

# MAURYA TRADING COMPANY LIMITED

5, GORKY TERRACE, 2<sup>ND</sup> FLOOR, KOLKATA- 700017  
Email id: [corp@citystarinfra.com](mailto:corp@citystarinfra.com), Phone No: 033-66133300  
CIN: L51433WB1984PLC038149

## DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2014-2015

To,  
The Members,

Your directors have pleasure in presenting their 30<sup>th</sup> Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2015.

### Financial Highlights

During the year under review, performance of your company as under:

Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
Profit/ Loss before Taxation	(373,339)	(675,821)
<b>Less: Tax Expenses</b>		
Current Tax	-	-
<b>Profit/(Loss) after Tax</b>	(373,339)	(675,821)
Add: Balance Brought Forward from last year	(1,449,093)	(773,272)
<b>Balance Profit/ (Loss) carried Forward to Balance Sheet</b>	(1,822,432)	(1,449,093)

### State of Company's Affairs and Future Outlook

The performance of the Company depends upon a host of factors. Although the Company is continuously trying to overcome various market risks and other external factors involved in its progress. However, we remain optimistic about performance of the Company.

### Dividend

Your Directors regret to recommend declaration of any dividend for the year in view of carry forward losses and loss during the year.

### NBFC Reserve Fund

Due to loss during the year, the Company does not recommend transfer of any amount as NBFC Reserve.

### Amounts Transferred to Reserves

Due to loss during the year, the Company does not recommend transfer of any amount to reserves.

### Share Capital

The paid up Equity Share Capital as on March 31, 2015 was Rs.1,75,00,280/- During the year under review the Company has not issued any shares or any convertible instruments.

**Change in the nature of Business, if any.**

The Company is engaged in Non-Banking Financial activity and is duly registered with the RBI as an NBFC Company.

**Particulars of Loan, Guarantees and Investments under Section 186**

The Company has not given any Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

**Related Parties Transactions**

There was no arrangement or contracts made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

**Internal Control Systems and Their Adequacy**

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. Even through this non-production period the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

**Material Changes Affecting the Financial Position of the Company**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

**Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo**

The provision of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign inflow or outflow during the year under review.

**Details of Subsidiary, Joint Venture or Associates**

The Company does not have any Subsidiary, Joint Venture and Associate Company.

**Risk Management Policy**

As an NBFC, your company is subjected to both external risk and internal risk. External risk due to interest rate fluctuation, slowdown in economic growth rate, political instability, market volatility, decline in foreign exchange reserves, etc. Internal risks associated with your company's business which includes deployment of funds in specific projects, diversifications into other business operations, retention of talented personnel, managing effective growth rate, volatility in interest rate, NPAs in portfolio, changes in compliance norms and regulations, contingent liabilities, and other legal proceedings. Your company recognizes the importance of risk management, and has invested in people, process and technologies to effectively mitigate the above risks.

## **Directors**

Mr. Chand Ratan Modi retires by rotation pursuant to provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Ms. Tripty Modi, who was appointed as an Additional Director in the category of Woman Director on 31.03.2015, vacates office at the ensuing AGM and is eligible for appointment pursuant to Section 160 of the Act.

Mr. Tarak Nath Dey, who was appointed as an Additional Director on 15.01.2015, vacates office at the ensuing AGM and is eligible for appointment pursuant to Section 160 of the Act.

Hemant Jain resigned from the Board on 22.01.2015.

## **Number of Board Meetings**

During the Financial Year 2014-15, the Board met 13 times on 12<sup>th</sup> April, 2014; 5<sup>th</sup> May, 2014; 29<sup>th</sup> May, 2014; 18<sup>th</sup> July, 2014; 6<sup>th</sup> August, 2014; 29<sup>th</sup> September, 2014; 10<sup>th</sup> November, 2014; 14<sup>th</sup> January, 2015; 15<sup>th</sup> January, 2015; 22<sup>nd</sup> January, 2015; 11<sup>th</sup> February, 2015; 23<sup>rd</sup> March, 2015 and 31<sup>st</sup> March, 2015.

## **Details of significant & material orders passed by the regulators or courts or tribunal**

No significant & material orders has been passed by any regulator or court or tribunal against the Company.

## **Receipt of any commission by MD / WTD from a Company or for receipt of commission / remuneration from its Holding or subsidiary**

The Company has not received any commission by MD / WTD from a Company, its holding or subsidiary.

