




## FORM A

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

1.	Name of the Company	M/s North Eastern Carrying Corporation Limited
2.	Annual financial statements for the year ended	31 <sup>st</sup> March, 2014
3.	Type of Audit observation	Un-qualified / <del>Matter of Emphasis</del>
4.	Frequency of observation	Not Applicable
5.	To be signed by- <ul style="list-style-type: none"><li>• CEO/Managing Director (Mr. Sunil Kumar Jain) DIN: 00010695</li><li>• CFO (Mr. Shyam Lal Yadav) PAN: AAAPY4171C</li><li>• Audit Committee Chairman (Mr. Manoj Kumar Jain) DIN: 025738481</li></ul>	<div style="text-align: center;">✓ </div> <div style="text-align: center;">✓ </div> <div style="text-align: center;">✓ </div>

**Auditor of the Company:**

**Refer our Audit Report Dated 30.05.2014**

**On the Standalone and Consolidated Financial Statements of the Company**

**For M/s Sanghi & Company**

**Chartered Accountants**

**Firm No: 012619N**

  
**(Ram Kishan Sanghi)**

**Proprietor**

**M. No. 091534**



**Place: New Delhi**

**Date: 30.08.2014**

# Annual Report 2013-14



## North Eastern Carrying Corporation Limited

CIN L51909DL1984PLC019485

Reg./ Corp. office: 9062/47 Ram Bagh Road, azad market, Delhi- 110006

Phone: 011-23517516-19 Fax: 011-23527700, 23516102

Email : [cs@neccgroup.com](mailto:cs@neccgroup.com) website: [www.neccgroup.com](http://www.neccgroup.com)

*M o v i n g   y o u   a h e a d*

# **NORTH EASTERN CARRYING CORPORATION LIMITED**

Registered Off : 9062/47 Ram Bagh Road Azad Market, Delhi-110006

CIN L51909DL1984PLC019485 Tel :- (011)23517616-19, 32357519,

Website: [www.neccgroupp.com](http://www.neccgroupp.com), Email: [cs@neccgroupp.com](mailto:cs@neccgroupp.com)

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## Corporate Information

### Board of Directors

Mr. Sunil Kumar Jain  
Mr. Manoj Kumar Jain  
Mr. Mohak Jain  
Mr. Utsav Jain  
Mr. Utkarsh Jain

Chairman & Managing Director  
Non executive & Independent Director  
Non executive & Independent Director  
Non executive & Independent Director  
Non executive Director

### Registered Office

9062/47, Ram Bagh Road,  
Azad Market, Delhi-1100 06

### Corporate Office

"NECC HOUSE"  
9062/47, Ram Bagh Road,  
Azad Market, Delhi-1100 06  
Ph: +91-23517516-19  
Fax: +91-23527700, 23516102  
Email: [co@neccgroupp.com](mailto:co@neccgroupp.com)  
Web: [www.neccgroupp.com](http://www.neccgroupp.com)

### Bankers

Oriental Bank of Commerce  
Kotak Mahindra Bank Limited

### Depositories

NSDL  
CDSL

### Registrar & Share Transfer Agent

MAS Services Limited  
T-34, 2nd Floor,  
Okhla Industrial Area, Phase - II,  
New Delhi - 110 020  
Ph:- 26387281/82/83  
Fax:- 26387384  
Email:- [info@masserv.com](mailto:info@masserv.com)  
Website: [www.masserv.com](http://www.masserv.com)

### Credit Rating Agency

CRISIL LIMITED  
CRISIL House - 4th Floor,  
Central Avenue Road,  
Hiranandani Business Park  
Powai, Mumbai - 400076  
Phone number - 022-40405899  
Fax : (+91) 22- 40405800



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## Management

### Top Management

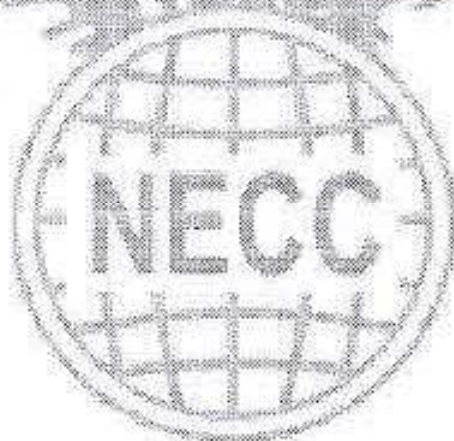
Mr. S.L. Yadav  
Mr. R. Balachandran  
Mr. Vinod R. Nair  
Mr. John Vaz

C.F.O.  
Dty. General Manager  
Asst. General Manager  
Asst. General Manager

### Functional Head

Mr. S.N. Singh  
Mr. R.N. Prasad  
Mr. P.J. Singh

Manager Accounts  
Manager IT  
Manager Administration



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## DIRECTORS REPORT

### TO THE SHAREHOLDERS

The Directors take pleasure in presenting the Twenty-Ninth Annual Report on the business and operation of the Company and the Audited Statement of Accounts for the year ended March 31st, 2014.

#### 1. FINANCIAL PERFORMANCE

The Financial Result of the Company for the year under report is as under:

(Rs. Rupees)

Particulars	For the year ended	
	31.03.2014	31.03.2013
Profit before Depreciation & Income Tax	128730327	116253289
Less: Depreciation	36619203	34911135
Profit after depreciation	92111124	81342154
Less: Provision for:		
Income Tax	36982720	29327214
Wealth Tax	25000	0
Add: Deferred tax Saving	5414665	0
Add: Previous year adjustment	2250084	0
Profit After Taxation	62768153	52014940
Add: Profit brought Forward	52334159	224850368
Less : Profits used for distributing Bonus Shares	0	224531149
Balance Carried over to Balance Sheet	115102313	52334159

#### 2. DIVIDEND

Your Company needs capital for its expansion plans, therefore the board has decided to invest the profit into the operation of the Company. Hence, no dividend is recommended for the year ended 31st March, 2014.

#### 3. SUBSIDIARY COMPANY

Your Company has incorporated a wholly owned Subsidiary Company in the name and style of 'N.E.C.C. Retail Solutions Private Limited' incorporated on 14<sup>th</sup> February, 2013. However the subsidiary has not commenced any operations till 31.03.2014.

#### 4. SHARE CAPITAL & LISTING OF SHARES

During the period under review, your Company had not issued and allotted any equity shares

The Equity Shares of the Company are listed on BSE LIMITED dated AUGUST 10, 2012 & Delhi Stock Exchange Limited. Your Company has paid the Annual Listing fee and Annual Custody fees to the Stock Exchanges and Depositories up-to-date.

#### 5. DIRECTORS

Mr Utkarsh Jain appointed as Additional Director w.e.f. 16<sup>th</sup> Day of December 2013, and hold position up to the 29<sup>th</sup> Annual General Meeting and also liable to retire by rotation. He is being eligible offer himself for re-appointment.



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As per the provisions of Companies Act, 2013, Independent Directors are required to give a declaration that they meet the criteria of Independence in the first Board Meeting in which they participate as Director and thereafter at the first meeting of the Board in each financial year. Accordingly, existing Directors of the Company Mr. Utsav Jain, Mr. Mohak Jain and Mr. Manoj Kumar Jain have declared their status of independence as per the criteria laid down under section 149(6) of the Companies Act, 2013. The Board of Directors on recommendation of Nomination and Remuneration Committee has perused their declarations and has found them to be meeting the criteria of independence. Further, in view of their experience and expertise relevant to the Company's operations, your Directors has deemed it prudent to recommend to the shareholders at the ensuing Annual General Meeting their appointment as Independent Directors, not liable to retirement by rotation pursuant to the provisions of section 149, 152 read with schedule IV and other applicable provisions of the Companies Act, 2013.

In compliance with the Clause 49 IV (G) of the Listing Agreement, brief resume of the Directors, their expertise and other details of Directors proposed to be appointed/ re-appointed are provided in the Notice of Annual General Meeting. Appropriate resolutions for appointment/ re-appointment of the Directors are being placed for approval of the members at the ensuing Annual General Meeting.

## 6. AUDITORS REPORT

Auditors Report on the final accounts of the Company is attached herewith. The Auditor's Report does not contain any adverse remark.

## 7. AUDITORS

M/s Sanghi & Company, Chartered Accountants, retire at the conclusion of this Annual General Meeting and being eligible offer themselves for reappointment to hold from the conclusion of this Annual General Meeting till the conclusion of 32<sup>nd</sup> Annual General Meeting.

## 8. PUBLIC DEPOSITS

The Company has not accepted any deposits within the meaning of section 58A of the Companies Act, 1956 and the rules framed there under.

## 9. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:

There is nothing to be disclosed in respect of Conservation of Energy, From A of Companies (Disclosure of particulars in the Report of Board of Director) Rules, 1988 does not apply to your Company since the Company is not engaged in any manufacturing activity. No agreement has been entered into for Technology absorption. The foreign exchange outgo is 399089/-.

## 10. INFORMATION PURSUANT TO LISTING AGREEMENT WITH BSE LIMITED & DELHI STOCK EXCHANGE LIMITED:

The name and address of the Stock Exchange where the Company's shares are listed:-

The BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-4000 01

The Delhi Stock Exchange Limited  
3 & 4/4 B, Asaf Ali Road,  
New Delhi - 110002

The listing fee for 2014-15 has been paid and there being neither de-listing nor suspension of shares from Trading during the year under review.

## 11. PARTICULARS OF EMPLOYEES:



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Particulars as required under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 are NIL since none of the employees during the year has earned a monthly remuneration of Rs. 5,00,000/- or more.

## 12. DIRECTORS QUALIFICATION U/s. 274(1)(g):

The Board of Directors hereby confirm and represent that none of the directors of the Company is disqualified from being appointed as director U/s. 274 (1) (g) of the Companies Act, 1956.

## 13. DIRECTORS RESPONSIBILITY STATEMENT U/s. 217 (2AA):

- (a) The applicable accounting standards along with proper explanations relating to material departures have been followed in the preparation of the annual accounts.
- (b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31st, 2014 and of the Profit/Loss of the Company for the year ended March 31<sup>st</sup>, 2014.
- (c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 and other applicable provisions for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The directors have prepared the annual accounts on a going concern basis.

## 14. CORPORATE GOVERNANCE:

Your Company believes in achieving highest standard of Corporate Governance. A Separate report on the Corporate Governance and Management Discussion and Analysis is enclosed as part of this Director Report.

## 15. ACCOUNTING STANDARDS:


The Institute of Chartered Accountants of India has introduced various Accounting Standards to make the financial statements and disclosures in line with the international accounting practices and disclosures. The main accounting standards implemented by your Company are AS 18 - Related Party Disclosure, AS 20 - Earning per Shares and AS 22 - Accounting for Taxes on Income. There is nothing to be disclosed under AS 17, Segment Reporting since there is no business segment of geographical segments which a reportable segment is based on the definitions, contained in the accounting standard.

## 16. ACKNOWLEDGEMENT

The directors acknowledge the dedicated services of the employees of the Company during the year under review:

On behalf of the Board of Directors of  
North Eastern Carrying Corporation Limited

Place: Delhi  
Date: 30<sup>th</sup> May, 2014

  
Sunil Kumar Jain  
(Chairman)  
DIN 00010695



# NORTH EASTERN CARRYING CORPORATION LIMITED

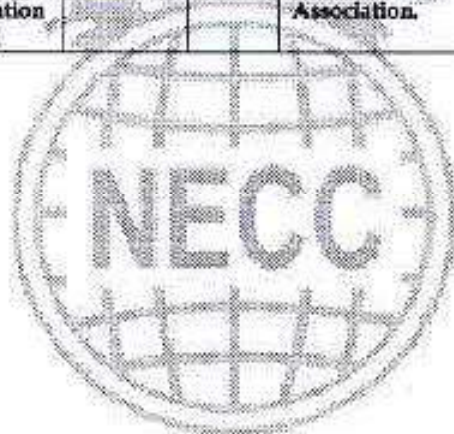
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## STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING TO COMPANY'S INTEREST IN SUBSIDIARY COMPANIES AS ON AND FOR THE PERIOD ENDED MARCH 31, 2014

S. No.	Name of the Subsidiary Co.	F.Y. of the Subs. Co.	Holding Co.	Extent of Holding (%)	Face Value of Share	No. of Shares held by the Holding Co.	Net Aggregate amount of profit/(loss) of the subsidiary so far as it concerns the members of the Holding Co. and is not dealt with in account of Holding Co.
1.	N.E.C.C. Retail Solutions Private Limited	March 31, 2014	North Eastern Carrying Corporation Limited	100	10/-	10000 (As per Subscription Clause of Memorandum of Association.	66227





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## "ANNEXURE A" TO THE DIRECTORS REPORT REPORT ON CORPORATE GOVERNANCE

### PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The key to good Corporate Governance is a well functioning Board of Directors. The Board should have a core group of excellent Directors who understand their role and honestly discharge their fiduciary responsibilities towards the Company's stakeholders. The implementation of the recommendations in totality is a critical success factor for survival, and an aid to brand building. Therefore, ultimate responsibility for putting into the practice lies directly with the Board of Directors and the Management of the Company. The deriving forces of Corporate Governance at North Eastern Carrying Corporation are its core values-belief in people, entrepreneurship, customer orientation and the pursuit of excellence.

The Company's goal is to find creative and productive ways of informing its stakeholders, that is, Investors, Customers and Associates, while fulfilling the role of a responsible Corporate committed to best practice. A report on the implementation of the code of Corporate Governance introduced by SEBI and incorporated in the Listing Agreement is given below.

### BOARD OF DIRECTORS

Composition & Category as on March 31<sup>st</sup>, 2014

The Board of Directors comprises of Five members. One Director is executive and the other four are non-executive. The Three non- executive Directors are Independent i.e. independent of management responsibilities, free from business or any other relationship, which could materially interfere with the exercise of their independent judgment. The Directors bring to the Board a wide range of experience and skills. The Board consists of the following directors:

Composition, Category and attendance of each director as on March 31<sup>st</sup>, 2014 including retired/resigned, at the Board Meetings and the last Annual General Meeting.

Name	Position	Category	Particulars of Change		Attendance		No. of Directorship in other public company	No. of Committee position held in other public company	
			Appt.	Resig.	BM	Last AGM		Chairman	Member
Sh. Sunil Kumar Jain	Chairman & Managing Director	Executive	10.10.94	-	19	Yes	1	-	2
Sh. Utkarsh Jain	Additional Director	Non- Ex	16/12/13	-	7		0	0	0
Sh. Manoj Kumar Jain	Director	Non-Ex & I	24.03.09	-	18	Yes	1	1	1
Sh. Mohak Jain	Director	Non-Ex & I	15.10.09	-	18	Yes	1	-	-
Sh. Utsav Jain	Director	Non-Ex & I	04.01.11	-	18	Yes	1	-	-

\*Non-Ex & I = Non-Ex & Independent director

### NOTE:

- Private Limited Companies, Foreign Companies and Companies constituted under section 25 of the Companies Act, 1956 are excluded for the above purpose.
- Only Audit Committee and Share Transfer/Investors Grievance Committee are considered for the purpose of Committee positions as per Listing Agreement.
- None of the Director is a member of more than ten Board level committees or a chairman of five such committees as required under clause 49 of the listing agreement.



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- d) None of the independent directors is related to any other directors. None of the independent directors has any pecuniary business relationship with the Company.

## Board Meeting Held

During the year the Board of Directors of North Eastern Carrying Corporation Limited met 19 times i.e. 08/04/2013, 10/04/2013, 27/04/2013, 30/05/2013, 18/06/2013, 08/07/2013, 12/08/2013, 30/08/2013, 30/09/2013, 08/10/2013, 12/11/2013, 23/11/2013, 16/12/2013, 20/12/2013, 02/01/2014, 03/02/2014, 11/02/2014, 04/03/2014 & 24/03/2014 on the maximum gap between any two meetings was not more than four months.

