

ANNUAL REPORT

2012 - 2013



LYKIS LIMITED

LYKIS LIMITED

Notice is hereby given that the 29th Annual General Meeting of the Members of LYKIS LIMITED will be held at YWCA Hall, 134, S. N. Banerjee Road, Kolkata – 700 013 on Saturday, 28th September, 2013 at 10:30 A. M. to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2013, the statement of Profit and Loss for the period ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Vijay Kishanlal Kedia , who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Sanjay P. Agarwal & Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

NOTE:

- i) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- ii) A proxy to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the meeting.
- iii) The Register of Members and Share Transfer Books will remain closed from 26.09.2013 to 28.09.2013 (both days inclusive).
- iv) Members are requested to bring with them the Attendance Slip attached hereto duly filled in and signed and also their respective copies of the report at the General Meeting.
- v) Any query relating to accounts must be sent to the Company's registered office at 14, N. S. Road, 3rd floor, Suit No. 314B, Kolkata – 700 001, at least 7 days before the date of the meeting, otherwise the company shall not be answerable to any query raised at the meeting in this regard.
- vi) Details in terms of clause 49 of listing agreement in respect of the directors is attached hereto.
- vii) Members are requested to notify immediately change of address, if any, to the company in case shares are held in physical form or the DPs, where the account is maintained, if held in demat form.

Place : Kolkata
Dated : 30th May, 2013

PRINCE TULSIAN
Managing Director



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BOARD OF DIRECTORS

Mr. Vijay Kishanlal Kedia, *Chairman Non-Executive*
Mr. Prince Tulsian, *Managing Director*
Mr. Bhagwati Prasad Lohia
Mr. Nadir Umedali Dhrolia
Mr. Samir Bhattacharjee
Mr. Nazim Charania

CHIEF EXECUTIVE OFFICER

Mr. Pawan Kumar Gupta

AUDITORS

M/s. Sanjay P. Agarwal & Associates
Chartered Accountants
4, Fairlie Place, "HMP House"
Mazzenine Floor, Room No. M-29
Kolkata - 700 001

COMPANY SECRETARY

Mr. Agnelo Fernandes

COMPLIANCE OFFICER

Mr. Udayan Bal

BANKERS

Indian Bank
ICICI Bank
DCB Bank

REGISTERED OFFICE

14, N.S.Road, 3rd Floor,
Sathi chamber, Room No. 314B,
Kolkata - 700 001

CORPORATE OFFICE

Morya Classic, 405/406, 4th Floor
Opp: Infinity Mall, Off New Link Road
Andheri(W), Mumbai - 400 053

REGISTRAR & SHARE TRANSFER AGENT

M/s. R & D Infotech Pvt. Ltd.
7A, Beltala Road, 1st Floor
Kolkata - 700 026

LYKIS LIMITED

DIRECTORS' REPORT

To
The Members,
Your Directors have pleasure in presenting the 29th Annual Report together with the Audited Statements of Accounts for the year ended on 31st March, 2013.

1. FINANCIAL HIGHLIGHTS

(₹ in Lakhs)

Financial Results	For the year ended on 31.03.2013	For the six months ended on 31.03.2012
Income	1634.44	129.23
Profit / (Loss) before Depreciation, Interest and Tax	17.83	(35.19)
Less : Depreciation	20.88	6.21
Profit / (Loss) after Depreciation but before Interest & Tax	(3.05)	(41.40)
Less : Interest	7.93	13.46
Profit / (Loss) after Depreciation and Interest but before Tax	(10.98)	(54.86)
Less : Provision For Taxation		
Current Tax	---	---
Deferred Tax	4.40	2.18
Profit / (Loss) after Tax for the period	(15.38)	(57.04)
Prior period adjustment	0.60	(28.68)
Profit / (Loss) for the period after adjustment	(15.98)	(85.72)

2. INFORMATION ON STATUS OF COMPANY'S AFFAIRS:

During the period under review the company has taken efficient measures to control its costs and increase its sales.

The company diversified and expanded the Business by entering FMCG business including Food, Pharma and Cosmetics alongwith Tea and completed this financial year with a huge increase of turnover.

More information on operational and financial performance is also provided in the Management Discussion and Analysis Report, which is annexed to the report and has been prepared in compliance with the terms of clause 49 of the Listing Agreement.

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The FMCG industry is poised to grow at CAGR between 10 to 12 percent annually. Annual profit of FMCG sector is \$14.74 billion. Market growth rate – Rural 40%, Urban 25%. Average Indian spends 40% on Groceries and 8% on personal care. Implementation of the proposed GST and opening FDI are expected to fuel growth of industry's size to \$50 billion by 2014 and \$95 billion by 2018.

YOUR DIRECTORS

Name of Director	Brief Resume and nature of Expertise in functional area	List of other Directorships/ Committee Memberships
Mr. Vijay Kishanlal Kedia	He is aged about 54 years. He is a B.Com(Hons.) graduate. He is an industrialist and has over 35 years experience in financial and industrial matters.	Atul Auto (I) Ltd. Three PL Services Pvt. Ltd. Dharamnagar Tea Estate Pvt. Ltd. Kedia Securities Pvt. Ltd. Jin-X Marketing Pvt. Ltd. Lykis Pharma Pvt. Ltd. Regent Realty Pvt. Ltd.
Mr. Prince Tulsian	He is aged about 37 years. He is a B.Com (Hons) graduate. He has more than 20 years vast experience in tea plantation and production of good quality tea.	Dharamnagar Tea Estate (P) Ltd
Mr. Bhagwati Prasad Lohia	He is aged about 55 years. He is a B. Com graduate. He has over 35 years experience in export and legal matters.	Maya Infraex Pvt. Ltd.
Mr. Nadir Umedali Dhrolia	He is aged about 38 years. He is a B. Com graduate. He has more than 20 years of rich experience and expertise in the African markets.	Spectra International Private Ltd. Vintage Bottlers Pvt. Ltd. Jin-X Marketing Pvt. Ltd. Lykis Pharma Pvt. Ltd. AL - Kamil Processors Pvt. Ltd.
Mr. Samir Bhattacharjee	He is aged about 56 years. He is a Management graduate. He has 35 years experience in Domestic and Overseas matters as CEO in reputed companies.	Nil

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Mr. Nazim Charania	He is aged about 39 years. He has over 15 years experience in FMCG business, Real Estate and Beverages.	Ransanzi Developers Ltd. Vintage Bottlers Pvt. Ltd. Chrysal Property Leasing Pvt. Ltd.
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3. DIVIDEND

In view of losses incurred by the company during the year under review, cash flow and overall financial performance and requirement of funds in diversification of business, your Directors regret their inability to recommend any dividend during the period.

4. EVENTS AFTER THE BALANCE SHEET DATE

- 4000005 equity shares of ₹ 10/- each at a premium of ₹ 5/- per share were allotted against conversion of warrants on 8th April, 2013 after full payment of allotment money as per Postal Ballot result dated 16th March, 2012.

5. FIXED DEPOSITS

During the year under review, your company has not accepted any deposits within the meaning of the provisions of section 58A of the Companies Act, 1956

6. INCREASE IN SHARE CAPITAL

During the year under review, the company allotted 53,33,340 equity shares of ₹ 10/- each at a premium of ₹ 5/- per share on preferential basis on 9th April, 2012 and allotted 4000000 equity shares of ₹ 10/- each at a premium of ₹ 5/- per share against convertible warrants on 3rd October, 2012 after realisation of allotment money in full as per the Postal Ballot result dated 16th March, 2012.

7. CORPORATE SOCIAL RESPONSIBILITY

The company shows extreme concern about Corporate Social Responsibility (CSR) and this is evident from the day-to-day practices and policies that the company adopts.

- i. Being in the FMCG Sector, the company is extremely environmental friendly and strives to contribute towards preserving nature and our environment.
- ii. The Company provides several local employment opportunities and contributes towards improvement in standard of living.
- iii. Immense care is taken to ensure that the necessities of all our stakeholders are met. We treasure our employees and ensure their happiness in several ways.
- iv. The employees are provided with a healthy working environment, free lunch and proper sanitation and water supply. Considerable amount has been invested into infrastructure to ensure health and safety of our employees.

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8. CORPORATE GOVERNANCE

SEBI has prescribed certain Corporate Governance Standards vide Clause 49 of the Listing Agreement. Your Directors re-affirm their commitment to these Standards and a detailed report on Corporate Governance together with the Auditor's Certificate on its Compliance is annexed hereto.

9. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of sub-section (2AA) of Section 217 of the Companies Act, 1956, it is hereby confirmed :

- i. That in the preparation of the Accounts , the applicable accounting standards AS21 have been followed along with proper explanation relating to material departures;
- ii. That the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company for the financial year ended on 31st March, 2013 and of the Statement of Profit & Loss account of the company for that period;
- iii. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for the safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- iv. That the Directors had prepared the annual accounts on a going concern basis.

10. STATUTORY REQUIREMENTS

- A) As per provision of section 217(2A) of the Companies Act, 1956 the statement of particulars of the employees etc forms part of this report. However, as per the provisions of section 219(1)(b)(iv) of companies Act 1956, the Annual Report excluding the above said information is being sent to all the members and other entitled persons. Any member interested in obtaining such particulars may write to the company secretary at the registered office of the company.
- B) A statement showing particulars of the conservation of energy etc. as are required under Sec 217(1)(e) of the Companies Act, 1956 read with the Company's (disclosures of particulars in the Report of the Board of Directors) Rules, 1988 is annexed herewith.

11. AUDITORS

The Auditors' Report and the Notes on Account being self explanatory, are not dealt with separately. The Auditors of the company M/s. Sanjay P. Agarwal & Co., Chartered Accountants retire and being eligible, offer themselves for re-appointment.

LYKIS LIMITED

12. DIRECTORS

Mr. Vijay Kishanlal Kedia retires by rotation at the forthcoming Annual General Meeting and he being eligible, offers himself for re-appointment.

ACKNOWLEDGEMENT

The Directors wish to place on record their sincere thanks to the officials of concerned Govt. Departments, Statutory Authorities, Banks and other Institutions for their co-operation and assistance. The directors also wish to express their sincere thanks to the shareholders and the investing public who have placed due trust in the company and the staff and employees for rendering loyal and efficient services to the company.

For and on behalf of the Board

Place : Kolkata
Dated : 30th May, 2013

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

ANNEXURE TO THE DIRECTORS' REPORT

Particulars of conservation of energy and technology absorption in terms of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in report of the Board of Directors) Rules 1988 forming part of the Directors' Report for the year ended on 31st March, 2013.

CONSERVATION OF ENERGY

- (a) Energy Conservation measures taken : Constant monitoring of power factor.
- (b) Investment for reduction of consumption of energy : New 250 KVA HITECH SILENT DIESEL GENERATING SET has been installed in replacement of earlier fuel inefficient engine.
- (c) Impact of measures at (a) & (b) above for reduction of energy consumption and consequent impact on the Cost of Production of goods : Benefits have accrued at tea factory of the company.
- (d) Total energy consumption per unit of production.

FORM —A

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT OF CONSERVATION OF ENERGY

Power and Fuel Consumption	Current Period (12 Months)	Previous Period (6 Months)
1. Electricity		
(a) Purchased Unit	250673.00	50988.00
Total Cost (₹)	2106812.00	416376.00
Rate / Unit (₹)	8.40	8.17
(b) Own Generation		
(i) Through Diesels Generator		
Units	250855	50829
Unit per Ltr. of Diesel	3.26	3.34
Cost / Unit. (₹)	14.51	12.78
(ii) Through Steam	---	---
Turbine/Generator Unit	---	---
(iii) Unit per Ltr. of Fuel	---	---
Oil/Gas	---	---
Cost/Unit	---	---
2. Coal		
Qty. (MT)	615.309	170.642
Total Cost (₹)	3994006.58	838947.43
Avg. Rate (₹)	6491.06	4916.41
3. Furnace Oil		
Qty. (K. Ltrs.)	248.65	100.500
Total Cost (₹)	54431.31	24715.36
Avg. Rate (₹)	218.91	245.92
4. Other/Internal generation	Nil	Nil

CONSUMPTION PER UNIT OF PRODUCTION

For Black Tea Per Kg.	Current Period (12 months)	Previous Period (6 months)
Electricity (in unit)	1.03	1.34
Furnace Oil (in Ltr.)	0.001	0.001
Coal (Mixture) (in Kg.)	1.26	2.24

TECHNOLOGY ABSORPTION

Efforts made in technology absorption - as per Form B given below :

FORM - B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION ADAPTION AND INNOVATION, RESEARCH AND DEVELOPMENT (R & D)

RESEARCH AND DEVELOPMENT (R & D)

- Specific areas in which Research and Development (R & D) carried out by the Company :

The main concentration of R & D activity was in the field of plantation. Trials were carried out on pruning cycle, growth regulators, optimum use of fertilizers and manures, some agro chemical were applied.

- Benefit derived as a result of above.

The findings helped to improve tea husbandry for sustained high cropping in years to come.

- Future Plan of action:

Long term trials will be continued to solve some problem and fresh field will be introduced for short term and medium term gains.

- Expenditure on R & D:

	Current Period 12 Months ₹	Previous Period 6 Months ₹
Capital	-	1,25,988.00
Recurring	19,543.00	17,261.00
Percentage of R & D expenditure on turnover	0.04	00.19

Technology Absorption, Adaptation And Innovation

The Company continuously makes investment in technological tools and imparts its employees training on the new technologies for deployment on development projects to support the business of the Company.

LYKIS LIMITED

1. Efforts, in brief, made towards technology absorption, adaptation and innovation :
Improvement were brought out in the manufacturing process by bringing in new generation machines and better processing conditions.
2. Benefits derived as a result of above efforts e.g. product improvement, cost reduction product development etc. :
Standardization of product and field practices to a large extent
3. Imported Technology - Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

	Current Period	Previous Period
Foreign Exchange outgo	NIL	NIL
Foreign Exchange earned	₹ 2,20,53,171.38	NIL

For and on behalf of the Board

Place : Kolkata
Dated : 30th May, 2013

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

In view of diversification of business, constant monitoring regarding quality control of all products of the company is maintained every moment. In competition with other global players, our company proceeded with reasonable price and genuine items. As a result the turnover of the company increased substantially as compared to earlier years. The export demand was also steady throughout the year. In tea, domestic consumption is increasing year by year. The new extension work became a continuous activity at our Iringmara Tea Estate. The production at our tea estate is increasing gradually from our own greenleaf together with the purchased leaf from other gardens. In future years our tea estate will be one of the giant producer garden in that area of Assam. We have started packet tea brand "CHEERS" and are getting fair response in the market. We have also started Government Organisation supplies namely Central Police Canteen of our packet tea as dry ration item.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The company has proper and adequate system of Internal Controls which is commensurate with the size and the nature of business, to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposal and commercial transactions are authorised, recorded and reported correctly. The internal control is supplemented by an extensive programme of internal and external audits. The company accords greatest importance to the security of its information assets and has the requisite security controls and checks. Adequate storage and back-up system is maintained to ensure security and availability of data at all times.