## **Vigil Mechanism**

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report.

## **Declaration by Independent Director**

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

An independent director shall hold office for a term up to five consecutive years on the Board of the Company, but shall be eligible for reappointment for next five years on passing of Special Resolution by the company and disclosure of such in Board's Report.

## **Corporate Social Responsibility (CSR) Policy**

The provisions of Section 135 of the Companies Act, 2013 related to Corporate Social Responsibility is not applicable to the Company.

### **Audit Committee**

The Audit committee comprises of 4 directors. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, a non-executive independent Director. The other members of the Committee are Mr. Chand Ratan Modi, Mr Tarak Nath Dey and Ms. Tripty Modi.

The committee met 8 times during the year on 12<sup>th</sup> April, 2014; 5<sup>th</sup> May, 2014; 29<sup>th</sup> May, 2014; 18<sup>th</sup> July, 2014, 6<sup>th</sup> August, 2014; 29<sup>th</sup> September, 2014; 10<sup>th</sup> November, 2014 and 11<sup>th</sup> February, 2015 details of which have been given in the Corporate Governance Report.

### **Nomination & Remuneration Committee Policy**

A Remuneration Committee was constituted by the Board of Directors to consider, analyse, determine and approve on behalf of the Board and on behalf of the shareholders the remuneration to be paid to the executive directors of the Company. The Committee functions under the Chairmanship of Mr. Champa Lal Pareek, a non-executive independent Director. The other members of the committee are Mr. Chand Ratan Modi and Mr. Tarak Nath Dey details of which have been given in the Corporate Governance Report.

### **Stakeholder Relationship Committee**

The Stakeholder Relationship Committee comprises of 3 Directors. The Committee functions under the Chairmanship of Mr. Champa Lal Pareek, a non-executive independent Director. The other members of the committee are Mr. Chand Ratan Modi and Mr. Tarak Nath Dey. Details of which have been given in the Corporate Governance Report.

### **Directors Responsibility Statement**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2015, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) 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 as at 31st March, 2015 and of the loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **R.B.I Directive to NBFC**

The Company did not invite or accept any deposits from the public during the financial year ended 31st March, 2015. For the current financial year commencing on 1st April, 2015 the Board of Directors of the Company has confirmed by a Board Resolution dated 11<sup>th</sup> April, 2015 that the Company shall not invite or accept any deposit from the public during the financial year 2015-2016.

### **Extract of Annual Return**

The extract of Annual Return, in format MGT 9, for the Financial Year 2014-15 has been enclosed with this report.

### **Auditors**

#### **1. Statutory Auditor**

M/s. Rahul Bansal & Associates (Firm Registration No: 327098E), Chartered Accountants, have been appointed as statutory auditors of the Company at the last Annual General Meeting held on 20.08.2014 for a period of five years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

#### **2. Secretarial Auditor**

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. M. Rathi & Co., Company Secretaries to undertake the secretarial audit of the Company. The Secretarial Audit Report is annexed herewith.

#### **3. Internal Auditor**

Ms. Swati Chetani, Chartered Accountant, perform the duties of Internal Auditor of the Company and her report is reviewed by the Audit Committee from time to time.

### **Explanation to Auditor's Remarks**

The observation made in the Auditor's Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

### **Corporate Governance**

As per clause 49 of the Listing Agreement with the Stock Exchange, a separate section on corporate governance practices followed by the Company.

**Number of Complaints relating to Sexual Harassment in the last financial year and pending as on the end of the financial year.**

No cases of Sexual Harassment were reported in the last financial year. This is supported by Sexual Harassment Policy which ensures a free and fair enquiry process with clear timelines.

### **Listing**

The shares of the Company are listed on the Calcutta Stock Exchange of the Company. The detail of shareholding pattern are mentioned in the attached Corporate Governance Report. 100 % of the Share Capital is held in physical mode only.

### **E Voting**

The Company will provide e-voting facility to all members to enable them to cast their vote electronically on all Resolutions set-fourth in the notice. This is pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 and Clause 35B of the Listing Agreement. The instructions for e-voting have been provided in the Notice.

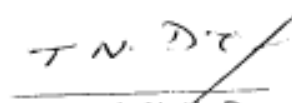
### **Acknowledgment**

The Directors express their sincere appreciation to the valued shareholders, bankers and clients and others associated with the Company for their support.

