

**COMPANY INFORMATION**

**Board of Directors of G.D. TRADING & AGENCIES LIMITED**

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**Mr. Shekhar Somani**

**Mr. Sanjay Somani**

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**AUDITORS**

**M/S. J.K. Lahoti & Co.**  
Chartered Accountants

**REGISTERED OFFICE**

Indian Mercantile Chambers, 3rd Floor,  
14-R, Kamani Marg, Ballard Estate, Mumbai 400001

**BANKERS**

Bank of Baroda

## G.D. TRADING & AGENCIES LIMITED

Indian Mercantile Chambers, 3rd Floor,  
14-R, Kamani Marg, Ballard Estate, Mumbai 400001

### DIRECTORS' REPORT

Your Directors have the pleasure in submitting before you the Thirty second Annual Report together with the Audited Balance Sheet and Profit & Loss account for the period ended on 31st March, 2012.

#### 1. BUSINESS:

The Company is in the business of trading of Shares & Securities.

#### 2. FINANCIAL RESULTS

Particulars	Year ended on 31st March, 2012	Year ended on 31st March, 2011
Profit & Loss before Depreciation	10,477	1,408
Less: Depreciation	-	857
Profit before Tax ( Current & Deferred)	10,477	551
Provision for Taxation	1,220	-
Profit after Tax c/f to next year	9,257	551

#### 3. DIVIDEND:

The management has decided to retain the profits in order to augment the resources of the Company.

#### 4. PARTICULARS OF EMPLOYEES:

There is no employees drawing remuneration exceeding the limits laid down in sub - section (2A) of section 217 of the Companies Act, 1956 read with Companies ( Particulars of Employees) Rules, 1975, such particulars are not given.

#### 5. DIRECTORS' RESPONSIBILITY STATEMENT:

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

i. That in the preparation of the annual accounts for the financial year ended 31st March, 2012, the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were 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 profit or loss of the Company for the year under review;

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

iv. That the directors had prepared the accounts for the financial year ended 31st March, 2012 on a 'going concern' basis.

#### 6. AUDITORS:

The Auditors of the Company, M/S. J.K.Lahoti, Chartered Accountants, retire at the ensuing meeting and have confirmed their eligibility and willingness to accept the office, if re-appointed.

#### 7. ADDITIONAL INFORMATION:

Additional information as required under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is given in Annexure -A to this report.

#### 8. ACKNOWLEDGMENT:

Your Directors take this opportunity to thank you all.

For and on behalf of the Board of Directors

Shekhar Somani  
Director

Sanjay Somani  
Director

Mumbai :3rd September,2012

**G.D. TRADING & AGENCIES LIMITED**

Indian Mercantile Chambers, 3rd Floor,  
14-R, Kamani Marg, Ballard Estate, Mumbai 400001

**ANNEXURE -A**

**INFORMATION IN ACCORDANCE WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF THE DIRECTORS)  
RULES, 1988.**

**CONSERVATION OF ENERGY:**

The energy Consumption is insignificant. However, the company has taken steps to conserve energy wherever possible.

**RESEARCH & DEVELOPMENT & TECHNOLOGY ABSORPTION:**

The provisions relating to Research & Development and Technology Absorption are not applicable to our Company.

**FOREIGN EXCHANGE EARNING & OUTGO:**

No Income or Expenditure in Foreign Currency received or incurred during the year.

For and on behalf of the Board of Directors

Shekhar Somani

Director

Mumbai :3rd September,2012

Sanjay Somani

Director

## AUDITORS' REPORT

The Members of  
**G.D. TRADING & AGENCIES LIMITED**

We have audited the attached Balance Sheet of G.D. TRADING & AGENCIES LIMITED as at 31st March, 2012 and also the Profit and Loss Account for the period ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on the test basis, evidence supporting the amounts and disclosures in the financial statements. An Audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

1) As required by 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, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order, to the extent applicable to the company.

2) Further to our comments in the Annexure referred to above, we report that:

i. 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;

ii. In our opinion, proper books of account as required by the law have been kept by the Company so far as appears from our examination of those books;

iii. The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;

iv. In our opinion, the Balance Sheet, Profit and Loss Account dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956; to the extent applicable, except for non provision of diminution in the value of long term investment amounting to Rs.7,40,70,921 which is not in accordance with "**Accounting Standard 13 on "Accounting for Investments"**

v. On the basis of written representations received from the directors, as on 31st March, 2012, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2012 from being appointed as director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;

vi. Subject to above in paragraph 4 above, in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

i. in the case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2012;

ii. in the case of Statement of Profit & Loss, of the profit for the year ended 31st March, 2012;

iii. in the case of Cash flow statement, the cash flows of the Company for the year ended 31st March, 2012.

**For J.K.Lahoti & Co.**  
Chartered Accountants

**J.K.Lahoti**  
Proprietor  
Membership No.: 16655  
Firm's Registration No.: 105508W  
Mumbai : 3rd September, 2012

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## ANNEXURE TO THE AUDITORS' REPORT

Annexure referred to in the Auditors' Report of G.D. TRADING & AGENCIES LIMITED on the Accounts for the year ended on 31st March, 2012.