## BOARD COMMITTEE

### AUDIT COMMITTEE

The terms of reference of the Audit Committee covers the areas mentioned under clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956. The composition of the committee as on 31<sup>st</sup> March 2014 is as under:

Members	Designation	Category (as Director)	Particulars of Change		No. of meeting attended
			Appointment	Resignation	
Sh. Manoj Kumar Jain	Chairman	Non-Ex & I	24.03.2009	-	6
Sh. Mohak Jain	Member	Non-Ex & I	31.08.2010	-	6
Sh. Utsav Jain	Member	Non-Ex & I	22.03.2013	-	6

\*Non-Ex & I - Non-Ex & Independent director

During the year the committee has met 6 times on 01.04.2013, 30.05.2013, 12.08.2013, 12.11.2013, 11.02.2014 & 20.03.2014. The minutes of the Audit Committee were placed before the Board.

### REMUNERATION COMMITTEE

In compliance with Schedule XIII of the Companies Act, 1956, relating to appointment of Director, Remuneration Committee was constituted on September 18<sup>th</sup> 2004 by Board of Directors. The composition of the committee as on 31<sup>st</sup> March 2014 is as under:

Members	Designation	Category (as Director)	Particulars of Change		No. of meeting attended
			Appointment	Resignation	
Sh. Manoj Kumar Jain	Chairman	Non-Ex & I	24.03.2009	-	5
Sh. Mohak Jain	Member	Non-Ex & I	31.08.2010	-	5
Sh. Utsav Jain	Member	Non-Ex & I	22.03.2013	-	5

\*Non-Ex & I - Non-Ex & Independent director

Remuneration Committee meeting was held on 01.04.2013, 26.07.2013, 20.11.2013, 16/12/2013 and 25.03.2014. The committee has review the remuneration paid to the director of the Company and not recommended any change.

### Remuneration of Directors

Details of remuneration paid to directors during 1<sup>st</sup> April 2013 to 31<sup>st</sup> March 2014 & part thereof:

Name	Designation	Salary	Commission	Sitting Fees
Sh. Sunil Kumar Jain	Managing Director	36,00,000/-	Nil	Nil
Sh. Manoj Kumar Jain	Director	Nil	Nil	Nil
Sh. Mohak Jain	Director	Nil	Nil	Nil
Sh. Utsav Jain	Director	Nil	Nil	Nil

No sitting fees have been paid to Non-Executive Independent Directors for attending the Board/Committee meetings.



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## SHAREHOLDERS/INVESTORS GRIEVANCES & SHARE TRANSFER COMMITTEE

The Board of Directors of the Company has constituted Shareholders/Investors Grievances committee.

The composition of the committee as on 31<sup>st</sup> March 2014 is as under:

Members	Designation	Category (as Director)	Particulars of Change		No. of meeting attended
			Appointment	Resignation	
Sh. Manoj Kumar Jain	Chairman	Non-Ex & I	24.03.2009	-	4
Sh. Mohak Jain	Member	Non-Ex & I	31.08.2010	-	4
Sh. Utsav Jain	Member	Non-Ex & I	22.03.2013	-	4

\*Non-Ex & I - Non-Ex & Independent director

During the year the committee has met 4 times on 06.05.2013, 14.12.2013, 15/01/2014 and 20.03.2014. The minutes of the Committee were placed before the Board.

Committee looks into shareholders complaints like transfer, transmission of shares, etc. The Committee also looks after the performance of the Registrar and Transfer Agents, and recommends measures for overall improvement in the quality of investor services.

### Procedures at Committee Meetings

Company's guidelines relating to Board Meetings are applicable to Committee Meetings as far as may be practicable. Minutes of the proceedings of each of the Committee meeting shall be placed before the Board for its perusal and noting.

## GENERAL BODY MEETING

### Annual General Meetings:

Year	Location	Date	Time	Details of Special Resolution (s)
2012-13	9062/47, Ram Bagh Road, Azad Market, Delhi-06	30/09/13	11:00 AM	No Special Resolution
2011-12	9062/47, Ram Bagh Road, Azad Market, Delhi-06	30.08.12	11:00 AM	Increase in Remuneration of Managing Director
2010-11	9062/47, Ram Bagh Road, Azad Market, Delhi-06	02.09.11	10:30 AM	No Special Resolution

### Extraordinary General Meeting:

There was no Extraordinary General Meeting held during the year from 1<sup>st</sup> April, 2013 to 31<sup>st</sup> March, 2014

## DISCLOSURES

- None of the transactions of material nature with any of the related parties was in conflict with the interest of the Company at large.
- The Company has no litigation with SEBI, BSE & DSE for non-compliance of any of regulations wide SEBI (SAST) Regulation 1997, SEBI (Prohibition of insider Trading) Regulation 2002 and Clause 40A of Listing agreement. The Company is, however, complying the provision of Clause 40A of Listing Agreement. No penalties were imposed or strictures passed on the Company by Stock Exchanges, SEBI or by any Statutory Authority related to Capital Market.
- The Company is duly incorporated the changes made Listing Agreement and same has been reflecting in the disclosures made at the end of last quarter i.e. 31<sup>st</sup> March 2014.



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## MEANS OF COMMUNICATION

Half yearly report sent to each household of Shareholder  
Quarterly Results, in which newspaper normally published

-No  
-FinancialExpress/  
Jansatta/Economic Times  
-[www.neccgroupp.com](http://www.neccgroupp.com)

Any Website, where displayed

Whether it also displays official news releases and  
Presentations made to institutional investors/Analysts

-No

-No

Whether MD & A is a part of Annual Report

-Yes

Whether Shareholder Information section forms part of the Annual Report

-Yes

## GENERAL SHAREHOLDER INFORMATION

### 1. Annual General Meeting:

The 29<sup>th</sup> Annual General Meeting of the Company will be held on 30<sup>th</sup> September, 2014 at 11:00 am, at the registered office of the company at 9062/47, Ram Bagh Road, Azad Market, Delhi-06

### 2. Financial Calendar:

Financial Year

1<sup>st</sup> April to 31<sup>st</sup> March

Financial Year (under review)

1<sup>st</sup> April 2013 to 31<sup>st</sup> March 2014

Result for quarter ending 30<sup>th</sup> June 13

Latest by 15<sup>th</sup> August 2013

Result for quarter ending 30<sup>th</sup> September 13

Latest by 15<sup>th</sup> November 2013

Result for quarter ending 31<sup>st</sup> December 13

Latest by 15<sup>th</sup> February 2014

Result for quarter ending 31<sup>st</sup> March 14

Latest by 30<sup>th</sup> May 2014

### 3. Book Closure Date:

The register of members and Share transfer register shall remain closed during the 29<sup>th</sup> day of September 2014 to 30<sup>th</sup> day of September 2014 (both days inclusive) for the purpose of Annual General Meeting.

### 4. Listing of Equity shares:

The equity shares of the Company is and shall remain listed at:

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-4000 01

Delhi Stock Exchange Limited,  
DSE House, 3/1, Asaf Ali Road,  
New Delhi-110002

5. Stock Code: 534615(BSE) & 16093 (DSE)

6. ISIN INE553C01016

### 7. Credit Rating

CRISIL Limited (our credit rating agency) has accredit and assigned BBB- to our various Banking facilities.

### 8. Stock Market Price Data:

During the financial year 2013-14, there was no trading of shares of the Company on Delhi Stock Exchange Limited, however there was trading of shares on the BSE Limited, as the Company was listed on BSE Limited dated Aug. 10, 2012, the open price on this date was Rs. 55.25/-. Therefore, high and low prices for the period from Listing to the year end on BSE Limited on month basis were:

Month      High      Low



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Apr-13	78.95	60	May-13	69.9	58.45	Jun-13	69.85	56.45	Jul-13	73.4	66.75
Aug-13	75.5	66.55	Sep-13	70.85	63	Oct-13	76.5	59.5	Nov-13	75.1	69.6
Dec-13	74	70	Jan-14	78.75	68.8	Feb-14	74.25	69	Mar-14	70.75	60.25

## 9. Registrar & Share Transfer Agents:

MAS Services Limited, having its office at T-34 IInd Floor, Okhla Industrial Area Phase II, New Delhi-20 is appointed Registrar & Share Transfer agent of the Company. Investors' queries/request for transfer, transmission and issue of duplicate share certificates etc. shall be sent to MAS Services Limited.

## 10. Share Transfer System:

Requests for Share Transfer in physical form can be lodged with the Registrar & Share Transfer agents, MAS Services Limited at their address given above. The Share transfers which are received in physical form are registered and the share certificates are returned within 15 days from the date of receipt, subject to the documents being valid and complete in all respects. Shares under objection are, in general, returned within 7 days.

## 11. Nomination facility

Pursuant to Companies (Amendment) Act, 1999, the members are allowed to nominate any person to whom they desirous of making/changing a nomination in respect of their shareholding in the Company, are requested to submit to the MAS Services Limited the prescribed form SH 13 for this purpose, which can be furnished MAS Services Limited on request.

## 12. Distribution & Categories of Shareholding

Distribution of shareholding as on 31st March, 2014:

No. of Equity Shares held	No. of Shareholders	% of Shareholders	Total no. of Shares held	% of Shareholding
1 TO 5000	156	32.911	14143	0.028
5001 TO 10000	46	9.705	39324	0.078
10001 TO 20000	97	20.464	145327	0.29
20001 TO 30000	43	9.072	111952	0.223
30001 TO 40000	36	7.595	128819	0.257
40001 TO 50000	8	1.688	35876	0.071
50001 TO 100000	27	5.696	179350	0.357
100001 AND ABOVE	61	12.869	49542545	98.696
TOTAL	474	100	50197336	100

Categories of Shareholding as on 31st March, 2014:

Sr. No.	Category of Holder	No. of Shares	% of Equity
1.	Promoters' Holdings	37561100	74.83
	SUB TOTAL (A)	37561100	74.82
2.	Mutual Funds / UTI	---	---
3.	Banks/Financial Institutions/Insurance Companies (Central/State Govt. Institutions) Non Govt. Institutions	---	---
4.	FII's/ GDR	---	---
	SUB TOTAL (B)	37561100	74.83
5.	Others	---	---



# NORTH EASTERN CARRYING CORPORATION LIMITED

Registered Off : 9062/47 Ram Bagh Road Azad Market, Delhi-110006

CIN L51909DL1984PLC019485 Tel :- (011)23517616-19, 32357519,

Website: [www.neccgroup.com](http://www.neccgroup.com), Email : [cs@neccgroup.com](mailto:cs@neccgroup.com)

Corporate Bodies	9260459	18.45
Indian Public	2845807	5.67
Any other	529970	1.06
Sub Total	12636236	25.18
GRAND TOTAL (A+B)	50197336	100.00

**13. Dematerialization:**

The Company had proceeded towards dematerialized of its equity share and in this behalf Company had altered its Articles of Association (AOA) by inserting a new clause 52A and some important definitions in its AOA.

**14. Outstanding GDR/ ADRs/Warrants/Options:**

There are no outstanding GDRs/ ADRs/Warrants/ Options or any convertible instruments.

**15. Details on use of public funds obtained in the last three years:**

No funds have been raised from the public since the last three years.

**16. Transfer of unclaimed amounts to Investor Education and Protection Fund:**

No amount was transferred to Investor Education and Protection Fund during the year 2013-14

**17. Address for Correspondence**

9062/47, Ram Bagh Road  
Azad Market, Delhi - 110006  
Email: [cs@neccgroup.com](mailto:cs@neccgroup.com)

For and on behalf of Board of Directors

Place: Delhi

Date: 30<sup>th</sup> May, 2014



Sunil Kumar Jain  
(Chairman)  
DIN 00010695



# NORTH EASTERN CARRYING CORPORATION LIMITED

Registered Off : 9062/47 Ram Bagh Road Azad Market, Delhi-110006

CIN L51909DL1984PLCG19485 Tel :- (011)23517616-19, 32357519,

Website: [www.necgroup.com](http://www.necgroup.com), Email : [cs@necgroup.com](mailto:cs@necgroup.com)

## MANAGEMENT DISCUSSION AND ANALYSIS

(As per clause 49 of listing agreement)

### INDIAN ROAD TRANSPORT INDUSTRY

The long-distance road transport industry in India in order to identify inefficiencies that could reduce the benefits to be derived from the large investments now being made by the Government in the nation's highway infrastructure. The road transportation industry has been the most significant constituent of the Indian logistics industry. However, the segment continues to struggle to cater to the country's size and widely spread consumption hubs. The road transport and logistics market is one of the key sectors of growth of the Indian Economy.

India has an extensive road network and provides amenity to millions of people every day, thus road transport is one of the important ingredients for the social and economic development of the country. India has the third largest road network in the world stretching 4.24 million kilometers in length out of which approx 32% is single lane, 56% is double lane and rest is four of more lane standard. The country had approximately 2.00 lacs km of national (state & national) highway. The significance of transportation is relative to the economy and the population of a country; India being the world's second fastest growing economy and being the second largest populated, transportation plays a crucial role in its economic development and sustainable growth.

### OPERATION AND FUTURE OUTLOOK (ABOUT NECC)

North Eastern Carrying Corporation Limited, part of NECC Group, is a leading giant founded in 1984, the Company started the business of core transportation & carriage of goods in FTL and Parchoon segment in 1999-2000. Since then it never looks back and achieved its target turnover for the financial year 2013-14. During the period the Company had not only enhances its turnover but also its client base and its fleet.

The Company currently operates through its 200 (approx) branches and 800 (approx) employee base. The Company provides carriage of both FTL (Full Truck Load) and Parchoon products throughout four corners of India, Nepal and Bhutan. FTL clients include big giants of FMCG, beverage and electrical industries while textile & hosiery, FMCG, Auto & Motor parts Pharma and chemicals sectors is the parchoon client.

The Company's strategy is well thought of and in line with domestic market trend and industry. The Company is growing its traditional parchoon market and simultaneously spreading and picking the FTL market segment. The new clients have been introduced and associated with our services. The Company is broadening and condensing its market through out the Indian subcontinent, Nepal and Bhutan.

### OPPORTUNITIES & THREATS

Historically, road freight in India has increased since its 1950-51 level of 6 billion tonne kilometers (BTKMs) to 1,086 BTKMs in 2009-2010, witnessing a CAGR of 9.21 percent during this period. However, the market scenario is uncertain in future, given the uncertainty in global and domestic economies. Hence, several possible scenarios have been considered to plot market projections for the next few years. While the optimistic scenario assumes GDP growth of 6.1 percent – implying a freight CAGR ~ 7.6 percent – the optimistic scenario assumes a GDP of 9.0 percent, implying a freight CAGR ~ 9.6 percent. The resulting road freight opportunity is estimated to range from about 1,300 BTKMs in 2012-13 to more than 2,000 BTKMs in 2016- 17.

As said above, the Indian Road transport industry is on a tremendous growth path which leaves many opportunities and threats which determine the Company's growth:

#### Opportunities



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- Increased demand of 3PL (third party Logistics). The improving infrastructure and rising focus on core business operations will lead the future growth of the Indian 3PL.
- Infrastructural Development Investment policies of Central & State governments shall result in higher growth opportunity for transportation business.
- Expected increase in freight during 2010-2020.
- Successful completion of National Highways Projects shall open up new venues and improved service quality.
- The satellite watch over fleets through GPRS system shall also enhance the timely and prompt delivery of consignments to the prospective clients.
- ERP system under development shall, after its installation, improve the quality of documentation, records, billings etc.
- The increased fleets shall ease the operation.
- Online system will increase the efficiency and effectiveness towards decision making and accountability towards the clients which develops healthy relations with clients.

## Threat

- Competition from local and multinational players.
- Damages, accident and theft are matter of concern during voyage.
- Natural disturbance inform of floods, cyclone, landslides in major parts of India.
- Due to above two conditions, the claims from clients increases and inflow of revenue decreases and finally resulted into long legal litigation.

## INTERNAL CONTROL SYSTEM

The Company has in place adequate internal control systems commensurate with its size and nature of business. These systems provide a reasonable assurance in respect of providing financial and operational information, compliance with applicable statutes and safeguarding of assets of the Company.

These systems ensure that transactions are executed in accordance with specified policies and resources are deployed as per the business plans and policies. The Company has an in-house internal audit division and the head of internal audit function reports directly to the Audit Committee to ensure independence of this function.

The Internal control team, reviews and evaluates the adequacy and effectiveness of internal control, ensuring adherence to operating guidelines and statutory requirements. This system comprises well documented policies, guidelines and authorization and approval procedures.

