

LIKHAMI CONSULTING LIMITED
(Formerly: Spectrum Resources Limited)

33RD ANNUAL REPORT

2014 - 2015

LIKHAMI CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

NOTICE

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NOTICE is hereby given that the 33rd Annual General Meeting of **Likhami Consulting Limited** will be held on Monday, 28th September, 2015 at 10:00 A.M. at Room No. 1, 62A Dr. Meghnad Shah Sarani, 2nd Floor, Southern Avenue, Kolkata-700029 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements containing the audited Balance Sheet as at March 31st, 2015, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended March 31st, 2015 and the Reports of the Boards of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. C.M. Singh, who retires by rotation and being eligible offers himself for re-appointment
3. To ratify the appointment of Auditor, 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 139 and other applicable provisions of the Companies Act, 2013 and Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. S.R. Ghedia and Associates, Chartered Accountants (Firm Registration No. 118560W), as Auditors of the company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting (AGM) to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors.”

SPECIAL BUSINESS:

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 the provisions of Section 186 and other applicable provisions, if any, Companies Act, 2013 and the rules framed there under (including any statutory modification (s) re- enactment thereof for the time being in force) the provisions of MOA & AOA of the company and other necessary approvals, if any, and to the extent required ,the consent of the company be and is hereby accorded to the Board of Directors of the company (hereinafter referred to as the Board which term shall include any of its duly authorized committee or one or more directors) for making investment in shares & securities, making secured/ unsecured loans & advances and giving guarantees / indemnity to or for the benefit of companies / bodies corporate including subsidiary companies exceeding sixty percent of the company’s paid up capital and its free reserve or one hundred percent of its free reserves, provided that the total loans or investments made, guarantee given, and securities provided shall not exceed an aggregate amount of Rs 50,00,00,000/- (Rupees Fifty Crores)

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NOTICE (contd...)

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RESOLVED FURTHER THAT Board be and is hereby authorized to do all such acts, deeds, matters and things inter alia for execution of deeds / documents and for prescribing the limit for investment, loan guarantee and security to be made or provided to or in any or all body corporate / subsidiary with or without the intention of making any such body corporate including subsidiary companies or otherwise”.

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

“RESOLVED THAT pursuant to provision of Section 5 & 14 and other applicable provisions, if any, of Companies Act 2013 read with the Companies (Incorporation) Rules 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the existing Articles of Association of the company be and is hereby replaced with the new set of Articles of Association, draft whereof was placed in the meeting and was initialed by the Chairperson for the mark of identification and the new Articles of Association is be and is hereby approved and adopted as the Articles of Association of the company in place and in substitution of the existing Articles of Association.

RESOLVED FURTHER THAT the Board of Directors or any Committee thereof be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

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 Sections 149, 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) as amended from time to time and Clause 49 of the Listing Agreement, including any modification or amendment thereof, Mr. Ramesh Kumar Jain (DIN:06755964), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as Independent Director of the Company to hold office for a term of 2 (two) consecutive years from 01/09/2015, not liable to retire by rotation subject to approval of Shareholders.”

7. To Appoint Smt. Ruchi Gupta as an Independent Woman Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149,150,152 read with Schedule IV and all other applicable provisions of Companies Act, 2013 along with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory, modification(s) or re-enactment thereof for the time being in force) and Clause 49(II)(A)(1) of the Equity Listing Agreement , Smt. Ruchi Gupta who holds the Notice Calling Annual General Meeting Corporate Overview Management office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from the member proposing her candidature for the office of the Director be and is hereby appointed as Non-Executive Independent Director of the Company, to hold office for 5(Five) consecutive years from 01/09/2015 to the conclusion of this General Meeting up to the conclusion of 38th Annual General Meeting to be held in the year 2020 and is not liable to retire by rotation subject to approval of Shareholder.

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NOTICE (contd...)

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RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution. “

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

“RESOLVED THAT pursuant to Sec.203 and other applicable provisions if any of the Companies Act, 2013 made there under, Miss Shruti Jain (Membership No. A40600), has Appointed as a Company Secretary cum Compliance Officer w.e.f. from 01/09/2015.”

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

“RESOLVED THAT pursuant to Sec. 203 and other applicable provisions if any of the Companies Act, 2013 made there under, Miss Deepti Jayant Kashid (Membership No. ACA141797), has Appointed as a Chief Financial Officer w.e.f. from 01/09/2015.”

By Order of the Board
For Likhmi Consulting Limited

Place : Kolkata
Date : 31/08/2015

(Babulal Jain)
Director
DIN No.02467622

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NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent 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 member.
2. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. Members who holds shares are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership in the Meeting.
5. Register of Members and Share Transfer Books shall remain closed from 23/09/2015 to 28/09/2015 (Both days inclusive).
6. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their Folio No. along with their copy of Annual Report to the Meeting.
7. Members are requested to kindly notify immediately change, if any, in their address to the Company.
8. The relative Statement pursuant to Section 102 of the Companies Act, 2013, with respect to the special business set out in Item Nos. 4 to 9 above, is annexed hereto. All documents referred to in the Notice and explanatory statements are open for inspection at the registered office of the Company on all working days, except Sunday between 11:00 A.M. to 1:00 P.M. up to the date of the Annual General Meeting.
9. Profile(s) of the Director(s) seeking appointment / re-appointment, as required by Clause 49 of the Listing Agreement entered into with the Stock Exchange, is annexed to this Notice.
10. Electronic copy of the Annual Report is being sent to all the members whose email IDs are registered with the Company unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report is being sent in the permitted mode.
11. To promote green initiative, members are requested to register their e-mail addresses for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
12. Members may also note that the Annual Report for FY 2014-15 will also be available on the Company's website www.likhamiconsulting.com
13. Members who wish to obtain information concerning the Accounts of the Company may send their queries at least 10 days before the date of Meeting, to the Director, at the registered office of the Company.
14. Pursuant to Section 72 of the Companies Act, 2013, Shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Share Transfer Agents. In respect of shares held in Demat / Electronic form, the nomination form may be filed with the respective Depository Participant.
15. In compliance with the Listing Agreement and in terms of Section 108 & 109 of the Companies Act, 2013 and relevant rules, the Company had not provided to its members, E-voting facility as well as Postal ballot facility as to exercise their right to vote the meeting due to technical grounds. The Company had only provided the facility for voting to all members during attendance at the meeting.

**By Order of the Board
For Likhami Consulting Limited**

Place : Kolkata
Date : 31/08/2015

(Babulal Jain)
Director
DIN No.02467622

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos.4 to 5 of the accompanying Notice:

Item No. 4:

Since the Company wants to utilize its surplus funds in other profitable avenues in excess of prescribed limit specified in section 186 of the Companies Act, 2013, approval of the shareholders of the Company is required by way of Special Resolution to give loans, provide guarantee/security and/or invest in the Shares/Debentures/Bonds of other Body Corporate which shall exceed the limits prescribed under specified section. The Board of Directors Recommend the Special Resolution for approval by the members

The Board commends the Resolutions at item No 4 for approval of members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP is concerned or interested in the Resolution at Item No.4 of the Notice.

Item No. 5:

The existing Articles of Association (AOA) of the Company is based on the provisions of the Companies Act, 1956. Several regulations in the existing AOA contain references to specific sections of the Companies Act, 1956. With the enactment of the Companies Act, 2013, several clauses of the existing AOA of the Company require alteration and/or deletion. Given this position, it is considered expedient to replace the existing AOA with a new AOA. The new AOA to be substituted in place of the existing AOA inter alia incorporates among various other provisions and Table F of Schedule I of the Companies Act, 2013, which sets out the model AOA for a Company limited by shares, and also carries forward certain provisions from the existing Articles of Association suitably rephrased and which are not in conflict with the provisions of the Companies Act, 2013. Accordingly this resolution is being placed for approval of the Members.

The Board commends the Resolutions at item No 5 for approval of members

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP is concerned or interested in the Resolution at Item No.5 of the Notice.

Item No. 6:

Mr. Ramesh Kumar Jain has been appointed as the Non-Executive Director of the Company and is considered as an Independent Director under Clause 49 of the Listing Agreement. Mr. Ramesh Kumar Jain is a Chartered Accountant. He has a prior experience of above 25 years in the field of Finance, Accounts, Audit Taxation and Compliances Handling for Various Corporate Entities into Capital Market, Manufacturing Industries, Construction and Shipping Industries.