STRENGTHS

Lykis is an existing brand, experienced in operations and management of FMCG products. Operations are handled by a strong experienced management and professional team and also there is a strong technical and development team for support. Moreover, the company launched packet tea brand "CHEERS" and is getting fair response in the normal domestic market, malls and departmental stores.

RISK AND CONCERN

Fast expansion in various geographical locations may require more exposure in management and control.

THREATS

Since it is a growing industry, there is a threat of competition from the other players who might try to create an unhealthy practice of competition by compromising on the quality and pricing. We have an established team of professionals to handle the operations and are in the process of hiring more such kinds of professionals.

OPPORTUNITIES

FMCG industry is a growing industry in India. FMCG is indigenous to India and because of its pre-eminence as a foreign exchange earner. It is an area which contributes to the country's GDP. The total turnover of the Industry is ₹ 30,000 Crores (approx).

LYKIS LIMITED

REPORT ON CORPORATE GOVERNANCE

In accordance with Clause 49 of the Listing Agreement with BSE Limited (BSE) some best practices are followed on Corporate Governance. The report containing the details of corporate governance systems at Lykis Limited is as under:

1. Company's Philosophy on Code of Corporate Governance

Corporate Governance is a set of systems and practices to ensure that the affairs of the Company are being managed in a way which ensures accountability, transparency, fairness and integrity in all its transactions to enhance the interest of all its shareholders/investors, suppliers and customers. The company operating in the FMCG and labour intensive tea industry gives due emphasis to the human assets and excellent relations are being maintained at all levels to secure optimum results.

2. Board of Directors

The Board of Directors meet at least once a quarter to review quarterly results and other items on the Agenda as well as on the occasion of the Annual General Meeting of shareholders of the company. Additional Board Meetings are convened as and when necessary.

3. Composition of the Board of Directors

Your Company is having a Non-Executive Chairman. The Board represents an optimum combination of Executive and Non-Executive Directors for its independent functioning. As on 31st March, 2013 the Board comprised of 6 Directors, out of whom 2 are Independent Directors. The details regarding composition of the Board and category of directors are provided in the mentioned table below :

	Name of the director	Category	Designation
1	Mr. Vijay Kishanlal Kedia	Non Executive Non independent director	Chairman
2	Mr. Prince Tulsian	Executive director	Managing Director
3	Mr. Bhagwati Prasad Lohia	Non Executive independent director	Director
4	Mr. Nadir Umedali Dhrolia	Non Executive Non independent director	Director
5	Mr. Samir Bhattacharjee	Non Executive independent director	Director
6	Mr. Nazim S. Charania	Non Executive Non independent director	Director

None of the Directors of the Board is a member of more than 10 Committees or Chairman of more than 5 Committees (as specified in Clause 49 of the Listing Agreement) across all Public Limited Companies in which he is a Director.

No director is related to any other director in the Board in terms of the definition of "relative" given under the Companies Act, 1956.

4. Board Meetings and Procedures

The Board of Directors of the Company have complete access to any information even in the two subsidiary companies pertaining to activities and operations of the Company. Regular

LYKIS LIMITED

updates at such meetings, inter-alia, include updates on operations of the Company, presentations on financials including details of non-compliance of any regulatory, statutory or listing agreement requirements if any, and major developments during the period under review. During the period the Board Meetings were held on 10/04/2012, 01/06/2012, 18/06/2012, 23/07/2012, 10/08/2012, 17/09/2012, 03/10/2012, 14/11/2012, 26/11/2012, 02/01/2013, 15/02/2013 & 23/03/2013.

The Last Annual General Meeting of the company was held on 28th September, 2012.

5. Details of Directors' attendance and other particulars are given below:

Name of Director	No. of Board meetings attended	Last AGM Attended	No. of Other Directorships	Member of Other outside Board/ Committees
Mr. Vijay Kishanlal Kedia	8	No	7	2
Mr. Prince Tulsian	10	Yes	1	1
Mr. Bhagwati Prasad Lohia	10	Yes	1	1
Mr. Nadir Umedali Dhroliya	8	No	5	1
Mr. Samir Bhattacharjee	6	No	Nil	Nil
Mr. Nazim S. Charania	8	No	3	1

As required by Clause 49 of the Listing Agreement, the disclosure includes memberships / chairmanship of Audit Committee and Shareholders Grievance Committee in Indian Public Companies (listed and unlisted). The status is as on March 31st, 2013.

6. BRIEF PROFILE OF DIRECTORS

Mr. Vijay Kishanlal Kedia, aged 54 years, is the Chairman of the company. He is also the founder and managing director of Kedia Securities Pvt. Ltd since 1992 and has many achievements to his credit. He has travelled globally and is an avid reader of business as he keeps himself updated with latest happenings and innovations around the world. He is one of the most prolific business leaders in India with a very rich experience across various industry sectors from Automobiles, FMCG, Tea and Logistics. Mr. Vijay Kedia is a success story in the Indian Stock markets where his interviews are periodically covered by the leading News channels including CNBC, ET Now, and NDTV India and his articles are published in Newspapers like The Wall Street Journal, Dow Jones Wire, Reuters, Economic Times and The Hindu Business Line to name a few. Last year he received an award for Atul Auto, which was acknowledged as the fastest upcoming company at the CNBC's CRISIL Emerging India Awards ceremony. Mr. Vijay Kedia has also been associated with the Cancer Air and Research Foundation.

Mr. Prince Tulsian, aged 37 years, is a B.Com(H) graduate, a quality tea taster and manufacturer. He has over 20 years of rich experience in tea plantations, processing and marketing of tea. He has successfully completed various sessions based on tea agriculture practices and quality processing. He has also done various courses on rainwater harvesting and has brilliantly and successfully implemented various plantation extension programmes. He is a young and promising entrepreneur and very invaluable person for the company.

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Mr. Bhagwati Prasad Lohia, aged 55 years, is a B. Com graduate. He has rich experience and expertise in export business. He has over 35 years of experience in financial management and industrial matters. His rich experience helps the company in financial activities and legal matters.

Mr. Nadir Umedali Dhrolia, aged 38 years, has more than 20 years of experience in the African markets in diversified products. His contribution towards export business is of immense importance to the company to grow in the industry.

Mr. Samir Bhattacharjee, aged 56 years, is a management graduate. He has 35 years experience with Lupin Ltd in middle management position in both domestic and overseas market. The global foot print achieved by brands like Moov, Krack, Dermicool, Livon, Setwet has been under his leadership for a tenure of 15 years as CEO international business of Paras Pharmaceuticals Ltd., based at Dubai.

Mr. Nazim S. Charania, aged 39 years, has an overall experience of about 15 years in FMCG business, real estate and beverages. He has an empire of over USD 50 million in various African countries like Uganda, Namibia and Congo. He has expertise in understanding the African markets and has achieved various heights in creating a huge market share in the African countries.

7. CODE OF CONDUCT

Pursuant to Clause 49 of the Listing Agreement, the Board of Directors has laid down a Code of Conduct for Board Members and Senior Management Personnel of the Company. All the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the period under review. A declaration to this effect signed by the Managing Director is given in this report. The aforesaid Code has also been posted on the Company's website www.lykisgroup.com

8. PERFORMANCE OF SUBSIDIARY COMPANIES

a) Lykis Pharma Pvt. Ltd

The Company was incorporated on 09.05.2012 with the objective of focusing on Pharma Business. The Company is in the process of obtaining necessary pharma approvals.

b) Jin-X Marketing Pvt. Ltd

The Company was incorporated on 27.04.2012. In a very short period the Company has set up a marketing network in 10 States. The Company is focused on domestic marketing of Tea and FMCG products and has achieved a turnover of ₹ 6.95 crore during the year of its operation upto March 31st, 2013.

9. COMMITTEES

a) Audit Committee

The Audit Committee has, inter-alia, the following mandate, which lays down its roles, responsibilities and powers:

- Review of the Company's financial reporting process to ensure that the financial statements reflect a true and fair position.

LYKIS LIMITED

- Recommending the appointment, removal and fixation of audit fee of external auditors.
- Reviewing the financial statements and draft audit report, including quarterly/ half yearly financial information.
- Reviewing with management, the annual financial statements before submission to the Board.
- Reviewing statement of significant related party transactions and terms of remuneration of the Internal Auditors and Statutory Auditors.

The Audit Committee comprises of two Independent Directors and one Non Independent Director and the same is in accordance with the provisions of Section 292A of the Companies Act and clause 49 of the Listing Agreement. The Committee functions under the Chairmanship of Mr. B. P. Lohia.

Accordingly, four Audit Committee meetings were held during the period on 10/04/2012, 10/08/2012, 14/11/2012 and 15/02/2013.

Name of Member	Designation	No of Meetings Held	No. of meeting attended
B.P.Lohia	Chairman	4(Four)	4(Four)
Samir Bhattacharjee	Member	4(Four)	3(Three)
Nadir Umedali Dhrolia	Member	4(Four)	3(Three)

b) Shareholders' / Investors' Grievance Committee

The Shareholders' / Investors Grievance Committee comprises of two Directors, two Committee. Meetings were held during the period. The details of the Committee Meetings are as under:

Name of Member	Designation	No of Meetings Held during his tenure	No. of meeting attended
B.P.Lohia	Chairman	4(Four)	4(Four)
Prince Tulsian	Member	4(Four)	4(Four)

10. COMPANY SECRETARY

Mr. Agnelo Fernandes is the Company Secretary of the Company.

11. COMPLIANCE OFFICER

Mr. Udayan Bal is the Compliance Officer of the Company.

12. INVESTOR GRIEVANCE REDRESSAL

The number of complaints received and resolved through SCORES as well as in physical form during the period under review :-

LYKIS LIMITED

Type of Complaints	No. of Complaints	
	Received	Resolved
Non-Receipt of Annual Reports	3	3
Non-Receipt of Dividend Warrant	-	-
Non-Receipt of Share Certificates	3	3
Total	6	6

There were no outstanding complaints as on 31st March, 2013

13. REMUNERATION COMMITTEE :

The Board of Directors has constituted their Remuneration Committee to recommend / review remuneration, inter-alia, of Executive Director(s) based on performance and assessment criteria. The Committee is responsible for recommending to the Board the remuneration of whole time Directors. The Company has not paid any sitting fees to its Directors during the period under review. The detail of committee meeting is as given below:-

Name of Member	Designation	No of Meetings Held	No. of meeting attended
Mr. Samir Bhattacharjee	Chairman	1(One)	1(One)
Mr. V. K. Kedia	Member	1(One)	1(One)
Mr. Nadir Umedali Dhrolia	Member	1(One)	1(One)

14. GENERAL MEETINGS

The last three Annual General Meetings of the Company were held as under:

Year	Venue of the Meeting	Date	Time
2012	134, S.N. Banerjee Road, Kolkata-13	28-09-2012	10:30 A.M
2011	44, Motisil Street, Kolkata- 13	10-03-2012	10:30 A.M.
2010	6A, S.N. Banerjee Road, Kolkata-13	28-03-2011	10:30 A.M.

15. EXTRA ORDINARY GENERAL MEETINGS : Nil

16. COMPLIANCE OF INSIDER TRADING NORMS

The Company has in place a Code of Conduct for prohibition of insider trading pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. Further, company has put in place a 'Pre-Intimation / Pre-Clearance of Trade' mechanism which makes it mandatory for all the designated employees to pre-intimate / obtain prior approval, before dealing in Company's securities, depending upon respective minimum threshold limit set out in the said Code.

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17. DISCLOSURE

- i. In respect of related party transactions, the Company does not have any transactions which may have potential conflict with the interest of the Company at large. The details of transactions with Related Parties have been given in the notes to Financial Statements.
- ii. No penalties / strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority in any matters related to the capital markets during the last three years.
- iii. Your Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement, as applicable. Though the Company does not comply with some of the non-mandatory requirements on date, the Company is committed towards complying with Clause 49 as a whole and will take suitable measures as and when possible.

18. MEANS OF COMMUNICATION

The Quarterly and annual results are published in the Business Standard (English) and NewsBangla (Bengali). The financial results, shareholding patterns and annual reports are also available on the website of the Company i.e. www.lykisgroup.com. The Company has designated exclusive e-mail IDs viz. lykisho@lykisgroup.com and greenline_tea@yahoo.com for investor services.

19. SHAREHOLDERS INFORMATION

This section, inter-alia, provides information to the shareholders pertaining to the Company, its shareholding pattern, share price movements and other information as required under the Listing Agreement and during the period under review.

(a)	Company Registration Details :	The Company is registered in the State of West Bengal, India. The Corporate Identity Number (CIN) allotted to the Company by Ministry of Corporate Affairs(MCA) is L74999WB1984PLC038064
(b)	Annual General Meeting (Day, Date, Time and Venue)	Saturday, 28th September, 2013, 10.30 a.m., 134, S. N. Banerjee Road, Kolkata - 700 013
(c)	Financial Calendar	Financial Period 1st April, 2012 to 31st March, 2013
(d)	Book Closure Period	26/09/2013 to 28/09/2013 (both days inclusive) for the purpose of General meeting.
(e)	Dividend Payment Date	No dividend on equity is recommended by the Board
(f)	E-mail address for shareholders	lykisho@lykisgroup.com , rd.infotech@vsnl.net

LYKIS LIMITED

(g)	Listing of Equity Shares at Stock Exchange (nation wide trading terminal)	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.
(h)	Stock Code	530689
(i)	Trading Symbol at BSE Limited	LYKIS
(j)	Demat ISIN Numbers	Equity Shares INE624M01014
(k)	Outstanding GDRs/ ADRs/ Warrants/ Convertible Instruments	Nil as on 30/05/2013
(l)	Investor Correspondence	RTA : R & D Infotech Pvt. Ltd 7A, Beltala Road, 1st floor, Kolkata-700 026
(m)	For change in address, change of bank mandate, Nomination, Physical Transfer, Dematerialisation of shares.	RTA : Same as above
(n)	Any Query on Annual Report	RTA: Same as above
(o)	Share Transfer Agent	RTA: Same as above

20. LISTING STATUS

The securities of our company are listed in BSE Limited, Mumbai. The ISIN of equity shares of our company is INE624M01014. Scrip code on BSE Limited is 530689. The equity shares of the company are admitted both in National Securities Depository Ltd (NSDL) and Central Depository Services (I) Ltd (CDSL).