## RISK MANAGEMENT

The Indian transport industry is a growing avenue and widely opens for new entrepreneurs. The Company takes a very extensive view of business risk. The Company always keeps itself changing with the changed environment of operation, technology and innovative ideas. The Company has risk management team constituting the professionals and functional specialists who critically examines and audit the adequacy, relevancy, efficiency and effectiveness of the control system, compliance with policies. The Company however faces the following risks:

- **Competition Risk:** This risk arises from more players wanting a share in the same pie. Like in most other industries, opportunity brings with itself competition. We face different levels of competition in each segment, from domestic as well as multinational players. However, NECC has established strong brand goodwill in the market and a strong foothold in the entire logistics value spectrum.
- **Regulatory Risk:** If we are unable to obtain required approvals and licenses in a timely manner, our business and operations may be adversely affected. However, the Government has come up with a number of initiatives to boost the logistics sector and has planned massive investments in the infrastructure sector. As all industry predictions suggest that this will be the trend in the future as well and given our own experience in obtaining such permissions, we do not expect this risk to affect us materially in the coming years.



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- **Liability Risk:** This risk refers to our liability arising from any damage to cargo, equipment, life and third parties which may adversely affect our business. The Company attempts to mitigate this risk through contractual obligations and insurance policies.

## **CONTINGENT LIABILITIES**

The details of the Company's contingent liabilities are given in note no 26 attached to and forming part of the Balance Sheet as on 31<sup>st</sup> March 2014.

## **CAUTIONARY STATEMENT**

Statements in the Management Discussion Analysis Report may be forward looking statement with in the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include socio-economic conditions, affection demand/supply and freight rate condition in the market in which Company operates. Changes in govt. regulations, policies and other statutes including tax laws are other incidental factors to the growth of Company.





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## CERTIFICATE BY EXECUTIVE DIRECTOR AND VICE PRESIDENT


(Pursuant to clause 49(V) of the listing Agreement)

We, Sunil Kumar Jain, Chairman & Managing Director and S.L. Yadav, Vice President heading the finance function certify to the Board that

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We are responsible for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls and have taken steps to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee:
  - (i) significant changes in internal control over financial reporting during the year;
  - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware, and of the involvement of management or employee having a significant role in the Company's internal control system over financial reporting.



  
Sunil Kumar Jain  
Chairman  
DIN 00010695

  
S.L. Yadav  
Vice President

Place: Delhi  
Date: 30.05.2014

# NORTH EASTERN CARRYING CORPORATION LIMITED

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## DECLARATION

To,

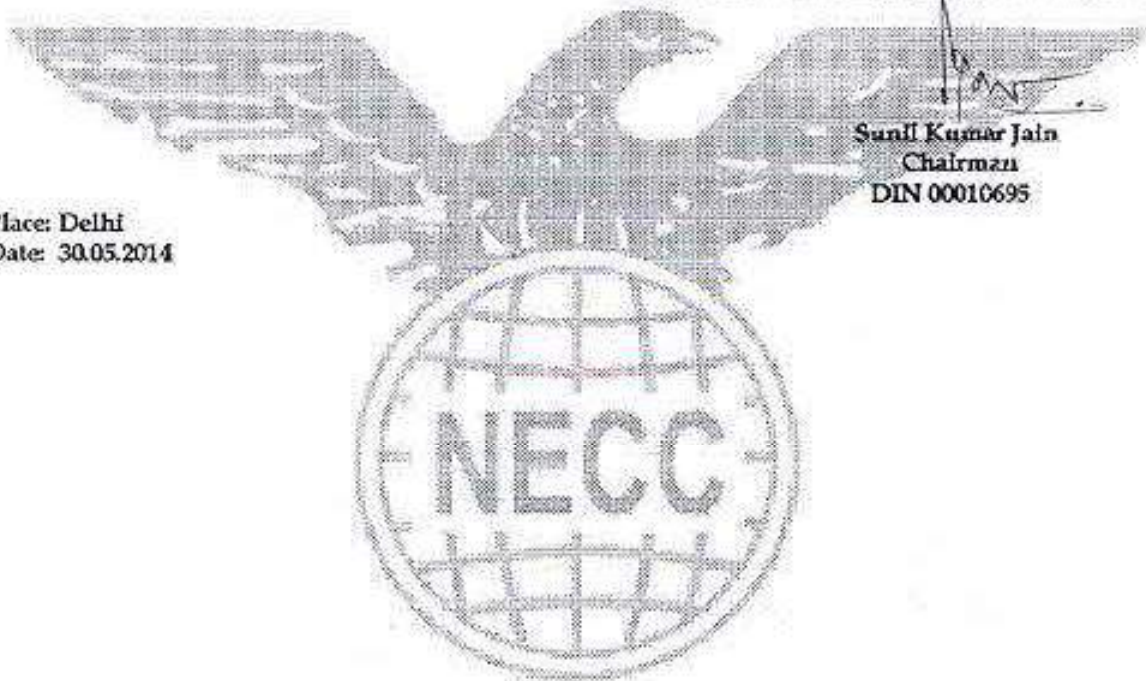
The Members of  
North Eastern Carrying Corporation Limited

I, Sunil Kumar Jain, Chairman & Managing Director of North Eastern Carrying Corporation Limited ("the Company"), hereby declare that all Board Members and senior Management of the Company have individually affirmed compliance with the code of business conduct and ethics adopted by the Company during the year 2013-14. This code of conduct is available at the registered office of the Company.

On Behalf of the Board of Director of  
North Eastern Carrying Corporation Limited

Place: Delhi  
Date: 30.05.2014

Sunil Kumar Jain  
Chairman  
DIN 00010695







**Sanghi & Co.**  
Chartered Accountants

F-7, IInd Floor, 203, Main Road,  
Kalkaji, New Delhi-110019  
Ph: 011-41329617, 9811685010  
E-mail: ca\_rksanghi@yahoo.co.in

**"ANNEXURE B" TO THE DIRECTORS REPORT**  
**CERTIFICATE ON CORPORATE GOVERNANCE**  
*(Pursuant to clause 49(VII) of the listing Agreement)*

To  
The Members  
North Eastern Carrying Corporation Limited

We have examined the compliance of conditions of Corporate Governance by North Eastern Carrying Corporation Limited (the company) for the year ended on 31<sup>st</sup> March 2014, as stipulated in Clause 49(VII) of the Listing Agreement of the company with the Stock Exchange.

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

In our opinion and to the best of our information and according to the explanation given to us, and the representation made by the Directors and the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement.

We state that as per the report given by the Registrars of the Company to the Shareholder/investors Grievances Committee, as on 31<sup>st</sup> March, 2014, there was no investor grievance matter against the company remains pending for more than 30 days.

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



Place: New Delhi  
Date: 30.05.2014

For M/s Sanghi & Co.  
Chartered Accountants  
Firm No 012619N

Ram Kishan Sanghi  
Proprietor  
M. No. 091534



## INDEPENDENT AUDITOR'S REPORT

To the Members of North Eastern Carrying Corporation Limited

### Report on the Financial Statements

We have audited the accompanying financial statements of North Eastern Carrying Corporation Limited, which comprise the Balance Sheet as at March 31, 2014, 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 of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the general circular 15/2013 dated 13<sup>th</sup> September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the companies Act, 2013. 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 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. 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, 2014;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and





- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date

**Report on Other Legal and Regulatory Requirements**

1. 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 annex hereto a Statement on the matters specified in paragraphs 4 & 5 of the said 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 from our examination of those books;
  - c. the Balance Sheet, and 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 comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956, read with the general circular 15/2013 dated 13<sup>th</sup> September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the companies Act, 2013;
  - 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, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
  - f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.



Date: 30.05.2014  
Place: Delhi

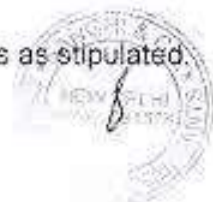
**For M/s Sanghi & Company**  
Chartered Accountants  
Firm No. 012619N  
  
Ram Kishan Sanghi  
Proprietor  
M. No. 091534

**NORTH EASTERN CARRYING CORPORATION LIMITED**

Annexure to the Auditors Report of the  
**NORTH EASTERN CARRYING CORPORATION LTD**  
(Referred to in Paragraph 3 of the report of even date)

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state as under:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets.  
(b) All the assets have been physically verified by the management during the year and there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.  
(c) During the year, the company has disposed off some of the fixed assets. We are of the opinion that the sale of the said fixed assets has not affected the going concern status of the company.
2. (a) The company is not dealing in any goods therefore there is no physical verification of inventory.  
(b) As already stated, since the company is not dealing any goods, there is no question of procedure of physical verification of stock.  
(c) As already stated, since the company is not dealing in any goods, there is no question of inventory records and physical verification of inventory.
3. (a) The company has not granted, any loans, secured or unsecured, to the companies, firms or other parties covered in the register U/s. 301 of the Companies Act, 1956.  
(b) As the company has not granted any loans, the question of interest being prejudicial to the interest of the company does not arise.  
(c) As the company has not granted any loans, the question of repayment does not arise.  
(d) There are no overdue amount of loans granted, if any, to companies listed in the register maintained under section 301 of the Companies Act, 1956.  
(e) The company has taken unsecured loans from the companies, firms or other parties covered in the register U/s. 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 3 Lacs and the year-end balance of loans taken from such parties was NIL.  
(f) In our opinion, the rate of interest and other terms & conditions on which loans have been taken from the companies, firms or other parties covered in the register U/s. 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.  
(g) The company is regular in repaying the principal amounts as stipulated.





4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of fixed asset and sale of services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. (a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangement, if any, referred to in section 301 of the Act have been entered in the register required to be maintained under that section.  
(b) According to the information and explanations given to us, there are no such transactions made in pursuance to contracts or arrangements which need to be entered in the register maintained U/s. 301 of the Companies Act, 1956 exceeding the value of Rs.5.00 Lakh in respect of any party during the year.
6. The Company has not accepted any deposits from the public. Therefore, the applicability of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 does not arise.
7. In our opinion, the company has an internal audit system commensurate with its size and nature of its business.
8. Maintenance of cost records has not been prescribed by the Central Government U/s. 209(1)(d) of the Companies Act, 1956.
9. (a) As per information and record produced before us, the company is regular in depositing undisputed statutory dues including Provident Fund, ESI, Professional Tax, TDS, Income Tax, Wealth Tax and Service Tax within time to the appropriate authorities.  
(b) According to the information and explanation given to us, no undisputed amounts payable in respect of Income Tax, Wealth Tax and Service Tax were in arrears, as at 31.03.2014 for a period of more than six months from the date they become payable.  
(c) According to the information and explanation given to us, there are no dues of Income Tax, Wealth Tax and Service Tax, which have not been deposited on account of any dispute.
10. The company does not have any accumulated losses.
11. In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. As per information furnished to us, the company has not granted loans and advances on the basis of security by way of pledge of shares & securities.
13. Clause (xiii) of the order is not applicable to the company as the company is not a chit fund company or mutual benefit society.
14. The company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.



15. As per information furnished to us, the company has not given any guarantee for loans taken by others from bank or financial institution.
16. In our opinion, the term loans have been applied for the purpose for which they were raised.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no fund raised on short-term basis have been used for long term investment.
18. The company has not made any preferential allotment of shares during the year to the parties covered by Register U/s. 301 of the Companies Act, 1956.
19. During the year, no security or charge have been created in respect of debentures issued.
20. The company has not raised any money by public issues during the year.
21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Date: 30.05.2014  
Place: Delhi



**For M/s Sanghi & Company**  
Chartered Accountants  
Firm No: 012619N

*Ram Kishan Sanghi*  
Ram Kishan Sanghi  
Proprietor  
M. No. 091534



# NORTH EASTERN CARRYING CORPORATION LIMITED

## BALANCE SHEET AS AT 31ST MARCH, 2014

PARTICULARS	Notes	As At 31.03.2014 Amt. in Rs.	As At 31.03.2013 Amt. in Rs.
<b>EQUITY AND LIABILITIES</b>			
(1) Shareholder's Funds			
(a) Share Capital	4	50,19,73,360	50,19,73,360
(b) Reserves and Surplus	5	11,51,03,414	5,23,35,260
(c) Money received against share warrants		0	0
(2) Share Application money pending allotment		0	0
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	6	1,01,99,567	1,26,13,657
(b) Deferred Tax Liabilities (Net)		0	53,49,097
(c) Other Long Term Liabilities		0	0
(d) Long Term Provisions		0	0
(4) Current Liabilities			
(a) Short-Term Borrowings	7	71,56,47,190	84,06,19,233
(b) Trade Payables	8	1,00,72,852	81,40,034
(c) Other Current Liabilities	9	1,50,35,852	2,46,51,874
(d) Short-Term Provisions	10	15,95,98,642	11,66,78,805
<b>Total Equity &amp; Liabilities</b>		<b>152,77,30,677</b>	<b>136,23,61,320</b>
<b>ASSETS</b>			
(1) Non-Current Assets			
(a) Fixed Assets	11		
(i) Gross Block		35,68,74,769	32,86,35,282
(ii) Depreciation		21,05,31,985	17,83,41,949
(iii) Net Block		14,63,42,784	15,02,93,333
(b) Non-current investments		0	0
(c) Deferred tax assets (net)		53,00,745	0
(d) Long term loans and advances	12	3,60,92,220	3,89,38,513
(e) Other non-current assets		0	0
(2) Current Assets			
(a) Current investments	13	1,00,000	0
(b) Inventories		0	0
(c) Trade receivables	14	114,13,65,348	98,99,41,914
(d) Cash and cash equivalents	15	3,20,52,389	4,77,13,245
(e) Short-term loans and advances	16	16,64,77,191	13,54,74,315
(f) Other current assets		0	0
<b>Total Assets</b>		<b>152,77,30,677</b>	<b>136,23,61,320</b>

Significant Accounting Policies

1, 2, 3

The Notes No. 1 to 36 are integral part of these financial statements

Auditor's Report

As per our separate report of even date attached

For M/s. Sanghi & Company

Chartered Accountants

Firm No: 012619N

*Ram Kishan Sanghi*  
Ram Kishan Sanghi

Proprietor

M. No. 091534



For North Eastern Carrying Corporation Limited

*Sunil Kumar Jain*  
Sunil Kumar Jain  
Managing Director  
DIN : 00010695

*Utkarsh Jain*  
Utkarsh Jain  
Director  
DIN : 05271884

*S. L. Yadav*  
S. L. Yadav  
Vice President

Place: Delhi

Date: 30.05.2014

**NORTH EASTERN CARRYING CORPORATION LIMITED**

**STATEMENT OF PROFIT AND LOSS AS AT 31ST MARCH, 2014**

PARTICULARS	Notes	As At 31.03.2014 <u>Amt. In Rs.</u>	As At 31.03.2013 <u>Amt. In Rs.</u>
<b>INCOME</b>			
Revenue from operations	17	571,75,65,892	540,77,48,284
Other Income	18	37,58,433	16,81,596
<b>Total</b>		<b>572,13,25,325</b>	<b>540,94,29,880</b>
<b>EXPENSES</b>			
Operating/Direct Cost/Services Availed	19	529,74,01,366	502,29,55,479
Purchase of Stock-in-Trade		0	0
Changes in inventories of Finished Goods, WIP & Stock		0	0
Employee Benefit Expenses	20	9,09,71,572	7,83,53,187
Financial Costs	21	7,73,47,801	6,60,04,583
Depreciation and Amortization Expense	22	3,66,19,203	3,49,11,135
Other Administrative Expenses	23	12,68,74,259	12,58,63,342
<b>Total</b>		<b>562,92,14,201</b>	<b>532,80,87,726</b>
Profit before exceptional and extraordinary items and tax		9,21,11,124	8,13,42,154
Exceptional items		0	0
Profit before extraordinary items and tax		9,21,11,124	8,13,42,154
Extraordinary items		0	0
Profit before tax		9,21,11,124	8,13,42,154
<b>Tax expense:</b>			
(1) Provision for Current tax (Income Tax)		3,69,82,720	2,93,27,214
(2) Provision for Current tax (Wealth Tax)		25,000	0
(3) Deferred Tax Savings		5,414,665	0
(4) Provision for tax (Earlier year) W/back		-2,250,084	0
Profit/(Loss) from the period from continuing operations		6,27,68,153	5,20,14,940
Profit/(Loss) from discontinued operations		0	0
Tax expense of discontinued operations		0	0
Profit/(Loss) from Discontinued operations		0	0
<b>Profit/(Loss) for the period</b>		<b>6,27,68,153</b>	<b>5,20,14,940</b>
<b>Earning per equity share</b>			
(1) Basic		1.25	1.98
(2) Diluted		1.25	1.98

Significant Accounting Policies 1,2,3  
The Notes No. 1 to 36 are integral part of these financial statements.