As per the provisions of Section 149 of the Act, which has come into force with effect from, an independent director shall hold office for a term up to two consecutive years on the Board of a company and is not liable to retire by rotation. Mr. Ramesh Kumar Jain has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act.

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The matter regarding appointment of Mr. Ramesh Kumar Jain as Independent Director was placed before the Nomination & Remuneration Committee, which commends his appointment as an Independent Director up to, 2017, when he will retire as per the Policy on Retirement of Directors adopted by the Company.

In the opinion of the Board, Mr. Ramesh Kumar Jain fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Ramesh Kumar Jain as Independent Director is now being placed before the Members in general meeting for their approval.

The terms and conditions of appointment of Independent Directors shall be open for inspection by the Members at the Registered Office during normal business hours on any working day of the Company.

Mr. Ramesh Kumar Jain is interested and concerned in the Resolution mentioned at Item No. 6 of the Notice. Other than Mr., Ramesh Kumar Jain no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 6 of the Notice.

Item 7:

Mrs. Ruchi Gupta has been appointed as the Director of the company and is considered as an women Director under Clause 49 of the Listing Agreement. She is graduate and is expertise In Accounts, Administration and Functional Matters.

The matter regarding appointment of Mrs. Ruchi Gupta as Women Director was placed before the Nomination & Remuneration Committee, which commends his appointment as Women Director up to, 2020, when she will retire as per the Policy on Retirement of Directors adopted by the Company.

The terms and conditions of appointment of women Director shall be open for inspection by the Members at the Registered Office during normal business hours on any working day of the Company.

Mrs. Ruchi Gupta is interested and concerned in the Resolution mentioned at Item No. 7 of the Notice. Other than Mrs., Ruchi Gupta no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 7 of the Notice.

Item 8:

Miss. Shruti Jain has been appointed as the Company Secretary Cum Compliance Officer of the company and is considered as Key Managerial Personnel under Clause 49 of the Listing Agreement. She is pursuing Post Graduate in Accounts from Maharshi Dayanand Saraswati University Ajmer, Rajasthan .She passed her Company Secretary course in February 2015. Other than Miss Shruti Jain no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No.8 of the Notice.

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Item 9:

Miss Dipti Jayant Kashid has been appointed as the Chief Financial Officer of the company. Miss Dipti Jayant Kashid is Chartered Accountant with a prior experience of 4 years in the field of Finance and Accounts. Other than Miss Deepti Jayant Kashid no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No.9 of the Notice.

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Annexure to the Notice

Appointment / Re appointment of Directors:

Details as stipulated under Clause 49 (amended) of the Listing Agreement in respect of the Director seeking re-appointment is furnished below:

Appointment of Director

Name Of Director	Mr. Chandra Moleshwar Singh
DIN	02019488
Age	46
Date Of Appointment	25/04/2006
Qualification	Graduate
Expertise In Specific Functional Area	Accounts ,Administration And Functional Matters
Directorship Held In Other Companies	1. CRB Global Bank Limited 2. Newtech Corporate Services Private Limited
Memberships/ Chairmanships Of Committees Across Public Companies	Nil
Shares Held In The Company	Nil

Appointment of Independent Director

Name Of Director	Mr. Ramesh Kumar Jain
DIN	06755964
Age	48
Date Of Appointment	1/09/2015
Qualification	Graduate, Chartered Accountant
Expertise In Specific Functional Area	Capital Market, Shipping, Manufacturing And Construction Industry Matters
Directorship Held In Other Companies	Nil
Memberships/ Chairmanships Of Committees Across Public Companies	Nil
Shares Held In The Company	Nil

Appointment of Women Director

Name Of Director	Mrs. Ruchi Gupta
DIN	07283515
Age	33
Date Of Appointment	1/09/2015
Qualification	Graduate
Expertise In Specific Functional Area	Account , Administration And Functional Matters
Directorship Held In Other Companies	NIL
Memberships/ Chairmanships Of Committees Across Public Companies	Nil
Shares Held In The Company	Nil

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DIRECTORS' REPORT

Dear Members,

We have pleasure in presenting our 33rd Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2015 along with the Auditor's Report thereon.

FINANCIAL RESULTS

Particulars	(Amount in Rs.)	
	31st March, 2015	31st March, 2014
Income	933,329	789,760
Less: Expenses	783,267	729,729
Profit before Depreciation & Taxation	150,062	60,031
Profit before Taxation	150,062	60,031
Less: Taxation	79,089	18,550
Profit after Taxation	70,973	41,481
Balance as per last Balance Sheet	467,014	425,533
Balance carried to Balance Sheet	537,987	467,014

OPERATIONS

The Total Income for the financial year under review is Rs. 933,629/- against Rs. 789,760/- in previous year. The Net Profit generated by the company during the year under review was Rs. 70,973/- as compared to Rs. 41,481/- during the previous year.

DIVIDEND AND TRANSFER TO RESERVE

Due to growing requirement of fund for the future business activities, your Directors have decided not to recommend dividend for the year under review. There has been no transfer to Reserves during the Financial Year 2014-2015.

DEPOSITS

The Company has not accepted any deposits and as such no amount of principal or interest was outstanding as on the Balance sheet.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business of the Company during the year under review.

COMPLIANCE WITH THE ACCOUNTING STANDARDS

The Company prepares its accounts and other financial statements in accordance with the relevant accounting principles and also complies with the accounting standards issued by the Institute of Chartered Accountants of India.

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DIRECTORS AND KEY MANAGEMENT PERSONNEL

At the Annual General Meeting of the Company held on 29/09/2014, the meeting had approved the terms of appointment of Mr. Babu Lal Jain and Mr. Anil Singh for three years upto the conclusion of thirty fifth Annual General Meeting as Independent Directors of the Company.

All the Independent Directors have given declaration that they meet the criteria of Independence as laid down u/s 149(6) of the Act and Clause 49 of the Listing agreement entered into with Stock Exchange. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and the rules made there under and are independent of management.

Mr. Chander Moleshwar Singh retires by rotation and being eligible has offered himself for re-appointment.

During the year, the Non-Executive Director of the Company had no pecuniary relationship or transaction with company.

Mr. Biswajit Barua has been appointed as Whole time Director with effect from 01/09/2014 for three years.

The Notice convening the Annual General Meeting includes the proposals for appointment / re-appointment of the Directors. Brief resumes of the Directors proposed to be appointed / re-appointed have been provided as an Annexure to the Notice convening the Annual General Meeting.

POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of Section 178 has been disclosed in the Corporate Governance Report, which forms the part of the Directors Report.

REMUNERATION OF THE KEY PERSONNEL

Mr. Biswajit Barua (whole time Director) has not received any remuneration during financial year 2014-2015.

DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013

The Company has not employed any employees whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

AUDIT COMMITTEE

The details pertaining to composition of Audit Committee are included in the Corporate Governance Report which forms part of this report.

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DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the board of Directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of the annual accounts for the year ended 31st March, 2015, the applicable accounting standards have been followed and there are no material departures, if any;
- (ii) 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 at the end of the financial year 31st March, 2015 and of the profits of the company for the year ended on that date;
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) the directors have laid down internal financial controls to be followed by the company and such internal financial controls are adequate and operating effectively;
- (vi) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

NOMINATION AND REMUNERATION COMMITTEE & POLICY

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under Section 178 of the Companies Act, 2013 and the revised Clause 49 of the Listing Agreement.

The Company's policy appointment and remuneration and other matter provided in Section 178(3) of the Companies Act, 2013 has been disclosed in the Corporate Governance Report, which part of the director's report.

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the element of risk threatening the Company's existence is very minimal.

NUMBER OF MEETING OF THE BOARD

Six meeting of the Board were held during the year, for detail of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

EXTRACT OF ANNUAL RETURN

As provided under Section 92(3) of the Act, the extract of Annual Return is given below in **Annexure I** in the prescribed form MGT-9, which forms part of his report.

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DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

BOARD EVOLUTION

The Board of directors has carried out an annual evolution of its own performance, Board committees and individuals directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by SEBI under Clause 49 of the Listing Agreement.