**For and on behalf of the Board of Directors**

Place: Kolkata  
Date: 29.05.2015

  
Chand Ratan Modi  
Director  
00343685

  
Tarak Nath Dey  
Director  
00343396

# CORPORATE GOVERNANCE REPORT

## 1. COMPANY PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and in all its interaction with its shareholders, the government, and the society. The Company has implemented and is improving the Corporate Governance with the objective of fulfilling shareholders expectation in so far as it caters to all interests. As an integral part of business ethics your Company continues to follow the practices in line with the code of Corporate Governance enshrined in the listing agreement.

## 2. BOARD OF DIRECTORS

### a. Composition of Board of Directors and category of individual directors

Name of the Director	Category
Mr. Chand Ratan Modi	Promoter Director
Mr. Champa Lal Pareek	Independent Director
Mr. Tarak Nath Dey	Independent Director
Ms. Tripty Modi	Non-Executive Director

Hemant Jain ceased to be a director w.e.f 22.01.2015

### b. Board Meetings:

During the financial year 2014-2015, the Board met 13 times 12th April, 2014; 5th May, 2014; 29th May, 2014; 18<sup>th</sup> July, 2014, 6th August, 2014; 29th September, 2014; 10th November, 2014; 14th January, 2015; 15th January, 2015; 22nd January, 2015; 11th February, 2015; 23rd March, 2015 and 31st March, 2015.

One Extra Ordinary General Meetings of the Company was held during the year on 27<sup>th</sup> May, 2014.

### **Appointment/Re-appointment of Directors**

The details of the directors proposed to be appointed/reappointed at the ensuing Annual General Meeting (AGM) are given in the Notice of AGM.

The attendance of each director at board meetings and last AGM is as follows:

Name of the Director	No. of Board Meetings attended	Attendance at the last AGM
Mr. Chand Ratan Modi	12	Yes
Mr. Champa Lal Pareek	12	Yes
Mr. Tarak Nath Dey	5	No
Ms Tripty Modi	1	No

**c. Membership/ Chairmanship of other boards and Committees thereof**

Name of the Director	No. of Committee in which he/she is Chairman	No. of Committee in which he/she is Member
Mr. Chand Ratan Modi	1	12
Mr. Champa Lal Pareek	10	3
Mr. Tarak Nath Dey	2	11
Ms Tripty Modi*	0	0

*Shri Tarak Nath Dey has been inducted w.e.f. January 15<sup>th</sup>, 2015 and Ms. Tripty Modi has been inducted w.e.f. January 15<sup>th</sup>, 2015*

**3. AUDIT COMMITTEE**

The Audit committee comprises of 4 members. The committee functions under the Chairmanship of Mr. Champa Lal Pareek. The other members of the Committee are Mr. Chand Ratan Modi, a non-executive Director, Mr. Tarak Nath Dey, a non-executive Director and Ms Tripty Modi, a non-executive director.

The committee met 8 times during the year on 12<sup>th</sup> April, 2014; 5<sup>th</sup> May, 2014; 29<sup>th</sup> May, 2014; 8<sup>th</sup> July, 2014, 6<sup>th</sup> August, 2014; 29<sup>th</sup> September, 2014; 10<sup>th</sup> November, 2014; and 11<sup>th</sup> February, 2015.

The attendance of the members of the Committee is given below:

Name of the Director	Status	No. of Meetings attended
Mr. Champa Lal Pareek	Chairman	8
Mr. Chand Ratan Modi	Member	8
Mr. Tarak Nath Dey	Member	1
Ms. Tripty Modi	Member	0

*Shri Hemant Jain ceased to be a member w.e.f. 22<sup>nd</sup> January, 2015 and Shri Tarak Nath Dey has been inducted w.e.f. January 15<sup>th</sup>, 2015 and Ms Tripty Modi has been inducted w.e.f. March 31<sup>st</sup>, 2015.*

**4. NOMINATION & REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee shall act in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

No remuneration were paid to directors during the under review.

The Nomination & Remuneration committee comprises of 3 members. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, non-executive Independent Director. The other members of the Committee are Mr. Chand Ratan Modi, a non-executive Director and Mr. Tarak Nath Dey, a non-executive Independent Director.