Auditor's Report  
As per our separate report of even date attached  
**For M/s. Sanghi & Company**  
Chartered Accountants  
Firm No: 012619N  
  
**Ram Kishan Sanghi**  
Proprietor  
M. No. 091534



Place: Delhi  
Date: 30.05.2014

**For North Eastern Carrying Corporation Limited**

  
**Sunil Kumar Jain**  
Managing Director  
DIN : 00010595

  
**Utkarsh Jain**  
Director  
DIN : 05271884  
  
**S.L. Yadav**  
Vice President



## NORTH EASTERN CARRYING CORPORATION LIMITED

### Notes to the financial statements for the year ended March 31, 2014

#### 1. Corporate information

North Eastern Carrying Corporation Limited is a Limited Company incorporated under the provisions of the Companies Act, 1956. The company is engaged in the business of transportation.

#### 2. Basis of preparation

- The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP).
- The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956.
- The company follows the Mercantile System of Accounting recognizing Income and Expenditure on accrual basis.
- The directors have certified that there are no outstanding expenses not provided for and nor there are income which have fallen due but not accounted for. The accounts are prepared on historical cost basis and as a going concern.
- The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

#### 3. Summary of significant accounting policies

From the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

##### • Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

##### • Contingent Liabilities

Contingent Liability are disclosed by way of notes in the Balance Sheet.

##### • Fixed Assets

Fixed Assets are stated at cost. Depreciation of fixed assets is calculated at the rates prescribed under Schedule XIV to the Companies Act, 1956.



- **Leases**  
Lease rentals in respect of operating lease arrangements are recognized as an expense in the profit & loss account on accrual basis with reference to lease terms and other considerations.
- **Investment**  
Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost.  
Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.
- **Inventories**  
Raw materials, components, stores and spares are valued at lower of cost and net realizable value. Work in progress and finished goods are valued at lower of cost and net realizable value.
- **Revenue Recognition**  
Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
- **Income tax**
  - Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
  - Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years.
- **Retirement Benefits**
  - **Gratuity:** The company has a defined employee benefit scheme in the form of gratuity. Accordingly gratuity is provided on the basis of calculations made by the company and is payable on the termination of the services of employee.
  - **Provident Fund:** Contribution to the Provident Fund as per provisions of Employees Provident Fund Act 1952 is remitted to the P.F. Commissioner and is charged to the Profit & loss Account.
  - **Leave Encashment:** Leave Encashment benefits (short term compensated absences) are provided on the basis of calculations made by the Company based on average encashable salary of the employee.





**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Statement of Profit & Loss  
for the year ended 31st March, 2014

	As On 31.03.2014 Amt.In (Rs.)	As On 31.03.2013 Amt.In (Rs.)
<b>Note - 4: Share Capital</b>		
<b>Authorized Share Capital :</b>		
54000000 (54000000) Equity Shares of Rs 10 each	54,00,00,000	54,00,00,000
<b>Issued, Subscribed and fully paid up shares :</b>		
50197336 (50197336) Equity Shares of Rs 10 each fully paid up	50,19,73,360	50,19,73,360

**Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

At the beginning of the period	5,01,97,336	1,25,49,334
Issued during the period	0	3,76,48,002
At the end of the period	5,01,97,336	5,01,97,336

**Terms/Rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share.

**Aggregate number of bonus shares issued, shares issued for consideration other than cash during the period and during five years immediately preceding the reporting date**

Shares issued during the year 2012-13	0	3,76,48,002
---------------------------------------	---	-------------

**Details of Shareholders holding more than 5% equity shares in the company**

NECC Automobiles (P) Limited	8334152(16.60%)	8334152(16.60%)
NECC Securities (P) Limited	7656880(15.25%)	7656880(15.25%)
Sunil Kumar Jain	12663768(25.23%)	15663768(31.20%)
Suvi Developers P Ltd	3631400(7.23%)	3631400(7.23%)
Religare Finvest Limited	6040444(12.03%)	5327814 (10.61%)
Utkarsh Jain	3000000(5.98%)	0

For North Eastern Carrying Corporation Limited



Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President

**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt. In (Rs.)</u>	As On 31.03.2013 <u>Amt. In (Rs.)</u>
<b>Note : 5 Reserves &amp; Surplus</b>		
Shree Ganesh Ji Mahara	1,101	1,101
<b>Security Premium Account</b>		
Opening Balance	0	9,00,00,000
Add : Addition during the year	0	0
Less : Bonus Shares Issued	0	9,00,00,000
Closing Balance	0	0
<b>General Reserve</b>		
Opening Balance	0	6,19,48,871
Add : Addition during the year	0	0
Less : Bonus Shares Issued	0	6,19,48,871
Closing Balance	0	0
<b>Surplus/Deficit in the statement of profit and loss</b>		
Balance as per last financial statements	5,23,34,159	22,48,50,368
Profit (-Loss) after tax for the year	6,27,68,153	5,20,14,940
Less : Bonus Shares Issued	0	22,45,31,149
Closing Balance	11,51,02,313	5,23,34,159
<b>Total</b>	<u>11,51,03,414</u>	<u>5,23,35,260</u>
<b>Note : 6 Long Term Borrowings</b>		
Mahindra & Mahindra Financial Services Ltd.	0	52,659
Volkswagen	36,684	36,684
ICICI Bank Limited	2,58,320	10,84,232
Kotak Mahindra Bank	71,50,470	0
HDFC Bank Limited	27,54,094	56,79,556
Reliance Capital Limited	0	57,60,526
(Secured against hypothecation of vehicles financed)		
<b>Total</b>	<u>1,01,99,567</u>	<u>1,26,13,657</u>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt. In (Rs.)</u>	As On 31.03.2013 <u>Amt. In (Rs.)</u>
<b>Note : 7 Short Term Borrowings</b>		
Mahindra & Mahindra Financial Services Ltd.	52,663	1,53,280
BMW India Financial Services Limited	0	15,04,261
HDFC Bank Limited	3,56,98,352	75,27,511
ICICI Bank Limited	8,25,912	7,40,204
Volkswagen	2,26,475	4,39,815
Reliance Capital Limited	43,54,154	1,49,51,311
Kotak Mahindra Bank	38,87,339	0
(Secured against hypothecation of vehicles financed)		
 Kotak Mahindra Bank Term Loan	 4,40,49,556	 0
Kotak Mahindra Bank ( OD A/c)	22,51,58,580	22,78,25,381
Oriental Bank of Commerce (OD A/c.)	38,88,94,159	38,71,77,490
(All the loans secured against hypothecation/charge on all the current assets incl. Book Debts and collaterally secured by charge against properties of Directors of the Company and other Associated Concerns and personal guarantee of some of Directors, their HUF and Corporate Guarantee of Associated Concerns)		
 Unsecured Loans	 1,25,00,000	 300,000
	<u>71,56,47,190</u>	<u>64,06,19,233</u>
 <b>Note : 8 Trade Payables</b>		
Sundry Creditors	1,00,72,852	81,40,034
<b>Total</b>	<u>1,00,72,852</u>	<u>81,40,034</u>
 <b>Note : 9 Other Current Liabilities</b>		
Security Deposits	1,99,000	6,74,000
E. S. I. Payable	1,62,192	1,26,135
Provident Fund Payable	5,86,197	6,01,395
Professional Tax Payable	12,047	5,450
T. D. S. Payable	17,40,990	12,08,206
Service Tax Payable	18,60,178	5,68,577
Bonus/ Ex-Gratia Payable	31,62,917	34,10,908
Leave Encashment Payable	0	35,56,782
Lorry Freight Payable	27,98,464	96,52,063
Claim Payable	1,20,233	8,13,458
Other Expenses & Liabilities Payable	43,87,446	39,06,852
Service Tax Not Received Not Due	5,988	1,28,048
<b>Total</b>	<u>1,50,35,652</u>	<u>2,46,51,874</u>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010895

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President

# NORTH EASTERN CARRYING CORPORATION LIMITED

Note 11: Fixed Assets Annexed to and Forming Part of the Balance Sheet as on 31.03.2014

Particulars	Rates (WDV)	GROSS BLOCK			DEPRECIATION			Amount in Rupees		
		As At 01.04.2013	Addition during the year	Sale during the year	As At 31.03.2014	As At 01.04.2013	Sale Adjustment	For the year	As At 31.03.2014	As At 31.03.2013
<b>Tangible Assets</b>										
Land	0.00%	24,45,049	0	0	24,45,049	0	0	0	0	24,45,049
Building	5.00%	2,51,71,829	0	0	2,51,71,829	83,16,020	0	8,42,690	81,60,710	1,68,53,909
Car & Scooter	25.88%	4,06,79,611	5,98,178	30,62,001	3,82,15,788	1,66,67,581	20,76,967	62,29,598	2,08,20,212	2,40,12,030
Air Conditioner & Coolers	13.91%	24,82,062	256,490	0	27,38,542	15,72,147	0	1,57,642	17,29,789	9,09,905
Electrical install. & Fitt.	13.91%	12,77,690	18,500	0	12,96,190	5,88,702	0	98,284	6,86,986	6,88,986
Generators	13.91%	12,68,325	0	0	12,68,325	8,14,156	0	53,175	8,77,333	3,90,962
Weighting Scales	13.91%	2,88,027	0	0	2,88,027	2,28,165	0	8,327	2,35,492	51,535
Cycles	20.00%	1,78,518	23,245	0	2,01,763	1,20,994	0	13,688	1,34,682	57,081
Office Equipments	13.91%	53,14,528	4,96,713	0	58,11,241	31,13,314	0	3,54,533	34,67,847	22,01,214
Computers	40.00%	3,03,46,850	17,21,272	2,200	3,20,65,922	2,59,77,382	2,200	19,78,389	2,79,53,570	43,69,468
Furniture & Fixtures	10.10%	1,11,84,624	1,19,650	0	1,13,14,274	87,60,560	0	4,54,424	92,14,984	24,34,064
Typewriters	13.91%	1,797	0	0	1,797	1,597	0	28	1,625	200
Lorry & Trucks	16.21% (SLM)	15,46,12,382	30,418,720	74,17,996	17,76,14,106	11,21,79,329	74,17,996	2,64,16,426	13,11,79,759	4,54,34,347
Intangible Assets (Goodwill)	0.00%	5,33,74,000	0	0	5,33,74,000	0	0	0	0	5,33,74,000
<b>Total</b>		<b>32,86,35,282</b>	<b>3,36,53,760</b>	<b>1,04,82,277</b>	<b>35,18,06,773</b>	<b>17,83,41,949</b>	<b>94,67,163</b>	<b>3,66,19,203</b>	<b>20,54,83,985</b>	<b>14,63,42,794</b>
<b>Previous Year</b>		<b>312,170,917</b>	<b>20,450,000</b>	<b>3,985,636</b>	<b>328,635,282</b>	<b>146,369,201</b>	<b>2,928,387</b>	<b>3,49,11,135</b>	<b>17,83,41,949</b>	<b>15,02,93,333</b>

For NORTH EASTERN CARRYING CORPORATION LIMITED

Sunil Kumar Jha  
Managing Director  
DIN: 00010695

Utkarsh Jha  
Director  
DIN: 05271884

S. L. Yadav  
Vice President





**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt. in (Rs.)</u>	As On 31.03.2013 <u>Amt. in (Rs.)</u>
<b>Note : 10 Short Term provisions</b>		
Provision for I. Tax (AY 2014-2015)	3,69,82,720	0
Provision for I. Tax (AY 2013-2014)	3,18,67,064	2,93,27,214
Provision for I. Tax (AY 2012-2013)	2,92,52,040	2,92,52,040
Provision for I. Tax (AY 2011-2012)	2,21,60,772	2,21,60,772
Provision for I. Tax (AY 2010-2011)	1,72,00,000	1,72,00,000
Provision for Fringe Benefit Tax (AY 2009-10)	12,96,751	12,96,751
Provision for Wealth Tax	25,000	25,000
Provision for Gratuity	2,09,14,295	1,74,17,028
<b>Total</b>	<u>15,96,98,642</u>	<u>11,66,78,805</u>
<b>Note : 12 Long Term Loans &amp; Advances</b>		
Security Deposits	1,53,095	1,53,299
Earnest Money Deposits	91,16,139	1,37,42,328
Landlord Security Deposits	2,68,22,986	2,50,42,886
	<u>3,60,92,220</u>	<u>3,89,38,513</u>
<b>Note : 13 Current Investments</b>		
10,000/- fully paid up equity shares of N.E.C.C. Retail Solutions Private Limited	1,00,000	
	<u>1,00,000</u>	<u>0</u>
<b>Note : 14 Trade Receivables</b> (Unconfirmed, Unsecured and Considered Good)		
Debts outstanding for more than six months	8,20,65,875	8,35,70,740
Others Debts	105,92,99,473	90,63,71,174
<b>Total</b>	<u>114,13,65,348</u>	<u>98,99,41,914</u>
<b>Note : 15 Cash &amp; Cash Equivalent</b>		
<b>Cash-in-Hand</b>		
Cash in Hand	60,51,564	80,56,178
Funds in Transit	80,67,152	1,20,46,955
	<u>1,41,18,716</u>	<u>2,01,03,133</u>
<b>Bank Balance</b>		
Balance - In Current A/c	1,50,64,925	2,38,36,363
Balance - In Fixed Deposits	28,68,749	37,73,749
	<u>1,79,33,674</u>	<u>2,76,10,112</u>
<b>Total</b>	<u>3,20,52,389</u>	<u>4,77,13,245</u>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President

**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt. In (Rs.)</u>	As On 31.03.2013 <u>Amt. In (Rs.)</u>
<b>Note : 16 Short Term Loans and Advances</b>		
(Unconfirmed, Unsecured & Considered Good)		
(Advance recoverable in cash or in kind or for value to be recd.)		
Staff Advances	87,27,382	96,73,165
Rates & Taxes Receivable	1,20,34,105	86,03,910
Prepaid Expenses & Recoverables	13,85,405	15,99,446
Refund Due ( AY 09-10)	18,11,405	18,11,405
Advance Income Tax/TDS (AY 10-11)	2,01,85,133	2,01,85,133
Advance Income Tax/TDS (AY 11-12)	2,20,43,455	2,20,43,455
Advance Income Tax/TDS (AY 12-13)	2,99,19,412	2,99,19,412
Advance Income Tax/TDS (AY 13-14)	3,18,67,171	2,70,43,473
Advance Income Tax/TDS (AY 14-15)	2,37,17,403	0
Advance Fringe Benefit Tax (AY 09-10)	13,25,000	13,25,000
Other Advances	1,33,19,702	1,28,58,517
Interest Accrued but not recieved on FDR	1,41,619	4,11,399
<b>Total</b>	<b>16,64,77,191</b>	<b>13,54,74,315</b>
<b>Note : 17 Revenue from Operations</b>		
Freight	570,81,57,340	540,73,35,136
Comission on Freight	1,14,09,552	0
Demurages	0	4,13,148
<b>Total</b>	<b>571,75,66,892</b>	<b>540,77,48,284</b>
<b>Note : 18 Other Income</b>		
Profit on sale of Fixed Assets	24,68,086	5,21,652
Discount on Finance	0	33,201
Insurance Claim	365,767	0
Other Income	0	78,000
Interest received	9,26,580	10,48,743
<b>Total</b>	<b>37,58,433</b>	<b>16,81,596</b>
<b>Note : 19 Operating / Direct Cost/ Services Availed</b>		
Lorry Freight	525,54,35,191	498,79,30,080
Lorry Maintenance	1,71,73,592	1,87,01,889
Commission	79,53,119	58,52,649
Claims	1,68,39,464	1,04,70,861
<b>Total</b>	<b>529,74,01,366</b>	<b>502,29,55,479</b>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt. In (Rs.)</u>	As On 31.03.2013 <u>Amt. In (Rs.)</u>
<b>Note : 20 Employee Benefit Expenses</b>		
Establishment Expenses	7,33,75,058	6,91,92,543
PF/ESI	55,95,158	53,24,370
Gratuity	54,14,508	38,36,274
Recruitment & Training Expenses	1,50,000	0
Directors Remuneration	36,00,000	0
Staff Welfare	28,36,848	0
<b>Total</b>	<u>9,09,71,572</u>	<u>7,83,53,187</u>
<b>Note : 21 Financial Cost</b>		
Bank Interest	7,73,47,801	6,60,04,583
<b>Total</b>	<u>7,73,47,801</u>	<u>6,60,04,583</u>
<b>Note : 22 Depreciation &amp; Amortised Cost</b>		
Depreciation	3,66,19,203	3,49,11,135
<b>Total</b>	<u>3,66,19,203</u>	<u>3,49,11,135</u>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President

