

39TH ANNUAL REPORT FOR THE YEAR

ENDED 2013 - 2014

MONOTYPE INDIA LIMITED

Registered Office:
HMP HOUSE,
4, FAIRLEE PLACE
GROUND FLOOR, ROOM NO G16
KOLKATA-700001

COMPANY INFORMATION

BOARD OF DIRECTORS

Shri Naresh Manakchand Jain
 Shri Rohitash Bhomia
 Shri Ashish Sethi
 Shri Akhilesh Vijaychand Jain

AUDITORS

M/s Motilal & Associates
 Mumbai
 FRN No. 106584W

BANKERS

AXIS BANK LTD.

REGISTERED OFFICE

HMP HOUSE,
 4, FAIRLEE PLACE
 GROUND FLOOR, ROOM NO G16
 KOLKATA-700001

EMAIL : - monotypeindialtd@gmail.com

CIN No : - [L72900WB1974PLC029679](https://www.mca21.com/company/cin/L72900WB1974PLC029679)

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NOTICE

NOTICE is hereby given that the Thirty Ninth Annual General Meeting (AGM) of the members of Monotype India Limited will be held on 30th September, 2014 at 1.30 P.M at Emami Conference Hall, Association of Corporate Advisers & Executives, 6 Lyons Range, 3rd Floor, Unit 2, Kolkata - 700001, West Bengal., to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Balance sheet and Profit & Loss Account for the year ended March 31, 2014 and the Balance Sheet and the Cash Flow Statement as at that date and the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Akhilesh Vijaychand Jain, (DIN - 00027658) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and for this purpose to consider and if thought fit, to pass the following Resolution as an ordinary Resolution.

“RESOLVED THAT M/s Motilal & Associates, Chartered Accountants, Mumbai (Firm registration No : 106584W) , who have offered themselves for re-appointment and have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of the 39th Annual General Meeting up to the conclusion of the 41st consecutive Annual General Meeting (subject to ratification by the members at every subsequent AGM) at a remuneration as may be decided by the Board of Directors of the Company.”

By Order of the Board

Place : Kolkata
Dated: August 27th, 2014

Sd/-
(Naresh Manakchand Jain)
Whole Time Director

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. M/s Niche Technologies Pvt Ltd, D- 511, Bagree Market, 71 B R B Basu Road, Kolkata - 700001 is the Registrar and Share Transfer Agent of the Company. M/s Niche Technologies Pvt Ltd is also the depository interface of the Company.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 27th September, 2014 to 30th September, 2014 (both the days inclusive) for the purpose of forthcoming Annual General Meeting.
4. Members/Proxies should bring the attendance slips duly filled in and signed for attending the meeting.
5. Members, who are holding shares in the identical order of names in more than one folio, are requested to write to the Company to enable it to consolidate their holding in one folio.
6. *As per the provisions of the Companies Act, 1956, facility for making nomination is available for Members of the Company in respect of shares held by them. The members, who wish to nominate a person, may furnish the required details to the Company in prescribed form.*
7. The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. **To support this Green Initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses.** In respect of electronic holdings, with the Depository through their concerned Depository Participants and members who hold shares in physical form are requested to register the same with our RTA, M/s Niche Technologies Pvt Ltd.
8. Information required to be furnished under Clause 49 of the Listing Agreement for directors seeking appointment/reappointment in forthcoming Annual General Meeting:

Name of Director	Mr.Akhilesh Vijaychand Jain (DIN No. 00027658)
Date of Birth	02/06/1976
Date of Appointment	13/08/2012
Expertise	Accounts and Finance
Qualification	B.Com C.A (Inter)
Other directorship	Shri Ambe Punjinvest Private Limited Vee Vee En Sons (Exports) Pvt Ltd Tarana Plastics And Chemicals Private Limited Alexin Healthcare Private Limited Clarus Infrastructure Realities Limited Manorath Trading Private Limited Image Visual Ad Private Limited Rexort Finsec Private Limited Starpoint Commerce Pvt Ltd
No. of shares held in the Company	Nil

9. VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of the Clause – 35B of the Listing Agreement read with Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide members facility to exercise their votes for all the resolutions detailed in the Notice of the 39th Annual Report of the company and the business may be transacted through e-voting. The company has engaged the services of Central Depository Services Limited (CDSL) as the authorized agency to provide the e-voting facility.

The instructions for shareholders voting electronically are as under:

Ms Monalisa Datta Practicing Company Secretary having the Certificate of Practice Number 13580 is appointed as scrutinizer to conduct E-voting.

STEPS FOR E-VOTING

- (i) The voting period begins on 25th September, 2014 at 9.00 a.m. and ends on 26th September, 2014 at 6.P.M. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 29th August,2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the image verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> ● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. ● In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> ● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant (**Monotype India Limited**) on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non-Individual Shareholders & Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates and Custodians respectively.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

10. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at monotypeindialtd@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before September 26, 2014, upto 6 pm. without which the vote shall not be treated as valid

11. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of

the Company as on the cut-off date (record date) of 29-August-2014.

12. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 29-August-2014.
13. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 29-August-2014. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
14. Monalisa Datta Practising Company Secretary (Certificate of Practice Number 13580 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
15. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the website of CDSL and will be communicated to the Stock Exchanges .

DIRECTORS' REPORT

To
The Members of Monotype India Limited

Your Directors have pleasure in presenting the Thirty Ninth Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2014.

FINANCIAL RESULTS

The highlights of the Financial Results are as under:

PARTICULARS	(₹)	
	Year ended 2013-2014	Year ended 2012-2013
Sales and Other Income	2,50,000	8,25,000
Total Expenditure	1,96,560	2,00,010
Profit/(Loss) for the year before Tax	53,440	6,24,990
Tax Expense	10,200	1,25,000
Profit/(Loss) for the year after tax	43,467	4,99,990

OPERATIONS

The Company will continue to be responsive to changes in market dynamics and consumer behavior and other key factors influencing the business, and will formulate its strategies accordingly.

DIVIDEND

With a view to conserve resources for future needs and in the absence of profit of the Company, the Directors regret their inability to propose any dividend for the year under review.

AMALGAMATION

The approval of Hon'ble Calcutta High Court, Kolkata is still pending.

DIRECTORS' RESPONSIBILITY STATEMENT

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

- (i) That in the preparation of the annual accounts for the financial year ended 31st March, 2014, the applicable accounting standards had been followed and no material departures have been made from the same;
- (ii) That the Directors had 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 and of the loss of the Company for the year under review;
- (iii) That Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That Directors have prepared the annual accounts for the financial year ended 31st March, 2014, on a 'going concern' basis.

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

The particulars relating to conservation of energy and technology absorption are not applicable to the Company. However, efforts are being made to conserve and optimize the use of energy, wherever possible.

During the year under review, your Company has neither earned nor spent any foreign exchange.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Business Outlook

Before discussing the business outlook and future plans it is useful to give a brief overview of the Indian Economy. The Indian economic growth continued to be slow for the second straight year, recording a GDP growth of 4.7% in 2013- 14, compared with 4.5% in 2012-13. Fiscal deficit was recorded at 4.6%, better than the targeted 4.8%. The year FY14 was one of the worst years for manufacturing since 1999-2000, contracting by 0.2% compared with a 1.1% growth in 2012-13.

Risk and Concerns

Lack of liquidity and unavailability of funds could impact day-to-day operations.