The performance of the Board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of the board process, information and functioning etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual directors to the Board and committee meeting like preparedness on the basis to be discussed, meaningful and constructive contribution and inputs in meeting etc. In addition, the chairman was also evaluated on the key aspects of his role.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a vigil mechanism and oversees through the Committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co employees and the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable. However the Company had Certain long term investments in earlier years, details of which are disclosed in the Financial Statements.

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PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There were no contracts or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review and hence enclosing of FORM AOC-2 is not required.

The Company has developed a Related Party Transactions Policy for the purpose of identification and monitoring of such type of transactions.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company.

AUDITORS & AUDITORS OBSERVATIONS

The matter related to Auditors and their Reports are as under:

1. Statutory Auditor and their Report:

Pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and Rules framed there under, as amended from time to time, M/s. S.R. Ghedia & Associates, Chartered Accountants, Mumbai (FRN. 118560W), Statutory Auditors of the Company retire at the ensuing AGM and being eligible have offered themselves for re-appointment.

The Board recommends the re-appointment of M/s. S. R. Ghedia & Associates, Chartered Accountants as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General meeting until the conclusion of the next Annual General Meeting and also the payment of remuneration to be approved in the ensuing Annual General Meeting.

In this regard, the Company has received a letter from the Statutory Auditors confirming that their re-appointment, if made, would be within the limits of Section 141 of the Companies Act, 2013 and they are not disqualified from such appointment within the meaning of section 141 of the Companies Act, 2013.

There was no qualifications or reservations made by the Auditors in their report except that Auditor's adverse opinion on Other matters in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 with regard to pending litigation and on the matters specified in the paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2015 with regard to Inventories.

The Board of Directors stated that the outcome of pending legal suits would not impact its affairs as well as financial position of the company and these suits are in the process of disposal.

The Board of Directors wish to state that the records of inventory is in the process of updation and will carry out the physical verification of the inventory in a phased manner in the current year.

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2. Secretarial Auditor & his Report

M/s. V. Gulgalia & Co, Practicing Company Secretary was appointed to conduct Secretarial Audit of the Company for the financial year 2014-15 as required under Section 204 of the Companies Act, 2013 and the rules there under. The Secretarial Audit report for the financial year 2014-15 forms part of the annual report as “**Annexure B**” to the Boards Report.

Reply to the observations in the Secretarial Audit Report:

The Company is in the process of appointment of Key Managerial Personnel –CFO, Whole Time Company Secretary and Woman Director.

3. Internal Auditor

The Board has appointed M/s. Mohindra Arora & Co., Chartered Accountant, as Internal Auditors of the Company for Financial Year 2014-2015 under provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 as recommended by Audit Committee.

The Suggestions made by the Internal Auditor in their Report were properly implemented.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Company has in place well-defined internal control mechanisms and comprehensive internal audit programmes with the activities of the entire organization under its ambit, The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis Report, which part of this report.

CORPORATE GOVERNANCE:

A detailed Compliance Note on Corporate Governance as required under the Provisions in Clause 49 of the Listing Agreement on the Stock Exchanges together with the Certificate of Statutory Auditors thereon is attached to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis is not given separately. The Director’s Report gives sufficient details about the present status of the Company.

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

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company.

Conservation of Energy	:	NIL
Technology Absorption	:	NIL
Foreign exchange earnings and out go	:	NIL

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MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relates on the date of this report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE;

There are no significant and material orders issued against the Company by any regulating authority or court or tribunal affecting the going concern status and Company's operation in future during the year under review.

Hence, disclosure pursuant to Rule 8 (5) (vii) of Companies (Accounts) Rules, 2014 is not required.

LISTING OF SHARES

The Calcutta Stock Exchange Limited has revoked the suspension order of the Company w.e.f 10th August, 2015. In this Context , the Company is making gradually all the requisite compliances as per the Listing Agreement of the Stock Exchanges aligned with the Companies Act,2013 accordingly in due course.

SHARES

- a. The Company has not bought back any of its securities during the year under review.
- b. The Company has not issued any Sweat Equity Shares during the year under review.
- c. No Bonus Shares were issued during the year under review.
- d. The Company has not provided any Stock Option Scheme to the employees.

HUMAN RESOURCES

Human Resources Development envisages the growth of the individual in tandem with the organization. It also aims at the upliftment of the individual by ensuring an enabling environment to develop capabilities and to optimize performance.

Your Directors want to place on record their appreciation for the contribution made by employees at all levels, who through their steadfastness, solidarity and with their co-operation and support have made it possible for the company to achieve its current status.

The company, on its part, would endeavor to tap individual talents and through various initiatives, ingrain in our human resources, a sense of job satisfaction that would, with time, percolates down the line. It is also the endeavor of the company to create in its employees a sense of belonging, and an environment that promotes openness, creativity and innovation.

LIKHAMI CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

All the manpower initiatives including training, meetings and brainstorming sessions are implemented with the aim of maximizing productivity and aligning organizational needs with employees' aspirations.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2014-15.

No of complaints received:	Nil
No of complaints disposed off:	Nil

CODE OF CONDUCT

As prescribed under Clause 49 of the Listing Agreement, a declaration signed by Whole time Director affirming compliance with the Code of Conduct by the Directors and senior management personnel of the Company for the financial year 2014-15 forms part of the Corporate Governance Report.

CORPORATE SOCIAL RESPONSIBILITY

Since the Company does not qualify any of the criteria as laid down in section 135(1) of the Companies Act, 2013 with regard to Corporate Social Responsibility, provisions of section 135 are not applicable to the Company.

ACKNOWLEDGEMENT

The Directors wish to place on record their appreciation for the contributions made by the employees at all levels, whose continued commitment and dedication helped the company achieve better results. The Directors also wish to thank customers, bankers, Central and State Governments for their continued support. Finally your directors would like to express their sincere & whole-hearted gratitude to all of you for your faith in us and your Co-operation & never failing support.

**By Order of the Board
For Likhmi Consulting Limited**

**Place : Kolkata
Date : 31/08/2015**

**(Biswajit Barua)
Whole Time Director**

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Annexure to the Directors' Report

Annexure I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2015

Of

LIKHAMİ CONSULTING LIMITED

[Pursuant to Section 92(1) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	L45209WB1982PLC034804
ii)	Registration Date [DDMMYY]	20/04/1982
iii)	Name of the Company	Likhami Consulting Limited
iv)	Category / Sub-Category of the Company	Company limited by Share
v)	Address of the Registered Office and Contact details	Room No. 15, Basement Floor, Sir RNM House, 3 - B, Lal Bazar Street, Kolkata - 700 001 Tel- 033-22625609
vi)	Whether listed Company (Yes / No)	Yes .W.EF 10/08/2015
Vii)	Name, Address and Contact details of Registrar & Transfer Agents, if any	Under process for appointment Registrar & Transfer Agents

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Consultancy Services	N.A	94.38%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
NONE					

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IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	[As on 31/03/2014]				[As on 31/03/2015]				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
(1) Indian									
a) Individual/ HUF	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Bodies Corp.	0	6055300	6055300	60.86%	0	6055300	6055300	60.86%	0.00%
e) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Any other	0	0	0	0.00%	0	0	0	0.00%	0.00%
f-i) Director	0	0	0	0.00%	0	0	0	0.00%	0.00%
f-ii) Director Relatives	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (A) (1):-	0	6055300	6055300	60.86%	0	6055300	6055300	60.86%	0.00%
(2) Foreign									
a) NRIs Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other- Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Banks / FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Any Other	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (A) (2):-	0	0	0	0.00%	0	0	0	0.00%	0.00%
Total shareholding of Promoter (A)(1)+(A)(2)	0	6055300	6055300	60.86%	0	6055300	6055300	60.86%	0.00%
B. Public Shareholding									
1. Institutions	0	0	0	0.00%	0	0	0	0.00%	0.00%
a) Mutual Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Banks / Financial Institutions	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Insurance Companies	0	0	0	0.00%	0	0	0	0.00%	0.00%
g) FIs	0	0	0	0.00%	0	0	0	0.00%	0.00%
h) Foreign Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (B)(1):-	0	0	0	0.00%	0	0	0	0.00%	0.00%

