

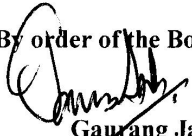
GMB CERAMICS LIMITED
CIN: L26933OR1982PLC001049

NOTICE

Notice is hereby given that the Annual General Meeting of the Members of GMB Ceramics Limited will be held at the Registered Office at Rajgangpur – 770 017, District Sundargarh (Orissa) on 30.09.2014 at 11.00 A.M to transact the following Business :

ORDINARY BUSINESS

01. To consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Profit & Loss statements for the year ended on that date, together with Report of the Directors and Auditors thereon.
02. To appoint Director in place of Sri G Ramkumar, who retires by rotation and being eligible offers himself for reappointment.
03. To appoint Auditors and fix their remuneration.

By order of the Board

Gaurang Jalan
Managing Director

Place : Kolkata

Dated the 2nd day of September, 2014

Notes :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.
Proxy in order to be effective must be received by the company not later than 48 hours before the commencement of meeting.
2. The Register of Member and Share Transfer Books of the Company will remain closed from 24th day of September, 2014 to 30th September, 2014 (both days inclusive)

GMB CERAMICS LIMITED

Directors' Report to the Members,

Your Directors present the 32nd Annual Report and Audited financial statements of the Company for the year ended 31st March, 2014.

Financial Results

During the year under review the company has sold components of plant & machinery which were totally damaged as scrap and adjusted the sale proceeds against the value of assets as the fragmented value of such assets were undeterminable. The fire wood and other rejected goods were also sold and the net result loss of Rs, 1986923/- as compared to previous year's loss of Rs, 1230291/- .The same is added to earliar carried forwarded loss.

Overall Review

The company, after taking possession of the assets at Balasore unit from the Receiver, concluding the winding up proceeding in Court being debt free and getting deregistered from BIFR is exploring the possibilities of restarting or whiling the asstes in diversification. The company is also in the process of disposing of the redundant facilities.

Directors

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Sri G Ramkumar, who retires by rotation and being eligible, offers himself for reappointment.

Auditor

Messrs. G.K. Tulsyan & Company, the auditors of the Company will retire at the forthcoming Annual General Meeting as the Company's auditors at remuneration to be decided by the Board of Directors.

Deposits

The company has not accepted / renewed any deposits from the public during the year under review.

Disclosures

The information as required under 217(1)(e) of the Companies Act, 1956, read with (Disclosure of particulars in the Report of Board of Directors) Rules, 1988, is set out as under. There was no foreign exchange outflow / inflow. The energy conservation and other disclosures required by the said rules are not applicable as the unit is non functioning.

GMB CERAMICS LIMITED

Directors Responsibility Statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors Responsibility Statement, it is hereby confirmed.

That in the preparation of the financial statements for the Financial Year ended 31st March, 2014 the applicable accounting standard had been followed

That the Directors selected such accounting policies, applied them consistently and made judgment and estimates that were responsible and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Profit or Loss of the Company for the year under review.

That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

That the Directors had prepared the accounts for the financial year ended 31st March, 2014 on an on- going concern basis.

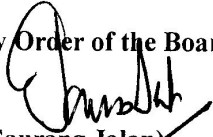
Secretarial Compliance Certificate

Secretarial Compliance Certificate pursuant to section 383A of the companies (Amendment) Act,2000 is attached herewith as Annexure.

Employees

During the year ended under review none of the employees of the company has received remuneration in excess of limit specified in Section 217(2A) of the Companies Act, 1956.

By Order of the Board


(Gaurang Jalan)
Managing Director