21. SHARE TRANSFER SYSTEM

All valid transfer request received from investors are registered with the approval of the Share Transfer Committee within 15 days from the date of lodgement of such request. The Company has appointed M/s R & D Infotech Pvt. Ltd. of 7A, Beltala Road, 1st Floor, Kolkata - 700 026, as its Registrar for handling requests for transfer of shares. The Company's shares are presently both in electronic and in physical form. Dematerialization process is on with NSDL and CDSL.

22. FINANCIAL CALENDAR OF THE COMPANY

The Financial Year of the Company is from 1st April to 31st March.

LYKIS LIMITED

23. PUBLICATION OF FINANCIAL RESULTS

Period approved by the Board of Directors

1st Quarter ending 30th June, 2013	2nd Week of August, 2013
2nd Quarter ending 30th September, 2013	2nd week of November, 2013
3rd Quarter ending 31st December, 2013	2nd week of February, 2014
4th Quarter ending 31st March, 2014	2nd week of May, 2014
The AGM will be held within 30th September, 2014	

24. LISTING ON STOCK EXCHANGES

Company's equity shares are listed and are under suspension at the following Stock Exchanges except BSE Ltd.

- i. BSE Limited. (BSE), Mumbai
- ii. The Calcutta Stock Exchange Association Ltd. (CSE), Kolkata,
- iii. Jaipur Stock Exchange (JSE), Jaipur
- iv. Madras Stock Exchange (MSE), Chennai
- v. The Ahmedabad Stock Exchange (ASE), Ahmedabad.

The Company's equity shares are regularly traded in BSE. The Stock code of Company' Shares at BSE is 530689 and ISIN No. is INE624M01014.

25. SHARE PRICE DATE

Month	Open	High	Low	Close	Volume (No. Shares)
April - 12	06.86	10.59	06.86	10.59	27,000
May - 12	11.11	14.16	09.56	09.92	1,28,700
June - 12	10.40	13.50	09.40	12.83	40,906
July - 12	12.85	20.50	12.60	16.25	1,03,633
August - 12	16.05	16.75	12.10	12.10	18,411
September - 12	12.70	13.95	11.15	11.89	2,01,569
October - 12	12.48	14.00	10.90	12.60	17,592
November - 12	12.01	13.90	11.26	12.21	15,859
December - 12	12.52	14.16	11.20	14.16	47,120
January - 13	13.50	15.20	12.35	15.20	15,031
February - 13	15.85	15.85	12.10	12.20	8,689
March - 13	11.60	13.50	11.03	12.80	7,863

LYKIS LIMITED

The Market price of equity shares of the Company in Bombay Stock Exchange as on 28th March, 2013 is ₹ 12.80.

26. PENDING ALLOTMENT

During the period under review 40,00,000 convertible warrants were converted into Equity Shares and allotted to respective allottees after getting the allotment money in full. 40,00,005 Convertible Warrantse were converted into equity shares and allotted to respective allottees on realisation of allotment money in full on 8th April, 2013. As on 30th May, 2013 there is no pending allotment.

27. OTHER INFORMATION

- a) Share holdings of Independent Directors : Nil
- b) Director retiring by rotation / re-appointment : Mr. Vijay Kishanlal Kedia
- c) The Company has not proposed / declared any dividend during the year.
- d) Financial Period – April to March, Current year 01-04-2012 to 31-03-2013
- e) The details of related parties viz; Promoter Directors or the Management, their subsidiaries or relatives conflicting with Company's interest : Nil
- f) Penalties or strictures have been imposed on the Company by Stock Exchange, SEBI or any statutory authority on any matter related to capital markets during the period under review : Nil
- g) The shares are both in electronic and in physical mode as on 31.03.2013 as given below:

Sl. No	Particulars	No. of share holders	No. of shares	Percentage
1	Physical Shares	1294	1,23,25,096	85.548%
2	Electronic Shares	392	20,82,054	14.452%
	Total	1686	1,44,07,150	100.000%

28. SHAREHOLDING PATTERN

a) Categorywise Distribution of Shares of the Company as on March 31st, 2013:

Category Description	No. of Shares Holders	No. of Shares	% of total Shares
Resident Individuals	1629	8055477	55.91%
Domestic Companies	55	5485023	38.07%
Non Resident Individuals	0	0	0.00%
Foreign Companies	0	0	0.00%
Mutual Funds	1	5400	0.04%
Financial Institutions	0	0	0.00%
Banks	0	0	0.00%
Promoters Group	2	861250	5.98%
Foreign Institutional Investors	0	0	0.00%
Others	0	0	0.00%
Grand Total	1686	14407150	100.00%

LYKIS LIMITED

b) Shareholding Ranges Analysis as on 31st March, 2013

R-A-N-G-E IN NO. OF SHARES	R-A-N-G-E IN VALUE OF SHARES	NO.OF SHARE HOLDERS	NO.OF SHARES	% TO TOTAL HOLDING
UPTO to 500	UPTO to 5000	1134	364456	2.53%
501 to 1000	5010 to 10000	336	279700	1.94%
1001 to 2000	10010 to 20000	100	152322	1.06%
2001 to 3000	20010 to 30000	27	68180	0.47%
3001 to 4000	30010 to 40000	13	47664	0.33%
4001 to 5000	40010 to 50000	10	47100	0.33%
5001 to 10000	50010 to 100000	21	146744	1.02%
10001 to 50000	100010 to 500000	25	587020	4.07%
50001 to 100000	500010 to 1000000	3	258500	1.79%
100001 and Above	1000010 and Above	17	12455464	86.45%
	G-R-A-N-D T-O-T-A-L	1686	14407150	100.00%

29. CAPITAL INTEGRITY AUDIT

The Company has been submitting quarterly reconciliation of Share Capital Audit Report to the Stock Exchanges in India where the securities of the Company are listed.

30. COST AUDIT

The Company is in the process of complying with Cost Audit requirements.

31. COMPLIANCE UNDER CLAUSE 49

The Senior Accountant of the Company has given annual certification on financial reporting and internal controls to the Board in terms of Clause 49.

32. DETAILS OF COMMUNICATION

E-mail id of the Company : greenline_tea@yahoo.com & lykisho@lykisgroup.com
Telephone No : (033) 3002 8835, Telefax : (033) 2262 5265

Shareholder / Investor Enquiries :

Questions concerning folio, share certificates, dividend, address changes, consolidation of certificates and related matters should be addressed to its Registrar and Share Transfer Agent at the below mentioned address :

R & D Infotech Pvt Ltd,
7A, Beltala Road, 1st floor, Kolkata – 700 026
E-mail ID: rd.infotech@vsnl.net
Telephone No. (033) 2419 2642, (033) 2419 2641

Plant Location

IRINGMARA TEA ESTATE
P.O. Dwarbund, Dist- Cachar
Pin code – 788 113, Assam

Registered Office

14, N. S. Road, 3rd Floor
Room No.314B,
Kolkata – 700 001

Corporate Office

Morya Classic, 405/406, 4th Floor
Opp: Infinity Mall, Off New Link Road
Andheri(W), Mumbai – 400 053

LYKIS LIMITED

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

CIN No. of the Company : L74999WB1984PLC038064

Nominal Capital : ₹ 20,00,00,000/-

To
The Members,
M/s. LYKIS LIMITED
14, N. S. Road, 3rd Floor,
Room No. 314B, Kolkata - 700 001

I have reviewed the compliance and conditions of Corporate Governance by LYKIS LIMITED, for the period ended 31st March, 2013 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges with the relevant records and documents maintained by the Company as well as Registrars of the Company and furnished to us.

The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination was limited to the procedure and implementation thereof, adopted by the Company as well as Registrars of the Company and furnished to us.

The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring the Compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

On the basis of my review and according to the information and explanation given to me, I certify that the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges have been complied with in all material respects by the Company.

Place : Kolkata
Dated : 30th May, 2013

(DINESH AGARWAL)
Practising Company Secretary
Certificate of Practice No. : 5881

LYKIS LIMITED

CERTIFICATION BY CHIEF EXECUTIVE OFFICER OF THE COMPANY

I, Pawan Kumar Gupta, Chief Executive Officer of Lykis Limited, to the best of my knowledge and belief certify that :

1. I have reviewed the Financial Statements and the Cash Flow Statement for the year 31st March, 2013 of the company.
2. To the best of my knowledge and information :
 - a. These statements do not contain any materially untrue statement or omit to state a material fact or contains statements that might be misleading.
 - b. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
3. I also certify that based on my knowledge and the information provided to me, there are no transactions entered by the Company, which are fraudulent or illegal.
4. The Company is efficient in its systems of Internal Controls and procedures.
5. The Company's other certifying officers and I have disclosed, based on our most recent evaluation, wherever applicable, to the company's auditors and through them to the audit committee of the Company.

For LYKIS LIMITED

Place : Kolkata

Dated : 30th May, 2013

(PAWAN KUMAR GUPTA)

Chief Executive Officer

CERTIFICATE UNDER CLAUSE 49(1) (d) OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES

I, Prince Tulsian, Managing Director of the company declare that all Board Members and Senior Management of the company have affirmed compliance with the code of conduct during the year under review.

Place : Kolkata

Dated : 30th May, 2013

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

Sanjay P. Agarwal & Associates

Chartered Accountants

4, Fairlie Place, "HMP House"
Mazzenine Floor, Room No. M-29
Kolkata - 700 0001

INDEPENDENT AUDITOR'S REPORT

To the Members of
LYKIS LIMITED

Report on the Financial Statement

We have audited the accompanying financial statements of **LYKIS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have 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 material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

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 the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of statement of Profit and Loss Account, of the loss 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.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement 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:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion proper books of account as required by law have been kept by the Company so far as appears

LYKIS LIMITED

from our examination of those books

c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report are in agreement with the books of account.

d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;

e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For **SANJAY P AGARWAL & ASSOCIATES**
Chartered Accountants
Firm Regn. No. 325683E

Place : Kolkata

(SANJAY AGARWAL)
Partner

Date : 30th May, 2013

Mem. No. 062218

Annexure to Independent Auditors' Report

Referred to in Paragraph I under the heading of "Report on other Legal and regulatory requirements" of our report of even date :

- i. The Company has made available the fixed asset records showing full particulars including quantitative details and situation of fixed assets of the company during the audit period under review. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such physical verification.
- ii. The Stock of inventories has been physically verified during the period by the Management at reasonable intervals, in our opinion, the procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. The company has maintained proper records of inventories. The discrepancies noticed on physical verification of stocks as compared to books record were not material. However the same has been properly dealt with the books of account.
- iii. The company has granted or taken unsecured loans and advances to/from companies, firms and/or other parties covered in the register maintained under section 301 of the Companies Act, 1956
 - a) The Company has given loans to subsidiary. In respect of said loan, the maximum amount outstanding at any time during the year was ₹ 6,60,88,130/- and the Year end balance is ₹ 6,60,88,130/- (including interest)
 - b) In our opinion and according to the information and explanation given to us, the rate of interest and other conditions of the loan given by the company are not prime facie prejudicial to the interest of the company.
 - c) In respect of said loans and interest thereon, there are no overdue amount.
 - d) The Principal amounts are repayable on demand.
 - e) The company has taken interest free loans of ₹ 53,75,000/- from directors during the year.
- iv. In our opinion and according to the information and explanations given to us, there is adequate internal control procedure commensurate with the size of the company and the nature of its business with regard to purchase of inventory and fixed assets and with regard to the sale of goods. Further on the basis of our examination and according to the information and explanations given to us, we have neither come across nor have been informed of any instance of continuing failure or major weakness in the internal control systems.
- v. In respect of the contract or arrangement referred to in section 301 of the companies Act 1956 :
 - a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered in the register maintained under section 301 of the Companies Act, 1956 have been entered.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in

LYKIS LIMITED

pursuance of contracts/arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of ₹ 5,00,000/- in respect of each party during the year have been made at prices which appear reasonable as per information available with the Company.

- vi. The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India; the provisions of Section 58A and 58AA or any other relevant provision of the Companies Act, 1956 and the rules framed there under are not applicable.
- vii. In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
- viii. The Central Government has prescribed the maintenance of cost records under clause (d) of sub-section (l) of Section 209 of the Companies Act, 1956 in respect of activities carried out by the company. We have broadly reviewed the cost records maintained by the company and are of the opinion that prima facie the prescribed cost records have been maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- ix. According to the information and explanation given to us and on the basis of our examination of the books of account, the Company is regular in depositing the amount of undisputed statutory dues of Provident fund, Sales tax, VAT, Cess on green leaf and other Statutory dues with appropriate authorities. However, there are outstanding settled amount of ₹ 18,83,791/- in respect of Cess on Green leaf including interest and land revenue amounting to ₹ 2,00,072/- as on 31.03.2013. According to the information and explanation given to us, there were no undisputed amounts payable in respect of Sales tax and Vat, Customs Duty, Excise Duty and Cess as on 31st March 2013 for a period of more than six months from the date of becoming payable. Further there were disputed demand of ₹ 6,79,380/- on account of Agricultural Income Tax for the Asst. Year 2007-08.
- x. The Company's accumulated loss at the end of the year is less than the fifty percent of its net worth. The company has not incurred cash losses during the current financial year covered by the audit but incurred cash losses in the immediately preceding six months period ended 31st March 2012.
- xi. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.
- xii. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures during the period. Accordingly, Clause 4(xii) of the order is not applicable.
- xiii. The Company is not a chit fund, nidhi, mutual benefit fund or a society. Accordingly, clause 4 (xiii) of the order is not applicable.
- xiv. The company has invested in shares during the period. Proper records have been maintained of the transactions and contracts. The shares have been held by the company, in its own name except to the extent of the exemption, if any, granted under section 49 of the Companies Act, 1956.
- xv. According to the information and explanations, the company has not given any guarantee for loans taken by other from banks and /or financial institutions.
- xvi. During the period, the company has not obtained any fresh Term loans; accordingly, clause 4(xvi) of the order is not applicable.
- xvii. According to information and explanation given to us, the fund raised on short-term basis has not been used for long-term investments.
- xviii. The Company has made preferential allotment of 25,33,335 nos. of equity shares to parties and companies covered in the register maintained under section 301 of the Act. However the price paid for the same is not prejudicial to the interest of the company.
- xix. The Company has not issued any debentures. Accordingly clause 4(xix) of the order is not applicable.
- xx. The Company has not raised any money by public issues during the period. Accordingly, clause 4(xx) of the order is not applicable.
- xxi. In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the period.