Internal Control Systems and their adequacy

Your Company has appropriate internal control systems relating to its areas of operations. Our internal control systems are adequate and provide, among other things, reasonable assurance of recording transactions of operations in all material respects and of providing protection against significant misuse or loss of Company assets. The Company witnessed profit during the year under review.

Developments in Human Resources

Since the Company is looking for new avenues of businesses, the challenge to recruit employees with the right knowledge and skill is very important.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectation may be 'forward looking' within the meaning of applicable laws and regulations. Actual results and planning might differ materially from those expressed or implied.

DEMATERIALIZATION OF EQUITY SHARES

The Company's equity shares are available for trading in the Depository systems of the Central Depository Services (India) Limited (CDSL) and in the National Securities Depository Limited (NSDL). The International Security Identification Number (ISIN) allotted to Monotype India Limited is INE811D01016 for the equity shares of your Company. The status of Equity Capital exists in Electronic Form and Physical Form as on March 31st, 2014 is as under:

Particulars	No. of Shares	Percentage(%)
Electronic Mode		
NSDL	88136	5.34
CDSL	1348589	81.80
Physical Mode	211771	13.22
Total :	1648496	100.00

CORPORATE GOVERNANCE

Your Company has successfully implemented the mandatory provisions of Corporate Governance in accordance with the provisions of Clause 49 of the Listing Agreement of the Stock Exchanges. Separate Reports on Corporate Governance are included in the Annual Report and Certificate dated August 27th, 2014 of the Auditors of your Company confirming the compliance of conditions of Corporate Governance is also annexed thereto.

PARTICULARS OF EMPLOYEES

There was no employee in respect of whom information is required to be given pursuant to the Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended up-to-date.

AUDITORS REPORT

In respect of observation made by the Auditors in their Report, your Directors wish to state that the respective notes to the accounts are self-explanatory and do not call for any further comments.

COMPLIANCE CERTIFICATE

In accordance with the requirements of Section 383(1A) of the Companies Act, 1956, a certificate from M/s Manoj Shaw & Co, Company Secretaries, Kolkata for the year ended 31st March 2014 is attached.

INDUSTRIAL RELATIONS

During the year under review, your Company had cordial and harmonious industrial relations at all levels of the Organization.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any fixed deposits from the public within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under.

APPRECIATION

Your Directors place on record their deep appreciation for the continued, support and co - operation extended to the Company by the Banks, Government departments and other agencies.

Your Directors thanks our esteemed shareholders for your continued support.

Your Directors place on record their appreciation of the dedication and commitment of your Company's employees and look forward to their support in the future as well.

For and on behalf of the Board

Place: Mumbai

Date: 27th August 2014

(Naresh Manakchand Jain)

Director

(Rohitash Bhomeia)

Director

Compliance Certificate
Under Rule 3 of the Company (Compliance Certificate) Rules, 2001

CIN: L72900WB1974PLC029679

Nominal Capital-Rs.50,000,000.00/-

To
The Members,
M/S MONOTYPE INDIA LIMITED.
HMP HOUSE, 4, FAIRLEE PLACE, GROUND FLOOR, ROOM NO G-16,
KOLKATA-700001, WEST BENGAL

We have examined the registers, records, books and papers of M/s **MONOTYPE INDIA LIMITED** as required to be maintained under the Companies Act, 1956 (the Act) and Companies Act, 2013 wherever applicable and the Rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014. In our opinion and to the best of our information and according to the examination carried out by us and explanation furnished to us by the Company and its officers, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per provisions and rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Companies Act and rules made there under.
3. The Company being a Public Limited Company has complied with the requirements of minimum prescribed paid up capital and no comments are required regarding limits to the maximum number of members.
4. The Board of Director duly met 5 times on 30.05.2013, 10.08.2013, 28.09.2013, 12.11.2013 and 12.02.2014 in respect of which Meetings proper notices were given and proceedings were properly recorded and signed including the circular resolutions passed in Minutes Books maintained for the purpose.
5. The Company has closed its Register of Members from 26th September, 2013 to 28th September, 2013, (both days inclusive) during the financial year.
6. The Annual General Meeting for the financial year ended 31.03.2013 was held on 28.09.2013 after giving due notice to the members of the Company and resolution passed thereat have been duly recorded in minutes books maintained for the purpose.
7. No Extraordinary General Meeting was held during the financial year.

8. The Company has not advanced any loans during the financial year 2013-14 to its Directors or persons or firms or Companies referred to under Section 295 of the companies Act, 1956 and as wherever applicable under section 185 of the Companies Act, 2013.
9. The Company has not entered into any Contracts falling within the purview of Section 297 of the Act.
10. The Company has made necessary entries in the registers maintained U/s 301 of the Act.
11. As there was no instance falling within the purview of Sec 314 of the Act, the Company has not obtained any approval from the Board of Directors, Members or Central Government, as the case may be.
12. The Company has not issued any duplicate Share Certificate during the financial year.
13. The Company:
 - i. Has delivered all the certificates on lodgment thereof for transfer wherever applicable, in accordance with the provisions of the act during the financial year.
 - ii. Has not deposited any amount in separate Bank Account as no Dividend was declared during the Financial Year.
 - iii. Has not posted Warrants to any Members of the Company as no Dividend was declared during the Financial Year.
 - iv. Duly complied with the requirements of section 217 of the act.
14. The Board of Directors of the Company is duly constituted.
15. The Company has not appointed any Managing Director/ Whole time Director/ Manager during the financial year.
16. The Company has not appointed any Sole selling Agents during the Financial Year.
17. The Company Business during the year under scrutiny did not occasion the obtaining of approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and/or such Authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other Firms/Company to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any equity shares during the financial year under review.
20. The Company has not bought back any shares during the financial year.
21. The Company has not issued any Preference Shares or Debentures during the Financial Year. There was no redemption of preference shares during the Financial Year.
22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares and bonus shares, pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.

24. The Company has made borrowing during the Financial Year-2013-14 pursuant to section 293(1)(d) of the companies Act, 1956 and wherever applicable under Section 180 of the Companies Act 2013.
25. The Company has complied with the provisions of section 372A of the Act during the year.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's Registered Office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the object of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company, during the year under review for alleged offences under the Act and consequently, no fine / penalty or any other punishment has been imposed on the Company.
32. The Company has not received any sum as security from its employees during the year under certification.
33. The company has not deposited employee's and employer's contribution to Provident Fund with prescribed authority as per provision to section 418.

Place: Kolkata

**Signature: For MANOJ SHAW & CO.
(COMPANY SECRETARIES)**

Date: 28.05.2014

**MANOJ PRASAD SHAW
C.P. No.4194**

It is stated that the compliance of all the applicable provisions of the Companies Act, 1956 and Companies Act 2013 wherever applicable is the responsibility of the management. Our examination, on a test-check basis, was limited to procedures followed by the Company for ensuring the compliance with the said provisions. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted its affairs. We further state that this is neither an audit nor an expression of opinion on the financial activities/ statements of the Company. Moreover, we have not covered any matter related to any other law which may be applicable to the Company except the Companies Act, 1956 or Companies Act 2013.

