNTS

(A) Statement of Significant Accounting Policies and Practices –

I. Recognition of Income and Expenditure –

Revenue / Income and Costs / Expenditure are generally accounted on accrual basis as and when they are earned or incurred except as otherwise stated in the Accounts.

II. Fixed Assets –

Fixed Assets are stated at cost less accumulated depreciation.

III. Method of Depreciation –

Depreciation on all assets other than Plant & Machinery and others (being not in use) is provided for on the straight line method in accordance with the provisions of Section 205(2)(b) as per the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on additions or on disposal of assets is calculated pro-rata from the month of such additions or upto the month of such disposal, as the case may be.

IV. Valuation of Inventories –

Stocks of quoted equity shares are valued at cost or Market value whichever is lower and where the quotations are not available, at cost. Unquoted shares are valued at cost.

V. Investments –

Investments in Shares & Securities are all long term and are valued at cost. Temporary diminution in the value of Investments meant to be held for long period of time is not recognised.

VI. Taxes on income -

Tax expense comprise both current tax and deferred tax at the applicable enacted rates.

Current tax represents the amount of income tax payable / recoverable in respect of the taxable income/loss for the reporting period. Deferred tax represents the effect of timing differences between taxable and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods.

VII. Retirement Benefits –

The Company contributes to Provident Fund administered by Government and such contributions are charged to revenue. The company's liabilities in respect of gratuity have been accounted for and is funded with Life Insurance Corporation of India under its Group Gratuity Scheme.

VIII. Contingent Liabilities –

Contingent Liabilities are generally not provided for in the accounts and are separately shown by way of Note.

(B) Notes on Accounts –

1. Claims against the Company not acknowledged as debts Rs 46.58 lacs and interest thereon (Previous year same position).
2. The company's liability in respect of Gratuity payable to employees has been funded with Life Insurance Corporation of India (LIC). The contribution for the year to LIC Rs 99,136/- has been duly paid and provided for in the Accounts.

3. Components of deferred tax assets and (liabilities) are as under :-

Particulars	Year ended 31.03.2009 Rupees	Year ended 31.03.2008 Rupees
Depreciation	(256,036)	(297,086)
Total	<u>(256,036)</u>	<u>(297,086)</u>

4. Computation of Net Profit under section 349 of the Companies Act, 1956

Particulars	Year ended 31.03.2009 Rupees	Year ended 31.03.2008 Rupees
Profit before taxation as per Profit & Loss Account	5,365,915	(8,222,028)
Add : Managerial Remuneration (Rs 2,100,000 and others Rs 392,448 debited under different heads of Profit & Loss Account)	2,492,448	1,866,464
Less : Excess of Expenditure over Income arisen in computation of net profit u/s 349 in an earlier year and lying unadjusted	(6,355,564)	—
Net Profit under section 349	1,502,799	(6,355,564)

5. The total managerial remuneration paid/payable to the Managing Director amounted to Rs 2,492,448/- (Previous year Rs 1,866,464/-).
6. This is a single segment company in accordance with AS-17 (Segment Reporting) issued by the ICAI. Hence the question of disclosure of segment information does not arise.
7. Interest charged to Profit & Loss Account includes Rs. 81,536 paid (payable) to a Director (Previous Year Rs. 13,679)
8. Sundry debtors outstanding for more than six months include Rs. 2,134,761 which are under litigation. The management is hopeful of recovering the same.

SCHEDULE - 'M' : NOTES ON ACCOUNTS (CONT...)**9. Related party disclosure as required by Accounting standard - 18 issued by the ICAI**

Sl No.	Name of the Related Party	Relationship	Nature of transaction during the year	Volume of transaction during the year	Balance outstanding as at 31.3.09 Receivable/ (Payable)	Balance outstanding as at 31.3.08 Receivable/ (Payable)
1.	Sri Harish Kumar Jajodia	Chairman & Managing Director	Managerial Remuneration	(Rupees) 2,492,448	(Rupees) (292,739)	(Rupees) (128,499)
2.	Grandiose Holdings Co Pvt. Ltd.	Same person able to exercise significant influence	Office Usage & Electricity chgs Deposit paid	148,602 -	(4,393) 100,000	(2,679) 200,000
3.	Warden Properties Pvt. Ltd.	-do-	Office Usage & Electricity charges	213,044	(14,676)	(10,176)
4.	Konkan Investments Co. Pvt. Ltd.	-do-	Storage & Other Charges Deposit paid	97,417 -	(2,750) -	(2,930) 150,000
5.	Rainbow Holding & trading Pvt. Ltd.	- do -	Electricity Charges	-	-	(8,970)

Note : There are no provisions for doubtful debts or amounts written off or written back during the year for debts due from or to related parties.