For SANJAY P AGARWAL & ASSOCIATES
Chartered Accountants
Firm Regn. No. 325683E

Place : Kolkata

Date : 30th May, 2013

(SANJAY AGARWAL)
Partner
Mem. No. 062218

LYKIS LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2013

		As At 31st March, 2013 (₹)	As At 31st March, 2012 (₹)
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	14,95,89,875.00	5,62,56,475.00
Reserves and Surplus	3	5,68,53,172.48	1,06,23,764.97
Money Received against Share Warrant	4	4,50,00,055.00	75,00,000.00
		25,14,43,102.48	7,43,80,239.97
 Share Application Money Pending Allotment	 5	 -	 4,00,00,050.00
 Non Current Liabilities			
Long Term Borrowings	6	1,71,58,624.12	56,09,607.31
Deferred Tax Liability(Net)	7	35,29,467.00	30,88,861.00
		2,06,88,091.12	86,98,468.31
 Current Liabilities			
Short Term Borrowings	8	53,75,000.00	1,80,12,373.00
Trade Payables	9	2,98,82,457.33	53,02,712.45
Other Current Liabilities	10	2,23,35,788.04	1,11,63,508.55
Short Term Provisions	11	3,50,331.00	3,50,331.00
		5,79,43,576.37	3,48,28,925.00
TOTAL		33,00,74,769.97	15,79,07,683.28
 II. ASSETS			
Non Current Assets			
Fixed Assets (Tangible Assets)	12	11,55,65,214.18	11,41,68,242.03
Capital Work in Progress	12	55,20,013.58	15,59,448.67
Non- Current Investments	13	37,56,747.60	1,07,97,929.40
Other Non Current Assets	14	88,000.00	88,000.00
		12,49,29,975.36	12,66,13,620.10
 Current Assets			
Inventories	15	1,57,13,160.28	45,47,951.28
Trade Receivables	16	6,63,05,623.65	1,13,86,367.94
Cash & Cash Equivalents	17	3,10,10,406.84	46,61,740.19
Short Term Loans & Advances	18	6,60,88,130.00	-
Other Current Assets	19	2,60,27,473.84	1,06,98,003.77
		20,51,44,794.61	3,12,94,063.18
TOTAL		33,00,74,769.97	15,79,07,683.28

Summary of Significant Accounting Policies 1

The accompanying notes are an integral parts of financial statements.

As per our Report of even date

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner

Mem. No. 062218

Place : Kolkata

Dated : 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

	Note	2012-13 (₹)	2011-12 (6 Months) (₹)
INCOME			
Revenue form Operations	20	15,02,53,197.38	90,26,012.50
Other Income	21	1,31,91,162.06	38,97,001.26
Total Revenue		16,34,44,359.44	1,29,23,013.76
EXPENDITURE			
Purchases of Stock-in trade		10,18,68,476.18	14,10,528.47
Cost of Material Consumed (Green Leaf)		1,85,13,626.14	9,12,220.50
Change in Inventories of Finished Goods, Stock in Process and Stock-in Trade	22	(98,47,621.92)	29,23,064.00
Employee Benefit Expenses	23	1,58,11,314.70	28,57,556.84
Finance Cost	24	7,92,603.15	13,45,636.31
Depreciation & Amortization Expense	25	20,87,848.29	6,21,049.88
Other Expenses	26	3,53,15,929.63	83,38,421.50
Total Expenses		16,45,42,176.17	1,84,08,477.50
PROFIT / (LOSS) BEFORE TAXATION		(10,97,816.73)	(54,85,463.74)
LESS : Tax Expenses			
Current Tax		-	-
Deferred Tax		(4,40,606.00)	(2,17,785.00)
PROFIT / (LOSS) FOR THE YEAR		(15,38,422.73)	(57,03,248.74)
PRIOR PERIOD ADJUSTMENT	27	(59,617.76)	(28,68,273.00)
PROFIT / (LOSS) FOR THE YEAR AFTER ADJUSTMENT		(15,98,040.49)	(85,71,521.74)
Basic Earnings per equity share (in ₹)	29	(0.13)	(1.12)
Summary of Significant Accounting Policies	1		

The accompanying notes are an integral parts of financial statements.
As per our Report of even date

For **SANJAY P AGARWAL & ASSOCIATES**
Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner

Mem. No. 062218

Place : Kolkata
Dated : 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

CASH FLOW STATEMENT FOR THE YEAR 2012 - 2013

	April' 2012 to March' 2013 (12 Months) (₹)	October' 2011 to March' 2012 (6 Months) (₹)
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/ (loss) Before Taxes and Extraordinary Items	(10,97,816.73)	(54,85,463.74)
Adjustment For:		
Prior Period Adjustment	(59,690.00)	—
Transferred to Investment Allowance Reserve	12,99,392.00	—
Finance Cost	7,92,603.15	13,45,636.31
Depreciation and Amortisation Expenses	22,26,492.29	6,90,371.84
Transferred from Revaluation Reserve	<u>(1,38,644.00)</u>	<u>(69,321.96)</u>
Operating Profit Before Working Capital Changes	30,22,336.71	(35,18,777.55)
Adjustment For:		
(Increase)/decrease in Stock	(1,11,65,209.00)	(29,05,685.97)
(Increase)/decrease in Trade Receivable	(5,49,19,255.71)	(46,12,172.53)
(Increase)/decrease in Current Assets	(1,53,29,470.07)	62,93,895.89
(Increase)/decrease in Loans & Advances	(6,60,88,130.00)	—
(Increase)/decrease in Current Liabilities	1,11,72,279.49	56,48,495.42
(Increase)/decrease in Trade Payables	<u>2,45,79,744.88</u>	<u>(14,73,484.35)</u>
	<u>(11,17,50,040.41)</u>	<u>(29,51,048.46)</u>
Cash Generated From Operations	(10,87,27,703.70)	(64,69,826.01)
Finance Cost	(7,92,603.15)	(13,45,636.31)
Net Cash (used in) Operating Activities	'A' (10,95,20,306.85)	(78,15,462.32)
B CASH FLOW FROM INVESTING ACTIVITIES		
(Increase)/decrease in Fixed Assets	(36,23,392.20)	(1,80,84,790.75)
(Increase)/decrease in Capital Wip	(39,60,564.91)	(15,59,448.67)
(Increase)/decrease in Non Current Investments	70,41,181.80	(1,06,97,929.40)
(Increase)/decrease in Other Non Current Assets	—	(88,000.00)
Net Cash (used in) Investing Activities	'B' (5,42,775.31)	(3,04,30,168.82)
C CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(decrease) in Long Term Borrowings	1,15,49,016.81	(43,67,720.69)
Increase/(decrease) in Short Term Borrowings	(1,26,37,373.00)	(6,37,627.00)
Increase/(decrease) in Money received against Share Warrant	3,75,00,055.00	75,00,000.00
Increase/(decrease) in Share Capital	9,33,33,400.00	—
Increase/(decrease) in Share Premium	4,66,66,700.00	—
Increase/(decrease) in Share Application Money	<u>(4,00,00,050.00)</u>	<u>4,00,00,050.00</u>
Net Cash from Financing Activities	'C' 13,64,11,748.81	4,24,94,702.31
Net Increase in cash and cash equivalents	(A+B+C) 2,63,48,666.65	42,49,071.17
Opening Balance cash and cash equivalents	46,61,740.19	4,12,669.02
Closing Balance cash and cash equivalents	<u>3,10,10,406.84</u>	<u>46,61,740.19</u>

For **SANJAY P AGARWAL & ASSOCIATES**

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)

Partner

Mem. No. 062218

Place : Kolkata

Dated : 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS

AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2013

SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting:

(a) General :

The financial statements have been prepared under the Historical Cost Convention on the basis of Going Concern Concept in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956 as adopted consistently.

(b) Revenue Items :

Items of incomes and expenses are accounted for on the Accrual Basis, unless otherwise specifically stated hereunder in this Schedule

(c) Fixed assets

Fixed assets are carried at cost of acquisition and / or revalued figures less depreciation. The cost of extension of planting cultivable land including cost of development is capitalized.

(d) Depreciation

- i Depreciation has been provided on assets acquired and / or purchased prior to 01.04.87 on WDV method as per the WDV rates under schedule XIV of the Companies Act, (as amended) 1956
- ii On assets acquired after 1.4.87 on SLM basis as per the SLM rates prescribed under Schedule XIV of the Companies Act, (as amended) 1956.
- iii Depreciation for the 12 months period includes depreciation on revalued items of fixed assets amounting to ₹ 1,38,644.00 and accordingly an equivalent amount has been transferred to Profit & Loss Account from Revaluation Reserve Account.

(e) Investments:

Investments have been stated at cost.

(f) Stock In Trade:

Inventories are valued at as under :

- i Stores and Spare Parts-At cost
- ii Stock of unsold Tea-At estimated net realizable value
- iii Stock of Nursery Plants- At estimated net realizable value

(g) Taxation

Current Tax is determined on the basis of the amount of tax payable under the Income Tax Act, 1961 if any. Deferred tax liability is recognised and carried forward and there is reasonable certainty that sufficient taxable income will be available against which such deferred tax liability can be adjusted.

(h) Contingent Liabilities;

Contingent Liabilities, if any not provided for are disclosed by way of Notes on Accounts.

(i) Foreign Currency Transactions

(a) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of transactions or that approximates the actual rate at the date of the transactions.

(b) Any income or expense on account of exchange difference either on settlement or on transaction is recognised in the Statement of Profit & Loss.

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	As At 31st March, 2013 (₹)	As At 31st March, 2012 (₹)
2 SHARE CAPITAL		
Authorised		
200,00,000 Equity Shares of ₹ 10/- each	<u>20,00,00,000.00</u>	<u>20,00,00,000.00</u>
Issued, Subscribed		
- 1,66,14,500 (72,81,160) Equity Shares of ₹ 10/- each	16,61,45,000.00	7,28,11,600.00
Less : Forfeited Equity Shares of ₹ 10/- each 22,07,350 (22,07,350)	<u>2,20,73,500.00</u> <u>14,40,71,500.00</u>	<u>2,20,73,500.00</u> <u>5,07,38,100.00</u>
- Paid up		
- 1,44,07,150 (50,73,810) Shares of ₹ 10/- each	14,40,71,500.00	5,07,38,100.00
- Add : Forfeited Shares	<u>55,18,375.00</u>	<u>55,18,375.00</u>
	<u>14,95,89,875.00</u>	<u>5,62,56,475.00</u>

Notes of the Above

- i (a) 45,000 Equity Shares of ₹ 10/- each issued as fully paid up for consideration other than Cash.
- (b) 12,75,340 Equity Shares of ₹ 10/- each issued as fully paid up bonus shares through capitalisation of Reserves and Surplus.
- (c) The above (a) and (b) were not issued within the period of five years immediately preceding the date as at 31st March, 2013.
- (d) 22,07,350 Equity Shares of ₹ 10/- each are forfeited shares.

ii Terms / rights attached to equity shares.

The company has only one class of equity shares having par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

iii Details of Shareholders holding more than 5% shares in the Company

Name of the Shareholder	31st March, 2013		31st March, 2012	
	Nos.	% holding in the class	Nos.	% holding in the class
Equity Shares of Rs.10/- each fully paid up				
Khusbu Auto Pvt. Ltd.	20,00,000	13.8820	-	-
Vighnhar Holdings Pvt. Ltd.	20,00,000	13.8820	-	-
Uttam Bharat Bagri	13,33,335	9.2547	-	-
Kedia Securities Pvt. Ltd	13,33,335	9.2547	-	-
Vijay Kishanlal Kedia	8,61,250	5.9779	7,00,750	13.811
Nazim Sadrudin Charania	16,65,250	11.5585	4,65,250	9.170
Salim Anwarali Kamani	11,07,835	7.6895	3,74,500	7.381
Sajid Umedali Dhrolia	10,26,035	7.1217	2,92,700	5.769

As per records of the company, including its register of shareholders / members, the above shareholding represents both legal and beneficial ownership of shares.

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	As At 31st March, 2013 (₹)	As At 31st March, 2012 (₹)
3 RESERVES AND SURPLUS		
Securities Premium Account		
Balance as per Last Account	2,13,99,625.00	2,13,99,625.00
Add : During the Year	<u>4,66,66,700.00</u>	<u>-</u>
(A)	6,80,66,325.00	2,13,99,625.00
General Reserves		
Balance as per Last Account	1,76,450.00	1,76,450.00
Add : During the Year	<u>-</u>	<u>-</u>
(A)	1,76,450.00	1,76,450.00
Development Rebate Reserve		
Balance as per Last Account	13,089.00	13,089.00
Add : During the Year	<u>-</u>	<u>-</u>
(A)	13,089.00	13,089.00
Investment Allowance Utilised Reserve		
Balance as per Last Account	1,57,291.75	1,57,291.75
Add : During the Year	<u>12,99,392.00</u>	<u>-</u>
(A)	14,56,683.75	1,57,291.75
Revaluation Reserve		
Balance as per Last Account	13,52,806.16	14,22,128.12
Less : Transferred to Profit & Loss Account	<u>1,38,644.00</u>	<u>69,321.96</u>
(A)	12,14,162.16	13,52,806.16
Sub Total (A)	<u>7,09,26,709.91</u>	<u>2,30,99,261.91</u>
Surplus / (Deficit) in the statement of Profit & Loss		
Balances as per last Financial Statemnets	(1,24,75,496.94)	(39,03,975.20)
Add : Profit / (Loss) during the year	<u>(15,98,040.49)</u>	<u>(85,71,521.74)</u>
Sub Total (B)	(1,40,73,537.43)	(1,24,75,496.94)
Total (A+B)	<u>5,68,53,172.48</u>	<u>1,06,23,764.97</u>
4 MONEY RECEIVED AGAINST SHARE WARRANT	<u>4,50,00,055.00</u>	<u>75,00,000.00</u>

On 09.04.12, the Company allotted 80,00,005 nos. of convertible warrants, on such terms and conditions as contained in the special resolution passed by the Company through postal ballot on 16.03.12. The warrants expires on 08.04.2013. The allottees were entitled for one Equity Share of ₹ 10 each at a premium of ₹ 5/- per share against such warrants. During the year the Company allotted 40,00,000 nos. of Equity Shares on 03.10.2012 against convertible warrants on receipt of full consideration amount. For balance 40,00,005 nos of convertible warrants the Company has not yet received the full consideration amount and hence, the part payments received are lying as warrant application money on 31.03.2013.