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2. Non-Institutions									
a) Bodies Corp.	0	3412420	3412420	34.30%	0	3412420	3412420	34.30%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	270050	270050	2.71%	0	270050	270050	2.71%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	212230	212230	2.13%	0	212230	212230	2.13%	0.00%
c) Others (specify)									
Non Resident Indians	0	0	0	0.00%	0	0	0	0.00%	0.00%
Overseas Corporate Bodies	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Nationals	0	0	0	0.00%	0	0	0	0.00%	0.00%
Clearing Members	0	0	0	0.00%	0	0	0	0.00%	0.00%
Trusts	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Bodies - D R	0	0	0	0.00%	0	0	0	0.00%	0.00%
Sub-total (B)(2):-	0	3894700	3894700	39.14%	0	3894700	3894700	39.14%	0.00%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	3894700	3894700	39.14%	0	3894700	3894700	39.14%	0.00%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00%	0	0	0	0.00%	0.00%
Grand Total (A+B+C)	0	9950000	9950000	100.00%	0	9950000	9950000	100.00%	0.00%

(ii) Shareholding of Promoters-

Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
	No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	%of Shares Pledged / encumbered to total shares	
Bharat Surveyors Pvt. Ltd.	644600	6.48%	0.00%	644600	6.48%	0.00%	0.00%
Jayant Securities Ltd.	80200	0.81%	0.00%	80200	0.81%	0.00%	0.00%
Pragya Holding Pvt Ltd	680200	6.84%	0.00%	680200	6.84%	0.00%	0.00%
Spectrum Equity Fund Ltd	800100	8.04%	0.00%	800100	8.04%	0.00%	0.00%
Anant Products Pvt Ltd	820000	8.24%	0.00%	820000	8.24%	0.00%	0.00%
Kiev Shares & Stocks Ltd	800000	8.04%	0.00%	800000	8.04%	0.00%	0.00%
Preksha Builders Pvt Ltd	990100	9.95%	0.00%	990100	9.95%	0.00%	0.00%
Mahapragya Developers Pvt Ltd	600000	6.03%	0.00%	600000	6.03%	0.00%	0.00%
Uniroyal Trade & Consultancy Pvt ltd	640100	6.43%	0.00%	640100	6.43%	0.00%	0.00%
Total	6055300	60.86%	0.00%	6055300	60.86%	0.00%	0.00%

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

There is no change in promoter's shareholding during F.Y.2014- 15.

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**(iv) Shareholding Pattern of top ten Shareholders:
(other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	Name of the Top 10 Shareholders	Shareholding at the beginning of the year as on 01/04/2014		Shareholding at the end of the year as on 31/03/2015		Change in shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Greenquest Trade Associates Limited	1120300	11.26%	1120300	11.26%	0	0.00%
2	Mavens Biotech Ltd	400000	4.02%	400000	4.02%	0	0.00%
3	Golden Crest & Education & Services Ltd	400000	4.02%	400000	4.02%	0	0.00%
4	Interwave Trade & Services Ltd	400000	4.02%	400000	4.02%	0	0.00%
5	Shree Tulsi Online.Com Ltd	359300	3.61%	359300	3.61%	0	0.00%
6	Shree Bhikshu Education & Healthcare Ltd.	320200	3.22%	320200	3.22%	0	0.00%
7	Pragya Builders(P) Ltd.	130200	1.31%	130200	1.31%	0	0.00%
8	Bill Finance Corporation Ltd.	200000	2.01%	200000	2.01%	0	0.00%
9	Spartan Global Solution Ltd	42320	0.43%	42320	0.43%	0	0.00%
10	Adinath Biolabs Ltd	40100	0.40%	40100	0.40%	0	0.00%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Shareholding of Director				
	Mr. Biswajit Barua				
	At the beginning of the year	0	0.00%	0	0.00%
	At the end of the year	0	0.00%	0	0.00%
2	Mr. Chander Moleshwar Singh				
	At the beginning of the year	0	0.00%	0	0.00%
	At the end of the year	0	0.00%	0	0.00%
3	Mr. Anil Singh				
	At the beginning of the year	0	0.00%	0	0.00%
	At the end of the year	0	0.00%	0	0.00%
4	Mr. Babulal Jain				
	At the beginning of the year	0	0.00%	0	0.00%
	At the end of the year	0	0.00%	0	0.00%

(V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment

Company was not having any secured loans/unsecured loans and deposits during the financial year 2014-15.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager	:	NIL
B. Remuneration to other Directors	:	NIL
C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD	:	NIL

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES	:	NIL
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Form No. MR-3
Secretarial Audit Report
For the Financial Year Ended 31st March, 2015

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration Personnel Rules, 2014)

To,
The Members,
LIKHAMI CONSULTING LIMITED
CIN: L45209WB1982PLC034804
Room No-15 Basement Floor, Sir RNM House, 3-B Lal Bazar Street
Kolkata-700001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **Likhami Consulting Limited**, (hereinafter called "**the Company**"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and as per the explanations given to me the representations made by the management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015 ("**Audit Period**") generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2015 according to the applicable provisions of:
 - The Companies Act, 2013 (the Act) and the rules made thereunder;
 - The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - Foreign Exchange Management Act, 1999 and rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009-(**Not applicable during the Audit Period as the Company has not made any issue prescribed under Rule 3 of the said Regulations**);
 - The Securities and Exchange Board of India (Employee Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/Securities and Exchange Board of India (Share Based Employee Benefits)Regulation, 2014 (effective 28th October, 2014)-(**Not applicable during the Audit Period as the Company does not have any Employee Stock Option Scheme and Employee Stock Purchases Scheme**);

- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008 – **(Not applicable during the Audit Period as the Company has not issued any debt securities);**
- The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client – **(Not applicable during the Audit Period as the Company is confirmed that the appointment of Registrar and Transfer Agent is under process);**
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **(The Trading in shares was suspended since June 1997, The Calcutta Stock Exchange Limited has revoked the suspension order of the Company w.e.f 10th August, 2015.)**
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **(Not applicable during the Audit Period as the Company has not bought back/nor proposed to buyback any of its securities);**

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above and there are no material non-compliances that have come to our knowledge except to the extent as mentioned below:

- (i) *During the Audit Period, the Company has not appointed the Key Managerial Personnel –CFO, Whole Time Company Secretary and Woman Director pursuant to Section 203 and Section 149 of the Act and Rules made there under.*

The Management represented that the compliance with the said Section and Rules will be done after the Audit Period.

I further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the Meeting and for meaningful participation at the Meeting.

The Board decisions are recorded without recording any dissent by any member of the Board, and based on the Minutes there is no reason to believe that the Board Resolutions were dissented upon by any Board member/(s).

I further report that, there are systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines that pertain to the business operations of the Company.

I further report that, that during the Audit Period, there are no specific events/actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations guidelines, standards, etc., referred to above.

**For V. Gulgulia & Co
Company Secretaries**

**Vineeta Gulgulia
(Proprietor)**

ACS : 36867

CP : 13473

Place : Kolkata

Date : 17/08/2015

Note: *This Report is to be read with my letter of even date which is annexed as Appendix-1 and forms and integral part of this report.*

Appendix-1

To,
The Members,
LIKHAMI CONSULTING LIMITED
CIN: L45209WB1982PLC034804
Room No-15 Basement Floor,
Sir RNM House, 3-B Lal Bazar Street
Kolkata-700001

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For V. Gulgulia & Co
Company Secretaries

Vineeta Gulgulia
(Proprietor)

ACS : 36867
CP : 13473

Place : Kolkata
Date : 17/08/2015

LIKHAMI CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

CORPORATE GOVERNANCE

=====

COMPANY'S PHILOSOPHY

The philosophy of the Company on Corporate Governance envisages inter-alia, attainment of highest levels of accountability and equity in all its actions and enhancement of shareholder's value keeping in view the needs and interest of the stakeholders. Our Company is complying with new requirements of the SEBI Listing Agreement aligned with Companies Act, 2013, details of which are given below:

COMPOSITION OF BOARD OF DIRECTORS

The Board has a combination of Executive and Non-Executive Directors including Independent Directors. They have wide experience in their respective field such as legal, management, accounts and taxation etc. The Company has a non-executive/ independent Chairman and more than one third of the total number of Directors is Non-Executive independent Directors.