Annexure-‘A’**Registers as maintained by the Company:**

1. Register of member’s u/s 150.
2. Minutes Book of Board and General Meetings u/s 193
3. Register of Directors’ shareholding u/s 307
4. Register of Investment and Loans u/s 372A
5. Register of contracts in which directors are interested u/s 301
6. Books and Accounts u/s 209
7. Register of index of members u/s 151
8. Register of Charges u/s 143

Annexure-‘B’

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial period ended 31st March 2014:

Sl. No.	Form No/Return	Filed U/s	For	Date of filing	Whether filed Within Prescribed time Yes/ No	If delay in filing whether requisite additional fee paid Yes/ No
1.	Balance Sheet and Profit & Loss A/C (Form 23AC & Form 23ACA XBRL)	220	Balance Sheet and Profit & Loss A/C for the year ended 31.03.2013	28.11.2013	No	Yes
2.	Compliance Certificate (Form 66)	383A	Compliance Certificate for the year ended 31.03.2013	22.11.2013	No	Yes
3.	Annual Return (Form 20B)	159	Annual Return for the AGM held on 28.09.2013	25.11.2013	Yes	N.A.
4.	Annual Return (Form 20B)	159	Annual Return for the AGM held on 29.09.2012	26.04.2013	No	Yes
5.	Annual Return (Form 20B)	159	Annual Return for the AGM held on 29.09.2011	02.05.2013	No	Yes

CORPORATE GOVERNANCE REPORT

1. The Company's Philosophy on Code of Corporate Governance

Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mindset of the organization. The Company believes that good Corporate Governance practices should be enshrined in all activities of the Company. This would ensure efficient conduct of the affairs of the Company and help the Company achieve its goal of maximizing value for all its stakeholders. The Company has a strong legacy of fair, transparent and ethical governance.

The Company recognizes that good Corporate Governance is a continuing exercise and reiterates its commitment to pursue highest standards of Corporate Governance in the overall interest of all the stakeholders.

2. Board of Directors

The Board of Directors as on the date consist of Four Directors out of whom 3 (Three) are Non Executive Directors. The Chairman of the Company is Executive Director. The composition of Board is in conformity with Clause 49 of the Listing Agreement entered into with the Stock Exchanges.

Name	Category	No of outside Directorship(s) held in Public Limited and Private Limited Companies		No. of Board Committee position held in other Public Limited Companies	
		Private	Public	Chairman	Member
Shri Naresh Manakchand Jain	Whole Time Director	10	2	1	1
Shri Rohitash Bhomia	Non-Executive Director	1	2	-	1
Shri Ashish Sethi	Non-Executive Independent Director	-	1	-	-
Shri Akhilesh Vijaychand Jain	Non-Executive Independent Director	7	1	-	1

3. Board Meetings

The Board held 5 (Five) Meetings during the year 2013 - 2014 on 30.05.2013, 10.08.2013, 28.09.2013, 12.11.2013 and 12.02.2014.

Attendance of Directors at Board Meetings and at the Annual General Meeting

Name of the Directors	No. of Board Meetings Attended	Whether Attended the Last AGM
Shri Naresh Manakchand Jain	5	YES
Shri Rohitash Bhomia	5	YES
Shri Ashish Sethi	5	YES
Akhilesh Vijaychand Jain	5	YES

The Board ensures compliance of all laws applicable to the Company and takes steps to rectify non-compliances, if any.

4. Committees of the Board

(a) Audit Committee

The Audit Committee oversees the Company's financial reporting process and disclosure of its financial information, to recommend the appointment of Statutory Auditors and fixation of their remuneration, to review and discuss with the Auditors, adequacy of the internal audit system, major accounting policies, practices and entries, compliance with accounting standards and Listing Agreements and other legal requirements concerning financial statements and related party transactions, if any, and to review the financial statements before they are submitted to the Board of Directors.

Composition and Attendance

During the year 2013-2014, 4 (Four) Meetings of the Audit Committee were held on 30th May, 2013, 10th August, 2013, 12th November, 2013 and 12th February, 2014.

Name of the Members	Category	No. of Meetings Attended
Shri Naresh Manakchand Jain	Whole Time Director	4
Shri Ashish Sethi	Independent Director	4
Akhilesh Vijaychand Jain	Independent Director	4
Shri Rohitash Bhomia	Executive Director	4

The Members of the Audit Committee have requisite knowledge in the field of Finance, Accounts and Management. Minutes of each Meeting of Audit Committee are placed and discussed before the Board of Directors.

The representative of Statutory Auditors attended the meetings of Audit Committee.

(b) Remuneration Committee

The Company has not formed a remuneration committee which is a part of non-mandatory code. The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The remuneration policy is in consonance with the existing industry practices and the requirements of law. The Company does not have any stock option plan or performance linked incentives for its directors. The Company has not paid any remuneration to any of its directors.

5. Share Transfers and Shareholders/Investors Grievance Committee.

(a) Terms of reference

The Committee into issues relating to share, including transfer/transmission of shares, issue of duplicate share certificates, non-receipt of dividend, annual reports etc. The Committee meets to review status of investor grievances, rectify transfers, approve transmission of shares and issue duplicate share certificates from time to time. Besides, officers of the Company have been authorized to approve issue of share certificates, approve transfer/ transmission of shares, consolidation, sub-division, and split of share certificates.

(b) Compliance Officer

The Board has designated Shri Naresh Manakchand Jain, Director of the Company as the Compliance Officer w.e.f August 12, 2011.

(c) Shareholders/Investors' Grievance Committee:**Composition of Shareholders/ Investors' Grievance Committee**

Name	Category
Shri Naresh Manakchand Jain	Director
Shri Akhilesh Vijaychand Jain	Director
Shri Ashish Sethi	Director

There are no outstanding complaints and no shares were pending for transfer as on 31st March, 2014.

6. (a) General Body Meetings:

The Last three Annual General Meetings were held as per the details given below:

YEAR	DATE	TIME	VENUE
2012-2013	28.09.2013	04.00 P.M	Emami Conference Hall, Association Associaton of Corporate Advisers & Executives, 6 Lyons Range, 3 rd Floor, Unit 2, Kolkata- 700001.
2011-2012	29.09.2012	04.00 P.M	Emami Conference Hall, Association Associaton of Corporate Advisers & Executives, 6 Lyons Range, 3 rd Floor, Unit 2, Kolkata- 700001.
2010-2011	29.09.2011	10.00 A.M.	8, Waterloo Street, Kolkata-700 069.

(b) Postal Ballot

During the year ended 31st March, 2014, no resolution was passed by the Company's shareholders requiring voting by postal ballot. At the ensuing Annual General Meeting also, there is no resolution proposed to be passed through postal ballot.

7. Disclosures**(a) Disclosure on materially significant related party transactions, pecuniary or business relationship with the Company**

There have been no materially significant related party transactions that may have potential conflict with the interests of the Company or its associates, with any of its directors or their relatives during the year 2013-14.

(b) Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchange(s) or SEBI or any Statutory Authority on any matters related to Capital Market:

No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority, on any matter related to capital markets during the last 3 years.

(c) Whistle Blower Policy:

The Company has formulated a policy known as 'Whistle Blower Policy' to allow and encourage our employees to bring to the Management's Notice (Audit Committee) directly, without necessarily informing their superiors about suspected unethical behavior, malpractice, wrongful conduct, fraud, violation of the Company's policies including code of conduct, violation of law or questionable accounting or auditing matters by any employee/director in the Company without fear of reprisal.

The Company further undertakes that it has not denied any personnel access to the Audit Committee of the Company in respect of matters involving alleged

misconduct/malpractice/unethical behavior and that it has provided protection to 'Whistle Blowers' from unfair termination and other unfair or prejudicial employment practices.