*Shri Hemant Jain ceased to be a member w.e.f 22<sup>nd</sup> January, 2015 and Shri Tarak Nath Dey has been inducted w.e.f. January 15<sup>th</sup>, 2015*

## **5. STAKEHOLDER RELATIONSHIP COMMITTEE**

### **i. CONSTITUTION OF COMMITTEE**

The Committee performs following functions:

- Transfer/Transmission of shares
- Issue of Duplicate Share Certificate
- Review of Share dematerialization and rematerialization
- Monitoring the expeditious Redressal of Investor Grievances.
- Monitoring the performance of company's Registrar & Transfer Agent.
- All other matters related to the shares.

During 2014-2015, the committee was chaired by Mr Champa Lal Pareek. Other member of the Committee are Mr. Tarak Nath Dey, non-executive director and Chand Ratan Modi non executive director. Though the powers to approve share transfers / share transmission are delegated to the Registrars and Share Transfer Agents of the Company. During the year under review, no complaints were received from the shareholders by the Company / Registrars and Share Transfer Agents and no transfer and transmission of Shares taken place in that period.

### **ii. NAME AND DESIGNATION OF COMPLIANCE OFFICER**

Mr. Champa Lal Pareek  
Director

## **6. INDEPENDENT DIRECTOR'S MEETING**

During the year under review, the independent Directors met on 31<sup>st</sup> March, 2015, inter alia to discuss:

- a. Review the performance of non-independent directors and the Board as a whole;
- b. Review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- c. Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

## **7. GENERAL BODY MEETING.**

a. Details of last three Annual General Meetings are as follows:

Financial Year	Location	Date	Time
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2013-2014	5, Gorky Terrace, 2 <sup>nd</sup> Floor, Kolkata- 700017	20 <sup>th</sup> August, 2014	10.00 A.M
2012-2013	5, Gorky Terrace, 2 <sup>nd</sup> Floor, Kolkata- 700017	22 <sup>nd</sup> July, 2013	11.00 A.M
2011-2012	5, Gorky Terrace, 2 <sup>nd</sup> Floor, Kolkata- 700017	7 <sup>th</sup> August, 2012	10.00 AM

- b. There were no special resolutions required to be passed in the previous 3 AGMS.
- c. There were no special resolutions required to be passed through postal ballot at any of the above AGMs. None of the resolutions proposed for the ensuing AGM need to be passed by postal ballot.

#### **8. DISCLOSURES**

- a. The Company has not entered into any transaction of material nature with any related party as described under the listing agreement entered into with the stock exchange, that may have potential conflict with the interests of the Company at large.
- b. There was no significant instance of non-compliance on any matter in respect of which penalties was imposed by the Stock Exchange or SEBI or any other statutory authority during the last three years.) or any other statutory authority on any matters related to capital markets.
- c. Whistle Blower policy and affirmation that no personnel has been denied access to the audit committee.
- d. Non-mandatory requirements of corporate governance have not been adopted.

#### **9. MEANS OF COMMUNICATION**

The Company communicates with the shareholders at large through its Annual Reports and by filing of quarterly results with the Statutory Bodies.

#### **10. GENERAL SHAREHOLDER INFORMATION.**

- a. **Date of AGM :** 30<sup>th</sup> September, 2015
- b. **Financial Calendar (tentative)**

Particulars	Date
Unaudited Financial results for the quarter ending June 30, 2015	On or before 15 <sup>th</sup> August, 2015
Unaudited Financial results for the quarter ending September 30, 2015	On or before 15 <sup>th</sup> November, 2015
Unaudited Financial results for the quarter	On or before 15 <sup>th</sup> February, 2016

ending December 31, 2015	
Audited Financial results for the year ending March 31, 2016	Last Week of May 2016

- c. **Book Closure** : 24<sup>th</sup> September, 2015 to 30<sup>th</sup> September, 2015
- d. **Dividend payment date**: Not applicable since no dividend proposed/declared.
- e. **Name of the Stock Exchange where listed** : The Calcutta Stock Exchange Ltd.  
7, Lyons Range,  
Kolkata- 700001

f. **Stock Market Data**

In absence of regular trading, stock market data are not available on regular basis.