The Directors have disclosed to the Company about the committee positions they occupy in other companies and have notified changes as and when they take place.

During the year 2014-2015 six Board Meetings were held on 29/05/2014, 13/08/2014, 28/08/2014, 13/11/2014, 12/02/2015, 18/03/2015.

The attendance of the Directors at the Board Meetings, Annual General Meeting, as also number of Directorship in Indian Public Limited Companies and Membership of the Committees of the Boards of such Companies are as follows:

Name of Director	Attendance at last AGM	No. of Board Meeting Attended	Category of Director	Other Directorships@	Other Board's Committees	
					Chairman	Member
Mr. Biswajit Barua	No	3	Whole time Director	2	1	1
Mr. Chander Moleshwar Singh	Yes	6	Non Executive	1	-	-
Mr. Babu Lal Jain	Yes	6	Non executive Independent Director	2	1	1
Mr. Anil Singh	Yes	6	Non executive Independent Director	6	3	3

*Ind. = Non Executive / Independent Director

@ Including Private Company

Biswajit Barua has appointed whole time Director with effect from 01/09/2014

Necessary information as mentioned in annexure 1A to Clause 49 of the Listing Agreement has been placed before the Board for their consideration. All Non-Executive Independent Directors have confirmed that they meet the criteria as mentioned under Clause 49 of the Listing Agreement and Section 149 of the Companies Act, 2013.

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The Board has established procedure to enable the Board to periodically review compliance reports of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non – Compliances.

Details of Directors seeking appointment/ re appointment at the ensuing Annual General meeting as required under Clause 49 of Listing Agreement is annexed to notice convening the Annual General meeting.

Code of conduct

The Board has laid down a Code of Conduct for its members and Senior Management Personnel of the Company. All the Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct. The Whole time Director has affirmed to the Board that this Code of Conduct has been compiled by the Board members and Senior Management Personnel.

Code of Conduct for prevention of Insider Trading

The Company has adopted a Code of Conduct for prevention of Insider Trading for its Directors, Key Managerial Personnel & Designated Employees. The Code lays down the guidelines and procedures to be followed, disclosures to be made while dealing with the shares of the Company. The Company Secretary has been appointed as the Compliance Officer, and is responsible for adherence to the Code.

AUDIT COMMITTEE

The Audit Committee comprises of three members of the Committee, who are Non-Executive and Independent Directors. The Committee appointed Mr. Babu Lal Jain as Chairman of the Audit Committee, who has wide knowledge of finance and accounting etc. All other members are financially literate and possess necessary expertise in finance/ accounting and related experience.

The Audit Committee has met four times during the financial year 2014-2015 and not more than 120 days has elapsed between two such meetings. The meetings held during the financial year 2014-2015 are: 26/05/2014, 12/08/2014, 11/11/2014 and 10/02/2015.

The powers, role and terms of reference of the Committee are in consonance with the provisions of Clause 49 of the Listing Agreement entered into with the Stock Exchanges read with Section 177 of the Act and includes the following :-

Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.

- To Review of the quarterly, half yearly and annual financial results of the Company before submission to the Board;
- To Review with the management and statutory auditors, the annual financial statements before submission to the Board;
- To Review the company's financial and risk management policies;
- Recommendation for appointment, remuneration and terms of the Statutory Auditors and internal auditor;
- To review the functioning of the Whistle Blower mechanism, in case, the same exists;
- Review of related party transaction;
- Compliances with accounting standards and change in accounting policies and practices;

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- Approval for appointment of CFO;
- Discussion with internal auditors of any significant findings and follow up there on;
- To review the functioning of whistle blower mechanism;
- To carry out any other function as is mentioned in the terms of reference of the audit committee as amended from time to time by the Listing Agreement and Companies Act, 2013.

The present composition of Audit committee, changes since last annual report and the attendance at the meeting are as follows:

COMPOSITION OF THE COMMITTEE

Name of Director	Executive / Non Executive / Independent	No. of Meetings held during the period	
		Held	Attended
Mr. Chander Moleshwar Singh	Non- Executive Independent	4	3
Mr. Babu Lal Jain	Non- Executive Independent	4	4
Mr. Anil Singh	Non- Executive Independent	4	3

The Chairman of the Committee was present at the Annual General Meeting of the Company held on 29/09/2014.

The Quorum for the Committee is any two Directors present.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprises of three members of the Committee, who are Non-Executive and Independent Directors namely Mr. Chander Moleshwar Singh, Mr. Babu Lal Jain and Mr. Anil Singh. Mr. Chander Moleshwar Singh was elected Chairman of the Committee. The Committee deals with stakeholder relations and security holder's grievances including matters related to investor's complaints, queries and requests relating to transfers of shares, non-receipt of Annual Reports etc and such other issues as may be raised by the investors from time to time. The Committee met two times during the year. All complaints were attended to and as on march 2015 no complaints remained unattended or pending.

COMPOSITION OF THE COMMITTEE

Name of Director	Executive / Non Executive / Independent	No. of Meetings held during the period	
		Held	Attended
Mr. Chander Moleshwar Singh	Non- Executive Independent	2	2
Mr. Babu Lal Jain	Non- Executive Independent	2	2
Mr. Anil Singh	Non- Executive Independent	2	2

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SHARE TRANSFER SYSTEM

The shares of the Company are in physical mode and its share lodged for transfer at the registered office of the Company and approved by stakeholders Relationship Committee in schedule. The Company is under process for making application with NSDL and CDSL for dematerialization of the securities and appoints Registrar of transfer Agent to look after the shares in both physical mode & dematerialized mode.

NOMINATION AND REMUNERATION COMMITTEE

The Board has been constituted a Nomination and Remuneration Committee. The Committee consists of three Directors namely Mr. Chander Moleshwar Singh, Mr. Babu Lal Jain and Mr. Anil Singh. The Committee has appointed Mr. Babu Lal Jain as Chairman of this Committee. The Company has not paid any remuneration to Non-Executive/Independents Directors of the Company. There is no pecuniary relationship or transaction of the Company with its Non-Executive Directors/ Independent Directors.

The detail of remuneration of Mr. Biswajit Barua (Whole-time Director) is as under:

(Amount in Rs.)

Name of Director	Salary cum Allowances	Stock Options & Other Benefits	Service Contract Tenure
Mr. Biswajit Barua	Nil	Nil	3 Year

GENERAL BODY MEETING

The last Annual General Meeting was held at its Registered Office as per details given below:

Year	Date	Day	Time
2013 - 2014	29/09/2014	Monday	01.30 P.M.
2012 - 2013	28/09/2013	Saturday	01.30 P.M.
2011 - 2012	29/09/2012	Saturday	02.00 P.M.

MEETING OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Agreement, a separate Meeting of the Independent Directors of the Company was held on 18/03/2015 to review the performance of Non-Independent Directors, Chairman and the Board as whole. The Independent Directors also reviewed the quality, quantity and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

DISCLOSURE

There is no non-compliance with the regulations; no penalties or strictures have been imposed on the company by the Stock Exchanges, SEBI or any other statutory authority on any matter relating to the capital markets during the last three years.

There are no significant transaction with the related parties namely, promoters / Directors or the management their Associates or relatives etc. that may have a conflicting with the interest of the company.

LIKHAMI CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

The Company has not raised any proceeds from public issue, rights issue, and preferential issue and also not issued any GDRs /ADRs /Warrants/ Equity share or any Convertible instruments or any other instruments during the year under review.

The guidelines / Accounting Standards lay down by the Institute of Chartered Accountants of India and prescribed under Section 133 of the Companies Act, 2013 have been followed in preparation of financial statements of the company in all material respects.

The Company does not have any subsidiary.

The trading in shares was suspended since June 1997. At present, The Calcutta Stock Exchange Limited has revoked the suspension order of the Company w.e.f 10th August, 2015. In this Context, the Company is making gradually all the requisite compliances as per the Listing Agreement of the Stock Exchanges aligned with the Companies Act, 2013 accordingly in due course.

The Company has complied with all mandatory requirements of Clause 49 of the Listing Agreement.