- i) In respect of its Fixed Assets:
- The Company has maintained proper records showing full particulars including quantitative details & situation of fixed assets on the basis of information available.
  - According to the information and explanations given to us, the fixed asset has been physically verified by the Management and no discrepancies have been noticed. In our opinion method adopted by the Management for physical verification is reasonable.
  - In our opinion, the Company has not disposed off substantial part of fixed assets during the year & the going concern status of the Company is not affected.
- ii) In respect of Inventory of goods:
- The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
  - In our opinion, the procedure of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
  - On the basis of our examination of the inventory records, in our opinion, the company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification as compared to book records.
- iii) In respect of loans, secured or unsecured, granted or taken by the Company to/from Companies, firms or other parties covered in the register maintained under section 301 of the Companies act, 1956:
- The Company has granted loans aggregating Rs.5,00,000/- during the previous year and the outstanding balances of such loan is Rs.2,94,12,416/-.
  - In our opinion, the rate of interest and other terms and conditions of such loans are not, prima facie, prejudicial to the interest of the company.
  - In respect of loans and advances in the nature of loans given by the company, wherever stipulations have been made, the parties are generally repaying the principals amount and interest amount wherever applicable;
  - There is no overdue amount in respect of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
  - The company has taken loans from party covered under register maintained under section 301 of the Companies Act 1956. Maximum amount involve during the year was Rs.4,72,13,579/- & year end balance of loan taken was Rs.4,72,13,579/-.
  - During the year company is regular in repaying principal amount has been stipulated and has not paid any interest.
- iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business with regards to purchase of fixed assets and with regards to sale of services. In our opinion and according to the information and explanations given to us, we have not observed any major weakness in internal control system during the course of audit.
- v) According to the information and explanation given to us and based on our verification, we are of the opinion that there are no transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- vi) The Company has not accepted any deposits from the public within the meaning of Section 58A and 58AA of companies Act, 1956 and the rules framed thereunder.
- vii) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- viii) The Central Government has not prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the services rendered by the Company.

- ix) In respect of statutory dues:
- a) For the year under review we are informed that the provisions of Employees Provident Fund and the Employee State Insurance Scheme were not applicable. The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
- b) Further, since the central Government has till date not prescribed the amount of cess payable under section 441A of the companies Act, 1956, we are not in position to comment upon the regularity or otherwise of the company in depositing the same.
- c) According to the books of account and records as produced and examined by us, there are no undisputed amount payable in respect of Income tax, sales tax, profession tax, cess were in arrears as at 31.03.2012 for a period of more than 6 months.
- x) The company does not have any accumulated losses.
- xi) Based on our audit procedure and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institution, banks or debenture holders.
- xii) In our opinion and according to the information and explanation given to us, 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 and according to the information and explanation given to us, the Company is not a chit fund or a nidhi / mutual benefit funds/society.
- xiv) The company has maintained proper records with regards to its transaction and contracts in respects of investments in shares and other securities and timely entries have been held by the company in its own name, except to the extent of exemption granted under section 49 of the Companies Act, 1956 and save for certain shares which are lodged for transfer or held with valid transfer forms.
- xv) In our opinion and according to the information and explanation given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions, the terms and condition whereof are prejudicial to the interest of the company.
- xvi) In our opinion and according to the information and explanation given to us, the Company has not taken any term loan during the year.
- xvii) On the basis an overall examination of the balance sheet of the Company, in our opinion and according to the information and explanation given to us, there are no funds raised on a short - term basis, which have been used for long-term investment, and vice versa.
- xviii) The Company has not made any preferential allotment of shares to companies/firms/parties covered in the register maintained under section 301 of the companies Act, 1956
- xix)
- xx)
- xxi) In our opinion and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the year that causes the financial statements to be materially misstated.

**For J.K.Lahoti & Co.**  
Chartered Accountants

**J.K.Lahoti**  
Proprietor  
Membership No.: 16655  
Firm's Registration No.: 105508W  
Mumbai :3rd September,2012

**G.D. TRADING & AGENCIES LIMITED****Balance Sheet**

as at 31st March, 2012

Currency : INR	Notes	As at 31st March, 2012		As at 31st March, 2011	
<b>EQUITY &amp; LIABILITIES</b>					
<b>I. Shareholder's Funds</b>					
a. Share Capital	<a href="#">2.1</a>	6,000,000		6,000,000	
b. Reserve & Surplus	<a href="#">2.2</a>	(2,706,582)	3,293,418	(2,715,840)	3,284,160
<b>II. Non-Current Liabilities</b>					
a. Long-term borrowings	<a href="#">2.3</a>	75,741,791	75,741,791	105,612,040	105,612,040
<b>III. Current Liabilities</b>					
a. Trade payables	<a href="#">2.4</a>	134,665		1,197,124	
b. Other current liabilities	<a href="#">2.5</a>	1,395,539	1,530,204	660,494	1,857,618
<b>TOTAL</b>			<b>80,565,413</b>		<b>110,753,819</b>
<b>ASSETS</b>					
<b>I. Non-Current Assets</b>					
a. Fixed Assets	<a href="#">2.6</a>				
i. Tangible assets		-		5,397	
ii. Intangible assets		-		-	
iii. Capital work-in-progress		-		-	
iv. Intangible assets under development		-		-	
b. Non-Current Investments	<a href="#">2.7</a>	77,208,332		77,215,532	
c. Long term loans and advances	<a href="#">2.8</a>	3,200,000	80,408,332	33,344,499	110,565,428
<b>II. Current Assets</b>					
a. Inventories	<a href="#">2.9</a>	128,956		172,356	
b. Trade Receivables	<a href="#">2.10</a>	-		-	
c. Cash & cash equivalents	<a href="#">2.11</a>	28,126	157,081	16,034	188,390
<b>TOTAL</b>			<b>80,565,413</b>		<b>110,753,819</b>