- g. **Registrar & Share Transfer Agent** : M/s Niche Technologies Pvt. Ltd  
D-511, Bagree Market,  
71 B.R.B. Basu Road,  
Kolkata -700 001

h. **Share Transfer Systems**

Shares lodged for transfer at the Registrar's address are normally processed within 15 days from the date of lodgment, if documents are complete in all respects. The Authorized Officers of the Registrar and Share Transfer Agent meet as often as required.

i. **Distribution of shareholding as on March 31, 2015**

Particulars	Shareholders		Equity shares	
	Number	% of total	Number	% of total
Upto 500	1861	93.28	3,26,870	18.7
501 to 1,000	76	3.81	56,950	3.3
1,001 to 5,000	42	2.11	1,55,500	8.9
5,001 to 10,000	3	0.15	22,500	1.3
10,001 to 50,000	4	0.20	1,51,000	8.6
50,001 to 1,00,000	5	0.25	3,47,180	19.8
1,00,001 & above	4	0.20	6,90,028	39.4
<b>Total</b>	<b>1995</b>	<b>100.00</b>	<b>1750080</b>	<b>100.00</b>

j. **Dematerialisation of shares and liquidity**

As on March, 31, 2015, all the shares of the Company are in physical mode.

k. **Outstanding GDRs/ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments.

**l. Plant Locations**

The Company is a Non- Banking Financial Company and hence does not have any plant.

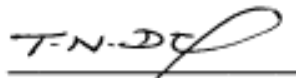
**m. Address for Correspondence**

The shareholders may address their correspondence to the secretarial department of the Company at its registered office at 5, Gorky Terrace, 2<sup>nd</sup> Floor, Kolkata – 700017.

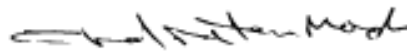
**n. Code of Business Conduct and Ethics for Directors and Senior Management.**

All the Board members and the senior management personnel of the Company have affirmed compliance with the code of conduct as set out in the Companies Act, 2013 read with the schedules and Rules thereunder for the year ended 31<sup>st</sup> March, 2015.

**For and on behalf of the Board of Directors**



**TARAK NATH DEY**  
**DIRECTOR**  
**00343396**



**CHAND RATAN MODI**  
**DIRECTOR**  
**00343685**

Place: Kolkata  
Date: 29<sup>th</sup> May, 2015

<b>FORM NO. MGT 9</b>
<b>EXTRACT OF ANNUAL RETURN</b>
<b>as on financial year ended on 31.03.2015</b>
<b>Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration) Rules, 2014.</b>

**I REGISTRATION & OTHER DETAILS:**

i	CIN	L51433WB1984PLC038149	
ii	Registration Date	12/11/1984	
iii	Name of the Company	Maurya Trading Company Limited	
iv	Category/Sub-category of the Company	Public Company/ Company Limited By Shares	
v	Address of the Registered office & contact details	5, Gorky Terrace, 2nd Floor, Kolkata - 700 017, No. 033-66133300	Phone
vi	Whether listed company	Yes	
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Private Limited 511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700001 No.: 033 2235-7270/7271 Fax: 033 - 2215 6823 Email : nichetechpl@nichetechpl.com	D- Phone

**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

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Non-Banking Financial Company	6599	100

**III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES**

NIL

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1					

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

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	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
(1) Indian										
a) Individual/HUF	-	20	20	0.001	-	20	20	0.001	-	-
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	946,483	946,483	54.084	-	946,483	946,483	54.084	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (1)</b>	-	946,503	946,503	54.085	-	946,503	946,503	54.085	-	-
(2) Foreign										
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other..	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	-	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of Promoter</b>										
<b>(A)= (A)(1)+(A)(2)</b>	-	946,503	946,503	54.085	Nil	946,503	946,503	54.085	-	-
<b>B. PUBLIC SHAREHOLDING</b>										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	-	-	-	-	-	-	-	-	-	-
(2) Non Institutions										
a) Bodies corporates										
i) Indian	-	252,100	252,100	14.405	-	252,100	252,100	14.405	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	-	551,425	551,425	31.509	-	551,425	551,425	31.509	-	-
ii) individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	-	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(2):</b>	-	803,525	803,525	45.915	-	803,525	803,525	45.915	-	-
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	-	803,525	803,525	45.915	-	803,525	803,525	45.915	-	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	1,750,028	1,750,028	100	-	1,750,028	1,750,028	100	-	-