The non-mandatory requirements, to the extent followed by the company have been stated in this report.

SECRETARIAL AUDIT

A qualified Practicing Company Secretary has been appointed to carry out the Secretarial Audit. Their report confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form.

GENERAL SHAREHOLDERS INFORMATION

- a) Date, time & venue of the Annual General Meeting of Shareholders:**
Monday, 28th September, 2015 at 10.00 A. M. at Room No. 1, 62A Dr. Meghnad Shah Sarani, 2nd Floor, Southern Avenue, Kolkata-700029.
- b) Particulars of Financial Calendar:**
- | | | |
|------------------------|---|---|
| First Quarter Results | - | within 45 days from the end of first quarter |
| Second Quarter Results | - | within 45 days from the end of second quarter |
| Third Quarter Results | - | within 45 days from the end of third quarter |
| Financial Year Results | - | within 60 days from the end of financial year |
- c) Dates of Book Closure** - 23/09/2015 to 28/09/2015
- d) Dividend Payment** - NIL
- e) Listing on Stock Exchanges:**
- a) The Calcutta Stock Exchange Limited w.e.f 10/08/2015 Revocation of Suspension of Trading In Shares
- b) Listing fee has been paid to the Calcutta Stock Exchange Limited.

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- f) Stock Exchange Codes: 29378
- g) Demat Arrangement with NSDL and CDSL: Under Process
- h) Market price data of shares traded, High / Low of Market Price of Company's Share:
Not Available

WHOLE TIME DIRECTOR DECLARATION

As required by Clause 49 of the Listing Agreement, the Whole Time Director has given appropriate certification to the Board.

DISTRIBUTION OF SHAREHOLDINGS

Categories of Shareholders as on 31/03/2015:

Category	No. of Shareholders	No. of Shares	% of Equity Capital
Promoters	9	60,55,300	60.86
Other Bodies Corporate	10	34,12,420	34.30
Individual / Others	844	4,82,280	4.84
Total	863	99,50,000	100.00

Distribution of Shareholdings as on 31/03/2015

No. of Equity Share held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shares
Upto 500	804	93.16	200,000	2.01
501 -1000	18	2.09	18,000	0.18
1001 -2000	7	0.81	14,000	0.14
2001 - 3000	3	0.35	8140	0.08
3001 - 4000	-	-	-	-
4001 - 5000	4	0.46	20,000	0.20
5001 - 10000	1	0.12	9910	0.10
10001 and above	26	3.01	96,79,950	97.29
Total	863	100.00	99,50,000	100.00

DECLARATION CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for the members of the Board and the Senior Management Personnel in accordance with the provision of Listing Agreement.

I hereby confirm that the Board and the Senior Management Personnel of the Company have complied with the Code of Conduct in respect of the financial year ended 31.03.2015.

**By Order of the Board
For Likhmi Consulting Limited**

Place : Kolkata
Date : 31st August, 2015

**(Biswajit Barua)
(Whole time Director)**

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

**To,
The Members of
Likhmi Consulting Limited
Kolkata**

We have examined the compliance of conditions of Corporate Governance by **M/s. Likhmi Consulting Limited** for the year ended on 31st March, 2015, as stipulated in Clause No.49 of the Listing Agreement of the Company with Stock Exchanges in India.

The Compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information, and according to the explanations given to us and based on the representation made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Stakeholders Relationship Committee.

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

**For S. R. Ghedia & Associates
(Chartered Accountants)
FRN :: 118560W**

**Place : Mumbai
Date : 31st August, 2015**

**(Sunil Jain)
Partner
M. No. 059181**

INDEPENDENT AUDITORS' REPORT

To The Members of **LIKHAMI CONSULTING LIMITED**
(Formerly: Spectrum Resources Limited)

Report on the Financial Statements

We have audited the accompanying financial statements of **Likhami Consulting Limited (Formerly: Spectrum Resources Limited)**, ("the Company") which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and the 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

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, 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 on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, of the state of affairs of the Company as at March 31, 2015, and its profit and its cash flows for the year ended on that date

INDEPENDENT AUDITORS' REPORT (contd....)

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes 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, the 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 aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company is of view that ongoing pending litigation as at the reporting date would not have material impact on its financial Position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R.Ghedia & Associates
(Chartered Accountants)
FRN :: 118560W

Place : Mumbai
Date : 29/05/2015

Sunil Jain
(Partner)
M. No. 059181

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

Annexure referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our Report of even date

- (i) The Company does not have any fixed assets. Consequently, requirement of clauses (i) (a) and (i) (b) of paragraph 3 of the order are not applicable.
- (ii) In respect of its inventories:
- (a) *As informed by the management, the inventories have not been physically verified during the year under review. As such, discrepancies between book record and actual stock could not be ascertained.*
- (b) *The company is in the process of updating its records of inventory.*
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Consequently, requirement of clause (iii) (a) and clause (iii) (b) of paragraph 3 of the order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purpose of sale of services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- (v) The company has not accepted any deposits from public during the year within the meaning of the provisions of Sections 73 to 76 or any other relevant provision of the Companies Act, 2013 and the rules framed thereunder. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.
- (vi) The Central Government has not prescribed the maintenance of cost records for the Company under sub-section (1) of Section 148 of the Companies Act, 2013.
- (vii) According to the information and explanations given to us and on the basis of the records of the Company, in respect of Statutory dues:-
- (a) The company have been generally regular in depositing undisputed statutory dues including Tax Deducted at Source, income-tax, and any other statutory dues with the appropriate authorities as applicable to it.
- (b) No undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2015 for a period of more than six months from the date of becoming payable.
- (c) There were no amounts required to be transferred to Investor Education and Protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
- (viii) The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) According to the information and explanations provided to us, the company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- (x) According to the information and explanations provided to us, the Company has not given any guarantee for loans taken by others from bank or financial institution.
- (xi) According to the information and explanations given to us, the Company has not obtained any term loans during the year.
- (xii) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations provided by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.
-

For S.R.Ghedia & Associates
(Chartered Accountants)
FRN :: 118560W

Place : Mumbai
Date : 29/05/2015

Sunil Jain
(Partner)
M. No. 059181

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

BALANCE SHEET AS AT 31ST MARCH,2015

Particulars		Note No.	As at 31 March, 2015	As at 31 March, 2014
			Amt in Rs.	Amt in Rs.
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	1	995,00,000	995,00,000
	(b) Reserves and Surplus	2	3505,37,987	3504,67,014
			4500,37,987	4499,67,014
2	Current liabilities			
	(a) Other Current Liabilities	3	11,236	5,618
	(b) Short-Term Provisions	4	46,369	18,550
			57,605	24,168
TOTAL			4500,95,592	4499,91,182
B	ASSETS			
1	Non-Current assets			
	(a) Non-Current Investments	5	1955,00,000	1955,00,000
	(b) Other Non -Current Assets	6	2542,14,804	2542,14,804
			4497,14,804	4497,14,804
2	Current assets			
	(a) Cash and Cash Equivalents	7	3,11,823	2,76,378
	(b) Other Current Assets	8	68,965	-
			3,80,788	2,76,378
TOTAL			4500,95,592	4499,91,182
Significant Accounting Policies & Notes to the Accounts		13	(0)	(0)
As per our attached report on even date For S.R.Ghedia & Associates Chartered Accountants		For and on behalf of the Board of Directors For Likhmi Consulting Limited		
Sunil Jain (Partner) M.No :: 059181	(Biswajit Barua) (Whole Time Director)	(C M Singh) (Director)		
Place :: Mumbai				
Date :: 29/05/2015				

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Statement of Profit and Loss for the year ended 31 March, 2015

Particulars		Note No.	For the year ended	For the year ended
			31 March, 2015	31 March, 2014
			Amt in Rs.	Amt in Rs.
I	Revenue from Operations	9	8,80,854	7,39,660
II	Other Income	10	52,475	50,100
III	Total revenue (I+II)		9,33,329	7,89,760
IV.	Expenses			
	Employee Benefits Expenses	11	1,47,000	1,22,500
	Other Expenses	12	6,36,267	6,07,229
	Total Expenses		7,83,267	7,29,729
V	Profit before tax (III-IV)		1,50,062	60,031
VI	Tax expenses:			
	-Current Tax		46,369	18,550
	-Income tax paid for Earlier years		32,720	-
VII	Profit for the Period(V-VI)		70,973	41,481
VIII	Earnings per Equity Share (FV of Rs.10/- each):			
	(a) Basic		0.007	0.004
	(b) Diluted		0.007	0.004
Significant Accounting Polices & Notes to the Accounts		13		