The Notes to accounts referred to above form an integral part of Balance Sheet  
This is the Balance Sheet referred to in our report of even date.

For J.K.Lahoti & Co.  
Chartered Accountants

For and on behalf of the Board of Directors

J.K.Lahoti  
Proprietor  
Membership No. : 16655  
Firm's Registration No.: 105508W  
Mumbai :3rd September,2012

Shekhar Somani  
Director  
Mumbai :3rd September,2012

Sanjay Somani  
Director



**G.D.TRADING & AGENCIES LIMITED**

**Statement of Profit and Loss**

for the year ended 31st March, 2012

Currency : INR	Notes	For the year ended on 31st March, 2012	For the year ended on 31st March,2012
I. Revenue from Operations	<a href="#">2.12</a>	19,750	-
II. Other Income	<a href="#">2.13</a>	1,194,055	42,582
III. TOTAL REVENUE (I +II)		<u>1,213,805</u>	<u>42,582</u>
<b>IV. EXPENSES</b>			
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	<a href="#">2.14</a>	43,400	(8,990)
Financial costs	<a href="#">2.15</a>	2,387	1,438
Depreciation and amortization expense	<a href="#">2.6</a>	-	857
Other expenses	<a href="#">2.16</a>	1,157,540	48,726
TOTAL EXPENSES		<u>1,203,327</u>	<u>42,031</u>
V. Profit before exceptional and extraordinary items and tax (III -IV)		10,477	551
VI. Exceptional items		-	-
VII. Profit before extraordinary items and tax (V -VI)		<u>10,477</u>	<u>551</u>
VIII. Extraordinary Items		-	-
IX. PROFIT / (LOSS) BEFORE TAX (VII -VIII)		<u>10,477</u>	<u>551</u>
<b>X. PROVISION FOR TAXATION</b>			
Current Tax (MAT)		1,220	-
Deferred Tax		-	-
Taxes for Earlier years		-	-
MAT Credit		-	-
		<u>1,220</u>	<u>-</u>
XI. Profit(Loss) from the perid from continuing operations (IX -X)		<u>9,257</u>	<u>551</u>
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		<u>-</u>	<u>-</u>
XV. PROFIT / (LOSS) FOR THE PERIOD (XI +XIV)		<u>9,257</u>	<u>551</u>
<b>XVI. EARNINGS PER SHARE</b>	<a href="#">2.17</a>		
Equity shares of par value Rs. 10/- each			
Basic Earning Per Share		0.09	0.01
Dilutive Earning Per Share		0.09	0.01

The Notes to accounts referred to above form an integral part of Profit and Loss Account  
This is the Profit and Loss Account referred to in our report of even date.

For J.K.Lahoti & Co.  
Chartered Accountants

J.K.Lahoti  
Proprietor  
Membership No. : 16655  
Firm's Registration No.: 105508W  
Mumbai :3rd September,2012

For and on behalf of the Board of Directors

Shekhar Somani                      Sanjay Somani  
Director                                  Director  
Mumbai :3rd September,2012

## G.D. TRADING & AGENCIES LIMITED

### SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE BALANCE SHEET AS AT 31st March, 2012 AND STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE:

#### NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES

##### **1.1 BASIS OF ACCOUNTING:**

The Company adopts the accrual system of accounting except for dividend, interest on National Savings Certificate which is accounted for on cash basis. The accounts are prepared under the historical cost convention and are in accordance with the generally accepted accounting principles.

##### **1.2 USE OF ESTIMATE:**

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting year. Differences between actual results and estimates are recognised in the periods in which the results are known /materialise.

##### **1.3 FIXED ASSETS & DEPRECIATION:**

Fixed assets are stated at cost of acquisition/construction, and include other direct / indirect and incidental expenses incurred to put them into use. No depreciation is provided for the current year as all the assets are sold as scrap.

##### **1.4 INVESTMENTS:**

a) Long term investments are stated at cost less any provision for diminution in value which is other than temporary. Cost is inclusive of brokerage, and stamp duty incurred in connection with their acquisition.

b) Short-term investments are shown at cost or market value whichever is lower. Cost is determined on average basis.

##### **1.5 RETIREMENT BENEFITS:**

Accrued liability on account of Gratuity upto 31st March, 2012 has not been ascertained and will be accounted for on cash basis.

##### **1.6 TAXATION:**

Provision for tax is made for current taxes. Current tax is provided on the taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities are not recognised as there is no such timing difference exist.