(d) Details of compliance with the mandatory requirements and adoption of non-mandatory requirements of Clause 49:

The Company has complied with the mandatory requirements and is in process of adopting non-mandatory requirements of Clause 49, wherever feasible.

(e) Risk Management:

The Executive Management controls risk through means of a properly defined framework.

(f) Code of Conduct:

The Board of Directors of your Company has laid down the Code of Conduct for all Board Members and Senior Management of the Company, which delineates the principles governing the conduct of employees including Directors, with all the stakeholders of the Company. The code covers transparency, legal compliances, concern of occupational health, safety and environment, a gender friendly work place and philosophy of leading by personal examples.

All Board Members and Senior Management of your Company ensure the compliances with these principles. The Board is responsible for ensuring that these principles are communicated to, understood and observed by all employees. Compliance of the code is subject to the review by the Board supported by the Audit Committee of the Board.

(g) CEO/CFO Certification

A certificate from the Director on the Financial Statements of the Company was placed before the Board.

(h) Meaning of Communication

- (1) Quarterly results are published in leading newspapers like Financial Express and Kalantar / Arthik lipi
- (2) Management Discussion and Analysis Report forms part of the Director's Report.

7. General Shareholder Information

(a) Date, Time and Venue of Annual General Meeting:

The Annual General Meeting of the Company will be held on 30th September, 2014 at 1.30 P.M at Emami Conference Hall, Association of Corporate Advisers & Executives, 6 Lyons Range, 3rd Floor, Unit 2, Kolkata - 700001, West Bengal.

(b) Financial Calendar (tentative and subject to change)

The Company expects to announce the unaudited quarterly results for the year 2013-2014, as per the following schedule:

Financial Reporting for the quarter ending June 30, 2014	August 13, 2014.
Financial Reporting for the quarter ending September 30, 2014	November 14, 2014
Financial Reporting for the quarter ending December 31, 2014	February 14, 2015.
Financial Reporting for the quarter ending March 31, 2015	May 14, 2015.

(c) Date of Book Closure

Register of Members and Share Transfer Books of the Company will remain closed from 27th September, 2014 to 30th September, 2014 (both the days inclusive) for the purpose of forthcoming Annual General Meeting.

(d) Dividend Payment Date

The Board of Directors has not recommended any dividend for the financial year 2013-2014.

(e) Listing on Stock Exchanges**(i) Bombay Stock Exchange Limited**

Phiroze Jeejeebhoy Towers, Dalal Street,
25th Floor, Mumbai – 400 001

(ii) Calcutta Stock Exchange Association Limited

7, Lyons Range, Kolkata – 700 001.

(f) Stock Code

The Bombay Stock Exchange Limited : 505343
The Calcutta Stock Exchange Association Limited : 23557
International Securities Identification Number (ISIN) : INE811D01016

(g) Stock Market Data

Market Price Data- Monthly high/low of Company's Equity shares during the financial year 2013-2014 on the BSE along with performance in comparison to BSE Sensex is given as under:

MONTH	Monotype India Limited on BSE		BSE Sensex	
	High (Rs.)	Low (Rs.)	High	Low
April, 2013	238.30	212.55	19662.68	18141.22
May, 2013	212.55	212.55	20443.62	19451.26
June, 2013	-	-	19860.19	18467.16
July, 2013	-	-	20351.06	19126.82
August, 2013	223.00	211.90	19569.20	17448.71
September, 2013	205.00	180.00	20739.69	18166.17
October, 2013	194.00	185.00	21205.44	19264.72
November, 2013	194.00	194.00	21321.53	20137.67
December, 2013	203.70	193.55	21483.74	20568.70
January, 2014	194.00	150.55	21409.66	20343.78
February, 2014	160.00	143.00	21140.51	19963.12
March, 2014	160.00	160.00	22467.21	20920.98

(h) Registrar and Transfer Agents for shares held in Physical as well as Depository mode:

Niche Technologies Pvt Ltd
D- 511, Bagree Market,
71 B R B Basu Road,
Kolkata - 700001.
Ph -91-33-22357270/22357271
Fax – 91-33-22156823
nichetechpl@nichetechpl.com

(i) Share Transfer System

The Board has delegated the power of share transfer to Shareholders/Investors' Grievance Committee. The Committee holds meeting at regular intervals to consider all matters concerning transfer and transmission of Shares.

(j) Distribution and Shareholding Pattern

Distribution of shareholding of the Company as on March 31, 2014:

Range of Equity Shares	No of Shareholders	% of total holders	No. of Shares	% to Total
Up to 500	1023	90.2913	118642	7.1970
501 - 1000	79	6.9726	56728	3.4412
1001 - 5000	26	2.2948	47481	2.8803
5001 - 10000	1	0.0883	7450	0.4519
10001 - 50000	1	0.0883	14000	0.8493
50001 - 100000	2	0.1765	163335	9.9081
100001 - Above	1	0.0883	1240860	75.2722
Total	1133	100.00	1648496	100.00

(k) Shareholding Pattern of the Company as on March 31, 2014:

Category		Nos. of Shares held	Percentage of Holding
A	Promoter and Promoter Group		
	1. Indian Promoters	1240860	75.27
	2. Foreign Promoters	-	-
	Sub Total	1240860	75.27
B	Public Shareholding		
	1. <u>Institutional Investors</u>		
	- Mutual Funds & UTI	-	-
	- Banks, Financial Institutions, Insurance Companies	14220	0.86
	- Central Government/State Government(s)	-	-
	- Foreign Institutional Investors	-	-
	2. <u>Non-Institutional Investors</u>		
	- Bodies Corporate	107254	6.51
	- Individuals/ HUFs/Others	285762	17.35
	- NRIs	400	0.01
	Sub Total	407636	24.72
	Total	1648496	100.00

(l) Dematerialization of Securities

The Company's Shares are available for trading in the Depository System at Central Depository Services (India) Limited (CDSL) and in the National Securities Depository Limited. The International Security Identification Number (ISIN) allotted to MONOTYPE INDIA LIMITED is INE811D01016. Demat & Physical shares Status of Company as on March 31, 2014 is as under:

(m) PAN Requirement

SEBI had vide its circulation no. MRD/DOP/Cir – 05/2009 dated 20-05-2009 made the requirement of PAN Card of all Transferee(s) compulsory in case of all Physical Transfer of Shares.

(n) Outstanding GDRs/ADRs/Warrants or any other Convertible Instrument

Company has not issued any GDRs/ ADRs/ Warrants or any other convertible instruments or any issue (public issue, right issue, preferential issue etc.) which likely to have impact on Equity Share Capital of the Company.

(o) Address for Correspondence

The shareholders may address their communications/ suggestions/ grievances/ queries to:

MONOTYPE INDIA LIMITED
HMP House,
4, Fairlee Place
Ground Floor, Room No G16
Kolkata-700001
Email: monotypeindialtd@gmail.com

ANNEXURE TO THE REPORT OF THE DIRECTORS

**CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE**

To,
The Shareholders of
MONOTYPE INDIA LIMITED

We have examined the compliance conditions of Corporate Governance by MONOTYPE INDIA LIMITED for the year ended on 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company entered into with the Stock Exchanges in India.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance stipulated in the abovementioned Listing Agreement.