As per our attached report on even date

For S.R.Ghedia & Associates

Chartered Accountants

Sunil Jain

(Partner)

M.No :: 059181

Place :: Mumbai

Date :: 29/05/2015

For and on behalf of the Board of Directors

For Likhmi Consulting Limited

(Biswajit Barua)

(Director)

(C M Singh)

(Director)

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

PARTICULARS		31 March, 2015	31 March, 2014
		Amt in Rs.	Amt in Rs.
(A)	Cash Flow From Operating Activities		
	Net Profit before Tax	1,50,062	60,031
	Adjustments for :-		
	Misc Income	(52,475)	(50,100)
	Operating Profit Before Working Capital Changes	97,587	9,931
	Adjustments for :-		
	Other Current Assets	(68,965)	
	Other Current Liabilities	5,618	
	Cash Generated From Operations	34,240	9,931
	Payment of Tax	51,270	17,663
	Net Cash Inflow/Outflow From Operations	(17,030)	(7,732)
(B)	Cash Flow From Investing Activities		
	Misc. Income	52,475	50,100
(C)	Cash Flow From Financing Activities	NIL	NIL
(D)	Net Increase /(Decrease) in Cash & Cash Equivalents (A+B+C)	35,445	42,368
(E)	Cash & Cash Equivalents as at the Beginning of the year	2,76,378	2,34,010
(F)	Cash & Cash Equivalents as at the End of the year	3,11,823	2,76,378

As per our attached report on even date
For S.R.Ghedia & Associates
Chartered Accountants

For and on behalf of the Board of Directors
For Likhmi Consulting Limited

Sunil Jain
(Partner)
M.No :: 059181

(Biswajit Barua)
(Director)

(C M Singh)
(Director)

Place :: Mumbai
Date :: 29/05/2015

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Notes forming part of Balance Sheet

Particulars	As at 31 March, 2015	As at 31 March, 2014
	Amt in Rs.	Amt in Rs.
NOTE :-1		
SHARE CAPITAL		
AUTHORISED		

9,950,000 (P.Y :9,950,000)Equity Shares of Rs. 10/- each	995,00,000	995,00,000
5,000 (P.Y : 5,000) Preference Shares of Rs.100/- each	5,00,000	5,00,000
ISSUED,SUBSCRIBED& FULLY PAID -UP	995,00,000	995,00,000

9,950,000 (P.Y :9,950,000)Equity Shares of Rs. 10/- each fully paid -up		
TOTAL	995,00,000	995,00,000
Notes to Share Capital		

(i) Reconciliation of the Equity shares outstanding at the beginning and at the end of the reporting period :		
Equity shares outstanding at the Beginning of the year		
-Number of shares	99,50,000	99,50,000
-Amount	995,00,000	995,00,000
Equity shares outstanding at the End of the year		
-Number of shares	99,50,000	99,50,000
-Amount	995,00,000	995,00,000
(ii) 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 equity shareholder is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The Company has not declared any dividends for the year ended 31st March,2015.		
In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the remaining assets of the company , after distribution of all preferential amounts. The distribution will be in proportion to the numbers of equity shares held by the share holders.		

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Notes forming part of Balance Sheet

Particulars	As at 31 March, 2015	As at 31 March, 2014
	Amt in Rs.	Amt in Rs.
iii)Name of the Shareholders holding more than 5% shares in the Company :: -----		
Anant Products Pvt Ltd		
In Nos	8,20,000	8,20,000
% Holding	8.24%	8.24%
Bharat Surveyors Pvt. Ltd.		
In Nos	6,44,600	6,44,600
% Holding	6.48%	6.48%
Kiev Shares & Stocks Ltd		
In Nos	8,00,000	8,00,000
% Holding	8.04%	8.04%
Mahapragya Developers Pvt Ltd		
In Nos	6,00,000	6,00,000
% Holding	6.03%	6.03%
Pragya Holding Pvt Ltd		
In Nos	6,80,200	6,80,200
% Holding	6.84%	6.84%
Preksha Builders Pvt Ltd		
In Nos	9,90,100	9,90,100
% Holding	9.95%	9.95%
Greenquest Trade Associates Ltd		
In Nos	11,20,300	11,20,300
% Holding	11.26%	11.26%
Spectrum Equity Fund Ltd		
In Nos	8,00,100	8,00,100
% Holding	8.04%	8.04%
Uniroyal Trade & Consultancy Pvt ltd		
In Nos	6,40,100	6,40,100
% Holding	6.43%	6.43%

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Notes forming part of Balance Sheet

Particulars	As at 31 March, 2015	As at 31 March, 2014
	Amt in Rs.	Amt in Rs.
NOTE :-2		
RESERVES AND SURPLUS -----		
Securities Premium Reserve -----		
As per last Balance sheet	3500,00,000	3500,00,000
Closing Balance	3500,00,000	3500,00,000
Surplus in Statement of Profit and Loss -----		
Balance as per last Balance Sheet	4,67,014	4,25,533
Add :: Profit for the year	70,973	41,481
Closing Balance	5,37,987	4,67,014
TOTAL	3505,37,987	3504,67,014
NOTE :-3		
OTHER CURRENT LIABILITIES -----		
Audit Fees Payable	11,236	5,618
TOTAL	11,236	5,618
NOTE :-4		
SHORT TERM PROVISIONS -----		
Provision for Taxation	46,369	18,550
TOTAL	46,369	18,550

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Notes forming part of Balance Sheet

Particulars	As at 31 March, 2015	As at 31 March, 2014
	Amt in Rs.	Amt in Rs.
NOTE :-5		
NON-CURRENT INVESTMENTS(Long Term) -----		
Non-Trade Investments <i>(Valued at cost unless stated otherwise)</i> -----		
Investment in Equity instruments of other Companies (Quoted) -----		
A. QUOTED -----		
400,000 (P.Y : 400,000) Equity Shares of Golden Crest & Education Services Ltd of Rs. 10/- each, fully paid-up.	200,00,000	200,00,000
B. QUOTED BUT DELSITED /SUSPENDED FROM TRADING IN STOCK EXCHANGES -----		
237,500 (P.Y : 237,500) Equity Shares of Greenquest Trade Associates Ltd. of Rs. 10/- each, fully paid-up.	475,00,000	475,00,000
162,500 (P.Y : 162,500) Equity Shares of Jinprabhu Infrastrcture Developments Ltd of Rs. 10/- each, fully paid-up.	325,00,000	325,00,000
374,700 (P.Y : 374,700) Equity Shares of Firstmark Trade Advisors Ltd of Rs. 10/- each, fully paid-up.	206,08,500	206,08,500
299,000 (P.Y : 299,000) Equity Shares of Interwave Trade & Services Ltd of Rs. 10/- each, fully paid-up.	179,40,000	179,40,000
93,250 (P.Y : 93,250) Equity Shares of Ashari Properties & Finance Ltd. of Rs. 10/- each, fully paid-up.	27,97,500	27,97,500
C.UNQUOTED -----		
129,800 (P.Y : 129,800) Equity Shares of Bill Finance Corporation Ltd. of Rs. 10/- each, fully paid-up	64,90,000	64,90,000
1,399,300 (P.Y :1,399,300) Equity Shares of Spartan Global Solution Ltd of Rs. 10/- each, fully paid-up	419,79,000	419,79,000
113,700 (P.Y : 113,700) Equity Shares of Ravitej Exports Ltd. of Rs. 10/- each, fully paid-up	56,85,000	56,85,000
TOTAL	1955,00,000	1955,00,000
Aggregate amount of Quoted Investment - Cost	1413,46,000	1413,46,000
- Market Value	Not Available	Not Available
<i>Market Value is not available , since the Trading of Shares in Stock Exchanges is suspended and shares are also delisted</i>		
Aggregate amount of Unquoted Investment	541,54,000	541,54,000

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Notes forming part of Balance Sheet