##### **1.7 EARNINGS PER SHARE:**

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax, after reducing dividend on Cumulative Preference Shares for the Period (irrespective of whether declared, paid or not, as per Accounting Standard 20 on "Earning Per Share", issued by the institute of Chartered Accountants of India. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the Period. The diluted EPS is calculated on the same basis as the basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

##### **1.8 IMPAIRMENT OF ASSETS:**

Assets are reviewed for impairment whenever events or changes in circumstances indicate the carrying amount may not be recoverable. An impairment loss is recognized in accordance for AS - 28 "Impairment of Assets", for the amount by which the asset's carrying amount exceeds its recoverable amount as on carrying date. The recoverable amount is higher of the asset's fair value less cost to sell vis-a-vis value in use. For the purpose of impairment, assets are grouped at the lowest levels for which they are separately identifiable cash flows.



NOTE 2 : NOTES TO ACCOUNTS FOR THE YEAR ENDED 31st March, 2012

The previous year's figures have been regrouped / reclassified wherever necessary to conform to the current presentation.

NOTE 2.1 : SHARE CAPITAL

<u>Share Capital</u>	As at 31st March, 2012	As at 31st March, 2011
<b>Authorised Capital</b>		
11% 50000 Preference of Rs.100 each. (Previous Year 50000 Preference of Rs.100 each.)	5,000,000	5,000,000
250000 Equity Shares of Rs.10 each. (Previous Year 250000 Equity of Rs.10 each.)	2,500,000	2,500,000
	7,500,000	7,500,000
<b>Issued &amp; Subscribed and Fully Paid-up Capital/Partly Paid-up</b>		
11% 50000 Preference of Rs.100 each. (Previous Year 50000 Preference of Rs.100 each.)	5,000,000	5,000,000
Less : Calls in Arrears by Directors and Officers	-	-
Less : Calls in Arrears by Others	-	-
	5,000,000	5,000,000
100000 Equity Shares of Rs.10 each, fully paid up (Previous Year 100000 Shares of Rs.10 each, fully paid up)	1,000,000	1,000,000
Less : Calls in Arrears by Directors and Officers	-	-
Less : Calls in Arrears by Others	-	-
	1,000,000	1,000,000
	6,000,000	6,000,000

RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING PERIOD

Preference Share

Particulars	As at 31st March, 2012		As at 31st March, 2011	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	50,000	5,000,000	50,000	5,000,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	50,000	5,000,000	50,000	5,000,000

Equity shares

Particulars	As at		As at	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	100,000	1,000,000	100,000	1,000,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	100,000	1,000,000	100,000	1,000,000

DETAILS OF SHARE HOLDING

\*\*\*\*\* Equity Shares (Previous year) are held by \*\*\*\*\*, the holding company.

\*\*\*\*\* Equity Shares (Previous year) are held by \*\*\*\*\*, the ultimate holding company.

\*\*\*\*\* Equity Shares (Previous year) are held by \*\*\*\*\*, the subsidiary company.

\*\*\*\*\* Equity Shares (Previous year) are held by \*\*\*\*\*, the associate of the holding company.

\*\*\*\*\* Equity Shares (Previous year) are held by \*\*\*\*\*, the associate of the ultimate holding company.

Above disclosure is required for each class of Shares held by its holding company or its ultimate holding company including shares held by or by subsidiaries or associates of the holding company or the ultimate holding company in aggregate.

**SHAREHOLDER HOLDING MORE THAN 5 PERCENT SHARES IN THE COMPANY**

**Preference Shares**

Name of Shareholder	As at		As at	
	No. of shares held	% of Holding	No. of shares held	% of Holding
Shekhar Somani	15,000	30.00	15,000	30.00
Murli Asawa	3,000	6.00	3,000	6.00
Mukund Asawa	3,000	6.00	3,000	6.00

**Equity Shares**

Name of Shareholder	As at 31st March, 2012		As at 31st March, 2011	
	No. of shares held	% of Holding	No. of shares held	% of Holding
Ceres Co. Pvt.Ltd.	24,420	24.42	24,420	24.42
Renu Somani	7,010	7.01	7,010	7.01
Rekha Ruia	6,000	6.00	6,000	6.00
Nitya Somani	37,070	37.07	37,070	37.07