5 SHARE APPLICATION MONEY PENDING ALLOTMENT	<u>0.00</u>	<u>4,00,00,050.00</u>
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On 09.04.12, the Company allotted 53,33,340 nos. of Preferential Equity shares of ₹ 10 each at a premium of ₹ 5 per share, on such terms and conditions as contained in the special resolution passed by the Company through postal ballot on 16.03.12. after receipt of full consideration amount.

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013.

	As At 31st March, 2013 (₹)	As At 31st March, 2012 (₹)
6 LONG TERM BORROWINGS		
SECURED LOANS		
From Tea Board - Term Loan (Secured against first charge on plant and machinery, building and Title Deed of Iringmara Tea Estate)	32,74,348.00	49,88,664.00
Bank Overdrafts (from ICICI Bank) (Secured against fixed deposits)	1,34,43,295.26	-
Car Loans :		
From HDFC Bank	1,89,668.86	2,90,048.31
From Indian Bank (Silchar Branch) (Secured by hypothecation of vehicles)	2,51,312.00	3,30,895.00
	<u>1,71,58,624.12</u>	<u>56,09,607.31</u>
7 DEFERRED TAX LIABILITY		
Deferred Tax	35,29,467.00	30,88,861.00
	<u>35,29,467.00</u>	<u>30,88,861.00</u>
8 SHORT TERM BORROWINGS		
UNSECURED LOANS		
From Bodies Corporate	-	1,29,29,781.00
Non Related	-	36,82,592.00
Related		
From Directors	53,75,000.00	14,00,000.00
	<u>53,75,000.00</u>	<u>1,80,12,373.00</u>
9 TRADE PAYABLES		
Sundry Creditors for Goods & Services	2,98,82,457.33	53,02,712.45
	<u>2,98,82,457.33</u>	<u>53,02,712.45</u>
10 OTHER CURRENT LIABILITIES		
Trade Advances and Deposits	1,24,31,896.32	32,57,412.36
Sundry Creditors for Expenses	21,13,738.40	14,46,610.42
Other Finances	41,67,197.32	28,36,529.77
Liabilities of Car Loans (Payable within 12 months)	2,97,180.00	2,97,180.00
Liabilities of Tea Board (Payable within 12 months)	33,25,776.00	33,25,776.00
	<u>2,23,35,788.04</u>	<u>1,11,63,508.55</u>
11 SHORT TERM PROVISIONS		
Provision for Fringe Benefit Tax (Earlier Years)	1,56,075.00	1,56,075.00
Provision for Income Tax (Earlier Years)	1,94,256.00	1,94,256.00
	<u>3,50,331.00</u>	<u>3,50,331.00</u>

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

FIXED ASSETS

Note - 12
(Amount in ₹)

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As at 01.04.2012	Additions during the Year	Deductions/ Adjustments	As at 31.03.2013	For The Current Year	Deductions/ Adjustments	Up To 31.03.2013	As at 31.03.2013	As at 31.03.2012
TANGIBLE ASSETS									
AIR CONDITIONER	98,805.00	0.00	0.00	98,805.00	2,802.50	0.00	44,795.75	54,009.25	56,811.75
BUILDING & LABOUR LINES II	22,50,846.53	0.00	0.00	22,50,846.53	35,944.70	0.00	6,27,761.87	16,23,084.66	16,59,029.36
BUILDING & LABOUR LINES III	17,37,393.13	0.00	0.00	17,37,393.13	4,73,972.79	0.00	5,02,230.76	12,35,162.37	12,63,420.34
COMPUTER & PRINTER	5,58,014.00	2,07,163.20	0.00	7,65,177.20	95,452.34	0.00	1,92,361.82	5,72,815.38	4,61,104.52
CYCLE	10,077.00	0.00	0.00	10,077.00	161.79	0.00	10,077.00	0.00	161.79
ELECTRICAL INSTALLATION	42,44,172.73	7,06,454.70	1,11,020.00	48,39,607.43	2,11,283.55	72.24	9,70,909.04	38,68,698.39	34,84,475.00
FACTORY BUILDING	71,02,257.15	0.00	0.00	71,02,257.15	2,37,003.09	0.00	43,43,008.17	27,59,248.98	29,96,252.07
FIX MACHINE	41,372.20	0.00	0.00	41,372.20	1,965.18	0.00	34,433.99	6,938.21	8,903.39
FURNITURE & FIXTURES	30,435.55	23,599.00	0.00	54,034.55	17,402.79	0.00	47,838.34	6,196.21	-
IRRIGATION EQUIPMENTS	32,93,778.45	17,750.00	0.00	33,11,528.45	1,57,200.59	0.00	13,00,753.57	20,10,774.88	21,50,225.47
LAND & PLANTATION	7,98,73,813.49	0.00	0.00	7,98,73,813.49	0.00	0.00	0.00	7,98,73,813.49	7,98,73,813.49
MOTOR CAR	19,52,045.47	0.00	0.00	19,52,045.47	1,16,411.96	0.00	8,92,377.60	10,59,667.87	11,76,079.83
MOTOR CYCLE	22,536.00	0.00	0.00	22,536.00	0.00	0.00	22,536.00	0.00	0.00
PACKING MACHINE	3,60,060.00	97,760.00	0.00	4,57,820.00	18,425.96	0.00	18,660.25	4,39,159.75	3,59,825.71
PLANT & MACHINERY	2,07,71,418.25	19,16,455.30	0.00	2,26,87,873.55	9,98,743.62	0.00	97,67,040.45	1,29,20,833.10	1,20,03,121.42
REFRIGERATOR	15,529.00	0.70	0.00	15,529.00	416.17	0.00	12,928.48	2,600.52	3,016.69
ROADS & BRIDGES	56,97,814.62	0.00	0.00	56,97,814.62	92,874.38	0.00	12,69,585.18	44,28,229.44	45,21,103.82
SECURITY FENCING	29,42,954.00	0.00	0.00	29,42,954.00	98,294.66	0.00	14,70,119.80	14,72,834.20	15,71,128.86
STAFF QUARTERS & BUNGALOW	23,40,983.74	0.00	0.00	23,40,983.74	38,158.03	0.00	5,67,424.91	17,73,558.83	18,11,716.86
TRUCK, TRACTOR & TRAILORS	9,24,806.35	7,08,430.00	0.00	16,33,236.35	439.03	0.00	9,25,245.38	7,07,990.97	-
TYPE WRITER	7,897.00	0.00	0.00	7,897.00	0.00	0.00	7,897.00	-	-
WATER RESERVOIR	11,80,061.00	0.00	0.00	11,80,061.00	39,414.04	0.00	5,79,940.42	6,00,120.58	6,39,534.62
WEATHERING TROUGH	4,84,389.90	0.00	0.00	4,84,389.90	23,008.52	0.00	4,28,743.93	55,645.97	78,654.49
MOBILE PHONE	11,750.00	49,500.00	0.00	61,250.00	4,610.65	0.00	6,897.74	54,352.26	9,462.91
TELEVISION	25,600.00	0.00	0.00	25,600.00	113.27	0.00	226.54	25,373.46	25,486.73
WATER PUMP	9,500.00	0.00	0.00	9,500.00	451.25	0.00	1,478.63	8,021.37	8,472.62
WEIGHING SCALE	15,500.00	7,300.00	0.00	22,800.00	7,656.25	0.00	16,715.96	6,084.04	6,440.29
TOTAL	13,60,03,810.56	37,34,412.20	1,11,020.00	13,96,27,202.76	22,26,492.29	72.24	2,40,61,988.58	11,55,65,214.18	11,41,68,242.03
PREVIOUS PERIOD	11,79,19,019.81	1,80,84,790.75	-	13,60,03,810.56	6,90,371.84	2803.00	2,18,35,568.53	11,41,68,242.03	-
CAPITAL WORK IN PROGRESS								55,20,013.58	15,59,448.67

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	As At 31st March, 2013 (₹)	As At 31st March, 2012 (₹)
13 NON - CURRENT INVESTMENTS		
Trade investments (At cost)		
In Equity Shares - Quoted, fully paid up		
Nil (15,000) Hindustan Sanitary ware and Industries Ltd. of ₹ 2/- each		22,21,671.12
Nil (17,000) RSWM Ltd. of ₹ 10/- each		13,95,178.07
Nil (5,00,000) Zee Learn Ltd. of ₹ 1/- each		70,81,080.21
50,000 (Nil) The Paper Products Ltd.	35,30,747.60	-
	<u>35,30,747.60</u>	<u>1,06,97,929.40</u>
In Equity Shares - Unquoted, fully paid up		
10,000 (10,000) Nakamichi Securities Ltd. of ₹ 10/- each	1,00,000.00	1,00,000.00
In Equity Shares of Subsidiary Companies - Unquoted fully paid up		
5,100 (Nil) - Jin - X Marketing Pvt. Ltd. of ₹ 10/- each	51,000.00	-
7,500 (Nil) - Lykis Pharma Pvt. Ltd. of ₹ 10/- each	75,000.00	-
	<u>37,56,747.60</u>	<u>1,07,97,929.40</u>
Total Non Current Investments	<u>37,56,747.60</u>	<u>1,07,97,929.40</u>
Aggregate Amount of quoted Investments	35,30,747.60	1,06,97,920.40
Market Value of quoted Investments	31,07,500.00	1,07,39,650.00
Aggregate Amount of Unquoted Investments	2,26,000.00	1,00,000.00
14 OTHER NON CURRENT ASSETS		
Term Deposit With Schedule Bank (Maturing after 12 months from date of Balance Sheet)	88,000.00	88,000.00
	<u>88,000.00</u>	<u>88,000.00</u>
15 INVENTORIES		
Stock In Trade (At Lower of Cost or Net Realisable Value) (As Certified by the Management)		
Finished Goods-Tea	64,09,727.25	12,82,060.00
FMCG Products	36,69,954.67	-
Nursery Plants	36,55,000.00	26,05,000.00
	1,37,34,681.92	38,87,060.00
Stores & Spares	19,78,478.36	6,60,891.28
	<u>1,57,13,160.28</u>	<u>45,47,951.28</u>
16 TRADE RECEIVABLE		
Unsecured considered good		
Receivable Outstanding for a period exceeding six months from the date they are due for payment	1,38,742.00	99,30,954.14
Other Receivable	6,61,66,881.65	14,55,413.80
	<u>6,63,05,623.65</u>	<u>1,13,86,367.94</u>
17 CASH & CASH EQUIVALENTS		
Balances with Banks		
In Current Accounts	40,35,160.13	40,00,996.47
Cash in Hand	4,75,246.71	6,54,243.72
(As certified by the Management)		
Cheque in Hand	-	6,500.00
Term Deposits with Schedule Banks (Maturing within 12 months from date of Balance Sheet)	2,65,00,000.00	-
	<u>3,10,10,406.84</u>	<u>46,61,740.19</u>

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	As At 31st March, 2013 (₹)	As At 31st March, 2012 (₹)
18 SHORT TERM LOANS AND ADVANCES		
Loan to Subsidiary Company	6,60,88,130.00	-
	<u>6,60,88,130.00</u>	<u>-</u>
19 OTHER CURRENT ASSETS		
Advance to Parties	1,70,49,497.72	65,55,757.19
Accrued Interest on Term Deposit	2,48,385.00	2,230.00
Deposits	13,58,180.53	3,17,962.53
Incentive receivables	21,62,100.89	-
Other Advances	29,74,994.65	22,93,750.00
Advance to Staff / Workers	15,06,857.05	15,14,957.05
Security Transaction Tax	95,373.00	13,347.00
TDS Receivable (AY 2013 - 14)	5,43,999.00	-
Self Assessment Tax (AY 2012-13)	88,086.00	-
	<u>2,60,27,473.84</u>	<u>1,06,98,003.77</u>
	2012 - 2013 (₹)	Oct 2011-March 2012 (₹)
20 REVENUE FROM OPERATIONS		
Finished Goods Sales		
Gross Sales	5,11,80,194.80	76,29,547.20
Less: Excise Duty	<u>2,53,379.00</u>	<u>56,971.50</u>
Net Sales	5,09,26,815.80	75,72,575.70
Trading Goods sales		
FMCG	7,21,83,985.91	14,53,436.80
Tea	<u>24,63,176.20</u>	<u>-</u>
Export Sales (FMGC)	2,25,17,118.58	-
	<u>14,80,91,096.49</u>	<u>90,26,012.50</u>
Other Operating Income		
Export - DFIA	6,73,311.42	-
Export - Drawback	5,99,104.00	-
Export - FMS	<u>8,89,685.47</u>	<u>21,62,100.89</u>
	<u>15,02,53,197.38</u>	<u>90,26,012.50</u>
21 OTHER INCOME		
Non -Operating Income		
Liabilities no longer required written back	1,22,463.56	38,94,771.26
Interest on Term Deposit	2,70,206.00	2,230.00
Dividend Income	54,000.00	-
Commission Income	1,81,134.00	-
Interest on Loan	50,18,350.00	-
Business Auxillary Services	70,00,000.00	-
Foreign Exchange Fluctuation Gain	1,16,922.60	-
Speculative Profit from Commodities Trade	<u>4,28,085.90</u>	<u>-</u>
	<u>1,31,91,162.06</u>	<u>38,97,001.26</u>

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	2012 - 2013 (₹)	Oct 2011-March 2012 (₹)
22 CHANGE IN INVENTORIES OF FINISHED STOCK, STOCK IN PROCESS & STOCK-IN-TRADE		
Inventories (at close)	1,37,34,681.92	38,87,060.00
Less: Inventories (at opening)	38,87,060.00	68,10,124.00
(Increase) / Decrease in Inventories	<u>(98,47,621.92)</u>	<u>29,23,064.00</u>
23 EMPLOYEE BENEFIT EXPENSES		
Managing Director's Remuneration	6,00,000.00	3,00,000.00
Salary, Bonus & Exgratia	1,23,60,427.04	16,43,374.66
Employers' Contribution to PF	5,58,352.65	2,34,995.08
Employees' Welfare Expenses	17,40,896.68	4,22,327.00
Loss on Food Stuff	5,51,638.33	2,56,860.10
	<u>1,58,11,314.70</u>	<u>28,57,556.84</u>
24 FINANCE COSTS		
Interest		
-On Unsecured Loans	2,54,194.60	12,91,553.00
-On Car Loans	1,17,217.55	54,083.31
-On Bank Overdrafts	4,21,191.00	-
	<u>7,92,603.15</u>	<u>13,45,636.31</u>
25 DEPRECIATION AND AMORTISATION EXPENSE		
Depreciation and Amortisation	22,26,492.29	6,90,371.84
Less : Transferred from Revaluation Reserve	1,38,644.00	69,321.96
	<u>20,87,848.29</u>	<u>6,21,049.88</u>
26 OTHER EXPENSES		
Direct Expenses		
Manufacturing Expenses	1,55,39,046.18	51,92,556.10
Cultivation Expenses	36,27,263.59	2,83,131.72
Cess on green leaf	3,68,676.35	92,605.46
Tea Chest & Components	<u>10,79,592.04</u>	<u>97,899.35</u>
	2,06,14,578.16	56,66,192.63
Selling & Distribution Expenses		
Tea Selling Expence	13,68,799.69	65,352.00
Cylinder Charges	6,65,932.00	69,360.00
Clearing House Agent Expenses	8,49,744.45	-
Factory Stuffing Permission Expenses	<u>1,12,500.00</u>	<u>-</u>
	29,96,976.14	1,34,712.00
Short Term Loss On Sale of Shares	17,38,529.80	-
Establishment Expenses		
As Audit Fees	40,000.00	20,000.00
As Tax Audit	10,000.00	10,000.00
Advertisement Expenses	1,81,057.00	36,720.00
Discount Allowed	7,10,312.00	81,345.93
Electricity Charges	1,22,565.00	5,890.00
Filing Fees	6,47,003.00	14,560.00
FDA Approval Charges	23,750.00	11,000.00