**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt.In (Rs.)</u>	As On 31.03.2013 <u>Amt.In (Rs.)</u>
<b>Note : 23 Other Administrative Expenses</b>		
Advertisement & Publicity	10,30,017	9,50,008
Books & Periodicals	9,880	9,930
Business Promotion	76,245	1,06,859
Bank Charges & Comm.	47,82,299	40,98,443
Car Expenses	27,01,776	28,64,794
Conveyance & Scooter Petrol	20,83,547	17,97,280
Diwali Expenses	9,79,864	12,10,084
Directors Remuneration	0	36,00,000
Donations	0	11,43,500
Electricity & Water Charges	56,56,632	57,09,432
Fees, Rates & Taxes	10,82,167	4,75,764
General Expenses	11,91,111	13,45,666
Generator Hire & Maintenance Charges	11,79,007	11,54,972
Insurance	19,57,554	20,23,095
Interest on Late Deposit of Govt. Dues	3,57,365	3,82,391
Internet Charges	4,21,083	48,324
Legal & Professional Expenses	43,54,873	69,80,129
Office Expenses	6,51,044	6,56,000
Packing & Forwarding Expenses	11,29,050	11,41,527
Payment to Auditors	81,000	90,000
Penalties Paid	0	1,17,750
Postage & Courier	18,12,972	18,13,769
Printing & Stationery	43,37,458	40,23,489
Rent	5,89,15,676	5,13,31,533
Repair & Maintenance	45,56,318	46,07,091
Recruitment & Training Expenses	0	4,000
Scooter Expenses	29,27,884	28,30,077
Security Guard Charges	13,05,525	13,06,041
Short & Excess	8,055	0
Staff Welfare	1,40,000	28,34,135
Subscriptions	14,93,754	10,39,118
Telephone Expenses	59,40,777	55,82,813
Travelling Expenses	83,09,961	88,38,308
Finance Cost	74,01,367	59,46,420
<b>Total</b>	<b>12,68,74,259</b>	<b>12,58,63,342</b>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010395

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President



## 24. Related Party Disclosures

Related party disclosures as required under Accounting Standard (AS) – 18 "Related Party Disclosures"

### a. Related parties and nature of related party relationships where control exists

Name of the party	Description of relationship
NECC Retail Solutions Private Limited	Wholly owned subsidiary company
Sunil Kumar Jain	Key Management Personnel

### b. Related parties and nature of related party relationship with whom transactions have been taken place

Name of the party	Description of relationship
Shreyans Buildtech Private Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence
Shreyans Buildwell Private Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence
N.E.C.C Logistics	Enterprises over which Key Managerial Personnel are able to exercise significant influence
Sunil Kumar Jain	Key Management Personnel
Vanya Jain	Relative of Key Managerial Personnel
Jaswant Rai Jain & Sons (HUF)	Others
Sunil Kumar Jain & Sons (HUF)	Others

Transactions during the year with related parties (Rs)

	Key Managerial Personnel	Relatives of Key Managerial Personnel	Enterprises over which Key Managerial Personnel are able to exercise significant influence	Others
Rent Paid	52,56,000	9,60,000	8,65,014	10,20,000
Directors Remuneration	36,00,000	-	-	-
Loan repaid	-	-	3,00,000	-
Personal/Corporate Guarantees obtained to the extent of loan taken by the Company	Yes	Yes	Yes	Yes



25. The Company has been advised that the computation of net profits for the purpose of directors remuneration under section 349 of the Companies Act, 1956 need not be enumerated since no commission has been paid to the directors. Fixed monthly remuneration has been paid to the directors within the limits laid down under Schedule – XIII to the Companies Act, 1956.
26. Contingent Liability not provided for:
- (a) In Respect of Bank Guarantees issued by the bank on behalf of the company Rs 2,09,53,584/-.
  - (b) For claims/shortage not ascertained nor settled during the year. Claims lodged by customers but not settled by the company Rs 1,96,90,371/-.
  - (c) Approximate Liability on account of major cases filed against the company in various courts aggregating to Rs 1,31,10,020/-
27. Sundry Debtors include freight receivable against GRs issued during the year.
28. Tax Deducted at Source (A.Y. 2014-2015) is not final as more TDS Certificates might be received by the company in future.
29. There is nothing to be disclosed under AS 17 – Segment Reporting since there is no business segment or geographical segment which is a reportable segment based on the definitions contained in the accounting standard.
30. Deferred Tax has been created as per AS-22 issued by Institute of Chartered Accountants of India.
31. The debit and credit balances standing in the name of parties are subject to confirmation from them.
32. The company has not received any intimation from "suppliers" regarding their status under Micro Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act have not been furnished.
33. In the opinion of the Board of Directors, the current assets, loans & advances are fully realizable at the value stated, if realized in the ordinary course of business. The provisions for all known liabilities are adequate in the opinion of board.
34. Being a service company quantitative information/closure are not applicable.





35. <u>Payment to Auditors</u>	<u>Amt. In Rs.</u>
Audit Fee & Corporate Matters	Rs.81,000/- (Previous Year Rs.90,000/-)

36. Previous year figures have been regrouped/ reclassified wherever necessary

Auditors Report


As per our report of even date attached


For **M/s Sanghi & Company**


Chartered Accountants

Firm No: 012619N

Ram Kishan Sanghi  
Proprietor  
M.No. 091534

  
Sunil Kumar Jain  
Managing Director  
DIN: 00010695

  
Utkarsh Jain  
Director  
DIN: 05271884

  
S.L. Yadav  
Vice President

Place Delhi  
Date: 30.05.2014



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014**

	As At 31.03.2014 Amt. In Rs.	As At 31.03.2013 Amt. In Rs.
<b>A. Cash Flow From Operating Activities:</b>		
Net Profit before taxation	9,21,11,124	6,13,42,154
Add: Depreciation	3,56,19,293	3,46,11,135
Sub-Total	12,87,30,327	11,62,53,289
Less: Profit on Sale of Fixed Assets	24,88,080	5,21,652
Less: Interest on Income Tax Refund/Other Interest	6,29,540	10,49,743
Less: Profit on Sale of Shares	0	-
Operating Profit before working capital changes	12,53,37,661	11,46,32,894
Less: Increase in Sundry Debtors	15,14,23,404	23,30,03,844
Less: Increase in Loans & Advances	2,81,59,583	2,10,29,583
Add: Increase in Current Liabilities	3,53,36,434	1,65,23,933
Cash generated from operations	(1,86,05,922)	(122,823,300)
Less: Income Tax Paid/ Provided	3,99,92,812	2,83,27,214
Net Cash From Operating Activities	(5,88,99,734)	(15,21,50,504)
<b>B. Cash Flow From Investing Activities:</b>		
Add: Sale Proceeds of Fixed Assets	34,51,200	15,68,900
Add: Purchase of Shares	(100,000)	-
Add: Interest on Income Tax Refund/Other Interest	9,26,580	10,48,743
Less: Purchase of Fixed Assets	3,35,53,768	2,04,50,000
Net Cash Outflow from Investing Activities	(2,95,75,988)	(1,79,32,357)
<b>C. Cash Flow From Financing Activities:</b>		
Add: Increase in Secured Loans	6,01,13,867	17,43,32,027
Add: Increase in Unsecured Loans	1,25,00,000	-
Net Cash Inflow from Financing Activities	7,26,13,867	17,43,32,027
Net increase in Cash & Cash Equivalents (A+B+C)	-15,660,856	-4,349,836
Add: Cash & Cash Equivalents at beginning of Year	4,77,13,245	4,33,64,170
Cash & Cash Equivalents at end of Year	3,20,52,389	4,77,13,245

Place: Delhi  
Date: 30.05.2014

For and on behalf of board of director of  
North Eastern Carrying Corporation Limited

Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884

S. L. Yadav  
Vice President

**Auditor's Certificate:**

We have examined the above Cash Flow Statement of North Eastern Carrying Corporation Ltd. for the year ended 31.03.14. The Statement has been prepared by the Company in accordance with the requirement of listing agreement Clause 32 with Stock Exchange and is based on and in agreement with the books and records of the company and also the Profit & Loss and Balance Sheet of the company covered by our report of even date to the members of the Company.

Place: Delhi  
Date: 30.05.2014



For M/s. Sanghi & Company  
Chartered Accountants  
Firm No. 012615N  
Ram Kishan Sanghi  
Proprietor  
M. No. 931534





## INDEPENDENT AUDITOR'S REPORT

To the Members of North Eastern Carrying Corporation Limited

### Report on the Financial Statements

We have audited the accompanying **consolidated** financial statements of North Eastern Carrying Corporation Limited and its subsidiary (M/s N.E.C.C. Retail Solutions Private Limited), which comprise the **Consolidated** Balance Sheet as at March 31, 2014, 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 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 of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the general circular 15/2013 dated 13<sup>th</sup> September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the companies Act, 2013. 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. 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:

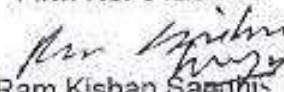


- a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.



Date: 30.05.2014  
Place: Delhi

For M/s Sanghi & Company  
Chartered Accountants  
Firm No: 012619N

  
Ram Kishan Sanghi  
Proprietor  
M. No. 091534



**NORTH EASTERN CARRYING CORPORATION LIMITED**

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2014**

PARTICULARS	Notes	As At 31.03.2014 <u>Amt. In Rs.</u>	As At 31.03.2013 <u>Amt. In Rs.</u>
<b>EQUITY AND LIABILITIES</b>			
(1) Shareholder's Funds			
(a) Share Capital	4	50,19,73,360	50,19,73,360
(b) Reserves and Surplus	5	11,50,37,187	5,23,35,260
(c) Money received against share warrants		0	0
(2) Share Application money pending allotment		0	0
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	6	1,01,99,567	1,26,13,657
(b) Deferred Tax Liabilities (Net)		0	53,49,097
(c) Other Long Term Liabilities		0	0
(d) Long Term Provisions		0	0
(4) Current Liabilities			
(a) Short-Term Borrowings	7	71,56,47,190	64,06,19,233
(b) Trade Payables	8	1,00,72,852	81,40,034
(c) Other Current Liabilities	9	1,50,35,652	2,46,51,874
(d) Short-Term Provisions	10	15,96,98,642	11,56,78,805
<b>Total Equity &amp; Liabilities</b>		<u>152,76,64,450</u>	<u>136,23,61,320</u>
<b>ASSETS</b>			
(1) Non-Current Assets			
(a) Fixed Assets	11		
(i) Gross Block		35,18,06,773	32,86,35,282
(ii) Depreciation		20,54,63,989	17,83,41,949
(iii) Net Block		<u>14,63,42,784</u>	<u>15,02,93,333</u>
(b) Non-current investments		0	0
(c) Deferred tax assets (net)		53,00,745	0
(d) Long term loans and advances	12	3,60,92,220	3,89,38,513
(e) Other non-current assets		0	0
(2) Current Assets			
(a) Current investments		0	0
(b) Inventories		0	0
(c) Trade receivables	13	114,13,65,348	96,99,41,914
(d) Cash and cash equivalents	14	3,20,86,162	4,77,13,245
(e) Short-term loans and advances	15	16,64,77,191	13,54,74,315
(f) Other current assets		0	0
<b>Total Assets</b>		<u>152,76,64,450</u>	<u>136,23,61,320</u>

Significant Accounting Policies 1,2,3  
The Notes No. 1 to 35 are integral part of these financial statements.

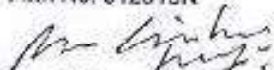
Auditor's Report

As per our separate report of even date attached

For M/s. Sanghi & Company

Chartered Accountants

Firm No: 012619N




Ram Kishan Sanghi

Proprietor

M. No. 091534



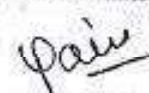
For North Eastern Carrying Corporation Limited



Sunil Kumar Jain

Managing Director

DIN : 00010695



Utkarsh Jain

Director

DIN : 05671884



S. L. Yadav

Vice President

Place: Delhi

Date: 30.05.2014

# NORTH EASTERN CARRYING CORPORATION LIMITED

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS AS AT 31ST MARCH, 2014

PARTICULARS	Notes	As At 31.03.2014 Amt. In Rs.	As At 31.03.2013 Amt. In Rs.
<b>INCOME</b>			
Revenue from operations	16	571,75,86,892	540,77,48,284
Other Income	17	37,58,433	16,81,596
<b>Total</b>		<b>572,13,25,325</b>	<b>540,94,29,880</b>
<b>EXPENSES</b>			
Operating/Direct Cost/Services Availed	18	529,74,01,366	502,29,55,479
Purchase of Stock-in-Trade		0	0
Changes in inventories of Finished Goods, WIP & Stock		0	0
Employee Benefit Expenses	19	9,09,71,572	7,83,53,187
Financial Costs	20	7,73,47,801	6,60,04,583
Depreciation and Amortization Expense	21	3,66,19,203	3,49,11,135
Other Administrative Expenses	22	12,69,40,486	12,58,63,342
<b>Total</b>		<b>562,92,80,428</b>	<b>532,80,87,726</b>
Profit before exceptional and extraordinary items and tax		9,20,44,897	8,13,42,154
Exceptional Items		0	0
Profit before extraordinary items and tax		9,20,44,897	8,13,42,154
Extraordinary Items		0	0
Profit before tax		9,20,44,897	8,13,42,154
<b>Tax expense:</b>			
(1) Provision for Current tax (Income Tax)		3,89,82,720	2,93,27,214
(2) Provision for Current tax (Wealth Tax)		25,000	0
(3) Deferred Tax Savings		5,414,665	0
(4) Provision for tax (Earlier year)		-2,250,084	0
Profit/(Loss) from the period from continuing operations		6,27,01,926	5,20,14,940
Profit/(Loss) from discontinued operations		0	0
Tax expense of discontinued operations		0	0
Profit/(Loss) from Discontinued operations		0	0
<b>Profit/(Loss) for the period</b>		<b>6,27,01,926</b>	<b>5,20,14,940</b>
<b>Earning per equity share:</b>			
(1) Basic		1.25	1.98
(2) Diluted		1.25	1.98

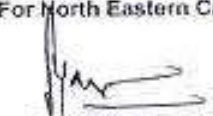
Significant Accounting Policies 1,2,3  
The Notes No. 1 to 35 are integral part of these financial statements.

Auditor's Report  
As per our separate report of even date attached  
**For M/s. Sanghi & Company**  
Chartered Accountants  
Firm No: 012619N  
  
**Ram Kishan Sanghi**  
Proprietor  
M. No. 091534



Place: Delhi  
Date: 30.05.2014

For North Eastern Carrying Corporation Limited

  
**Sunil Kumar Jain**  
Managing Director  
DIN : 00010695

  
**Utkarsh Jain**  
Director  
DIN : 05271884  
  
**S. L. Yadav**  
Vice President



## NORTH EASTERN CARRYING CORPORATION LIMITED

Consolidated Notes to the financial statements for the year ended March 31, 2014

### 1. Corporate information

North Eastern Carrying Corporation Limited is a Limited Company incorporated under the provisions of the Companies Act, 1956. The Consolidated financial statements include the financial statements of North Eastern Carrying Corporation Limited and its Subsidiary N.E.C.C. Retail Solutions Private Limited. The company is engaged in the business of transportation.

### 2. Basis of preparation

- The consolidated financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP).
- The company has prepared these consolidated financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956.
- The company follows the Mercantile System of Accounting recognizing Income and Expenditure on accrual basis.
- The directors have certified that there are no outstanding expenses not provided for and nor there are income which have fallen due but not accounted for. The accounts are prepared on historical cost basis and as a going concern.
- The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year.
- The consolidated financial statements have been combined on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances/transactions and unrealized profits in full.
- The consolidated financial statements have been prepared by the Company's management in accordance with the requirements of Accounting Standard (AS) 21, "Consolidated Financial Statements".