**NOTE 2.7 : NON CURRENT INVESTMENTS**

<u>Non Current Investments</u>	<u>As at 31st March, 2012</u>		<u>As at 31st March, 2011</u>	
	Quoted	Unquoted	Quoted	Unquoted
<b>A) Trade Investments (Refer A below)</b>				
<b>(a) Investment in Equity instruments of other entities</b>				
Shree Vindhya Paper Mills 1553174 Equity shares of Rs.10	77,208,332	-	77,208,332	-
Laxmi Cement Distributors Ltd. 10 Equity shares of Rs.100	-	-	-	1,000
Indian Bldg.& Allied Products Ltd 12 Equity shares of Rs.100	-	-	-	1,200
Shree Govind Cotton Co Ltd 7 Equity shares of Rs.100	-	-	-	700
Shree Laxmi Agents Ltd 12 Equity shares of Rs.100	-	-	-	1,200
The Exceller Mills Supply Co.Ltd 8 Equity shares of Rs.100	-	-	-	800
The Indian Cotton Purchaser Ltd 2 Equity shares of Rs.100	-	-	-	200
Bombay Agencies Ltd 5 Equity shares of Rs.100	-	-	-	500
Shree Gopal Industries Ltd 6 Equity shares of Rs.100	-	-	-	600
Ceres Company Pvt Ltd 350 Equity shares of Rs.100 each,fully paid	-	-	-	577,500
<b>Total (A)</b>	<b>77,208,332</b>	<b>-</b>	<b>77,208,332</b>	<b>583,700</b>
<b>B) Other Investments (Refer B below)</b>				
(a) Investments in Government or Trust	-	1,000	-	1,000
Less : W/off	-	1,000	-	-
<b>Total (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,000</b>
<b>Grand Total (A + B)</b>	<b>77,208,332</b>	<b>-</b>	<b>77,208,332</b>	<b>584,700</b>
Less : Provision for dimunition in the value of Investments	-	-	-	577,500
<b>Total</b>	<b>77,208,332</b>	<b>-</b>	<b>77,208,332</b>	<b>7,200</b>

**NOTE 2.8 : LONG-TERM LOANS & ADVANCES**

<u>Long-term Loans &amp; Advances</u>	As at 31st March, 2012	As at 31st March, 2011
<b>a. Loans and advances to related parties (refer note)</b>		
Deposit- UnSecured, considered good	-	1,482,083
Loans & Advances -Unsecured, considered good	3,200,000	31,862,416
Doubtful	-	-
Less: Provision for doubtful loans and advances	-	-
<b>Total</b>	<b>3,200,000</b>	<b>33,344,499</b>

**NOTE 2.9 : INVENTORIES**

<u>Inventories</u>	As at 31st March, 2012	As at 31st March, 2011
Stock in trade of Shares	128,956	172,356
	128,956	172,356
<b>Total</b>	<b>128,956</b>	<b>172,356</b>

**NOTE 2.10 : TRADE RECEIVABLES**

<u>Trade Receivables</u>	As at 31st March, 2012	As at 31st March, 2011
<b>Trade receivables outstanding for a period less than six months from the date they are due for payment</b>		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
debts	-	-
<b>Total A</b>	<b>-</b>	<b>-</b>
<b>Trade receivables outstanding for a period exceeding six months from the date they are due for payment</b>		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
debts	-	-
<b>Total B</b>	<b>-</b>	<b>-</b>
<b>Total (A+B)</b>	<b>-</b>	<b>-</b>

**NOTE 2.11 : CASH & CASH EQUIVALENTS**

<u>Cash &amp; Cash Equivalents</u>	As at 31st March, 2012	As at 31st March, 2011
a. Balances with banks	9,959	6,368
b. Cash on hand	18,166	9,666
<b>Total</b>	<b>28,126</b>	<b>16,034</b>

**NOTE 2.12 : GROSS REVENUE FROM OPERATIONS**

<u>Particulars</u>	As at 31st March, 2012	As at 31st March, 2011
<b>Finance Company</b>		
Interest	-	-
Sales of shares	19,750	-
<b>Total</b>	<b>19,750</b>	<b>-</b>



**NOTE 2.13 : OTHER INCOME**

<u>Other Income</u>	As at 31st March, 2012	As at 31st March, 2011
(a) Dividend Income	4,088	3,776
(b) Sundry Balance w/off	1,183,364	40,656
(c) Share Trading Income	-	(1,850)
(d) Profit on sale of Assets	3,103	-
(e) Profit on sale of Investments	3,500	-
<b>Total</b>	<b>1,194,055</b>	<b>42,582</b>

**NOTE 2.14 : CHANGES IN INVENTORIES**

<u>Particulars</u>	As at 31st March, 2012	As at 31st March, 2011
(a) At the end of the period		
(i) Shares	128,956	172,356
	128,956	172,356
(b) At the beginning of the period		
(i) Shares	172,356	163,366
	172,356	163,366
<b>Total</b>	<b>43,400</b>	<b>(8,990)</b>

**NOTE 2.15 : FINANCE COST**

<u>Particulars</u>	As at 31st March, 2012	As at 31st March, 2011
Bank Charges	2,387	1,438
<b>Total</b>	<b>2,387</b>	<b>1,438</b>

**NOTE 2.16 : OTHER EXPENSES**

<u>Other Expenses</u>	As at 31st March, 2012	As at 31st March, 2011
<b>A. Administrative and General Expenses</b>		
Audit Fees	8,000	8,000
Listing Fees	26,445	20,000
Professional & Consultancy Charges	80,298	9,000
BSE Reinstatement Charges	1,036,521	-
1,00,000, whichever is higher	-	-
Net Loss on Sale of Investments	-	-
Adjustments to the carrying amount of investments than considered as Finance Cost)	-	-
Provisions for Specific Liabilities, Contingencies or Commitments	-	-
Provisions for Losses of Subsidiary Companies	-	-
Miscellaneous Expenses	6,276	11,726
	1,157,540	48,726
<b>Total</b>	<b>1,157,540</b>	<b>48,726</b>