## (ii) SHARE HOLDING OF PROMOTERS -

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding 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	
1	Aquarius Commercial Limited	6,375	0.364	-	6,375	0.364	-	-
2	Chemo Traders Private Limited	51,030	2.916	-	51,030	2.916	-	-
3	Deccan Traders Private Limited	50,000	2.857	-	50,000	2.857	-	-
4	Gulmohur Trading Private Limited	59,000	3.371	-	59,000	3.371	-	-
5	Hotahoti Wood Products Limited	82,500	4.714	-	82,500	4.714	-	-
6	Kamini Finance & Investment Co. Ltd	148,200	8.468	-	148,200	8.468	-	-
7	Manoj Constructions Limited	4,000	0.229	-	4,000	0.229	-	-
8	North Eastern Publishing & Advertising Co. Ltd	247,148	14.123	-	247,148	14.123	-	-
9	Purbanchal Prestressed Limited	175,500	10.028	-	175,500	10.028	-	-
10	Sangrahalaya Timber & Crafts Limited	82,105	4.692	-	82,105	4.692	-	-
11	Ultam Machinery & Supply Company Pvt Ltd	40,625	2.321	-	40,625	2.321	-	-
12	Chand Ratan Modi	10	0.001	-	10	0.001	-	-
13	Ram Ratan Modi	10	0.001	-	10	0.001	-	-
	Total	946,503	54.085	-	946,503	54.085	-	-

## (iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

No Change in Promoters Holding

Sl. No.	Share holding at the beginning of the Year	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	-	-	-	-
	At the end of the year	-	-	-	-

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters &amp; Holders of GDRs &amp; ADRs)

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Jonnete Properties Private Limited	119,180	6.810%	119,180	6.810%
2	Maa Karni Finance Private Limited	24,500	1.400%	24,500	1.400%
3	Ocean Freight Enterprises Pvt Ltd	72,545	4.145%	72,545	4.145%
4	Visisth Chay Vyapar Limited	35,875	2.050%	35,875	2.050%
5	Ram Gopal Mundhra	7,500	0.429%	7,500	0.429%
6	Shiv Kumar Sharma	7,500	0.429%	7,500	0.429%
7	Ashok Kumar Daga	5,000	0.314%	5,000	0.314%
8	Badri Lal Malpani	5,000	0.314%	5,000	0.314%
9	bandana Devi Daga	5,000	0.314%	5,000	0.314%
10	Bhanwar Lal Qjha	5,000	0.314%	5,000	0.314%



(v) Shareholding of Directors & KMP

Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
	For Each of the Directors & KMP	No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	Chand Ratan Modi				
	At the beginning of the year	10	0.001	100	0.01
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	-	-	-	-
	At the end of the year	10	0.001	100	0.01

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	-	417,082	-	417,082
ii) Interest due but not paid	-	20,729	-	20,729
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	437,811	-	437,811
<b>Change in Indebtedness during the financial year</b>				
Additions	-	-	-	-
Reduction	-	74,500	-	74,500
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	342,582	-	342,582
ii) Interest due but not paid	-	67,049	-	67,049
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	409,631	-	409,631

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager: NIL

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock option		
3	Sweat Equity		
4	Commission as % of profit others (specify)		
5	Others, please specify		
	<b>Total (A)</b>		
	<b>Ceiling as per the Act</b>		

**B. Remuneration to other directors: - NIL**

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors				
	(a) Fee for attending board committee meetings				
	(b) Commission				
	(c ) Others, please specify				
	<b>Total (1)</b>				
2	Other Non Executive Directors				
	(a) Fee for attending board committee meetings				
	(b) Commission				
	(c ) Others, please specify.				
	<b>Total (2)</b>				
	<b>Total (B)=(1+2)</b>				
	<b>Total Managerial Remuneration</b>				
	<b>Overall Ceiling as per the Act.</b>				

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - NIL**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	Company Secretary	CFO	Total	
1	<b>Gross Salary</b>					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.					
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961					
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others, specify					
5	Others, please specify					
	<b>Total</b>					

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty			<b>NONE</b>		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			<b>NONE</b>		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			<b>NONE</b>		
Punishment					
Compounding					



**FORM No MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> 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,  
Maurya Trading Co. Limited  
5, Gorky Terrace, 2<sup>nd</sup> floor  
Kolkata- 700 017

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Maurya Trading Co. Limited (hereinafter called the company). 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2015 complied with the statutory provisions listed hereunder and also the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter. The members are requested to read this report along with my letter of even date annexed to this report.

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by Maurya Trading Co. Limited ("the company") for the financial year ended on 31<sup>st</sup> March, 2015 according to the provisions of:
  - i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
  - v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') -
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

*KRS* ... (Contd.)