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

For **Motilal & Associates.**
Firm Registration No 106584W
Chartered Accountants

(Motilal Jain)
Proprietor
Membership No 36811

Place: Mumbai
Date: August 27th,2014

MANAGEMENT RESPONSIBILITY STATEMENT

The Financial Statements are in full conformity with the requirements of the Companies Act, 1956 and the Accounting Standards issued by the Central Government. The Management of the Company accepts responsibility for the integrity and objectivity of these financial statements, as well as, for estimates and judgments relating to matters not concluded by the year-end. The management believes that the financial statements reflects fairly the form and substance of transactions and reasonably presents the Company's financial condition and results of operations. To ensure this, the Company has installed a system of internal controls, which is reviewed, evaluated and updated on an ongoing basis. Our auditors have conducted audits to provide reasonable assurance that the company's established policies and procedures have been followed. However, there are inherent limitations that should be recognized in weighing the assurances provided by any system of internal controls. These financial statements have been audited by Motilal & Associates, Chartered Accountants, Mumbai the Statutory Auditors of the Company.

FOR AND ON BEHALF OF THE BOARD

Place: Kolkata
Date : August 27th,2014

(NARESH MANAKCHAND JAIN)
DIRECTOR

CODE OF CONDUCT DECLARATION

Pursuant to the clause 49I(D) of the Listing Agreement entered into with the stock exchange , I hereby declare that all the Board members and senior management personnel of the Company have affirmed compliance with the code of conduct for the year ended March 31, 2014.

FOR AND ON BEHALF OF THE BOARD

Place: Kolkata
Date : August 27th,2014

(NARESH MANAKCHAND JAIN)
DIRECTOR

INDEPENDENT AUDITORS' REPORT

To The Members of MONOTYPE INDIA LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of **MONOTYPE INDIA LIMITED**, which comprise the Balance Sheet as at March 31st 2014, and the Statement of Profit and Loss and the Cash Flow Statement of the company for the year ended, for the year ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. The Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, applies to the Company.
2. In our opinion, the Balance sheet and the Profit and loss Account dealt with by this report comply with the Accounting Standard (AS) referred to in sub-section of Section 211 of the Companies Act, 1956.
3. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) the Balance Sheet and Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the Balance Sheet and Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of written representations received from the directors as on March 31st 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31st 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

For Motilal & Associates

Chartered Accountants

Firm Registration No.: 106584W

CA Motilal Jain

Proprietor

Membership No.: 036811

Place: Kolkata

Date : 28th May, 2014

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED ON 31ST
MARCH, 2014**

Referred to in our report of even date

- I. The Company does not have any fixed assets during the year under review. Accordingly, the provisions of clause 4 (i) of the order are not applicable to the company.
- II. The Company does not have any inventory. Accordingly, the provisions of clause 4 (ii) of the order are not applicable to the Company.
- III. In respect of the loans secured or unsecured, granted or taken by the Company to / from companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956:
 - (a) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, paragraph 4 (iii) (a) of the order are not applicable.
 - (b) The Company has taken unsecured loans from two companies and a party, covered in the register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year of such loan was ₹ 6,76,084 and the year end balance of such loan was ₹ 6,76,084.
 - (c) The rate of interest and other terms and conditions of such loans are, in our opinion, prima facie, not prejudicial to the interest of the company.
- IV. In our opinion and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size and nature of its business with regard to purchase of inventory, fixed assets etc. We have not observed any major weaknesses in the internal control system during the course of the audit.
- V. In our opinion and according to the information and explanations given to us, transaction that needs to be entered into the register maintained under Section 301 of the Act, 1956 has been entered.
- VI. According to information and explanations given to us, the Company has not accepted any deposits from the public. Therefore, the provisions of the Clause (vi) of paragraph 4 of the order are not applicable.
- VII. The company does not have an internal audit department.
- VIII. As informed to us the Central Government has not prescribed for the maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for any of the products of the Company.
- IX. The Company is regular in depositing undisputed statutory dues, including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any statutory dues with the appropriate authorities, there is no other undisputed statutory demand outstanding for more than six months from the date they became payable.

- X. The Company has accumulated losses of ₹ 443.52 Lacs which is more than 50% of the net worth of the company. The company has earned cash profits during the financial year and in the immediately preceding financial year.
- XI. According to the information and explanations given to us and based on the documents and records produced to us, the company did not have any borrowing from a financial institution or bank or debenture holders and hence clause 4(xi) of the companies (Auditor's Report) Order, 2003 (as amended) is not applicable.
- XII. In our opinion and according to the explanation available, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
- XIII. In our opinion, the Company is not chit fund / nidhi / mutual benefit fund / society. Therefore, the provisions of the Clause (xiii) of paragraph 4 of the order are not applicable to the Company.
- XIV. In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provision of clause 4 (xiv) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the company.
- XV. The company has not given guarantee for the loans taken by others from banks or financial institution; hence clause (xv) of Para 4 of the Order is not is not applicable.
- XVI. During the year the Company has not taken any term loan. In respect of loan taken in earlier years, utilization of such amount for specific purposes cannot be verified by us, in the absence of the relevant records, we are unable to comment upon the same.
- XVII. According to the information and explanation given to us and overall examination of the Balance Sheet of the Company ,we are of the opinion that there are no funds raised on short term basis that have been applied for long term investment.
- XVIII. The Company has not made any preferential allotment of shares to parties and companies covered in Registered maintained under Section 301 of the Company Act, 1956.
- XIX. The Company has not issued any debentures during the year and no debentures were outstanding as at 31st March, 2014. Accordingly, requirements of clause 4 (xix) of the Order are not applicable to the Company.
- XX. The Company has not made any public issue during the year.
- XXI. 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 given by the management, we report that no fraud on or before by the company has been noticed or reported during the course of our audit.

For Motilal & Associates
Chartered Accountants
(F. No.: 106584W)

CA Motilal Jain
Proprietor
Membership No: 036811

Place: Kolkata
Date: 28th May, 2014

Monotype India Limited

Balance Sheet as at 31st March, 2014

Particulars	Note	31st March, 2014 (₹)	31st March, 2013 (₹)
I EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	1	4,14,84,960	4,14,84,960
Reserves and Surplus	2	(4,43,51,778)	(4,43,95,245)
Non-Current Liabilities			
Current Liabilities			
Short-Term Borrowings	3	39,76,084	36,56,084
Other Current Liabilities	4	36,517	77,630
Short-Term Provisions	5	5,422	36,072
Total		11,51,205	8,59,501
II ASSETS			
Non-Current Assets			
Long Term Loans and Advances	6	39,235	39,235
Current Assets			
Trade Receivables	7	7,42,500	7,42,500
Cash and Cash Equivalents	8	3,69,470	77,766
Total		11,51,205	8,59,501

As per our report of even date

For Motilal & Associates
Chartered Accountants
(F. No 106584W)

For and on behalf of the Board of Directors of
For Monotype India Limited

CA Motilal Jain
(Proprietor)
Membership No: 036811

(Naresh M. Jain)
Director

(Rohitash Bhomia)
Director

Place : Kolkata

Date : May 28th, 2014

Monotype India Limited

Statement of Profit and Loss for the year ended 31st March, 2014

Particulars	Note	31st March, 2014 (₹)	31st March, 2013 (₹)
I INCOME			
Revenue from Operations		-	-
Other Income	9	2,50,000	8,25,000
Total Revenue		<u>2,50,000</u>	<u>8,25,000</u>
II EXPENSES			
Other Expenses	10	1,96,560	2,00,010
Total Expenses		<u>1,96,560</u>	<u>2,00,010</u>
Profit/(Loss) Before Tax	(I - II)	53,440	6,24,990
Tax Expense			
(i) Current Tax		10,200	1,25,000
(ii) Short / Excess Provision for Income Tax		(227)	-
		<u>9,973</u>	<u>1,25,000</u>
Profit/(Loss) for the year from continuing operations		43,467	4,99,990
Earnings per share:			
Basic		0.03	0
Diluted		0.03	0
Computed on the basis of total profit/(loss) from continuing operations			
Nominal Value of Shares ₹ 10 (Previous Year ₹ 10)			
No. of Equity Shares used in computation of above		1648496	16,48,496