**NOTE 2.17 : EARNINGS PER SHARE :-**

<u>Particulars</u>	As at 31st March, 2012	As at 31st March, 2011
(In accordance with Accounting Standard 20 -Earnings Per Share)		
Net Profit After Tax (A)	9,257	551
Weighted Average Number of Equity Shares outstanding during the year (B)	100,000	100,000
Number of Dilutive Potential Equity Shares (C)	NIL	NIL
Basic Earning Per Share (A/B) (Rs.)	0.09	0.01
Dilutive Earning Per Share (A/(B+C)) (Rs.)	0.09	0.01

**NOTE 2.18 : OTHER NOTES TO ACCOUNTS:**

2.18.1 The Company operates only in one business segment viz. trading in shares & securities. Further, there are no geographical segments. Hence, no disclosure are required under Accounting Standard 17 on segment Reporting prescribed by Companies (Accounting Standards) Rules, 2006.

2.18.2 Related parties

**(i) Names of Key management personnel**

Director - Mr. Shekhar Somani

**(ii) Individuals owning, directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.**

Mr. Shekhar Somani

**(iii) Other enterprises where Key management personnel exercise significant influence.**

Ceres Company Private Limited  
Shree Vindhya Paper Mills Limited

2.18.3 No contract on capital account remains to be executed.

2.18.4 There are no amounts payable to Small Scale Industrial Undertaking to whom the company owes a sum exceeding Rs. 1 ac which is outstanding for more than 30 days.

2.18.5 Auditors Remuneration:

<u>Particulars</u>	For the year ended on 31st March, 2012	For the year ended on 31st March, 2011
Statutory Audit Fees Rs.	8,000.00	8,000.00
<b>Total</b>	<b>8,000.00</b>	<b>8,000.00</b>

2.18.6 Managerial Remuneration paid to Directors Rs. NIL during the year.

2.18.7 Certain debit/credit balances in the accounts are subject to confirmation.

2.18.8 In the opinion of the Board, the Current Assets, Loans & advances are approximately of the value stated if realised in ordinary course of business. The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.

2.18.9 Expenditure in Foreign Currency during the year amounted to Rs. NIL/- for Travelling & other expenses (Previous Year Rs. NIL).

2.18.10 Earning in Foreign Currency during the year amounted to Rs. NIL of Export of Services (Professional charges in connection with outsourced research on Indian companies) (Previous Year Rs. NIL).

2.18.11 Figures have been rounded off to the nearest rupees.

2.18.12. There has been a diminution in the value of long term quoted investments to the extent of Rs. 7,40,70,921/- (P.Y. Rs. 7,40,70,921/-). No provision has been made for the same since in the opinion of the management the diminution if any will be accounted at the time of final settlement of the investments.

2.18.13 Loans and Inter-corporate deposits given includes loans given to Shree Vindhya Paper Mills Ltd. Rs.2,94,12,416/- (P.Y Rs. 2,98,94,499/-) in which relatives of director are director.

2.18.14. Contingent liability not provided in respect of Preference Dividend amounting to Rs.NIL/- P.Y.(66,00,000/-).During the year, Board of directors has amended the terms of payment of dividend in respect of Preference shares.

Signatures to Notes `1' to `2.18 '

As per our report of even date,

**For J.K.Lahoti & Co.**  
Chartered Accountants

**J.K.Lahoti**  
Proprietor  
Membership No. : 16655  
Firm's Registration No.: 105508W  
Mumbai :3rd September,2012

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

**Shekhar Somani**  
Director  
Mumbai :3rd September,2012

**Sanjay Somani**  
Director

**G.D. TRADING & AGENCIES LIMITED****DETAILS OF ACCOUNTS**

	As At 31-Mar-12	As At 31-Mar-11
<b><u>Unsecured Loans :</u></b>		
From Directors:		
- N K Somani	-	17,222,614
Shekhar Somani	17,801,164	24,850
	<hr/> 17,801,164	<hr/> 17,247,464
<b><u>Inter Corporate Deposits</u></b>		
- Industrial Meters Pvt Ltd	-	3,950,000
- Satpuda Agencies Pvt. Ltd.	-	66,576,304
- Ceres Company Pvt. Ltd.	46,857,105	-
	<hr/> 46,857,105	<hr/> 70,526,304
<b><u>Cash &amp; Bank Balance(s):</u></b>		
- Cash in hand H O	9,077	577
- Cash at Calcutta	9,089	9,089
Cheques on hand		-
	<hr/> 18,166	<hr/> 9,666
<b><u>Balance with schedule bank</u></b>		
-Union Bank of India Duskheda	-	412
-B.O.B. ballard Estate	9,959	5,956
	<hr/> 9,959	<hr/> 6,368
<b><u>Sundry Debtors :</u></b>		
	-	-
	<hr/> -	<hr/> -
<b><u>Sundry Creditors for goods &amp; Exp . :</u></b>		
- Park Organic Pvt. Ltd.	-	1,070,984
- Ceres Co. Pvt. Ltd.(For Share Trading a/c)	134,665	126,140
	<hr/> 134,665	<hr/> 1,197,124
<b><u>Miscellaneous Expenses:</u></b>		
- General Exp	2,000	1,300
Demat Charges	276	276
E filing Charges	1,500	1,650
Filing Fees	1,500	8,500
NSC w/off	1,000	
	<hr/> 6,276	<hr/> 11,726
<b><u>Details of Loans &amp; Inter corporate deposits given :</u></b>		
- Hotel Empire Ltd.	-	982,083
KJMC Ltd.	-	500,000
	<hr/> -	<hr/> 1,482,083
<b><u>Advance agst. Share/Debenture (Cr.)</u></b>		
-From Parties	-	1,069,250
-Gaurav Associates	-	1,500,000
-KJMC	-	4,185,500
-Shekhar Somani HUF	1,398,029	1,398,029
-N.K. Somani	9,685,494	9,685,494