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	2012 - 2013 (₹)	Oct 2011-March 2012 (₹)
26 OTHER EXPENSES CONTD.....		
Freight Charges	3,01,319.00	58,200.00
General Expenses	18,41,782.35	3,79,323.16
Products Testing Expenses	3,17,717.00	85,324.00
Postage & Telegram	1,65,309.00	55,762.00
Printing & Stationery	1,71,302.00	93,971.95
Professional & Consultancy Fees	11,70,698.20	6,05,834.00
Stock Exchange Exp(BSE)	74,784.00	1,39,225.00
Rent, Rates & Taxes	10,56,608.00	2,44,150.00
Repair to Building	3,49,435.41	24,419.00
Repair to Machinery	12,40,423.05	2,72,979.56
Repair & Maintenance others	75,236.00	38,818.72
Trade Marks Registration Charges	15,500.00	64,500.00
Telephone Expenses	3,96,520.14	67,084.55
Travelling & Conveyance Expenses	9,81,857.00	2,11,409.00
Website Charges	56,049.00	17,000.00
Service Tax Paid	16,618.38	-
	<u>99,65,845.53</u>	<u>25,37,516.87</u>
	<u>3,53,15,929.63</u>	<u>83,38,421.50</u>
27 PRIOR PERIOD ADJUSTMENT		
Freight Charges	(15,390.00)	-
Salary & Conveyance	(18,000.00)	-
Gram Panchayet Taxes	(26,300.00)	-
Deferred Tax of earlier years	-	(28,71,076.00)
Depreciation excess charged in previous year written back	72.24	2,803.00
	<u>(59,617.76)</u>	<u>(28,68,273.00)</u>
28 CONTINGENT LIABILITIES NOT PROVIDED FOR		
(a) The liabilities for future payment of Gratuity to employees is roughly estimated and provided to the extent of ₹ 1,03,946.34 and not based on actuarial basis.		
(b) No provision for interest has been made on the advances taken or given pending reconciliation and confirmation of balances from parties. Balances of Trade receivable, Trade Payable & Advances are subject to confirmation from respective parties.		
(c) The company has given unconditional undertaking to Pay ₹ 88,000/- to DGFT by way of Bank Guarantee for taking the EPCG Licence. The said bank guarantee is issued by Indian Bank, Silchar Branch against Fixed deposit of the same amount.		
29 EARNINGS PER SHARE (EPS)		
In terms of Accounting Standard 20 issued by The Institute of Chartered Accountants of India, the calculation of EPS is given below:		
Profit / (Loss) as per Profit & Loss Account (Rs.)	(15,38,422.73)	(57,03,248.74)
Weighted average number of Equity Shares (Nos.)	1,22,62,857.00	50,73,810.00
Face value per equity Share (Rs.)	10.00	10.00
Basic Earnings per Share (Rs.)	(0.13)	(1.12)
30 EARNINGS IN FOREIGN EXCHANGE		
Export of goods calculated on FOB basis	2,20,53,171.38	-
	<u>2,20,53,171.38</u>	<u>-</u>

LYKIS LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

31 RELATED PARTY DISCLOSURE

In terms of Accounting Standard 18 -the related party disclosure are given below :

(i) List of Related Parties where control exists and related parties with whom transactions have taken place and relationships :

Name of the Related Party	Relationship
Jin-X Marketing Pvt. Ltd.	Subsidiary Company
Lykis Pharma Pvt. Ltd	Subsidiary Company
Sanzi Group Import & Export	Enterprises over which key Managerial personnel are able to exercise significant influence
Kedia Securities Pvt. Ltd.	Enterprises over which key Managerial personnel are able to exercise significant influence
Sanzi International Pvt. Ltd.	Enterprises over which key Managerial personnel are able to exercise significant influence
Vijay Kishanlal Kedia	Key Managerial Personnel
Prince Tulsian	Key Managerial Personnel

(ii) Transactions during the year with Related Parties

Nature Of Transactions	Subsidiaries ₹	Key Managerial Personnel ₹	Others ₹	Total ₹
Revenue from Operations	5,18,62,398.75	-	36,000.00	5,18,98,398.75
Purchases	50,24,725.00	-	-	50,24,725.00
Net Loans & Advances given	6,15,84,952.00	-	1,13,766.00	6,16,98,718.00
Net Unsecured Loans & Trade Advances taken	-	49,75,000.00	59,00,000.00	1,08,75,000.00
Repayment of Previous Year's Unsecured Loan	-	10,00,000.00	36,82,592.00	46,82,592.00
Repayment of Previous Year's Trade Advance	-	-	10,00,000.00	10,00,000.00
Purchase/ Subscription of Investments	1,26,000.00	-	-	1,26,000.00
Interest Received	50,18,350.00	-	-	50,18,350.00
Rent & Other Charges Paid	-	-	8,25,566.00	8,25,566.00
Managing Director's Remuneration	-	6,00,000.00	-	6,00,000.00
Interest Paid	-	-	16,003.00	16,003.00
Balance as on 31.03.2013				
Unsecured Loans(taken)	-	53,75,000.00	-	53,75,000.00
Trade Advances (taken)	-	-	59,00,000.00	59,00,000.00
Loans & Advances (given)	6,60,88,130.00	-	1,13,766.00	6,62,01,896.00
Investments	12,60,00.00	-	-	1,26,000.00

32. Previous year figure has been regrouped or rearranged wherever necessary.

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

Place: Kolkata
Dated: 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

Independent Auditor's Report

To the Board of Directors of
LYKIS LIMITED

Report on the Consolidated Financial Statement

We have audited the accompanying Consolidated financial statements of LYKIS LIMITED ("the Company"), which comprise the Consolidated Balance Sheet as at 31st March, 2013 and the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows 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"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the 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 consolidated 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 the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at 31st March, 2013;
- b) in the case of Consolidated Statement of Profit and Loss Account, of the loss for the year ended on that date; and
- c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of the subsidiaries, whose financial statements reflect total assets (Net) of ₹ 10,33,62,930/- as at 31st March, 2013. Total revenue (Net) ₹ 6,95,44,616/- for the year ended 31st March, 2013. These financial statements have been audited by other auditors whose reports have been furnished to us and our opinion, is based solely on the reports of the other auditors. Our opinion is not qualified in respect of other matters.

For SANJAY P AGARWAL & ASSOCIATES
Chartered Accountants
Firm Regn. No. 325683E

Place : Kolkata
Date : 30th May, 2013

(SANJAY AGARWAL)
Partner
Mem. No. 062218

LYKIS LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2013

	Note	As At 31st March, 2013 (₹)
I. EQUITY AND LIABILITIES		
Shareholders' Funds		
Share Capital	2	14,95,89,875.00
Reserves and Surplus	3	4,25,70,707.48
Money Received against Share Warrant	4	4,50,00,055.00
		23,71,60,637.48
 Non Current Liabilities		
Long Term Borrowings	5	1,71,58,624.12
Deferred Tax Liability(Net)	6	35,31,981.00
		2,06,90,605.12
Current Liabilities		
Short Term Borrowings	7	79,91,814.00
Trade Payables	8	7,65,57,273.33
Other Current Liabilities	9	2,44,72,909.04
Short Term Provisions	10	3,50,331.00
		10,93,72,327.37
TOTAL		36,72,23,569.97
 II. ASSETS		
Non Current Assets		
Fixed Assets (Tangible Assets)	11	11,56,45,508.18
Capital Work in Progress	11	55,20,013.58
Non- Current Investments	12	36,30,747.60
Other Non Current Assets	13	88,000.00
		12,48,84,269.36
Current Assets		
Inventories	14	3,03,72,319.28
Cash & Cash Equivalents	15	3,35,20,120.84
Trade Receivables	16	7,34,05,196.65
Other Current Assets	17	10,50,41,663.84
		24,23,39,300.61
TOTAL		36,72,23,569.97

Summary of Significant Accounting Policies 1

The accompanying notes are an integral parts of consolidated financial statements.

As per our Report of even date

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner

Mem. No. 062218

Place : Kolkata
Dated : 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

	Note	2012 - 2013 (₹)
INCOME		
Revenue form Operations	18	21,97,89,675.38
Other Income	19	1,31,99,300.06
Total Revenue		<u>23,29,88,975.44</u>
EXPENDITURE		
Purchases of Stock-in trade		17,96,05,685.18
Cost of Material Consumed (Green Leaf)		1,85,13,626.14
Change in Inventories of Finished Goods, Stock in Process and Stock-in Trade	20	(2,45,06,780.92)
Employee Benefit Expenses	21	2,49,73,945.70
* Finance Cost	22	58,16,278.15
Depreciation & Amortization Expenses	23	21,03,889.29
Other Expenses	24	4,19,34,099.63
Total Expenses		<u>24,84,40,743.17</u>
PROFIT / (LOSS) BEFORE TAXATION		<u>(1,54,51,767.73)</u>
LESS : Tax Expenses		
Current Tax		-
Deferred Tax		(4,43,120.00)
PROFIT / (LOSS) FOR THE YEAR		<u>(1,58,94,887.73)</u>
Add : Share of Loss transferred to Minority Interest		70,07,608.15
Profit for the year (after adjustment for Minority Interest)		<u>(88,87,279.58)</u>
PRIOR PERIOD ADJUSTMENT	25	<u>(59,617.76)</u>
PROFIT / (LOSS) FOR THE YEAR AFTER ADJUSTMENT		<u>(89,46,897.34)</u>
Basic Earnings per equity share (in Rs.)	26	(1.30)

Summary of Significant Accounting Policies 1

The accompanying notes are an integral parts of consolidated financial statements.

As per our Report of even date

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner

Mem. No. 062218

Place: Kolkata
Dated: 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR 2012 - 2013

	2012 - 2013 (₹)
A CASH FLOW FROM OPERATING ACTIVITIES	
Net Profit/ (loss) Before Taxes and Extraordinary Items	(1,54,51,787.73)
Adjustment For:	
Capital Reserve on Consolidation	74000.00
Prior Period Adjustment	(59,690.00)
Transferred to Investment Allowance	12,99,392.00
Finance Cost	58,16,278.15
Depreciation and Amortisation Expenses	22,42,533.29
Transferred From Revaluation Reserve	(1,38,644.00)
Operating Profit Before Working Capital Change	(62,17,898.29)
Adjustment For:	
(Increase) / decrease in Stock	(2,58,24,368.00)
(Increase) / decrease in Trade Receivable	(6,20,18,828.71)
(Increase) / decrease in Current Assets	(9,43,43,660.07)
(Increase) / decrease in Current Liabilities	1,33,09,400.49
(Increase) / decrease in Trade Payables	7,12,54,560.88
	<u>(9,76,22,895.41)</u>
Cash Generated From Operations	(10,38,40,793.70)
Finance Cost	(58,16,278.15)
Net Cash (Used In) Operating Activities	'A' (10,96,57,071.85)
B CASH FLOW FROM INVESTING ACTIVITIES	
(Increase)/decrease in Fixed Assets	(37,19,727.20)
(Increase)/decrease in Capital WIP	(39,60,564.91)
(Increase)/decrease in Investments	71,67,181.80
Net Cash (Used In) Investing Activities	'B' (5,13,110.31)
C CASH FLOW FROM FINANCING ACTIVITIES	
Increase/(decrease) in Long Term Borrowings	1,15,49,016.81
Increase/(decrease) in Short Term Borrowings	(1,00,20,559.00)
Increase/(decrease) in Money Recd. Against Share Warrant	3,75,00,055.00
Increase/(decrease) in Share Capital	9,33,33,400.00
Increase/(decrease) in Share Premium	4,66,66,700.00
Increase/(decrease) in Share Application Money	(4,00,00,050.00)
Net Cash (Used In) From Financing Activities	'C' 13,90,28,562.81
Net Increase In Cash And Cash Equivalents	(A+B+C) 2,88,58,380.65
*Opening Balance Cash and Cash Equivalents	46,61,740.19
Closing Balance Cash and Cash Equivalents	3,35,20,120.84
<small>*Opening Balance of cash and cash equivalents relates to the standalone company.</small>	

For **SANJAY P AGARWAL & ASSOCIATES**

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner

Mem. No. 062218

Place : Kolkata
Dated : 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

LYKIS LIMITED

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2013

SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting:

(a) General:

The Financial Statements of the subsidiaries used in the consolidation are drawn upto the same reporting date as of the parent company i.e., year ended 31st March, 2013.

(b) Revenue Items:

Items of Incomes and Expenses are accounted for on the Accrual Basis, unless otherwise specifically stated hereunder in this Schedule

(c) Fixed assets

Fixed assets are carried at cost of acquisition and / or revalued figures less depreciation. The cost of extension of Planting cultivable Land including cost of development is capitalized.

(d) Depreciation

i Depreciation has been provided on assets acquired and / or purchased prior to 01.04.87 on WDV method as per the WDV rates under Schedule XIV of the Companies Act, (as amended) 1956.

ii On assets acquired after 1.4.87 on SLM basis as per the SLM rates prescribed under Schedule XIV of the Companies Act (as amended) 1956 in the case of parent company.

iii Depreciation for the 12 months period includes depreciataion on revalued items of Fixed Assets amounting to ₹1,38,644.00 and accordingly an equivalent amount has been transferred to Profit & Loss Account from Revaluation Reserve Account.