As per our report of even date

For Motilal & Associates
Chartered Accountants
(F. No 106584W)

For and on behalf of the Board of Directors
For Monotype India Limited

CA Motilal Jain
(Proprietor)
Membership No: 036811

(Naresh M. Jain)
Director

(Rohitash Bhomia)
Director

Place : Kolkata

Date : May 28th, 2014

Monotype India Limited
Notes forming part of the Financial Statements
Note 1 Share Capital

Particulars	31st March, 2014	31st March, 2013
	(₹)	(₹)
(a) Authorised		
2500000 Equity shares of ₹ 10/- each (Previous year 2500000 Equity shares of ₹ 10/- each)	2,50,00,000	2,50,00,000
250000 Preference shares of ₹ 100/- each (Previous year 250000 Preference shares of ₹ 100/- each)	2,50,00,000	2,50,00,000
	5,00,00,000	5,00,00,000
(b) Issued , subscribed and fully paid up		
1648496 Equity shares of ₹ 10/- each fully paid up (Previous year 1648496 Equity shares of ₹ 10/- each)	1,64,84,960	1,64,84,960
250000 1%Non Cumulative Redeemable Preference shares of ₹ 100/- each fully paid up (Previous year 250000 Preference shares of ₹ 100/- each)	2,50,00,000	2,50,00,000
	4,14,84,960	4,14,84,960

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	31st March, 2014		31st March, 2013	
	No of Shares	(₹)	No of Shares	(₹)
Equity shares as at the beginning of the year	1648496	1,64,84,960	1648496	1,64,84,960
Equity shares as at the end of the year	1648496	1,64,84,960	1648496	1,64,84,960
Preference shares as at the beginning of the year	250000	2,50,00,000	250000	2,50,00,000
Preference shares as at the end of the year	250000	2,50,00,000	250000	2,50,00,000

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	31st March, 2014		31st March, 2013	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares				
Swagatam Tradevin Ltd.	1240860	75.27	1240860	75.27
Motisons Shares Pvt Ltd.	93335	5.66		
Preference Shares				
Swagatam Tradevin Ltd.	250000	100.00	250000	100.00

iii. Terms/rights attached to equity shares

The Company's authorised capital consists of two classes of shares, referred to as equity shares and preference shares, having par value of ₹ 10/- and ₹ 100/- each respectively. Each holder of equity shares is entitled to one vote per share. The Preference shareholders have a preferential right over equity share holders , in respect of repayment of capital and payment of dividend. However, no such preference shares have been issued by the Company during the years ended 31st March, 2013 & 31st March, 2014.

The Preference Shares shall be redeemed at par at the end of 20 years from the date of allotment, i.e. 30.03.2018. The Company has the option to however, redeem the shares at par at any time after the expiry of an initial period of 60 months from the date of allotment, i.e. after 30.03.2003 by giving the shareholders three month notice of its intention to do so.

Monotype India Limited

Notes forming part of the Financial Statements

	31st March, 2014 (₹)	31st March, 2013 (₹)
Note - 2 Reserves and Surplus		
Surplus on reissue of forfeited shares		
As per Last account	26,875	26,875
	<u>26,875</u>	<u>26,875</u>
Profit & Loss Account		
Balance as per last financial statement	(4,44,22,120)	(4,49,22,110)
Add: Profit/(loss) for the year	43,467	4,99,990
Net surplus/(Deficit) in statement of profit and loss	<u>(4,43,78,653)</u>	<u>(4,44,22,120)</u>
	<u>(4,43,51,778)</u>	<u>(4,43,95,245)</u>
Note - 3 Short-Term Borrowings		
(Unsecured, unless otherwise specified)		
Loans repayable on demand		
From related parties	6,76,084	3,56,084
From other parties	33,00,000	33,00,000
	<u>39,76,084</u>	<u>36,56,084</u>
Note - 4 Other Current Liabilities		
Statutory Dues	3,652	-
Expenses Payable	32,865	77,630
	<u>36,517</u>	<u>77,630</u>
Note - 5 Short Term Provisions		
Provision for Taxation	3,22,519	4,57,815
Advance Tax	3,17,097	4,21,743
	<u>5,422</u>	<u>36,072</u>
Note - 6 Long Term Loans and Advances		
Deposits (Secured)	39,235	39,235
Other Loans and Advances	-	-
	<u>39,235</u>	<u>39,235</u>
Note - 7 Trade Receivables (Unsecured and considered good)		
More than Six Months	-	-
Others	7,42,500	7,42,500
	<u>7,42,500</u>	<u>7,42,500</u>
Note - 8 Cash and Cash Equivalents		
Balance with banks	91,244	69,540
Cash in hand	2,78,226	8,226
	<u>3,69,470</u>	<u>77,766</u>

Note - 9 Other Income		
Other Income	2,50,000	-
Commission Received		8,25,000
	<u>2,50,000</u>	<u>8,25,000</u>
Note - 10 Other Expenses		
Advertisement	29,662	45,077
Travelling & conveyance	18,600	-
Miscellaneous expenses	48,402	45,019
Listing fees	29,774	28,801
Payment to Auditor (Refer details below)	36,517	39,326
Professional and legal fees	16,751	37,854
Depository Charges	16,854	3,933
	<u>1,96,560</u>	<u>2,00,010</u>
Payment to Auditor:		
Audit fee	28,090	28,090
Certification Charges	8,427	11,236
	<u>36,517</u>	<u>39,326</u>

Monotype India Limited			
Grouping to balance sheet and profit and loss account			
Sr. No	Particulars	₹	₹
		31st March, 2014	31st March, 2013
G.N. 3	Short-term borrowings		
	Loans repayable on demand		
	From related parties:		
	Mono Herbicides Limited	2,50,000	-
	Naresh Jain	70,000	-
	Swagatam Tradevin Limited	3,56,084	3,56,084
		<u>6,76,084</u>	<u>3,56,084</u>
	From other parties:		
	Betala Investments Pvt. Ltd.	30,00,000	30,00,000
	Subhankar Vinimay Limited	2,00,000	2,00,000
	Unicorn Vyapaar Limited	1,00,000	1,00,000
		<u>33,00,000</u>	<u>33,00,000</u>
G.N. 4	Expenses payable		
	Niche Technologies Private Ltd	-	18,542
	Churiwala & Associates	-	14,030
	Innovative Communication	-	5,732
	Outstanding Payment to Auditors	32,865	39,326
		<u>32,865</u>	<u>77,630</u>
	Other current liabilities		
	Statutory Dues		
	TDS on Professional Fees	3,652	-
		<u>3,652</u>	<u>-</u>
G.N. 5	Short Term Provisions		
	Income tax Payable		
	Provision for Tax		
	Assessment Year : 2008-2009	3,12,319	3,12,319
	Assessment Year : 2011-2012	-	20,496
	Assessment Year : 2013-2014	-	1,25,000
	Assessment Year : 2014-2015	10,200	-
		<u>3,22,519</u>	<u>4,57,815</u>
	Advance Tax		
	Self Assessment Tax Paid A.Y.08-09	72,545	72,545
	TDS on Interest A.Y. 08-09	2,44,552	2,44,552
	Self Assessment Tax Paid A.Y.11-12	-	22,146
	TDS on Commission Receivable A.Y. 13-14	-	82,500
		<u>3,17,097</u>	<u>4,21,743</u>
	Short Term Provision	<u>5,422</u>	<u>36,072</u>