SCHEDULE - 'M' : NOTES ON ACCOUNTS (CONT...)

10. Quantitative Information -

(a) Capacities, Production, Stock, Purchase and Sales:

Class of Production	Unit	Licensed Capacity	Installed Capacity	Production
Concrete Mixer	Nos.	600	-	-
Pan Mixer	Nos.	228	-	-
Vibrator	Nos.	1200	-	-
Asphalt Mixer	Nos.	144	-	-
Centrifugal Pump	Nos.	1000	-	-
Petrol/Kerosene Engine	Nos.	6000	-	-
Diesel Engine	Nos.	2940	-	-
Crane	Tons	300	-	-
Structural	Tons	10800	-	-

(Previous Year: Same position)

(b) Details of Stock-

	As on 31.03.09		As on 31.03.08	
	Qty.	Value	Qty.	Value
	Nos.	Rs.	Nos.	Rs.
Trading Goods: Shares	450	45,000	450	45,000
		<u>45,000</u>		<u>45,000</u>
(c) Purchase: Shares	-	-	50,000	1,635,618
(d) Sales				
Shares	-	-	51,100	1,722,600
		<u>-</u>		<u>1,722,600</u>

11. Earning per share

	YEAR ENDED	
	31.03.09	31.03.08
1. Profit for the year ended (Rs.)	4,839,325	(8,413,184)
2. Weighted Average number of equity share outstanding during the year	600,000	600,000
3. Face Value of each equity share (Rs.)	10	10
4. Basic/Diluted earning per share (Rs.)	8.07	(14.02)
12. Information required in terms of Part - IV of Schedule VI to the Companies Act, 1956 is attached herewith		
13. Figures for the previous year have been regrouped and rearranged wherever considered necessary.		

Signature to Schedule 'A' to 'M'

For K. L. Singhee & Co.
Chartered Accountants
K. L. SINGHEE
Partner

Membership No. 04964
15 India Exchange Place
Kolkata - 700 001
The 25th day of August, 2009

H. K. Jajodia
Chairman & Managing Director

Pradyumna Jajodia
Director

24th day of August, 2009

INFORMATION REFERRED TO IN NOTE 12 ON SCHEDULE 'M' OF NOTES ON ACCOUNTS

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Details

Registration No	State Code	Balance Sheet Date	31	3	2009
11870	11	Date	Month	Year	

II. Capital raised during the year (Amount in Rs '000)

Public Issue	Rights Issue	Bonus Issue	Private Placement
Nil	Nil	Nil	Nil

III. Position of Mobilisation and Deployment of Funds (Amount in Rs '000)

Total Liabilities	Total Assets
36049	36049

Sources of Funds

Paid up Capital	Reserves & Surplus	Secured Loans	Unsecured Loans
6000	18205	Nil	Nil

Application of Funds

Net Fixed Assets	Investments	Net Current Assets	Miscellaneous Exp.	Accumulated Losses
2540	25690	- 3769	Nil	Nil

IV. Performance of the company (Amount in Rs '000)

Turnover	Total Expenditure	Profit/(Loss) Before Tax	Profit/(Loss) After Tax	Earning per Share
13241	7875	5366	4839	Rs. 8.07

Dividend %
Nil

V. Generic Name of three Principal Products / services of the company (As per monetary terms)

Item Code No (ITC Code)	Product Description
----------------------------	---------------------

Not Applicable

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009
(Pursuant to Listing Agreement with Stock Exchange)

	<u>2008-09</u>	<u>2007-08</u>
	<u>Rupees</u>	<u>Rupees</u>
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Extra Ordinary Items		
Adjustment for Depreciation	205,653	230,745
(Profit)/Loss on sale of Fixed Assets.	57,747	(335,244)
(Profit)/Loss on sale of Investments	(4,908,058)	(13,164,682)
Income tax for earlier years	2,071	(55,423)
Interest	81,536	(4,561,051)
	226,425	(13,098,179)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	278,274	(21,511,363)
Adjustment for Trade & Other Receivables	1,257,743	32,994
Inventories	-	122,376
Trade Payable	(397,668)	(528,030)
Adjustment for deferred tax liability (net)	(41,050)	(59,516)
	819,025	(432,176)
CASH GENERATED FROM OPERATION	1,097,299	(21,943,539)
Interest Paid	(81,536)	(226,425)
CASH FLOW BEFORE EXTRA - ORDINARY ITEMS	1,015,763	(22,169,964)
Extra ordinary items	-	-
NET CASH FROM OPERATING ACTIVITIES	1,015,763	(22,169,964)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Addition of Fixed Assets	(1,343,533)	(486,246)
Sale of Fixed Assets	225,000	653,000
Purchase of Investments	(19,342,223)	(31,595,902)
Sale of Investments	22,272,254	1,811,498
	49,836,291	18,407,143
NET CASH FROM INVESTING ACTIVITIES	1,811,498	18,407,143
C. CASH FLOW FROM FINANCIAL ACTIVITIES		
Proceeds from/(Repayment of) Borrowings	(2,000,000)	(2,000,000)
	2,000,000	2,000,000
NET CASH FROM/(USED IN) FINANCING ACTIVITIES	(2,000,000)	2,000,000
NET INCREASE IN CASH & CASH EQUIVALENTS (A+B+C)	827,261	(1,762,821)