(e) Investments:

Investments have been stated at cost.

(f) Stock In Trade:

Inventories are valued at as under :

i Stores and Spare Parts-At Cost

ii Stock of unsold Tea-At Estimated net realizable value

iii Stock of Nursery Plants- At Estimated net relizable value

(g) Taxation

Current Tax is determined on the basis of the amount of tax payable under the Income Tax Act, 1961 if any. Deferred tax liability is recognised and carried forward if there is reasonable certainty that sufficient taxable income will be available against which such deferred tax liability can be adjusted.

(h) Contingent Liabilities;

Contingent Liabilities, if any not provided for are disclosed by way of Notes on Accounts.

(i) Principles of Consolidation

(i) The Financial Statements of the parent company and its subsidiaries have been consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances, intra-group transactions and the unrealised profits to the extent possible. No impact of intra-group transactions of fixed assets has been taken which are not significant in nature.

(ii) The Financial Statements of the parent company and its subsidiaries have been cosolidated using uniform accounting policies for like transactions and other events in similar circumstances.

As At
31st March, 2013
(₹)

2 SHARE CAPITAL

Authorised

200,00,000 Equity Shares of ₹ 10/- each 20,00,00,000.00

Issued, Subscribed

- 1,66,14,500 (72,81,160) Equity Shares of ₹ 10/- each 16,61,45,000.00

Less : Forfeited Equity Shares of 2,20,73,500.00

₹ 10/- each 22,07,350 (22,07,350) 14,40,71,500.00

- Paid up

- 1,44,07,150 Shares of ₹ 10/- each 14,40,71,500.00

- Add : Forfeited Shares 55,18,375.00

14,95,89,875.00

Note :

- i (a) 45,000 Equity shares of Rs10/- each issued as fully paid up for consideration other than Cash.
 (b) 12,75,340 Equity shares of ₹ 10/- each issued as fully paid up bonus shares through Capitalisation of Reserves and Surplus.
 (c) The above (a) and (b) were not issued within the period of five years immediately preceding the date as at 31st March, 2013.
 (d) 22,07,350 Equity shares of ₹ 10/- each are forfeited shares.

ii Terms / rights attached to equity shares.

The company has only one class of equity shares having par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

iii Details of Shareholders holding more than 5% shares in the Company

Name of the Shareholder	31st March, 2013	
	Nos.	% holding in the class
Equity Shares of ₹ 10/- each fully paid up		
Khusbu Auto Pvt. Ltd.	20,00,000	13.8820
Vighnhar Holdings Pvt. Ltd.	20,00,000	13.8820
Uttam Bharat Bagri	13,33,335	9.2547
Kedia Securities Pvt. Ltd	13,33,335	9.2547
Vijay Kishanlal Kedia	8,61,250	5.9779
Nazim Sadrudin Charania	16,65,250	11.5585
Salim Anwarali Kamani	11,07,835	7.6895
Sajid Umedali Dhrolia	10,26,035	7.1217

As per records of the company, including its register of shareholders / members, the above shareholding represents both legal and beneficial ownership of shares.

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

		As At 31st March, 2013 (₹)
3 RESERVES AND SURPLUS		
Securities Premium Account		
Balance as per Last Account		2,13,99,625.00
Add : During the Year		<u>4,66,66,700.00</u>
	(A)	<u>6,80,66,325.00</u>
General Reserves		
Balance as per Last Account		1,76,450.00
Add : During the Year		<u>-</u>
	(A)	<u>1,76,450.00</u>
Development Rebate Reserve		
Balance as per Last Account		13,089.00
Add : During the Year		<u>-</u>
	(A)	<u>13,089.00</u>
Investment Allowance Utilised Reserve		
Balance as per Last Account		1,57,291.75
Add : During the Year		<u>12,99,392.00</u>
	(A)	<u>14,56,683.75</u>
Revaluation Reserve		
Balance as per Last Account		13,52,806.16
Less : Transferred to Profit & Loss Account		<u>1,38,644.00</u>
	(A)	<u>12,14,162.16</u>
Capital Reserve on Consolidation		
Balance as per Last Account		-
Add : During the Year		(70,07,608.15)
Less : Investment in Subsidiary		<u>74,000.00</u>
	(A)	<u>(69,33,608.15)</u>
	(A)	<u>6,39,93,101.76</u>
Sub Total	(A)	<u>6,39,93,101.76</u>
Surplus / (Deficit) in the statement of Profit & Loss		
Balances as per last Financial Statements		(1,24,75,496.94)
Add : Profit / (Loss) during the year		<u>(89,46,897.34)</u>
	(B)	<u>(2,14,22,394.28)</u>
Sub Total	(B)	<u>(2,14,22,394.28)</u>
Total	(A+B)	<u><u>4,25,70,707.48</u></u>

Note :

Balance as per the last account relates stand alone company.

4 MONEY RECEIVED AGAINST SHARE WARRANT

4,50,00,055.00

On 09.04.12, the Company allotted 80,00,005 nos. of convertible warrants, on such terms and conditions as contained in the special resolution passed by the Company through postal ballot on 16.03.12. The warrants expires on 08.04.2013. The allottees were entitled for one Equity Share of ₹ 10 each at a premium of ₹ 5/- per share against such warrants. During the year the Company allotted 40,00,000 nos. of Equity Shares on 03.10.2012 against convertible warrants on receipt of full consideration amount. For balance 40,00,005 nos of convertible warrants the Company has not yet received the full consideration amount and hence, the part payments received are lying as warrant application money on 31.03.2013.

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

As At
31st March, 2013
(₹)

5	LONG TERM BORROWINGS	
	SECURED LOANS	
	From Tea Board - Term Loan (Secured against first charge on plant and machinery, building and Title Deed of Iringmara Tea Estate)	32,74,348.00
	Bank Overdrafts (from ICICI Bank) (Secured against fixed deposits)	1,34,43,295.26
	Car Loans :	
	From HDFC Bank	1,89,668.86
	From Indian Bank (Silchar Branch) (Secured by hypothecation of vehicles)	2,51,312.00
		<u>1,71,58,624.12</u>
6	DEFERRED TAX LIABILITY	
	Deferred Tax	<u>35,31,981.00</u> <u>35,31,981.00</u>
7	SHORT TERM BORROWINGS	
	UNSECURED LOANS	
	From Bodies Corporate :	
	Non Related	25,16,814.00
	Related	1,00,000.00
	From Director	53,75,000.00
		<u>79,91,814.00</u>
8	TRADE PAYABLES	
	Sundry Creditors For Goods & Services	<u>7,65,57,273.33</u> <u>7,65,57,273.33</u>
9	OTHER CURRENT LIABILITIES	
	Trade Advances and Deposits	1,24,31,896.32
	Sundry Creditors for Expenses	36,79,965.40
	Other Finances	47,38,091.32
	Liabilities of Car Loans (Payable within 12 months)	2,97,180.00
	Liabilities of Tea Board (Payable within 12 months)	33,25,776.00
		<u>2,44,72,909.04</u>
10	SHORT TERM PROVISIONS	
	Provision for Fringe Benefit Tax (Earlier Years)	1,56,075.00
	Provision for Income Tax (Earlier Years)	1,94,256.00
		<u>3,50,331.00</u>

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

FIXED ASSETS

Note - 11
(Amount in ₹)

Description	GROSS BLOCK				DEPRECIATION				NET BLOCK		
	As at 01.04.2012	Additions during the Year	Deductions/ Adjustments	As at 31.03.2013	As at 01.04.2012	For The Current Year	Deductions/ Adjustments	Up to 31.03.2013	As at 31.03.2013	As at 31.03.2012	
TANGIBLE ASSETS											
AIR CONDITIONER	98,805.00	0.00	0.00	98,805.00	41,993.25	2,802.50	0.00	44,795.75	54,009.25	56,811.75	
BUILDING & LABOUR LINES II	22,50,846.53	0.00	0.00	22,50,846.53	5,91,817.17	35,944.70	0.00	6,27,761.87	16,23,084.66	16,59,025.56	
BUILDING & LABOUR LINES III	17,37,393.13	0.00	0.00	17,37,393.13	4,73,972.79	28,257.97	0.00	5,02,230.76	12,35,162.37	12,63,420.34	
COMPUTER & PRINTER	5,58,014.00	2,07,163.20	0.00	7,65,177.20	96,909.48	95,452.34	0.00	1,92,361.82	5,72,815.38	4,61,104.52	
CYCLE	10,077.00	0.00	0.00	10,077.00	9,915.21	161.79	0.00	10,077.00	0.00	161.79	
ELECTRICAL INSTALLATION	42,44,172.73	7,06,454.70	1,11,020.00	48,39,607.43	7,59,697.73	2,11,283.55	72.24	9,70,909.04	38,68,698.39	34,84,475.00	
FACTORY BUILDING	71,02,237.15	0.00	0.00	71,02,237.15	41,06,005.08	2,37,003.09	0.00	43,43,008.17	27,59,248.98	29,96,252.07	
FAX MACHINE	41,372.20	0.00	0.00	41,372.20	32,468.81	1,965.18	0.00	34,433.99	6,938.21	8,903.39	
FURNITURE & FIXTURES	30,435.55	98,934.00	0.00	1,29,369.55	30,435.55	32,469.79	0.00	62,905.34	66,464.21		
IRRIGATION EQUIPMENTS	32,93,778.45	17,750.00	0.00	33,11,528.45	11,43,552.98	1,57,200.59	0.00	13,00,753.57	20,10,774.88	21,50,225.47	
LAND & PLANTATION	7,98,73,813.49	0.00	0.00	7,98,73,813.49	0.00	0.00	0.00	0.00	7,98,73,813.49	7,98,73,813.49	
MOTOR CAR	19,52,045.47	0.00	0.00	19,52,045.47	7,75,965.64	1,16,411.96	0.00	8,92,377.60	10,59,667.87	11,76,079.83	
MOTOR CYCLE	22,536.00	0.00	0.00	22,536.00	22,536.00	0.00	0.00	22,536.00	0.00	0.00	
PACKING MACHINE	3,60,060.00	97,760.00	0.00	4,57,820.00	234.29	18,425.96	0.00	18,660.25	4,39,159.75	3,59,825.71	
PLANT & MACHINERY	2,07,71,418.25	19,16,455.30	0.00	2,26,87,873.55	87,68,296.83	9,98,743.62	0.00	97,67,040.45	1,29,20,833.10	1,20,03,121.42	
REFRIGERATOR	15,529.00	0.00	0.00	15,529.00	12,512.31	416.17	0.00	12,928.48	2,600.52	3,016.69	
ROADS & BRIDGES	56,97,814.62	0.00	0.00	56,97,814.62	11,76,710.80	92,874.38	0.00	12,69,585.18	44,28,229.44	45,21,103.82	
SECURITY FENCING	29,42,954.00	0.00	0.00	29,42,954.00	13,71,825.14	98,294.66	0.00	14,70,119.80	14,72,834.20	15,71,128.86	
STAFF QUARTERS & BUNGALOW	23,40,983.74	0.00	0.00	23,40,983.74	5,29,266.88	38,158.03	0.00	5,67,424.91	17,73,558.83	18,11,716.86	
TRUCK, TRACTOR & TRAILORS	9,24,806.35	7,08,430.00	0.00	16,33,236.35	9,24,806.35	439.03	0.00	9,25,245.38	7,07,990.97		
TYPE WRITER	7,897.00	0.00	0.00	7,897.00	7,897.00	0.00	0.00	7,897.00	-	-	
WATER RESERVOIR	11,80,061.00	0.00	0.00	11,80,061.00	5,40,526.38	39,414.04	0.00	5,79,940.42	6,00,120.58	6,39,534.62	
WEATHERING TROUGH	4,84,389.90	0.00	0.00	4,84,389.90	4,05,735.41	23,008.52	0.00	4,28,743.93	55,645.97	78,654.49	
MOBILE PHONE	11,750.00	70,500.00	0.00	82,250.00	2,287.09	5,584.65	0.00	7,871.74	74,378.26	9,462.91	
TELEVISION	25,600.00	0.00	0.00	25,600.00	113.27	113.27	0.00	226.54	25,373.46	25,486.73	
WATER PUMP	9,500.00	0.00	0.00	9,500.00	1,027.38	451.25	0.00	1,478.63	8,021.37	8,472.62	
WEIGHING SCALE	15,500.00	7,300.00	0.00	22,800.00	9,059.71	7,656.25	0.00	16,715.96	6,084.04	6,440.29	
TOTAL	13,60,03,810.56	36,30,747.20	1,11,020.00	13,97,23,537.76	2,18,35,568.53	22,42,533.29	72.24	2,40,78,029.58	11,56,45,508.18	11,41,68,242.03	
★ PREVIOUS PERIOD	11,78,42,745.00	1,81,61,064.75	-	13,60,03,810.56	2,05,40,338.58	11,14,438.00	2,958.83	2,18,35,568.53	11,41,68,242.03	-	
CAPITAL WORK IN PROGRESS									55,20,013.58	15,59,448.67	

★ Previous period figure relates to Standalone company.