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11,083,523

17,838,273

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	As At 31-Mar-12	As At 31-Mar-11
<b><u>Other Liabilities :</u></b>		
-Listing Fees	-	109,344
-Audit fee and other matter	16,000	8,000
Unpaid Liabilities(Div)	330,000	537,900
BigShare Service Pvt Ltd.	11,798	-
Danfield Bobbins Ltd.	-	5,250
BSE Reinstatement Fees Payable	1,036,521	
	1,394,319	660,494
<b><u>Advance for FCD from Parties:</u></b>		
-Delhi Paper & Allied agencies	-	150,000
-Rajesh Enterprises	-	150,000
-Haryana Paper & Indut.	-	150,000
-Vinod Associates	-	281,750
-Shreyas Paper Co.	-	62,500
-Indra Finance Co.ltd	-	275,000
	-	1,069,250
<b><u>Advance Recoverable in cash or kind:</u></b>		
Niknim Holding Pvt. Ltd.	2,850,000	2,850,000
Shree Vindhya Paper Mills Ltd.	-	28,912,416
Shree Paras Sales Promoters P Ltd.	-	100,000
S.R.Mishra	350,000	-
	3,200,000	31,862,416

**G.D.TRADING & AGENCIES LIMITED****Cash flow statement**

for the year ended 31st March, 2012

Currency : INR	Year Ended 31st March, 2012	Year Ended 31st March, 2011
<b>A Cash flow from operating activities</b>		
Net Profit / (Loss) before taxation	10,477	551
<i>Adjustments for</i>		
Depreciation	-	857
Investment W/off	1,000	-
Dividend Income	(4,088)	(3,776)
Interest Income	-	-
Interest Expense	-	-
Profit on Sale of Assets	(3,103)	-
Profit on Sale of Investment	(3,500)	-
<b>Operating cash flow before working capital changes</b>	<b>786</b>	<b>(2,368)</b>
<i>Adjustments for</i>		
Increase in stock in trade	43,400	(8,990)
Decrease/ (increase) in other current assets	-	600,000
Decrease/ (Increase) in loans and advances	30,144,499	22,500
Increase in current liabilities	(328,634)	31,894
<b>Cash used in operations</b>	<b>29,860,052</b>	<b>643,036</b>
Direct taxes paid	-	200
<b>Net Cash used in operating activities</b>	<b>(A) 29,860,052</b>	<b>642,836</b>
<b>B Cash flow from investing activities</b>		
Purchase of Fixed asset	-	-
Sale of Fixed asset	8,500	-
Sale of Investments	6,200	-
Dividend on Investment	4,088	3,776
Interest Received	-	-
Profit on Sale of Investment	3,500	-
<b>Net Cash generated from investing activities</b>	<b>(B) 22,288</b>	<b>3,776</b>
<b>C Cash flow from financing activities</b>		
Proceeds from issue of share capital	-	-
Proceeds / (repayment) from secured loans (net)	-	-
Proceeds from unsecured loans (net)	(29,870,249)	(645,174)
Interest paid	-	-
<b>Net Cash generated from financing activities</b>	<b>(C) (29,870,249)</b>	<b>(645,174)</b>
<b>Net increase in cash and cash equivalents</b>	<b>(A+B+C) 12,091</b>	<b>1,438</b>
Cash and cash equivalent as at the beginning of the period	16,034	14,597
Cash and cash equivalent as at the end of the period (Refer Note 1)	28,126	16,034

**Note:**

1 Cash and cash equivalents comprise of cash on hand and balances with bank in current accounts (Refer Note 2.10 to the financial statements)

This is the cashflow statement referred to in our report of even date.

**J.K.Lahoti & Co.**  
Chartered Accountants

For and on behalf of the Board of Directors

**J.K.Lahoti**  
Proprietor  
Membership No. : 16655  
Firm's Registration No.: 105508W  
Mumbai :3rd September,2012

**Shekhar Somani**  
Director  
Mumbai :3rd September,2012

**Sanjay Somani**  
Director

**G.D. TRADING & AGENCIES LIMITED**  
Indian Mercantile Chambers, 3rd Floor,  
14-R, Kamani Marg, Ballard Estate, Mumbai 400001

TO,  
THE MEMBERS OF  
**G.D. TRADING & AGENCIES LIMITED**

NOTICE is hereby given that Thirty second The Annual General Meeting of the Company be held on Friday, 28th September, 2012, at 4.30 p.m. at Indian Mercantile Chambers, 3rd Floor, 14-R, Kamani Marg, Ballard Estate, Mumbai 400001 for following purpose :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account for the year ended as on that date together with report of Directors and Auditors thereon.
2. To appoint Auditors and to fix their remuneration.
3. To appoint a Director in place of Shri Vinod Mimani who, retires by rotation and being eligible, offers himself for reappointment.