CASH & CASH EQUIVALENTS AS AT

01.04.2008 (OPENING BALANCE)	744,265	2,507,086
-------------------------------------	----------------	------------------

CASH & CASH EQUIVALENTS AS AT

31.03.2009 (CLOSING BALANCE)	1,571,526	744,265
-------------------------------------	------------------	----------------

NOTES :

1. The above Cash Flow Statement has been compiled / prepared based on the audited accounts of the Company under the 'Indirect Method' as set out in the Accounting Standard - 3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India and the reallocations made as required for the purpose.
2. The Schedule referred to above forms an integral part of the Cash Flow Statement.
3. Figures for the previous year have been rearranged and regrouped wherever necessary.

On Behalf of the Board

For K. L. Singhee & Co.
Chartered Accountants

K. L. SINGHEE

Partner

Membership No. 04964

15 India Exchange Place

Kolkata - 700 001

The 25th day of August, 2009

H. K. Jajodia

Chairman & Managing Director

Pradyumna Jajodia

Director

24th day of August, 2009

LYNX**NOMINATION FORM**

(To be filled in only by individuals)

FORM 2B

(See rules 4CCC & 5D)

I/We _____ the holders of shares as per the details given below of Lynx Machinery and Commercials Limited do hereby nominate the following person in whom all rights of transfer and/or amount payable in respect of shares shall vest, in the event of my/our death :

PARTICULARS OF THE NOMINEE

Name	
Address	
Signature of Nominee	
Date of Birth of Nominee	

IN CASE, THE NOMINEE IS A MINOR, PLEASE FURNISH THE FOLLOWING DETAILS

Name of Guardian for Nominee	
Address	
Date of Birth of Nominee	

PARTICULARS OF THE SHAREHOLDER(S)

Name (First holder)	
Name (Second holder)	
Name (Third holder)	
Address	

FOLIO NO.	DISTINCTIVE NOS.	CERTIFICATE NOS.	NO. OF SHARES

NAME OF THE SHAREHOLDER(S)	SIGNATURE OF THE SHAREHOLDER(S)
1	
2	
3	
NAME & ADDRESS OF WITNESSES	SIGNATURE OF WITNESSES
1	
2	

Instructions :

1. The nomination can be made by individuals only holding shares on their own behalf singly or jointly upto two persons.
2. Non individuals including society, trust, body corporate, partnership firm, karta of Hindu undivided family, holder of power of attorney cannot nominate.
3. A minor can be nominated by a holder of shares and in that event the name and address of the Guardian shall be given by the holder.
4. A non resident Indian can be a nominee on repatriable basis.
5. Nomination stands rescinded upon transfer of shares.
6. Transfer of share in favour of a nominee shall be valid discharge by a company against the legal heir,

Tear Off

PROXY

Form for affording members an opportunity
of voting for or against a resolution

LYNX MACHINERY AND COMMERCIALS LIMITED

Regd. Office :
WARDEN HOUSE
340, J. J. Road, Byculla
Mumbai - 400008

I / We

.....
ofin the district of
being a member/members of the above named company, hereby appoint
.....of
in the district ofor failing him
ofin the district of
as my/our proxy to vote for me/us on my/our behalf at 48th Annual General Meeting of the
Company to be held on Saturday, the 26th day of September, 2009 at 10-30 A. M. and at
any adjournment thereof.

Signed thisday of2009.

Affixed
Revenue
Stamp here

Registered Folio

Client ID No. DP ID No.

1. This form is to be used in favour of/against the resolution. Unless otherwise instructed the proxy will act as the thinks fit.
2. The proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.

BOOK-POST

If Undelivered, please return to :

LYNX MACHINERY AND COMMERCIALS LIMITED

WARDEN HOUSE

340, J. J. ROAD

BYCULLA,

MUMBAI - 400 008