G.N. 6	Long term loan and advances		
	Deposit (Asset)		
	Achintya Lodh CWS Premise	11,750	11,750
	Calcutta Electric Supply	26,485	26,485
	Deposit - Reliance Phone	1,000	1,000
		<u>39,235</u>	<u>39,235</u>
G.N. 7	Trade Receivables		
	Avron's Consultancy Services Pvt. Ltd.	7,42,500	7,42,500
		<u>7,42,500</u>	<u>7,42,500</u>
G.N. 8	Cash and Cash Equivalents		
	Cash in Hand	2,78,226	8,226
	Balance with Scheduled Banks		
	Axis Bank A/c. No. 841886884	91,244	69,540
		<u>91,244</u>	<u>69,540</u>
G.N. 10	Miscellaneous Expenses		
	Filling Fees	5,000	3,000
	Bank Charges	702	1,460
	Donation Expenses	10,000	-
	Office Expenses	-	124
	Printing & Stationery	25,200	24,000
	Custodian Expenses	-	6,741
	Digitary Signatory	-	506
	Membership & Subscription	7,500	7,500
	Postage & Telegram	-	1,688
		<u>48,402</u>	<u>45,019</u>

Note No 11- Notes for Financial Statements for the year ended 31st March, 2014**A. Significant Accounting Policies:****1. Basis of Accounting:**

The financial statements have been prepared under the historical cost convention on an accrual system based on principle of going concern and are in accordance with the generally accepted accounting principles and the accounting standards referred to in section 211(3C) of the Companies Act, 1956.

2. Taxation:

Income tax expense comprises current tax, deferred tax charge or release and charge on account of fringe benefit tax. The deferred tax charge or credit is recognized using substantially enacted rates. In the case of unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only to the extent there is virtual certainty or realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Such assets are reviewed as at each Balance Sheet date to reassess realization.

3. Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past event and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statement except where virtual certainty is there.

4. Use of Estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reported Period. Difference between the actual results and estimates are recognized in the Period in which the results and estimates are recognized in the Period in which the results are known or materialize.

B. Notes on Accounts:

1) Contingent Liabilities in respect of :

As at 31.03.2014 (₹)	As at 31.03.2013 (₹)
16,34,397	16,34,397

Central Excise Liability under dispute

2) In the opinion of the management, the current assets, loans and advances have the values on realization in the ordinary course of business at least equal to the amounts at which they are stated in the balance sheet except the trade receivables and loans and advances which falls under management's policy for bad and doubtful debts as taken in the previous years.

3) Debit and Credit balances are subject to confirmation and reconciliation.

4) There are no dues to Micro, Small & Medium Enterprises as at Balance Sheet date and no interest has been paid to any such parties. This is based on the information on such parties having been identified on the basis of information available with the Company and relied upon by the auditors.

5) Related Parties Disclosures in accordance with Accounting Standard 18 issued by the Institute of Chartered Accountants of India:-

Related Parties and description of relationship

- (I) a) Swagatam Tradevin Limited (Promoter Company)
 b) Nature of transaction with related party
 Unsecured Loans Taken : NIL
 Amount Outstanding at year end : 356,084/-
 Previous Year Balance : 356,084/-
- (II) a) Naresh Jain (Director)
 b) Nature of transaction with related party
 Unsecured Loans Taken : 70,000/-
 Amount Outstanding at year end : 70,000/-
 Previous Year Balance : NIL
- (III) a) Mono Herbicides Limited (Company in which Mr. Naresh Jain is Director)
 b) Nature of transaction with related party
 Unsecured Loans Taken : 2,50,000/-
 Amount Outstanding at year end : 2,50,000/-
 Previous Year Balance : NIL
- (IV) a) Elan Capital Advisors P Ltd (Company in which Mr. Naresh Jain is Director)
 b) Nature of transaction with related party
 Reimbursement of Expenses : 5,000/-
 Amount Outstanding at year end : NIL
 Previous Year Balance : NIL

6) Earning Per Share (EPS)

Particulars	As at 31.03.2014 (₹)	As at 31.03.2013 (₹)
Profit / (Loss) after tax	43,467	4,99,990
Less : Dividend on Preference Share	-	-
Net Profit / (Loss) for Calculation of basic / diluted EPS (A)	43,467	4,99,990
Basic / Weighted average number of equity shares Outstanding during the year (B)	16,48,496	16,48,496
Earning per Shares (EPS) (basic)/(diluted)(A/B)	0.03	0.3

	As at 31.03.2014 (₹)	As at 31.03.2013 (₹)
7) Earning in foreign currency:	NIL	NIL
8) Value of Import calculated on CIF basis	NIL	NIL
9) Expenditure in foreign currency: (on payment basis) (net of tax, where applicable)	NIL	NIL

10) Auditors Remunerations
(including Service Tax, where applicable)

a) Audit Fees	28,090	28,090
b) Certification Charges	8,427	11,236

11) The Company operates in one segment and hence no separate disclosure of segment-wise information has been made as per Accounting Standards (AS-17) Segment Reporting issued by the Institute of Chartered Accountants of India.

12) In view of the revision to the Schedule VI as per notification issued by the Central Government, the financial statement for the year ended 31st March, 2014 have been prepared as per the requirement of the Revised Schedule VI to the Companies Act, 1956. The previous year's figures have been accordingly regrouped / classified to confirm to the year's classification.

The accompanying notes are an integral part of the financial statements

For Motilal & Associates
Chartered Accountants
(F. No.:106584W)

For and on behalf of Board of Directors
Monotype India Limited

CA. Motilal Jain
Proprietor
M. No. 036811

(Naresh M. Jain)
Director

(Rohitash Bhomia)
Director

Place : Kolkata
Date : 28th May, 2014

Monotype India Limited

Cash Flow Statement for the year ended 31st March, 2014

	31st March, 2014	31st March, 2013
	₹	₹
Cash flows from operating activities before tax		
Net profit before tax	53,440	6,24,990
<u>Adjustments for</u>		
Depreciation and Amortization	-	-
Profit/(Loss) on Sale of Investments	-	-
Operating profit before working capital changes	53,440	6,24,990
<u>Changes in Working Capital:</u>		
(Increase)/Decrease in Inventories	-	-
(Increase)/Decrease in Trade Receivables	-	(7,42,500)
(Increase)/Decrease in Short-Term Loans and Advances	-	28,376
Long Term Loans & Advances	-	-
Increase/(Decrease) in Trade and Other Payables	(30,650)	42,500
Increase/(Decrease) Other Current Liabilities	(41,113)	(47,869)
Profit generated from operations	(18,323)	(94,503)
Tax paid (net of refunds)	(9,973)	(1,25,000)
Net Cash From/(Used in) Operating Activities	(A)	(28,296)
Cash Flows from Investing Activities		
Movement in Loans and Advances	-	-
Net cash from/(Used in) Investing Activities	(B)	-
Cash flows from Financing Activities		
Proceeds from Short Term Borrowings	3,20,000	2,56,084
Net cash from/(Used in) Financing Activities	(C)	2,56,084
Increase in Cash and Cash Equivalents during the year	(A+B+C)	36,581
Cash and cash equivalents at the beginning of the year	77,766	41,185
Cash and cash equivalents at the end of the year	3,69,470	77,766

Note: Previous Year figures has been regrouped/rearranged wherever considered necessary.