### 3. Summary of significant accounting policies

From the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its consolidated financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of consolidated financial statements. However, it has significant impact on presentation and disclosures made in the consolidated financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

#### • Use of estimates

The preparation of consolidated financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and





actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

- **Contingent Liabilities**

Contingent Liability are disclosed by way of notes in the Balance Sheet.

- **Fixed Assets**

Fixed Assets are stated at cost. Depreciation of fixed assets is calculated at the rates prescribed under Schedule XIV to the Companies Act, 1956.

- **Leases**

Lease rentals in respect of operating lease arrangements are recognized as an expense in the profit & loss account on accrual basis with reference to lease terms and other considerations.

- **Investment**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

- **Inventories**

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. Work in progress and finished goods are valued at lower of cost and net realizable value.

- **Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

- **Income tax**

- Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

- Deferred income taxes reflect the impact of timing differences between





taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years.

- **Retirement Benefits**

- **Gratuity:** The company has a defined employee benefit scheme in the form of gratuity. Accordingly gratuity is provided on the basis of calculations made by the company and is payable at the termination of the services of employee.
- **Provident Fund:** Contribution to the Provident Fund as per provisions of Employees Provident Fund Act 1952 is remitted to the P.F. Commissioner and is charged to the Profit & loss Account.
- **Leave Encashment:** Leave Encashment benefits (short term compensated absences) are provided on the basis of calculations made by the Company based on average encashable salary of the employee.



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Statement of Profit & Loss  
for the year ended 31st March, 2014

	As On 31.03.2014 Amt.In (Rs.)	As On 31.03.2013 Amt.In (Rs.)
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**Note - 4: Share Capital**

**Authorized Share Capital :**

54000000 (54000000) Equity Shares of Rs 10 each	54,00,00,000	54,00,00,000
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**Issued, Subscribed and fully paid up shares :**

50197336 (50197336) Equity Shares of Rs 10 each fully paid up	50,19,73,360	50,19,73,360
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**Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

At the beginning of the period	5,01,97,336	1,25,49,334
Issued during the period	0	3,76,48,002
At the end of the period	5,01,97,336	5,01,97,336

**Terms/Rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share.

**Aggregate number of bonus shares issued, shares issued for consideration other than cash during the period and during five years immediately preceding the reporting date**

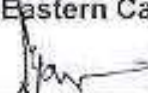
Shares issued during the year 2012-13	0	3,76,48,002
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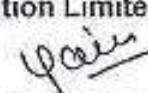
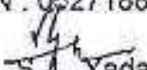
**Details of Shareholders holding more than 5% equity shares in the company**

NECC Automobiles (P) Limited	8334152(16.60%)	8334152(16.60%)
NECC Securities (P) Limited	7656880(15.25%)	7656880(15.25%)
Sunil Kumar Jain	12663768(25.23%)	15863768(31.20%)
Suvi Developers P Ltd	3631400(7.23%)	3631400(7.23%)
Religare Finvest Limited	6040444(12.03%)	5327814 (10.61%)
Utkarsh Jain	3000000(5.98%)	0



**For North Eastern Carrying Corporation Limited**

  
 Sunil Kumar Jain  
 Managing Director  
 DIN : 00010695

  
 Utkarsh Jain  
 Director  
 DIN : 05271884  
  
 S.L. Yadav  
 Vice President



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt.In (Rs.)</u>	As On 31.03.2013 <u>Amt.In (Rs.)</u>
<b>Note : 5 Reserves &amp; Surplus</b>		
Shree Ganesh Ji Maharaj	1,101	1,101
<b>Security Premium Account</b>		
Opening Balance	0	9,00,00,000
Add : Addition during the year	0	0
Less : Bonus Shares Issued	0	9,00,00,000
Closing Balance	<u>0</u>	<u>0</u>
<b>General Reserve</b>		
Opening Balance	0	6,19,48,871
Add : Addition during the year	0	0
Less : Bonus Shares Issued	0	6,19,48,871
Closing Balance	<u>0</u>	<u>0</u>
<b>Surplus/Deficit in the statement of profit and loss</b>		
Balance as per last financial statements	5,23,34,159	22,48,50,368
Profit (-Loss) after tax for the year	6,27,01,926	5,20,14,940
Less : Bonus Shares Issued	0	22,45,31,149
Closing Balance	<u>11,50,36,086</u>	<u>5,23,34,159</u>
<b>Total</b>	<u>11,50,37,187</u>	<u>5,23,35,260</u>
<b>Note : 6 Long Term Borrowings</b>		
Mahindra & Mahindra Financial Services Ltd	0	52,659
Volkswagen	36,684	36,684
ICICI Bank Limited	2,58,320	10,84,232
Kotak Mahindra Bank	71,50,470	0
HDFC Bank Limited	27,54,094	56,79,556
Reliance Capital Limited	0	57,60,526
(Secured against hypothecation of vehicles financed)		
<b>Total</b>	<u>1,01,99,567</u>	<u>1,26,13,657</u>



For NORTH EASTERN CARRYING CORPORATION LIMITED

Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884  
S. L. Yadav  
Vice President

**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 Amt. In (Rs.)	As On 31.03.2013 Amt. In (Rs.)
<b>Note : 7 Short Term Borrowings</b>		
Mahindra & Mahindra Financial Services Ltd.	52,663	1,53,280
BMW India Financial Services Limited	0	15,04,261
HDFC Bank Limited	3,56,98,352	75,27,511
ICICI Bank Limited	8,25,912	7,40,204
Volkswagen	2,26,475	4,39,815
Reliance Capital Limited	43,54,154	1,49,51,311
Kotak Mahindra Bank Term Loan	4,79,36,895	0
(Secured against hypothecation of vehicles financed)		
 Kotak Mahindra Bank ( OD A/c)	 22,51,58,580	 22,78,25,361
Oriental Bank of Commerce (OD A/c.)	38,88,94,159	38,71,77,490
(All the loans secured against hypothecation/charge on all the current assets incl. Book Debts and collaterally secured by charge against properties of Directors of the Company and other Associated Concerns and personal guarantee of some of Directors, their HUF and Corporate Guarantee of Associated Concerns)		
 Unsecured Loans	 1,25,00,000	 300,000
	<u>71,56,47,190</u>	<u>64,06,19,233</u>
<b>Note : 8 Trade Payables</b>		
Sundry Creditors	1,00,72,852	81,40,034
<b>Total</b>	<u>1,00,72,852</u>	<u>81,40,034</u>
<b>Note : 9 Other Current Liabilities</b>		
Security Deposits	1,99,000	6,74,000
E. S. I. Payable	1,62,192	1,26,135
Provident Fund Payable	5,86,197	6,01,395
Professional Tax Payable	12,047	5,450
T. D. S. Payable	17,40,990	12,08,206
Service Tax Payable	18,60,178	5,88,577
Bonus/ Ex-Gratia Payable	31,62,917	34,10,908
Leave Encashment Payable	0	35,56,782
Lorry Freight Payable	27,98,464	96,52,063
Claim Payable	1,20,233	8,13,458
Other Expenses & Liabilities Payable	43,87,446	39,08,852
Service Tax Not Received Not Due	5,988	1,28,048
<b>Total</b>	<u>1,50,35,652</u>	<u>2,46,51,874</u>

For NORTH EASTERN CARRYING CORPORATION LIMITED

Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 01271684  
S. L. Yadav  
Vice President





# NORTH EASTERN CARRYING CORPORATION LIMITED

Note 11: Fixed Assets Annexed to and Forming Part of the Balance Sheet as on 31.03.2014

Particulars	Rates	GROSS BLOCK			DEPRECIATION			Amount In Rupees		
		As At 01.04.2013	Addition during theYr.	Sale during the Year	As At 31.03.2014	As At 01.04.2013	For the Year	As At 31.03.2014	As At 31.03.2013	
Tangible Assets										
(WDV)										
Land	0.00%	24,45,049	0	0	24,45,049	0	0	0	24,45,049	24,45,049
Building	5.00%	2,51,71,829	0	0	2,51,71,829	63,18,020	0	8,42,690	91,60,710	1,60,11,119
Car & Scooter	25.89%	4,06,79,611	5,98,178	30,62,081	3,82,15,708	1,56,67,581	20,76,967	62,29,558	2,08,20,212	1,73,95,496
Air Conditioner & Coolers	13.91%	24,82,052	256,490	0	27,38,542	15,72,147	0	1,57,642	17,29,789	10,08,753
Electrical Install. & Fit	13.91%	12,77,690	18,500	0	12,96,190	5,88,702	0	98,284	6,86,986	6,09,204
Generators	13.91%	12,68,325	0	0	12,68,325	8,14,158	0	63,175	8,77,333	3,90,592
Weighing Scales	13.91%	2,88,027	0	0	2,88,027	2,28,165	0	8,327	2,36,492	51,535
Cycles	20.00%	1,78,518	23,245	0	2,01,763	1,20,994	0	13,688	1,34,682	67,081
Office Equipments	13.91%	53,14,528	4,96,713	0	58,11,241	31,13,314	0	3,54,533	34,67,847	23,43,354
Computers	40.00%	3,03,46,850	17,21,272	2,200	3,20,68,922	2,59,77,362	2,200	19,78,385	2,79,53,570	41,12,352
Furniture & Fixtures	18.10%	1,11,94,624	1,19,650	0	1,13,14,274	87,60,560	0	4,54,424	92,14,984	20,99,260
Typewriters	13.91%	1,797	0	0	1,797	1,597	0	25	1,625	172
Lorry & Trucks	16.21% (SLM)	15,46,12,392	30,419,720	74,17,096	17,75,14,106	11,21,79,329	74,17,966	2,64,18,425	13,11,79,759	4,64,34,347
Intangible Assets										
Goodwill	0.00%	275,261,262	33,653,768	10,482,277	298,432,773	178,341,949	9,497,163	36,619,203	205,463,939	92,908,784
Total		32,86,35,262	3,36,53,768	1,04,82,277	35,18,05,773	17,83,41,949	94,97,163	3,68,19,203	20,54,63,989	14,63,42,784
Previous Year		312,170,917	20,450,000	3,985,835	328,635,282	146,369,201	2,938,387	3,49,11,135	17,63,41,949	15,02,93,333

For NORTH EASTERN CARRYING CORPORATION LIMITED

*[Signature]*  
Sumit Kumar Jain  
Managing Director  
DIN : 00010895

*[Signature]*  
Ulkaish Jain  
Director  
DIN : 06271884  
*[Signature]*  
S. V. Yadav  
Vice President



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt. In (Rs.)</u>	As On 31.03.2013 <u>Amt. In (Rs.)</u>
<b>Note : 10 Short Term provisions</b>		
Provision for I. Tax (AY 2014-2015)	3,69,82,720	0
Provision for I. Tax (AY 2013-2014)	3,18,67,084	2,93,27,214
Provision for I. Tax (AY 2012-2013)	2,92,52,040	2,92,52,040
Provision for I. Tax (AY 2011-2012)	2,21,60,772	2,21,60,772
Provision for I. Tax (AY 2010-2011)	1,72,00,000	1,72,00,000
Provision for Fringe Benefit Tax (AY 2009-10)	12,96,751	12,96,751
Provision for Wealth Tax	25,000	25,000
Provision for Gratuity	2,09,14,295	1,74,17,028
<b>Total</b>	<u>15,95,98,642</u>	<u>11,66,78,805</u>
<b>Note : 12 Long Term Loans &amp; Advances</b>		
Security Deposits	1,53,095	1,53,299
Earnest Money Deposits	91,16,139	1,37,42,328
Landlord Security Deposits	2,68,22,986	2,50,42,886
	<u>3,60,92,220</u>	<u>3,89,38,513</u>
<b>Note : 13 Trade Receivables</b> (Unconfirmed, Unsecured and Considered Good)		
Debts outstanding for more than six months	8,20,65,875	8,35,70,740
Others Debts	105,92,99,473	90,63,71,174
<b>Total</b>	<u>114,13,65,348</u>	<u>98,99,41,914</u>
<b>Note : 14 Cash &amp; Cash Equivalent</b>		
Cash-in-Hand		
Cash in Hand	60,51,564	80,56,178
Funds In Transit	80,67,152	1,20,46,955
	<u>1,41,18,716</u>	<u>2,01,03,133</u>
<b>Bank Balance</b>		
Balance - In Current A/c	1,50,98,698	2,38,36,363
Balance - In Fixed Deposits	28,68,749	37,73,749
	<u>1,79,67,447</u>	<u>2,76,10,112</u>
<b>Total</b>	<u>3,20,86,162</u>	<u>4,77,13,245</u>



For NORTH EASTERN CARRYING CORPORATION LIMITED

Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884  
S. L. Yadav  
Vice President



**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt.In (Rs.)</u>	As On 31.03.2013 <u>Amt.In (Rs.)</u>
<b>Note : 15 Short Term Loans and Advances</b>		
(Unconfirmed, Unsecured & Considered Good)		
(Advance recoverable in cash or in kind or for value to be recd.)		
Staff Advances	87,27,382	96,73,165
Rates & Taxes Receivable	1,20,34,105	86,03,910
Prepaid Expenses & Recoverables	13,85,405	15,99,448
Refund Due ( AY 09-10)	18,11,405	18,11,405
Advance Income Tax/TDS (AY 10-11)	2,01,85,133	2,01,85,133
Advance Income Tax/TDS (AY 11-12)	2,20,43,455	2,20,43,455
Advance Income Tax/TDS (AY 12-13)	2,99,19,412	2,99,19,412
Advance Income Tax/TDS (AY 13-14)	3,18,67,171	2,70,43,473
Advance Income Tax/TDS (AY 14-15)	2,37,17,403	0
Advance Fringe Benefit Tax (AY 09-10)	13,25,000	13,25,000
Other Advances	1,33,19,702	1,28,58,517
Interest Accrued but not recieved on FDR	1,41,619	4,11,399
<b>Total</b>	<b>16,64,77,191</b>	<b>13,54,74,315</b>
<b>Note : 16 Revenue from Operations</b>		
Freight	570,61,57,340	540,73,35,136
Commission on Freight	1,14,09,552	0
Demurages	0	4,13,148
<b>Total</b>	<b>571,75,66,892</b>	<b>540,77,48,284</b>
<b>Note : 17 Other Income</b>		
Profit on sale of Fixed Assets	24,66,086	5,21,652
Discount on Finance	0	33,201
Insurance Claim	365,767	0
Other Income	0	78,000
Interest received	9,26,580	10,48,743
<b>Total</b>	<b>37,58,433</b>	<b>16,81,596</b>
<b>Note : 18 Operating / Direct Cost/ Services Availed</b>		
Lorry Freight	525,54,35,191	498,79,30,080
Lorry Maintenance	1,71,73,592	1,87,01,889
Commission	79,53,119	58,52,649
Claims	1,63,39,464	1,04,70,861
<b>Total</b>	<b>529,74,01,366</b>	<b>502,29,55,479</b>



For NORTH EASTERN CARRYING CORPORATION LIMITED

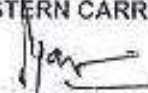
Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884  
S. L. Yadav  
Vice President

**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 <u>Amt.In (Rs.)</u>	As On 31.03.2013 <u>Amt.In (Rs.)</u>
<b>Note : 19 Employee Benefit Expenses</b>		
Establishment Expenses	7,33,75,058	6,91,92,543
PF/ESI	55,95,158	53,24,370
Gratuity	54,14,508	38,36,274
Recruitment & Training Expenses	1,50,000	0
Directors Remuneration	36,00,000	0
Staff Welfare	26,36,848	0
<b>Total</b>	<u>9,09,71,572</u>	<u>7,83,53,187</u>
<b>Note : 20 Financial Cost</b>		
Bank Interest	7,73,47,801	6,60,04,583
<b>Total</b>	<u>7,73,47,801</u>	<u>6,60,04,583</u>
<b>Note : 21 Depreciation &amp; Amortised Cost</b>		
Depreciation	3,66,19,203	3,49,11,135
<b>Total</b>	<u>3,66,19,203</u>	<u>3,49,11,135</u>