(2)

- c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- vi) I have also examined compliance with the applicable clauses of The Listing Agreement entered into by the Company with The Calcutta Stock Exchange.
2. I am informed that :
- i) for the financial year ended on 31<sup>st</sup> March, 2015 the following regulation were not applicable:
- a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- N.A
  - b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999- N.A
  - c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- N.A
  - d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- N.A
  - e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- N.A
- ii) there are no laws specifically applicable to the Company, the books, papers, minute books, forms and return of which were required to be examined by us for this report. Although the Company has to comply with Compliances annual or otherwise with the Reserve Bank of India.
3. I have not examined compliance with the Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India as they became applicable only from 1<sup>st</sup> July, 2015.
4. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:
- a. The Company is not maintaining its website.
  - b. The Company is in default of provisions of the following sections:
    - i. Section 203 of the Companies Act, 2013,(the Act) as it has not appointed any Company Secretary and Chief Financial Officer for the year.
    - ii. section 108 of the Act in relation to voting by electronic means.
  - c. The Company has not complied with provisions of clause 36 of the Listing Agreement (publication of audited and un-audited financial results in news papers.)
  - d. The Company has defaulted in filing extract of AGM i.e, MGT 15.
  - e. The Company was late in filing few forms in respect of filing of resolutions for approval of un-audited quarterly results, appointment of Internal and Secretarial Auditors and disclosure of interest notices but duly filed them within the prescribed limits of section 403 of the Act.

KME

...(Contd.)

(3)

**5. I further report that**

- i) 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 except in one circumstance.
- ii) 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.  
Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- iii) There are adequate systems and process in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Kolkata  
Dated: 29<sup>th</sup> May, 2015

Signature: *Kumkum Rathi*  
Name of the Company : M.RATHI & CO.  
Secretary in practice: KUMKUM RATHI  
FCS No : 6016  
C.P.No. : 6209

\*Annexure-A\*

To,  
The Members,  
Maurya Trading Co. Limited  
5, Gorky Terrace, 2<sup>nd</sup> floor  
Kolkata- 700 017

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 of 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 happenings 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. In the process of forming an opinion on compliances and issuing the report, I have taken into consideration the compliance related action taken by the Company after 31<sup>st</sup> March, 2015 but before the issue of this report.
7. 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.

*Kumkum Rathi*

Kumkum Rathi  
M.Rathi & Co.  
Practicing Company Secretary  
Membership No- 6016  
Certificate of Practice Number-6209

Date: 29<sup>th</sup> May, 2015  
Place: Kolkata



**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures****Part "A": Subsidiaries- NIL****Part "B": Associates and Joint Ventures****Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Blue Bell Commotrade Pvt. Ltd.	Blue Bell Tie Up Pvt. Ltd.	Crossroad Vincom Pvt. Ltd.	Escort Dealmark Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end				
No.	5000	5000	5000	5000
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

i. Considered in Consolidation

NA

NA

NA

ii. Not Considered in Consolidation

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Escort Tie Up Pvt. Ltd.	Escort Tracom Pvt. Ltd.	Escort Vinimay Pvt. Ltd.	Fastener Commosales Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end	5000	5000	5000	5000
No.				
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

5. Net worth attributable to shareholding as per latest audited Balance Sheet

6. Profit/Loss for the year

i. Considered in Consolidation

NA

NA

NA

ii. Not Considered in Consolidation

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates  
Fastener Commotrade Pvt. Ltd.      Fastener Tracom Pvt. Ltd.      Fastener Vanijya Pvt. Ltd.      Fastener Vintrade Pvt. Ltd.

1. Latest audited Balance Sheet Date  
31.03.2015      31.03.2015      31.03.2015      31.03.2015

2. Shares of Associate held by the company on the year end

No.      5000      5000      5000      5000

Amount of Investment in Associates  
Rs. 50,000/-      Rs. 50,000/-      Rs. 50,000/-      Rs. 50,000/-

Extend of Holding%      50 %      50 %      50 %      50 %

3. Description of how there is significant influence  
Control of more than 20% of total share capital      Control of more than 20% of total share capital      Control of more than 20% of total share capital      Control of more than 20% of total share capital

4. Reason why the associate is not consolidated  
Vide (Accounts) Rule 2014 dated 14-10-2014      Vide (Accounts) Rule 2014 dated 14-10-2014      Vide (Accounts) Rule 2014 dated 14-10-2014      Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