Particulars	As at 31 March, 2015	As at 31 March, 2014
	Amt in Rs.	Amt in Rs.
NOTE :-6		
OTHER NON -CURRENT ASSETS -----		
Unsecured, Considered good for recovery by the Mangement -----		
Other Receivables	2378,16,924	2378,16,924
Stock -in Hand (As taken, Valued & Certified by the Management)	163,97,880	163,97,880
TOTAL	2542,14,804	2542,14,804
NOTE :-7		
CASH AND CASH EQUIVALENTS -----		
(As Certified by the Management)		
Balance with Banks -In Current Accounts	42,238	50,997
Cash on Hand	2,69,585	2,25,381
TOTAL	3,11,823	2,76,378
NOTE :-8		
OTHER CURRENT ASSETS -----		
TDS Receivables	68,965	-
TOTAL	68,965	-

LIKHAMI CONSULTING LIMITED
(Formerly : Spectrum Resources Limited)

Notes forming part of Statement of Profit and Loss

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
	Amt in Rs.	Amt in Rs.
NOTE :-9		
REVENUE FROM OPERATIONS(GROSS) -----		
Sale of Services - Consultancy Fees	8,80,854	7,39,660
TOTAL	8,80,854	7,39,660
NOTE :-10		
OTHER INCOME -----		
Miscellaneous Income	52,475	50,100
TOTAL	52,475	50,100
NOTE :-11		
EMPLOYEE BENEFITS EXPENSES -----		
Salaries and Wages	1,47,000	1,22,500
TOTAL	1,47,000	1,22,500
NOTE :-12		
OTHER EXPENSES -----		
Payment to the Auditor as- -Auditor	11,236	5,618
Bank Charges	-	450
Books & Periodicals	2,090	1,846
Business Promotion Expenses	1,84,375	1,74,379
Filing Fees	28,200	2,000
Misc. Expenses	60,177	87,340
Postage & Courier	20,590	19,012
Printing & Stationary	18,570	16,475
Professional Fees	71,400	72,218
Rent	42,000	36,000
Repair & Maintenance	11,840	8,765
Telephone & Connectivity Expenses	5,389	3,592
Tour & Travelling Expenses	1,80,400	1,79,534
TOTAL	6,36,267	6,07,229

LIKHAMI CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

Note: - 13

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS:

Annexed to and forming part of the Balance Sheet as at 31st March, 2015 and of the Statement of Profit & Loss for the year ended on that date.

1. Accounting System:

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the applicable mandatory Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable.

The financial statements have been prepared on accrual basis under the historical cost convention and ongoing concern concept, unless otherwise stated.

The Accounting policies adopted during the current year, in the preparation of these financial statements, are consistent with that of the previous year.

All the Assets and Liabilities have been classified as Current or Non-current as per the operating cycle criteria set out in the Schedule III to the Companies Act, 2013. As per the aforesaid criteria, the normal operating cycle of the Company is 12 months.

All Expenses, Revenue from Operations and Other Income are accounted for on Accrual basis.

2. Use of Estimates:

The preparation of the financial statements, in conformity with the generally accepted accounting principles, requires estimates and assumptions to be made which affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known/materialized.

3. Investments:

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.

Long Term Investments are valued at Cost unless stated otherwise

Provision for diminution in the value of Long Term Investments is made only, if such a decline is, in the opinion of management, other than temporary.

4. Inventories:

Inventories represent Traded Stock is valued at cost price and determined on FIFO method.

5. Taxation:

- a) Provision for Income Tax is made in accordance with the provisions of Income tax Act, 1961.
- b) No provision of Deferred Tax has been made in accounts, since the incidence of deferred tax being deferred tax asset has not been recognized in view of uncertainty of future taxable income.

6. Segment Reporting:

The Company has one reportable business segment in respect of Consultancy services. The Company operates mainly in Indian market and there are no reportable geographical segments.

LIKHAM I CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

Note: - 13

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS:

Annexed to and forming part of the Balance Sheet as at 31st March, 2015 and of the Statement of Profit & Loss for the year ended on that date.

7. Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated

8. Related Party Disclosures:

There were no contracts or arrangements made with related parties during the year under review.

9. Key Management Personnel:

The Key management personnel are those persons whose names are mentioned in the corporate governance report.

10. Earnings Per Share:

Earnings per share are calculated by dividing the profit attributable to the equity shareholders by the number of equity shares outstanding during the year, as under:

Particulars	2014-15	2013-14
Net Profit for the year attributable to the equity shareholders (Rs.)	70,973	41,481
Number of equity shares outstanding (in Nos.)	99,50,000	99,50,000
Basic and diluted earnings per share (Face value of Rs.10 each)(Rs.)	0.007	0.004

11. Impairment of Assets:

In the opinion of the management, there is no impairment of assets as on Balance Sheet date.

12. Contingent Liabilities:

In the opinion of the Board, there is no contingent liability as on the date of the Balance Sheet and nor any events occurred after the Balance Sheet date that affects the financial position of the Company.

13. Employee Benefits:

- a) All employee benefits falling due wholly within twelve months of rendering the service are recognized in the period in which employee renders the related service and charged to the Statement of Profit & Loss.
- b) The employees employed by the Company during the year under review or part of the year have not completed Continuous service period of 5 years and there is not any un-availed/unutilized leave of any employees working with the company at the year end. As such they are not entitled for Gratuity, Leave encashment and Other Retirement benefits Accordingly, no provision is required to be made in respect of the retirement benefits Also No such payment of any retirement benefits have been made during the year.
- c) As informed and explained by the management, since number of employee was employed by the company for any part of the year or during the year were less than 10 (Ten), the provisions of relevant Labor laws, rules and regulations relating to employees, as applicable to it, are not applicable to the Company.

LIKHAMI CONSULTING LIMITED

(Formerly: Spectrum Resources Limited)

Note: - 13

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS:

Annexed to and forming part of the Balance Sheet as at 31st March, 2015 and of the Statement of Profit & Loss for the year ended on that date.

14. In the Opinion of the Board, all the current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount stated in the Balance Sheet and all the known liabilities have been provided for, unless otherwise stated elsewhere in other notes.
15. During the financial year 2013-14, there are not any transactions with any suppliers /parties who are covered under 'The Micro Small and Medium Enterprises Development Act, 2006'.
16. Additional Information as required under paragraph 5 of Part II of Schedule III to the Companies Act, 2013 to the extent either "NIL" or "Not Applicable" has not been furnished.
17. The Company had made the Long Term Investments either in quoted or unquoted scrips of certain companies in earlier years. Presently, these companies are either delisted / suspended from trading in recognized stock exchanges. Keeping in view the long term business potential, the management estimates that the diminution in the value of certain Long Term Investments is temporary in nature.
18. The quantity of Long Term Investments is subject to physical verification. However, the management represented that all the Long Term Investments are in the name of the Company.
19. The company is in the process of updating its records of inventories and will carry out the physical verification of the same in a phased manner to identify the slow -moving, unmoved, unusable stocks. Pending such exercises completed, the inventories are valued at cost by the management and not considered the diminution in the value of inventories.
20. The Company has Other Receivables which are outstanding for a considerable period of time and considered good for recovery by the management. The management ensured that the Company has been continuously persuading to settle the amount /recovered the receivables.
21. Certain Debit Balances including balances of non-operative bank accounts that are being subject to confirmation and reconciliation thereof, and the same have been taken as per the balances appearing in the books. The consequent necessary adjustments, either of a revenue nature or otherwise, if any, will be made, as and when these accounts are reconciled and confirmed.
22. Certain legal suits had been filed against the Company including its earlier directors under the Companies Act, 1956. Some of the suits are already disposed off by the Hon'ble Courts and few suits are in the process of disposal. As such, the outcome of pending legal suits would not impact its affairs as well as financial position of the company.
23. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

Signatory to Notes 1 TO 13

**As per our attached report on even date
For S.R.Ghedia & Associates
(Chartered Accountants)**

**For and on behalf of the Board
For Likhmi Consulting Limited**

**(Sunil Jain)
Partner
M.No : 059181**

**(Biswajit Barua)
(Director)**

**(C M Singh)
(Director)**

**Place : Mumbai
Date : 29/05/2015**