For NORTH EASTERN CARRYING CORPORATION LIMITED

  
 Sunil Kumar Jain  
 Managing Director  
 DIN : 00010695

  
 Utkarsh Jain  
 Director  
 DIN : 05271884  
  
 S. L. Yadav  
 Vice President





**NORTH EASTERN CARRYING CORPORATION LIMITED**  
Consolidated Notes forming part of Balance Sheet and Profit & Loss Statement  
for the year ended 31st March, 2014

	As On 31.03.2014 Amt. In (Rs.)	As On 31.03.2013 Amt. In (Rs.)
Note : 22 Other Administrative Expenses	10,30,017	9,50,606
Advertisement & Publicity	9,880	9,930
Books & Periodicals	76,245	1,06,859
Business Promotion	47,82,607	40,98,443
Bank Charges & Comm.	27,01,776	28,64,794
Car Expenses	20,63,547	17,97,280
Conveyance & Scooter Petrol	9,79,864	12,10,084
Diwali Expenses	0	36,00,000
Directors Remuneration	0	11,43,500
Donations	56,56,632	57,09,432
Electricity & Water Charges	10,82,167	4,75,764
Fees, Rates & Taxes	11,91,111	13,45,666
General Expenses	11,79,007	11,54,972
Generator Hire & Maintenance Charges	19,57,554	20,23,095
Insurance	3,57,365	3,82,391
Interest on Late Deposit of Govt. Dues	4,21,083	48,324
Internet Charges	44,20,529	69,80,129
Legal & Professional Expenses	6,51,044	6,56,000
Office Expenses	11,29,050	11,41,527
Packing & Forwarding Expenses	81,000	80,000
Payment to Auditors	0	1,17,750
Penalties Paid	18,12,972	18,13,769
Postage & Courier	43,37,458	40,23,489
Printing & Stationery	5,89,15,676	5,13,31,533
Rent	45,56,318	46,07,091
Repair & Maintenance	0	4,000
Recruitment & Training Expenses	29,27,884	28,30,077
Scooter Expenses	13,05,525	13,06,041
Security Guard Charges	8,055	0
Short & Excess	1,40,000	28,34,135
Staff Welfare	14,93,754	10,39,118
Subscriptions	59,40,777	55,82,813
Telephone Expenses	83,09,961	86,38,308
Travelling Expenses	74,01,630	59,46,420
Finance Cost	12,69,40,486	12,58,63,342
<b>Total</b>	<b>12,69,40,486</b>	<b>12,58,63,342</b>

For NORTH EASTERN CARRYING CORPORATION LIMITED



Sunil Kumar Jain  
Managing Director  
DIN : 00010695

Utkarsh Jain  
Director  
DIN : 05271884  
S. L. Yadav  
Vice President

**23. Related Party Disclosures**

Related party disclosures as required under Accounting Standard (AS) – 18 "Related Party Disclosures"

a. Related parties and nature of related party relationships where control exists

<b>Name of the party</b>	<b>Description of relationship</b>
Sunil Kumar Jain	Key Management Personnel

b. Related parties and nature of related party relationship with whom transactions have been taken place

<b>Name of the party</b>	<b>Description of relationship</b>
Shreyans Buildtech Private Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence

Shreyans Buildwell Private Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence
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N.E.C.C Logistics	Enterprises over which Key Managerial Personnel are able to exercise significant influence
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Sunil Kumar Jain	Key Management Personnel
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Vanya Jain	Relatives of Key Managerial Personnel
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Jaswant Rai Jain & Sons (HUF)	Others
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Sunil Kumar Jain & Sons (HUF)	Others
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Transactions during the year with related parties (Rs)

	Key Managerial Personnel	Relatives of Key Managerial Personnel	Enterprises over which Key Managerial Personnel are able to exercise significant control	Others
Rent Paid	52,56,000	9,60,000	8,65,014	10,20,000
Directors Remuneration	36,00,000	-	-	-
Loan repaid	-	-	3,00,000	-
Personal/Corporate Guarantees obtained to the extent of loan taken by the Company	Yes	Yes	Yes	Yes

24. The Company has been advised that the computation of net profits for the purpose of directors remuneration under section 349 of the Companies Act, 1956 need not be





enumerated since no commission has been paid to the directors. Fixed monthly remuneration has been paid to the directors within the limits laid down under Schedule – XIII to the Companies Act, 1956.

25. Contingent Liability not provided for:

- (a) In Respect of Bank Guarantees issued by the bank on behalf of the company Rs 2,09,53,584/-
- (b) For claims/shortage not ascertained nor settled during the year. Claims lodged by customers but not settled by the company Rs 1,96,90,371/-
- (c) Approximate Liability on account of major cases filed against the company in various courts aggregating to Rs 1,31,10,020/-

26. Sundry Debtors include freight receivable against GRs issued during the year.

27. Last year figures are the standalone figures of North Eastern Carrying Corporation Limited and therefore, to that extent the last year figures may not be comparable.

28. Tax Deducted at Source (A.Y. 2014-2015) is not final as more TDS Certificates might be received by the company in future.

29. There is nothing to be disclosed under AS 17 – Segment Reporting since there is no business segment or geographical segment which is a reportable segment based on the definitions contained in the accounting standard.

30. The debit and credit balances standing in the name of parties are subject to confirmation from them.

31. The company has not received any intimation from "suppliers" regarding their status under Micro Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act have not been furnished.

32. In the opinion of the Board of Directors, the current assets, loans & advances are fully realizable at the value stated, if realized in the ordinary course of business. The provisions for all known liabilities are adequate in the opinion of board.

33. Being a service company quantitative information/clause are not applicable.

34. <u>Payment to Auditors</u>	<u>Amt. In Rs.</u>
Audit Fee & Corporate Matters	Rs.81,000/- (Previous Year Rs.90,000/-)

35. Previous year figures have been regrouped/ reclassified wherever necessary.

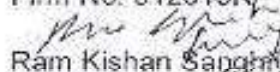
Auditors Report

As per our report of even date attached

For M/s Sanghi & Company

Chartered Accountants

Firm No: 012619N

  
Ram Kishan Sanghi


Proprietor

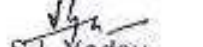
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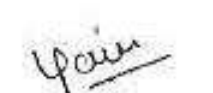


Place: Delhi

Date: 30.05.2014

  
Sunil Kumar Jain  
Managing Director  
DIN: 00010695

  
S L Yadav  
Vice President

  
Utkarsh Jain  
Director  
DIN: 05271884

**NORTH EASTERN CARRYING CORPORATION LIMITED**  
**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014**

	As At 31.03.2014 Amt. in Rs.	As At 31.03.2013 Amt. in Rs.
<b>A. Cash Flow From Operating Activities:</b>		
Net Profit before taxation	6,20,44,897	6,13,42,154
Add: Depreciation	3,60,10,203	3,49,11,135
Sub-Total	12,80,55,100	11,62,53,289
Less: Profit on Sale of Fixed Assets	24,66,086	5,21,652
Less: Interest on Income Tax Refund/Other Interest	9,26,580	10,48,743
Less: Profit on Sale of Shares	0	-
Operating Profit before working capital changes	12,52,71,434	11,46,92,694
Less: Increase in Sundry Debtors	15,14,23,434	23,30,00,644
Less: Increase in Loans & Advances	2,81,56,583	2,10,29,563
Add: Increase in Current Liabilities	3,53,36,434	1,65,23,833
Cash generated from operations	(1,89,72,149)	-122,823,360
Less: Income Tax Paid/Provided	3,99,52,812	2,93,27,214
Net Cash From Operating Activities	(5,89,64,961)	(15,21,50,504)
<b>B. Cash Flow From Investing Activities:</b>		
Add: Sale Proceeds of Fixed Assets	34,51,200	15,68,900
Add: Profit on Sale of Shares	-	-
Add: Interest on Income Tax Refund/Other Interest	9,26,580	10,48,743
Less: Purchase of Fixed Assets	3,36,53,768	2,04,50,000
Net Cash Outflow from Investing Activities	(2,92,75,988)	(1,79,32,357)
<b>C. Cash Flow From Financing Activities:</b>		
Add: Increase in Secured Loans	6,01,13,867	17,43,32,027
Add: Increase in Unsecured Loans	1,25,00,000	-
Net Cash Inflow from Financing Activities	7,26,13,867	17,43,32,027
<b>Net Increase in Cash &amp; Cash Equivalents (A+B+C)</b>	-15,627,083	4,349,076
Add: Cash & Cash Equivalents at beginning of Year	4,77,13,245	4,33,94,170
<b>Cash &amp; Cash Equivalents at end of Year</b>	3,20,86,162	4,77,13,245

Place: Delhi  
Date: 30.05.2014

For and on behalf of board of director of  
North Eastern Carrying Corporation Limited

Sunil Kumar Jain      Utkarsh Jain  
Managing Director      Director  
DIN : 00010695      DIN : 05271884

Vivek Yadav  
Vice President

**Auditor's Certificate:**

We have examined the above Cash Flow Statement of North Eastern Carrying Corporation Ltd. for the year ended 31.03.14. The Statement has been prepared by the Company in accordance with the requirement of listing agreement Clause 32 with Stock Exchange and is based on and in agreement with the books and records of the company and also the Profit & Loss and Balance Sheet of the company covered by our report of even date to the members of the Company.

Place: Delhi  
Date: 30.05.2014



For M/s. Sanghi & Company  
Chartered Accountants  
Firm No: 0126199

Ram Keshan Sanghi  
Proprietor  
M. No. 091534



# NORTH EASTERN CARRYING CORPORATION LIMITED

Registered Off : 9062/47 Ram Bagh Road Azad Market, Delhi-110006

CIN L51909DL1984PLC019485 Tel :- (011)23517616-19, 32357519,

Website: [www.necgroup.com](http://www.necgroup.com), Email : [cs@necgroup.com](mailto:cs@necgroup.com)

## NOTICE

Notice is hereby given that the Twenty-Ninth Annual General Meeting of the shareholders of M/s North Eastern Carrying Corporation Limited will be held on Tuesday the 30<sup>th</sup> day of September, 2014 at the registered office of the Company at 9062/47, Ram Bagh Road, Azad Market, Delhi-110006 at 11:00 am to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at March 31<sup>st</sup>, 2014 and the statement of Profit and Loss for the year ended on that date together with Auditors Report and Directors Report thereon.

2. Appointment of Auditor

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendations of the Audit Committee and Board of the Company, Messrs. Sanghi & Company, Chartered Accountants (Firm Registration No. 012619N), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 32<sup>nd</sup> Annual General Meeting hereafter (subject to ratification by the members at every Annual General Meeting held hereafter), at a remuneration and other terms as may be determined by the Audit Committee and finalized by the Board of Directors of the Company."

### SPECIAL BUSINESS:

3. To consider and, if thought fit to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General Meeting of the shareholders of the Company held on September 30, 2013 and pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby accords its consent to the Board of Directors for borrowing any sums of money from time to time from any one or more persons, firms, bodies corporate, banks or financial institutions whether by way of cash credit, advance or deposits, loans or bill

discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and properties whether movable or stock-in-trade (including raw materials, stores, spare parts and components in stock or in transit) and work-in-progress or all or any of the undertakings of the Company notwithstanding that the monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, but, so, however, that the total amount up to which the monies may be borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of ` 250 Crores (Rupees Two Hundred and Fifty Crores only)."

4. To consider and, if thought fit to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the shareholders of the Company be and is hereby accorded for creation by the Board of Directors on behalf of the Company, of such mortgages/charges/hypothecation and floating charges (in addition to the existing mortgages / charges / hypothecation created by the Company in favour of the lenders) in such form and in such manner as may be agreed to between the Board of Directors and the lenders, on all or any of the present and future immovable and / or movable properties of the Company wherever situated, of every nature and kind whatsoever to secure any Indian Rupee or foreign currency loans, Debentures, advances and all other moneys payable by the Company to the lenders concerned, subject, however, to an overall limit of ` 250 Crores (Rupees Two Hundred and Fifty Crores only) of loans or advances already obtained or to be obtained from, in any form including by way of subscription to debentures issued or to be issued by the Company to, any financial institution, bank, body corporate, company, insurer or to the general public."

5. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made thereunder, Mr. Utkarsh Jain, who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. December 16, 2013 and who holds office up to the date of



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this Annual General meeting and also liable to retire by rotation up to AGM and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mr. Utkarsh Jain for the office of the Director of the Company, be and is hereby elected and appointed as an Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation."

6. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made thereunder, Mrs. Vanya Jain, who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. August 18, 2014 and who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mrs. Vanya Jain for the office of the Director of the Company, be and is hereby elected and appointed as an Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation."

7. To consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT Mr. Utsav Jain (DIN - 01609344), a non-executive Director of the Company appointed pursuant to the provisions of the Companies Act, 1956 and acting as an Independent Director in accordance with the clause 49 of the Listing Agreement entered into with the Stock Exchanges and whose term of office is liable to retirement by rotation be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation, for a term of five(5) consecutive years up to 31<sup>st</sup> March, 2019 pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder."

8. To consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT Mr. Mohak Jain (DIN - 02525330), a non-executive Director of the Company appointed pursuant to the provisions of the Companies Act, 1956 and acting as an Independent Director in accordance with the clause 49 of the Listing Agreement entered into with the Stock Exchanges and whose term of office is liable to retirement by rotation be and is hereby appointed as an


Independent Director of the Company, not liable to retirement by rotation, for a term of five(5) consecutive years up to 31<sup>st</sup> March, 2019 pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

9. To consider and, if thought fit to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT Mr. Manoj Kumar Jain (DIN - 02573858), a non-executive Director of the Company appointed pursuant to the provisions of the Companies Act, 1956 and acting as an Independent Director in accordance with the clause 49 of the Listing Agreement entered into with the Stock Exchanges and whose term of office is liable to retirement by rotation be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation, for a term of five(5) consecutive years up to 31<sup>st</sup> March, 2019 pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder."

On Behalf of the Board of Directors  
North Eastern Carrying Corporation Limited

Place: Delhi  
Date: 30.08.2014

  
Sunil Kumar Jain  
Chairman  
DIN 00010695

  
Utkarsh Jain  
Director  
DIN 05271884



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## NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act) in respect of the special business set out in the Notice.

2. 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. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT 9062/47, RAM BAGH ROAD, AZAD MARKET, DELHI 110006 NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ATTACHED HEREWITH.

Proxies submitted on behalf of companies, institutional investors, societies, etc., must be supported by appropriate resolution/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

4. The Register of Members and Share Transfer Books of the Company will remain closed from 25th day of September 2014 to 30th day of September 2014 (both days inclusive) for the purpose of Annual General Meeting (AGM).

5. Members holding equity shares in physical form are requested to notify/send details of their bank account, mail-id etc. in case the same has not been furnished earlier or any change in their registered address/email-ID/NECS mandate/bank details etc. to the Company or its Registrar and Share Transfer Agent (RTA), M/s Mas Services Limited, F-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020, quoting their folio numbers.

Members holding equity shares in dematerialized form are requested to notify/send the aforesaid details to their respective Depository Participant(s) (DP).

6. In terms of circular issued by Securities and Exchange Board of India (SEBI), it is mandatory to furnish a copy of PAN Card to the Company/RTA in the following cases viz transfer of shares, deletion of name, transmission of shares and transposition of shares held in physical form. Shareholders are requested to furnish copy of PAN Card for all the above mentioned transactions.

7. Members holding equity shares in physical form are advised, in their own interest to avail of the nomination facility by filing Form SH 13 and deposit the same with the Company or its RTA. Members holding shares in demat form may contact their respective DP for recording nomination in respect of their shares.

8. Members holding equity shares in physical form in identical order of names in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be issued to such Members.

9. The Company's equity shares are compulsorily traded in dematerialized form. Members holding equity shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management.

10. Members desirous of obtaining any information/clarification are requested to address their questions, if any, in writing to the Company Secretary at the Corporate Office of the Company at least 10 days before the date of the AGM, so that the information may be made available at the AGM.

11. Members are informed that in the case of joint holder(s) attending the meeting, only such joint holder which is higher in the order of names will be entitled to vote.

12. Members are requested to bring their attendance slip duly completed and signed, to be handed over at the entrance of the meeting hall.