**NOTES :**

1. A member entitled to attend and vote at the meeting is entitle to appoint a proxy to attend and vote instead of himself. The proxy need not be member of the company. Proxies, in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the meeting.
2. The Register of member and the share transfer books of the Company will remain closed from 24th September, 2012 to 28th September, 2012 (both day inclusive), for the payment of Dividend.
3. Members/Proxies are requested to bring their copies of the Annual Report at the Meeting.

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

**Shekhar Somani**  
Director  
Mumbai : 3rd September, 2012

**Sanjay Somani**  
Director



**G.D. TRADING & AGENCIES LIMITED**

Indian Mercantile Chambers, 3rd Floor,  
14-R, Kamani Marg, Ballard Estate, Mumbai 400001

**ATTENDANCE SLIP**

I Mr./Mrs./Miss. \_\_\_\_\_ L.F.No. \_\_\_\_\_ hereby record my presence at the ANNUAL GENERAL MEETING of the company at company's Registered Office Indian Mercantile Chambers, 3rd Floor, 14-R, Kamani Marg, Ballard Estate, Mumbai 400001 on Friday, 28th September, 2012 at 4.30 p.m.

\_\_\_\_\_  
Signature of the Attending Member/Proxy

Notes :

1. Please fill this attendance slip and hand it over at the ENTRANCE.
2. SHAREHOLDERS ARE REQUIRED TO BRING THEIR COPIES OF THE ANNUAL REPORT WITH THEM.

------(TEAR HERE)-----

**PROXY**

**G.D. TRADING & AGENCIES LIMITED**

Indian Mercantile Chambers, 3rd Floor,  
14-R, Kamani Marg, Ballard Estate, Mumbai 400001

I/We \_\_\_\_\_ L.F.No. \_\_\_\_\_ (Address) \_\_\_\_\_  
\_\_\_\_\_ being a Member/Members of G.D. TRADING & AGENCIES LIMITED do hereby appoint  
\_\_\_\_\_ of \_\_\_\_\_ in the district of or failing him \_\_\_\_\_ of \_\_\_\_\_  
in the district of \_\_\_\_\_ as my/our proxy in my/our absence to attend and to vote for me/us on my/our  
behalf at the ANNUAL GENERAL MEETING of the company to be held on Friday, 28th September, 2012 at 4.30 p.m. and any  
adjournment thereof.

IN WITNESS Whereof I/We have set my/our hand/hands this \_\_\_\_\_ day of \_\_\_\_\_ 2012.



(Signature of the shareholders across the stamp)

In The presence of \_\_\_\_\_ (witness) \_\_\_\_\_.

This form is to be used in favour/against of the resolution. Unless otherwise instructed, the proxy will act as he thinks fit.

\_\_\_\_\_  
Note : The Proxy must be deposited at the Registered Office of the Company, not less than 48 hours before the time for holding the meeting.

**G.D. TRADING & AGENCIES LIMITED**  
**DETAILS OF CLOSING STOCK AS ON 31/03/2012**

SHARES:	QUANTITY	COST	M .V.	AMOUNT
<b><u>Quoted</u></b>				
L M L Ltd	78	72.72	7.85	612.30
	(78)	(72.72)	(10.41)	(812.00)
Reliance Industries Ltd (New)	114	3216.00	748.25	85300.50
	(114)	(3216)	(1047.80)	(119449.00)
Reliance Industries Ltd. (Received as Bonus)	236	0.00	1047.80	0.00
	(236)	0.00	(1047.80)	0.00
Reliance Ind Ltd	122	73.12	748.25	8920.00
	(122)	(73.12)	(1047.80)	(8920.00)
Reliance Communication (New)	236	604.00	84.05	19835.80
	(236)	(604)	(107.70)	(25417.00)
Reliance Capital (New)	11	2288.00	391.85	4310.00
	(11)	(2288)	(551.35)	(6065.00)
Reliance Infrastructure (New)	17	1990.00	586.90	9977.00
	(17)	(1990.00)	(687.80)	(11693.00)
Reliance Power*	30	0.00	0.00	0.00
	(30)	0.00	0.00	0.00
Current Year	844			128955.60
Previous Year	844			(172356.00)
<b><u>Unquoted</u></b>				
11% Redeemable Pref. Shares of Rs. 100 each of Ceres Co. Pvt. Ltd.	0	11.00	0.00	0.00
	(3950)	(11.00)	0.00	0.00
	<u>3950</u>			<u>0.00</u>
Current Year : Total	<u>844</u>			<u>128955.60</u>
Previous Year : Total	<u>4794</u>			<u>172356.00</u>

Figures in the brackets are for previous year

\* Reliance Natural Resource demerged with Reliance power hence the Company has received 30 shares of Reliance Power