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

As At
31st March, 2013
(₹)

12 NON CURRENT INVESTMENTS

Trade investments (At cost)

In Equity Shares - Quoted, fully paid up

50,000 The Paper Products Ltd of ₹ 10/- each

35,30,747.60

In Equity Shares - Unquoted, fully paid up

10,000 Nakamichi Securities Ltd.

of ₹ 10/- each

1,00,000.00

Total Non Current Investments

36,30,747.60

Aggregate Amount of quoted Investments

35,30,747.60

Market Value of quoted Investments

31,07,500.00

Aggregate Amount of unquoted Investments

1,00,000.00

13 OTHER NON CURRENT ASSETS

Term Deposit With Schedule Bank

(Maturing after 12 months from date of Balance Sheet)

88,000.00

88,000.00

14 INVENTORIES

Stock In Trade (At Lower of Cost or Net Realisable Value)

(As Certified by the Management)

Finished Goods-Tea

64,09,727.25

FMCG Products

1,83,29,113.67

Nursery Plants

36,55,000.00

Stores & Spares

A
2,83,93,840.92

B
19,78,478.36

(A+B)
3,03,72,319.28

15 CASH & CASH EQUIVALENTS

Balances with Banks

In Current Accounts

63,48,985.13

Cash in Hand

5,12,997.71

(As certified by the Management)

Fixed Deposits

2,66,58,138.00

(Maturing within 12 months from date of Balance Sheet)

3,35,20,120.84

16 TRADE RECEIVABLE

Unsecured Considered Good

Receivable Outstanding for a period exceeding

six months from the date they are due for payment

1,38,742.00

Other Receivable

7,32,66,454.65

7,34,05,196.65

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

	As At 31st March, 2013 (₹)
17 OTHER CURRENT ASSETS	
Advance to Parties	9,53,86,145.72
Accrued Interest on Term Deposit	2,48,385.00
Deposits	17,22,568.53
Incentive receivables	21,62,100.89
Other Advances	29,74,994.65
Advance to Staff / Works	17,83,467.05
Security Transaction Tax	95,373.00
TDS Receivable (AY 2013 - 14)	5,43,999.00
Self Assessment Tax (AY 2012-13)	88,086.00
Preliminary Exp Not written off	36,544.00
	<u>10,50,41,663.84</u>
	2012 - 2013 (₹)
18 REVENUE FROM OPERATIONS	
Finished Goods	
Gross Sales	5,11,80,194.80
Less : Excise Duty	2,53,379.00
Net Sales	<u>5,09,26,815.80</u>
Trading Goods sales	
FMCG	14,17,20,463.91
Tea	24,63,176.20
Export Sales (FMCG)	2,25,17,118.58
Other Operating Income	
Export - DFIA	6,73,311.42
Export - Drawback	5,99,104.00
Export - FMS	8,89,685.47
	<u>21,97,89,675.38</u>
19 OTHER INCOME	
Non -Operating Income	
Liabilities no longer required written back	1,22,463.56
Interest on Term Deposit	2,78,344.00
Dividend Income	54,000.00
Commission Income	1,81,134.00
Interest On Loan	50,18,350.00
Business Auxillary Services	70,00,000.00
Foreign Exchange Fluctuation Gain	1,16,922.60
Speculative Profit (Commodities)	4,28,085.90
	<u>1,31,99,300.06</u>
20 CHANGE IN INVENTORIES OF FINISHED STOCK, STOCK IN PROCESS & STOCK-IN-TRADE	
Inventories(at close)	2,83,93,840.92
*Less: Inventories (at opening) relates to standalone company	38,87,060.00
(Increase) / Decrease in Inventories	<u>(2,45,06,780.92)</u>
*Inventories (at opening) relates to Standalone Company.	

21 EMPLOYEE BENEFIT EXPENSES

Director's Remuneration	6,00,000.00
Salary , Bonus & Exgratia	2,14,78,329.04
Employers' Contribution to PF	5,58,352.65
Employees' Welfare Expenses	17,40,896.68
Loss on Food Stuff	5,96,367.33
	<u>2,49,73,945.70</u>

22 FINANCE COSTS

Interest	
-On Unsecured Loans	2,54,194.60
-On Car Loans	1,17,217.55
-On Bank Overdrafts	54,44,866.00
	<u>58,16,278.15</u>

23 DEPRECIATION AND AMORTISATION EXPENSE

Depreciation and Amortisation	22,42,533.29
Less : Transferred from Revaluation Reserve	1,38,644.00
	<u>21,03,889.29</u>

24 OTHER EXPENSES**Direct Expenses**

Manufacturing Expenses	1,55,39,046.18
Cultivation Expenses	36,27,263.59
Cess on green leaf	3,68,676.35
Tea Chest & Components	10,79,592.04
	<u>2,06,14,578.16</u>

Selling & Distribution Expenses 38,85,035.14

Short Term Loss On Sale of Shares 17,38,529.80

Establishment Expenses

As Audit Fees	67,500.00
As Tax Audit	20,000.00
Advertisement Expenses	1,81,057.00
Discount Allowed	7,48,047.00
Electricity Charges	1,22,565.00
Filing Fees	6,47,003.00
FDA Approval Charges	23,750.00
Freight Charges	37,47,370.00
General Expenses	34,30,510.35
Products Testing Expenses	3,17,717.00
Postage & Telegram	1,65,309.00
Printing & Stationery	2,97,256.00
Professional & Consultancy Fees	13,47,249.20
Stock Exchange Exp(BSE)	74,784.00
Rent, Rates & Taxes	12,83,884.00
Repair & Maintenance - others	75,236.00

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

2012 - 2013
(₹)

24 OTHER EXPENSES CONTD....

Repairs to Building	3,49,435.41	
Repairs to Machinery	12,40,423.05	
Trade Marks Registration Charges	15,500.00	
Telephone Expenses	4,01,958.14	
Travelling & Conveyance Expenses	10,07,210.00	
Website Charges	56,049.00	
Service Tax Paid	76,143.38	
		<u>1,56,95,956.53</u>
		<u>4,19,34,099.63</u>

25 PRIOR PERIOD ADJUSTMENT

Freight Charges		(15,390.00)
Salary & Conveyance		(18,000.00)
Gram Panchayet Taxes		(26,300.00)
Depreciation excess charged in previous year written back		72.24
		<u>(59,617.76)</u>

26 EARNINGS PER SHARE (EPS)

In terms of Accounting Standard 20 issued by The Institute of Chartered Accountants of India, the calculation of EPS is given below:

Profit / (Loss) as per Profit & Loss Account (₹)	(1,58,94,887.73)
Weighted average number of Equity Shares (Nos.)	1,22,62,857.00
Face value per equity Share (₹)	10.00
Basic Earnings per Share (₹)	<u>(1.30)</u>

27 CONTINGENT LIABILITIES NOT PROVIDED FOR :

(a) The liabilities for future payment of Gratuity to employees is roughly estimated and provided to the extent of ₹ 1,27,900.34 and not based on actuarial basis.

(b) No provision for interest has been made on the advances or loan taken or given pending reconciliation and confirmation of balances from parties. Balances of Trade Receivable, Trade Payable and loan & Advances are subject to confirmation from respective parties.

(c) The company has given unconditional undertaking to Pay ₹ 88,000/- to DGFT by way of bank Guarantee for taking the EPCG Licence. The said bank guarantee is issued by Indian Bank , Silchar Branch against Fixed deposit of the same amount.

28 EARNINGS IN FOREIGN EXCHANGE

Export of Goods Calculated on FOB Basis	2,20,53,171.38
	<u>2,20,53,171.38</u>

29 The subsidiary companies consolidated in the consolidated financial statements are:

Name of the Subsidiaries	Country of Incorporation	Proportion of ownership
Lykis Pharma Pvt.Ltd.	India	75%
Jin-x Marketing Pvt.Ltd.	India	51%

LYKIS LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

30 RELATED PARTY DISCLOSURE

In terms of Accounting Standard 18 -the related party disclosure is given below :

(i) List of Related Parties where control exists and related parties with whom transactions.

Name of the Related Party	Relationship
Sanzi Group Import & Export	Enterprises over which key Managerial personnel are able to exercise significant influence
Kedia Securities Pvt. Ltd.	Enterprises over which key Managerial personnel are able to exercise significant influence
Sanzi International Pvt. Ltd.	Enterprises over which key Managerial personnel are able to exercise significant influence
Vijay Kishanlal Kedia	Key Managerial Personnel
Prince Tulsian	Key Managerial Personnel

(ii) Transactions during the year with Related Parties

Nature Of Transactions	Key Managerial Personnel ₹	Others ₹	Total ₹
Revenue from Operations	-	36,000.00	36,000.00
Net Loans & Advances given	-	1,13,766.00	1,13,766.00
Net Unsecured Loans & Trade Advances taken	49,75,000.00	60,00,000.00	1,09,75,000.00
Repayment of Previous Year's Unsecured Loan	10,00,000.00	36,82,592.00	46,82,592.00
Repayment Previous Year's Trade Advance	-	10,00,000.00	10,00,000.00
Rent & Other Charges Paid	-	8,25,566.00	8,25,566.00
Managing Director's Remuneration	6,00,000.00	-	6,00,000.00
Interest Paid	-	16,003.00	16,003.00
Balance as on 31.03.2013			
Unsecured Loans(taken)	53,75,000.00	-	53,75,000.00
Trade Advances (taken)	-	59,00,000.00	59,00,000.00
Loans & Advances (given)	-	1,13,766.00	1,13,766.00

32. Previous year figure has not been provided as the subsidiary companies were acquired during the current financial year.

For **SANJAY P AGARWAL & ASSOCIATES**

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)

Partner

Mem. No. 062218

Place : Kolkata

Dated : 30th May, 2013

AGNELO FERNANDES
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman

PRINCE TULSIAN
Managing Director

Registered Office : 14, N. S. Road, 3rd Floor, Sathi Chamber, Room No. 314B, Kolkata - 700 001
28th Annual General Meeting to be held
At : YWCA Hall, 134, S. N. Banerjee Road, Kolkata - 700 013
on Saturday the 28th September, 2013 at 10.30 A. M.

ADMISSION SLIP

NAME OF SHARE HOLDER Folio No.
Demat DPID No.....Client ID.....I/WE certify that I am/we are MEMBER(S) /
PROXY/REPRESENTATIVE of the member(s) of the Company holding shares.

.....
Signature of MEMBER(S)/PROXY/REPRESENTATIVE

A member/proxy/representative wishing to attend the meeting must complete this Admission slip and hand it over at the entrance.

Name of the proxy/representative in BLOCK LETTERS (in case a proxy/representative attends the meeting).

Folio No.
Demat - DP ID.
Client ID No.

No. of Shares

LYKIS LIMITED

Registered Office : 14, N. S. Road, 3rd Floor, Sathi Chamber, Room No. 314B, Kolkata - 700 001

PROXY

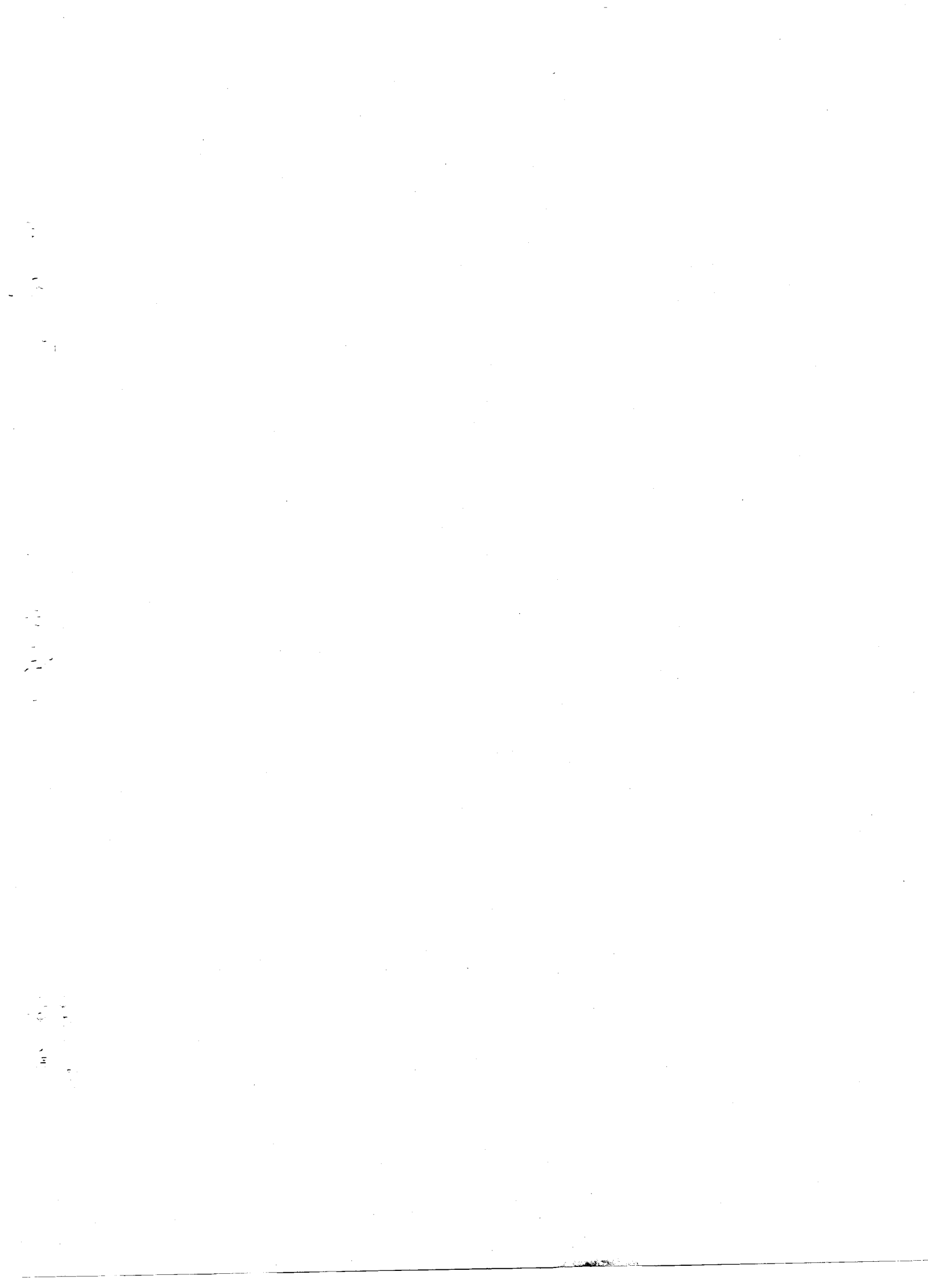
I/We
of..... being a member/members of LYKIS LIMITED hereby
appoint of or failing him
..... of as my/our proxy in my/our
absence to attend and vote for me/us or on my/our behalf at the General Meeting of the Company, to be
held on 28th September, 2013 at 10.30A.M. or at any adjournment thereof.

Signed this day of 2013

Signed by the said.....

Re. 1/-
Revenue
Stamp

Note : The Proxy must be deposited at the Registered Office of the Company not later than 48 hours before the time for holding the meeting.





LYKIS LIMITED

(Formerly known as GREENLINE TEA & EXPORTS LIMITED)

Regd. Office :

14, N. S. Road, 3rd Floor
Sathi Chamber, Room No. - 314B
Kolkata - 700 001

Branch Office :

Morya Classic, 405/406, 4th Floor,
Opp. Infinity Mall, Off New Link Road
Andheri(W), Mumbai - 400 053

Garden :

IRINGMARA TEA ESTATE
P.O. Dwarbund - 788113
Dist. Cachar (Assam)

FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1. Name of the company	LYKIS LIMITED
2. Annual financial statements for the year ended	31st March, 2013
3. Type of Audit observation	Un-qualified
4. Frequency of observation	Nil
5. To be signed by-	
• CEO/Managing Director	LYKIS LIMITED <i>Devesh Tulsian</i> Managing Director
• CFO	Nil
• Auditor of the company	<i>Sajay Agarwal</i>
• Audit Committee Chairman	<i>B. P. G. G.</i>



Encl. 6 (Six) copies Annual Report.