13. As a measure of economy, copies of the Annual Reports will not be distributed at the venue of the AGM. Members are therefore requested to bring their own copies of the Annual Reports to the meeting.

14. Notice of the AGM along with the Annual Report for the financial year 2013-14 is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. The annual report and the notice of the AGM will also be available on the Company's website [www.neccggroup.com](http://www.neccggroup.com).

15. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register/update the same in respect of equity shares held by them in demat form with their respective DP and in the case of physical form with the Company or its RTA.



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16. Documents referred to in the notice and explanatory statement are open for inspection at the Registered/Corporate Offices of the Company on all working days between 10.00 a.m. to 05.00 p.m. upto the date of AGM and will also be available for inspection at the meeting.

17. Members/Proxies are welcome at the AGM of the Company. However the Members/Proxies may please note that no gifts/gift coupons will be distributed at the AGM.

18. Pursuant to Clause 49 of the Listing Agreement, the details of the Directors seeking re-appointment/appointment at the ensuing Annual General Meeting are provided in this notice.

19. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice.

The procedure and instructions for e-voting as given in the Notice of the 29th Annual General Meeting are again reproduced hereunder for easy reference

A) In case of members receiving e-mail:

i) If you are holding shares in Demat form and had logged in to [www.evotingindia.com](http://www.evotingindia.com) and casted your vote earlier for EVSN of any Company, then your existing login id and password are to be used.

ii) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)

iii) Click on "Shareholders" tab to cast your votes.

iv) Now, select the Electronic Voting Sequence Number - "EVSN" along with "COMPANY NAME-North Eastern Carrying Corporation Limited" from the drop down menu and click on "SUBMIT"

v) Now, fill up the following details in the appropriate boxes:

	For members holding shares in Demat Form	For Members holding shares in Physical Form
User ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department when	

prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)

Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio no in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's after the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA12340000 in the PAN field

Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL/ NSDL client id. For example: in case of name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is "RA00001234"

DOB Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format

Dividend Bank Details Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on cut-off date (record date) of August 29, 2014 in the Dividend Bank details field.

vi) After entering these details appropriately, click on "SUBMIT" tab.

vii) Members holding shares in physical form will then reach directly to the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily change their login password, in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@ # \$ % & \*). Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password



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confidential. Kindly note that this changed password is to be also used by the Demat holders for voting for resolutions for the Company or any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform.

iii) Click on the EVSN for North Eastern Carrying Corporation Limited to vote.

x) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

y) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.

z) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

aa) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

B) In case of members receiving the physical copy of Notice of AGM [for members whose e-mail IDs are not registered with the Company/ depository participant(s) or requesting physical copy]:

Please follow all steps from sl. no. (ii) to sl. no. (xii) above, to cast vote.

C) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution in PDF format in the system for the scrutinizer to verify the vote.

## General Instructions:

i) The voting period begins on September 24, 2014 at 9.00 a.m. and ends on September 26, 2014 at 6.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of August 29, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

ii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com)

under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

c) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of August 29, 2014.

d) The Company has appointed M/s A.K. FRIENDS & COMPANY, Practicing Company Secretaries as the Scrutinizer for conducting the e-voting process in fair and transparent manner.

e) The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in

f) The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.necgroup.com](http://www.necgroup.com) and on the website of CDSL within two (2) days of passing of the favour or against, if any, forthwith to the Chairman of the Company.

On Behalf of the Board of Directors  
North Eastern Carrying Corporation Limited

Place Delhi  
Date: 30.08.2014

Sunil Kumar Jain  
Chairman  
DIN 00010695

Utkarsh Jain  
Director  
DIN 05271884



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

## ITEM NO. 3 & 4

At the Annual General Meeting held on September 30, 2013 the Board of Directors were authorized under Section 293 (1) (d) of the Companies Act, 1956, to borrow up to a limit of Rs. 1,50,00,00,000/- apart from temporary loans obtained/to be obtained from the bankers (by way of cash credit limits and working capital demand loans) in the ordinary course of business.

Your Directors are of the view that there will be steady growth in business. The growth in business would require additional funds. Hence, the mobilization of funds by the Company will substantially increase. Therefore it is considered desirable to increase the limit of borrowings to 2,50,00,00,000/- apart from the temporary loans obtained/to be obtained from the Company's bankers in the ordinary course of business.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3 and 4.

## ITEM NO. 5

Based on the recommendation of the Remuneration Committee, The Board of Directors at their meeting held on 16<sup>th</sup> December, 2013 appointed Mr. Utkarsh Jain as an Additional Director of the Company with effect from 16<sup>th</sup> December, 2013.

Mr. Utkarsh Jain, is belongs to a promoter group and he is the son of Mr. Sunil Kumar Jain who is the Managing Director of the Company Mr. Utkarsh Jain is doing Graduation Programme. He is young and dynamic. He is giving his full attention for the benefit of the Company.

Under Section 161(1) of the Companies Act, 2013, Mr. Utkarsh Jain holds office only up to the date of this Annual General Meeting of the Company. A notice has been received from a member proposing Mr. Utkarsh Jain as a candidate for the office of Director of the Company.

The Board considers that the appointment of Mr. Utkarsh Jain as a Director of the Company would be of immense benefit to the Company. Accordingly, the Board of Directors recommends his appointment as a Director of the Company whose period of office is liable to determination by retirement of directors by rotation.

Copy of draft appointment letters of the aforesaid Directors setting out terms and conditions are available for inspection without any fee by the members at the

Company's Registered Office during normal working hours on working days.

Except Mr. Utkarsh Jain (being an appointee), Mr. Sunil Kumar Jain & Mrs. Vanya Jain and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

## ITEM NO. 6

Based on the recommendation of the Remuneration Committee, The Board of Directors at their meeting held on 18<sup>th</sup> August, 2014 appointed Mrs. Vanya Jain as an Additional Director of the Company with effect from 18<sup>th</sup> August, 2014.

Mrs. Vanya Jain, is belongs to a promoter group and she is the wife of Mr. Sunil Kumar Jain who is the Managing Director of the Company. She has immense experience in business administration and management, transport business and she is already a director in other companies.

Under Section 161(1) of the Companies Act, 2013, Mrs. Vanya Jain holds office only up to the date of this Annual General Meeting of the Company. A notice has been received from a member proposing Mrs. Vanya Jain as a candidate for the office of Director of the Company.

The Board considers that the appointment of Mrs. Vanya Jain as a Director of the Company would be of immense benefit to the Company. Accordingly, the Board of Directors recommends her appointment as a Director of the Company whose period of office is liable to determination by retirement of directors by rotation.

Copy of draft appointment letters of the aforesaid Directors setting out terms and conditions are available for inspection without any fee by the members at the Company's Registered Office during normal working hours on working days.

Except Mrs. Vanya Jain (being an appointee), Mr. Sunil Kumar Jain & Mr. Utkarsh Jain and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

## ITEM NO. 7, 8 & 9

The concept of appointment of Independent Directors has been introduced for the first time under the provisions of Companies Act, 2013 and was made effective from 1st April, 2014. However, your Company being a listed Company, by virtue of clause 49 of the Listing Agreement



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with Stock exchanges, was required to appoint requisite number of Independent Directors on the Board of Directors ("the Board") of the Company. Accordingly, Mr. Utsav Jain, Mr. Mohak Jain & Mr. Manoj Kumar Jain, Directors of the Company, whose appointment has already been approved by the Board and Members of the Company, are acting as Independent Directors in compliance with the listing requirement at the commencement of the Companies Act, 2013. However their terms are subject to liable by retirement by rotation as per erstwhile Companies Act, 1956.

Section 149 of the Companies Act, 2013 inter-alia provides that every listed public company shall have at least one-third of the total number of directors as Independent Directors and that every company existing on or before the date of commencement of this Act shall, within one year from such commencement or from the date of notification of the rules in this regard as may be applicable; comply with the said requirement.

Further Section 149 of the Companies Act, 2013, inter-alia, provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and their office will not be subject to retirement by rotation. It is further clarified that any tenure of an Independent Director on the date of commencement of this Act shall not be counted as a term of appointment of Independent Directors.

Based on the declaration received from Mr. Utsav Jain, Mr. Mohak Jain & Mr. Manoj Kumar Jain, Directors of the Company in terms of Section 149 (7) of the Companies Act, 2013, the Board is of the opinion that Mr. Utsav Jain, Mr. Mohak Jain & Mr. Manoj Kumar Jain fulfills the criteria of being appointed as Independent Directors as stipulated in Section 149 (6) of the Companies Act, 2013 and other applicable provisions of Companies Act, 2013 and Rules made thereunder and are also independent of the management.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a member along with a deposit of requisite amount proposing the candidature for appointment of aforesaid Directors as Independent Directors.

All are eminent personalities in their respective fields. Your Board considers that their continued association with the Company would be of immense benefit to the Company. In view thereof, the Board recommends for approval of the shareholders for the appointment of Mr. Utsav Jain, Mr. Mohak Jain & Mr. Manoj Kumar Jain, Directors of the Company as Independent Directors of the Company pursuant to the provisions of Companies Act, 2013 for a term of five (5) consecutive years upto 31<sup>st</sup> March, 2019 and to hold office which shall not be liable to determination by retirement of directors by rotation.

Copy of draft appointment letters of the aforesaid Directors setting out terms and conditions are available for inspection without any fee by the members at the Company's Registered Office during normal working hours on working days.

Except Mr. Utsav Jain, Mr. Mohak Jain & Mr. Manoj Kumar Jain and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7, 8 & 9.

On Behalf of the Board of Directors  
North Eastern Carrying Corporation Limited

Place: Delhi  
Date: 30.08.2014

Sunil Kumar Jain  
Chairman  
DIN 00010695

Utkarsh Jain  
Director  
DIN 05271884



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In compliance with Clause 49 IV (G) of Listing Agreement, brief resume, expertise and details of other directorships, membership in committees of Directors of other companies and shareholding in the Company of the Directors proposed to be re-appointed are as under:

Name of Directors	Mr. Utkarsh Jain	Mrs. Vanya Jain	Mr. Utsav Jain	Mr. Mohak Jain	Mr. Manoj Kumar Jain
Date of Birth	20/04/1994	11/12/1966	12/02/1985	16/09/1988	17/01/1966
DIN	05271884	01364596	01609344	02525330	02573858
Qualification	Doing BBA	Graduate	Graduate	Graduate	Graduate
Brief resume & Expertise in specific functional areas	Mr. Utkarsh Jain, is belongs to a promoter group and he is the son of Mr. Sunil Kumar Jain who is the Managing Director of the Company. He is young and dynamic. He is giving his full attention for the benefit of the Company.	Mrs. Vanya Jain, is belongs to a promoter group and she is the wife of Mr. Sunil Kumar Jain who is the Managing Director of the Company. She has immense experience in business administration and management, transport business and she is already a director in other companies.	He is the youngest director of the Board of Directors of the Company. He is the member of the audit Committee and the remuneration Committee of the Company	He is the youngest director of the Board of Directors of the Company. He is the member of the audit Committee and the remuneration Committee of the Company	He is the youngest director of the Board of Directors of the Company. He is also member of the audit Committee and the remuneration Committee of the Company
*Directorships in other Public Limited Companies	NIL	1	1	1	2
**Committee Positions held in Companies (including North Eastern Carrying Corporation Limited) C - Chairman M - Member	NIL	NIL	2	2	Member :3 Chairman : 1
No. of shares held in the Company	3000000	2274900	0	0	10000
% of Shareholding	5.976%	4.532%	0%	0%	.020%

\* Excludes Alternate Directorships and directorships in private companies, foreign companies and section 25 companies.

\*\* Represents Memberships / Chairmanships of Audit Committee and Shareholders' / Investors' Grievance Committee of Public Companies



# NORTH EASTERN CARRYING CORPORATION LIMITED

Registered Off : 9062/47 Ram Bagh Road Azad Market, Delhi-110006

CIN L51909DL1984PLC019485 Tel:- (011)23517616-19, 32357519,

Website: [www.neccgroup.com](http://www.neccgroup.com), Email : [cs@neccgroup.com](mailto:cs@neccgroup.com)

Form No.MGT-11

Proxy Form

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

CIN	L51909DL1984PLC019485
Name Of The Company	NORTH EASTERN CARRYING CORPORATION LIMITED
Registered Office	9062/47, RAM BAGH ROAD, AZAD MARKET DELHI 110006

Name of the member(s)		
Registered Address		
Folio No./Client ID/ DP ID		

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint:

1	Name		Signature
	Address		
	Email ID		

or failing him

2	Name		Signature
	Address		
	Email ID		

or failing him

3	Name		Signature
	Address		
	Email ID		

# NORTH EASTERN CARRYING CORPORATION LIMITED

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as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company, to be held on Monday, 30<sup>th</sup> September, 2014 at 11.00 a.m. at 9062/47, Ram Bagh Road, Azad Market, Delhi 110006 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Resolution No	Description
Ordinary Business	
1.	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2014
2.	Appointment of Messrs. Sanghi & Company, Chartered Accountants as Statutory Auditors and fixing their remuneration
Special Business	
3.	Approve limit for borrowing of funds not exceeding Rs.250 crores
4.	Approve creation of Charge / Mortgage on Assets/ Undertakings of the company, subject to the limits approved under Section 180(1)(c) of the Companies Act, 2013
5.	Appointment of Mr. Utkarsh Jain, who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM, as Non Executive Director
6.	Appointment of Mrs. Vanya Jain, who holds office up to the date of this Annual General meeting and also liable to retire by rotation up to AGM, as Non Executive Director
7.	Appointment of Mr. Utsav Jain as an Independent Director for a term of five(5) consecutive years up to 31 <sup>st</sup> March, 2019
8.	Appointment of Mr. Mohak Jain as an Independent Director for a term of five(5) consecutive years up to 31 <sup>st</sup> March, 2019
9.	Appointment of Mr. Manoj Kumar Jain as an Independent Director for a term of five(5) consecutive years up to 31 <sup>st</sup> March, 2019

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2014

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

Affix Rs. 1/-  
Revenue  
Stamp

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



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## ELECTRONIC VOTING PARTICULARS

EVSN(Electronic Voting Sequence Number)	PAN	USER ID	NO. OF SHARES

The e-voting facility will be available during the following voting period :

Commencement of e-voting	From 09.00 a.m. (IST) on September 24, 2014
End of e-voting	Upto 06.00 p.m. (IST) on September 26, 2014

. The cut-off date (i.e. the record date) for the purpose of e-voting is 29<sup>th</sup> August, 2014

TEAR HERE

## NORTH EASTERN CARRYING CORPORATION LIMITED

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CIN L51909DL1984PLC019485 Tel:- (011)23517616-19, 32357519,  
Website: [www.necgroup.com](http://www.necgroup.com), Email: [cs@necgroup.com](mailto:cs@necgroup.com)

### ATTENDANCE SLIP

I/We hereby record my presence at the 29<sup>th</sup> Annual General Meeting held on Tuesday the 30<sup>th</sup> day of September, 2014 at the registered office of the Company at 9062/47, Ram Bagh Road, Azad Market, Delhi-110006 at 11:00 am.

Name of the Shareholders or Proxy (In Block Letters)

No. of Shares Held

Regd. Folio No.

DP ID & Client ID

Signature of the Shareholder/Proxy

Note:

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL.



**The procedure and instructions for e-voting are as follows:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME – "NORTH EASTERN CARRYING CORPORATION LIMITED" from the drop down menu and click on "SUBMIT".
- (iv) Now, enter your User ID as given overleaf in the box.
- (v) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.
- (vi) Now, fill up the following details in the appropriate boxes:

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat account shareholders as well as physical shareholders) as given overleaf in the box.
DOB*	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank Details*	Enter the Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

\*Please enter any one of the details in order to login. In case both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for **NORTH EASTERN CARRYING CORPORATION LIMITED** to vote.
- (xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then enter the User ID and Captcha Code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**General Instructions:**

- (A) The e-voting period commences on 24<sup>th</sup> September, 2014 (9.00 a.m.) and ends on 26<sup>th</sup> September, 2014 (6.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 29<sup>th</sup> August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (B) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (C) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 29<sup>th</sup> August, 2014.
- (D) M/s A K FRIENDS & CO., a Practicing Company Secretaries Firm (Membership No. FCS – 5129 & CP No. 4056), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (E) The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.necgroup.com](http://www.necgroup.com) and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.