For Motilal & Associates
Chartered Accountants
(F. No 106584W)

**For and on behalf of the Board of Directors of
For Monotype India Limited**

CA Motilal Jain
(Proprietor)
Membership No: 036811

(Naresh M. Jain)
Director

(Rohitash Bhomia)
Director

Place : Kolkata

Date : May 28th, 2014

MONOTYPE INDIA LIMITED**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE****I REGISTRATION DETAILS**

Corporate Identity Number : L72900WB1974PTC029679 State Code 21
Balance Sheet Date 31.03.2014

II CAPITAL RAISED DURING THE YEAR

(Amount in Rs. Thousand)

Public Issue	Nil	Right Issue	Nil
Bonus Issue	Nil	Private Placement	Nil

III POSITION OF MOBILISATION & DEPLOYMENT OF FUNDS

(Amount in ₹ Thousand)

Total Liabilities	1,109	Total Assets	1,109
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SOURCES OF FUNDS

Paid-up Capital	41,485	Reserves & Surplus	(44,352)
Secured Loans	Nil	Unsecured Loans	3,976

APPLICATION OF FUNDS

Net Fixed Assets	Nil	Investment	Nil
Net Current Assets	1,070.03	Long Term Loans and Advances	39
Accumulated Losses	Nil	Misc. Expenditure	Nil

IV PERFORMANCE OF THE COMPANY

(Amount in Rs. Thousand)

Turnover	Nil	Total Expenditure	197
Profit	43		
Earnings Per Share	0.03	Dividend Rate %	Nil

V GENERIC NAMES OF PRINCIPAL PRODUCTS SERVICE OF THE COMPANY

Item Code No. : NA

As Per Our report of even date

For Motilal & Associates

Chartered Accountants

(F. No 106584W)

For and On Behalf of the Board of Directors**For Monotype India Limited****CA Motilal Jain**

(Proprietor)

Membership No: 036811

Date : May 28th, 2014

Place : Kolkata

Naresh Jain**Director****Rohitash Bhomia****Director**

MONOTYPE INDIA LIMITED

Regd. Office: HMP House, 4, Fairlee Place, Ground Floor, Room No G16, Kolkata-700001

The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies vide its circular no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 after considering certain provisions of the Information Technology Act, 2000, permitted the companies to send the notices / annual reports etc. through email to its members. To support this green initiative of the MCA whole heartedly, members who have not yet registered their email address, are requested to register their e-mail address with the Depository through their concerned Depository Participant and members who hold shares in physical mode are requested to intimate their e-mail address at which they would like to receive the above documents electronically, either to the company or to its Registrar and Share Transfer Agent. Shareholders are requested to fill the consent form below and send it to the Registrar and Share Transfer Agent, Niche Technologies Pvt Ltd or to the company.

CONSENT FOR RECEIVING DOCUMENTS IN ELECTRONIC MODE

(Pursuant to circulars no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011)

To,
Niche Technologies Pvt Limited
D- 511, Bagree Market,
71 B R B Basu Road, 5th Floor,
Kolkata - 700001.

Dear Sir,

I/We..... shareholder (s) of Monotype India Ltd, agree to receive all notices and documents including the Annual Report, Notice for General Meetings and other Shareholders Communication in electronic mode (through email).

I/We request you to kindly register my / our below mentioned email id in the Company’s records for sending such communication through email.

Folio No...../DP ID No.*.....and Client ID No.*.....

*Applicable for members holding shares in electronic form.

Name of the Sole / First Shareholder : _____

Name of the Joint Shareholders (if any) : _____

No. of Shares held : _____

E-mail id for receipt of documents in Electronic mode : _____

Date :

Place:

Signature: _____
(Sole / First Shareholder)

Note:

1. Shareholders are requested to inform the Company’s Registrar and Share Transfer Agents as and when there is change in their registered email-id.
2. For shares held in demat form, shareholders are also requested to inform /update their email-ids to their respective Depository Participants.

Note: Shareholders are requested to inform the Company’s Registrar and Share Transfer Agents as and when there is change in their registered email-id.

MONOTYPE INDIA LIMITED

Regd Office : HMP House, 4, Fairlee Place, Ground Floor, Room No G16, Kolkata-700001

(CIN : L72900WB1974PLC029679)

ATTENDANCE SLIP

DP ID :

Client ID :

Folio No :

No. of Shares :

Name of the Shareholder :.....

Joint Holder 1 :.....

Joint Holder 2 :.....

Registered address of the Shareholder

:.....

Name of the Proxy / Representative

I/We hereby record my/our presence at the 39th Annual General Meeting of the Company to be held at Emami Conference Hall, Association of Corporate Advisers & Executives, 6 Lyons Range, 3rd Floor, Unit 2, Kolkata – 700001, West Bengal., on 30th September 2014 at 1.30 p.m.

Signature of the Share Holder/Proxy:.....

NOTES : 1) Please complete the Folio/ DP ID-Client ID No. and name of the Member/ Proxy, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

2) Shareholder/ Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

PROXY FORM

(Form No. MGT-11)

CIN	L72900WB1974PLC029679
Name of the Company	MONOTYPE INDIA LIMITED
Registered office	HMP House, 4, Fairlee Place, Ground Floor, Room No G16, Kolkata-700001
Name of the Member(s)	
Registered Address	
Email - id	
Folio No. / Client ID	

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

1.	Name
	Address
	E-mail Id
	Signature

or failing him

2	Name
	Address
	E-mail Id
	Signature

or failing him

3.	Name
	Address
	E-mail Id
	Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the company, to be held on the 30th day of September, 2014 At 1.30 p.m. at Emami Conference Hall, Association of Corporate Advisers & Executives, 6 Lyons Range, 3rd Floor, Unit 2, Kolkata – 700001, West Bengal., and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
1	Adoption of Audited Financial Statements for the F.Y. 2013 - 2014
2	Re-appointment of Mr.Akhilesh Vijaychand Jain, (DIN - 00027658), who retires by rotation
3	Re-appointment of M/s.Motilal and Associates, Chartered Accountants, Mumbai as Statutory Auditors

Signed this.....day of.....2014

Signature of shareholder :.....

Signature of proxy holder(s) :.....

AFFIX
REVENUE
STAMP

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

POLLING PAPER

(Form No. MGT-12)

(Form No. MGT-12) [Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

CIN : L72900WB1974PLC029679
 Name of the Company : MONOTYPE INDIA LIMITED
 Registered Office : HMP House, 4, Fairlee Place, Ground Floor, Room No G-16, Kolkata, 700001

BALLOT PAPER

Sr. No.	Particulars	Details
1	Name of the First Named Shareholders (in Block letters)	
2	Postal Address	
3	Registered folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share/No of Shares	

I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item	No. of shares held by me	I assent to the resolution	I dissent to the Resolution.
1	Adoption of Audited Financial Statements for the F.Y. 2013 - 2014			
2	Re-appointment of Mr.Akhilesh Vijaychand Jain, who retires by rotation			
3	Re-appointment of Motilal and Associates, Chartered Accountants, Mumbai as Statutory Auditors			

Place:

Date:

(Signature of the shareholder)