5. Net worth attributable to shareholding as per latest audited Balance Sheet

6. Profit/Loss for the year

i. Considered in Consolidation

NA

NA

NA

ii. Not Considered in Consolidation

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Jasper Commotrade Pvt. Ltd.	Jasper Tracom Pvt. Ltd.	Jasper Tradelink Pvt. Ltd.	Jasper Vinimay Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end				
No.	5000	5000	5000	5000
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

- i. Considered in Consolidation NA NA NA NA
- ii. Not Considered in Consolidation NA NA NA NA

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Jasper Vanijya Pvt. Ltd.	Lifelong Vankuya Pvt. Ltd.	Lifelong Vinimay Pvt. Ltd.	Lifelong Vincom Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end	5000	5000	5000	5000
No.				
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Amendment Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide (Accounts) Amendment Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

i. Considered in Consolidation

NA

NA

NA

ii. Not Considered in Consolidation

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Original Agencies Pvt. Ltd.	Original Dealtrade Pvt. Ltd.	Original Barter Pvt. Ltd.	Original Dealsales Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end	5000	5000	5000	5000
No.				
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

- i. Considered in Consolidation NA NA NA NA
- ii. Not Considered in Consolidation NA NA NA NA

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Original Tracom Pvt. Ltd.	Olay Agents Pvt. Ltd.	Olay Vaniya Pvt. Ltd.	Olay Vintrade Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end	5000	5000	5000	5000
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

i. Considered in Consolidation

NA

NA

NA

ii. Not Considered in Consolidation

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Primary Dealtrade Pvt Ltd.	Primary Tie Up Pvt. Ltd.	Rocky Dealcomm Pvt. Ltd.	Sonata Barter Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end				
No.	5000	5000	5000	5000
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide (Accounts) Amendment Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				



- i. Considered in Consolidation
- ii. Not Considered in Consolidation

NA

NA

NA

NA

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Starmark Commosales Pvt. Ltd.	Starmark Vanijya Pvt. Ltd.	Stephen Commosales Pvt. Ltd.	Stephen Commotrade Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end				
No.	5000	5000	5000	5000
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

i. Considered in Consolidation

NA

NA

NA

ii. Not Considered in Consolidation

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Stephen Suppliers Pvt. Ltd.	Stephen Vinimay Pvt. Ltd.	Stephen Tie Up Pvt. Ltd.	Sukhjit Commosales Pvt. Ltd.
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end				
No.	5000	5000	5000	5000
Amount of Investment in Associates	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
Extend of Holding%	50 %	50 %	50 %	50 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014	Vide (Accounts) Rule 2014 dated 14-10-2014	Companies Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

- i. Considered in Consolidation NA NA NA NA
- ii. Not Considered in Consolidation NA NA NA NA

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Cosmic Financial Services Ltd	Deshpran Properties Limited.	Maa Karni Finance Pvt Ltd.	Prabhakar Builders Pvt Ltd
1. Latest audited Balance Sheet Date	31.03.2015	31.03.2015	31.03.2015	31.03.2015
2. Shares of Associate held by the company on the year end				
No.	250000	20000	65700	15000
Amount of Investment in Associates	Rs. 19,00,000/-	Rs. 43,00,000/-	Rs. 6,57,000/-	Rs. 150,000/-
Extend of Holding%	35.71 %	40 %	26.28 %	30 %
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide (Accounts) Amendment Rule 2014 dated 14-10-2014	Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet				
6. Profit/Loss for the year				

- i. Considered in Consolidation NA NA NA NA
- ii. Not Considered in Consolidation NA NA NA NA

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates	Saggitarius Commercial Ltd
1. Latest audited Balance Sheet Date	31.03.2015
2. Shares of Associate held by the company on the year end	
No.	51500
Amount of Investment in Associates	Rs. 5,15,000/-
Extend of Holding%	20.60 %
3. Description of how there is significant influence	Control of more than 20% of total share capital
4. Reason why the associate is not consolidated	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014
5. Net worth attributable to shareholding as per latest audited Balance Sheet	
6. Profit/Loss for the year	
i. Considered in Consolidation	NA

ii. Not Considered in  
Consolidation

Place: Kolkata

Date: 29th Day of May, 2015

**For and on behalf of the Board of Directors**



Chand Ratan Modi, Din : 00343685



Tarak Nath Dey, Din : 00343396