

## ALNA TRADING AND EXPORTS LIMITED

ALLANA HOUSE,  
ALLANA ROAD,  
COLABA,  
MUMBAI-400 001.  
INDIA.

CIN:L51900MH1981PLC025145

PHONE : (91-22) 22811000  
FAX : (91-22) 22044821  
EMAIL : allanasons@allana.com  
WEBSITE : www.allana.com

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### NOTICE

of the Annual General Meeting

Notice is hereby given that the 34<sup>th</sup> Annual General Meeting of Alna Trading And Exports Limited., will be held on Tuesday, the 16<sup>th</sup> August, 2016 at 4.00 p.m. at the Registered Office of the Company at Allana House, 4, J.A. Allana Road, Colaba, Mumbai - 400 001, to transact the following businesses:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March, 2016, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Anwar Chauhan holding (DIN:00322114), who retires by rotation and is eligible for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.

#### SPECIAL BUSINESS:

4. Appointment of Mr. Sundaresh Bhat holding (DIN:07392789) as an Additional Director and as an Independent Director.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT, Mr. Sundaresh Bhat holding (DIN:07392789), who was appointed by the Board of Directors as an Additional Director of the Company on 4<sup>th</sup> January, 2016, under section 161(1) of the Companies Act, 2013, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act signifying his intention to propose the candidature of Mr. Sundaresh Bhat for the office of director be and is hereby appointed as a Director of the Company."

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"RESOLVED THAT, pursuant to the provisions of section 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made there under, read with Schedule IV to the Companies Act, 2013, as amended from time to time, Mr. Sundaresh Bhat holding (DIN:07392789) a Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Sundaresh Bhat as a candidate for the office of the director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from January 30, 2016 upto January 29, 2020."

#### 5. Appointment of Mrs. Merle Dsa holding (DIN:07276543) as an Additional Director and as an Independent Director.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT, Mrs. Merle Dsa holding (DIN:07276543), who was appointed by the Board of Directors as an Additional Director of the Company on 3<sup>rd</sup> September, 2015, under section 161(1) of the Companies Act, 2013, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act signifying his intention to propose the candidature of Mrs. Merle Dsa for the office of director be and is hereby appointed as a Director of the Company."

"RESOLVED THAT, pursuant to the provisions of section 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made there under, read with Schedule IV to the Companies Act, 2013, as amended from time to time, Mrs. Merle Dsa holding (DIN:07276543) a Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Mrs. Merle Dsa as a candidate for the office of the director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from January 30, 2016 upto January 29, 2020."

#### 6. Appointment of Mr. Anwar Chauhan holding (DIN:00322114) as a Director.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

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"RESOLVED THAT, Mr. Anwar Chauhan holding (DIN:00322114), who was appointed by the Board of Directors as an Additional Director of the Company on 01<sup>st</sup> November, 2013, under section 161(1) of the Companies Act, 2013, and Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom, the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the Office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation."

BY ORDER OF THE BOARD OF DIRECTORS  
For ALNA TRADING AND EXPORTS LIMITED

PLACE : MUMBAI  
DATED : 20<sup>TH</sup> MAY, 2016

REGISTERED OFFICE:  
Allana House, J.A. Allana Road,  
Colaba, Mumbai-400 001.

#### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

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3. The Explanatory Statement setting out all material facts as required under section 102 of the Companies Act, 2013 is annexed hereto.
4. Details under Regulation 27(2) of the Listing Agreement with the Stock Exchange in respect of the Director seeking appointment/re-appointment at the Annual General Meeting (AGM), forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
5. The Register of Members and Share Transfer Books of the Company will be closed from Tuesday, the 9<sup>th</sup> August, 2016 to Tuesday, the 16<sup>th</sup> August, 2016 (both days inclusive) for the purpose of AGM.
6. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained from the Company.
7. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send their share certificates to the Company for consolidation into a single folio.
8. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
9. Members may also note that the Notice of the 34<sup>th</sup> Annual General Meeting and the Annual Report for 2015-16 will be available at the Company's Registered Office at Allana House, 4 J.A. Allana Road, Colaba, Mumbai-400 001 for inspection during normal business hours on working days.

BY ORDER OF THE BOARD OF DIRECTORS  
For ALNA TRADING AND EXPORTS LIMITED

PLACE : MUMBAI  
DATED : 20<sup>TH</sup> MAY, 2016

(SUNDARESH BHAT)  
DIRECTOR  
DIN:07392789

(ANWAR CHAUHAN)  
DIRECTOR  
DIN:00322114

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## ANNEXURE TO NOTICE EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

### Item Nos.4 & 5 of the Notice

The Board of Directors, at its meeting held on 4<sup>th</sup> January, 2016, has appointed Mr. Sundares Bhat, as an Additional Director of the Company. The Company has received a Notice in writing from a member pursuant to section 160 of the Companies Act, 2013, proposing the candidature of Mr. Sundares Bhat, as a director of the Company at the ensuing Annual General Meeting. Shareholders are requested to support the resolution at Item No.4 of the Notice by way of Special Business.

None of the Directors of the Company other than Mr. Sundares Bhat is concerned or interested in the resolution.

The Board of Directors, at its meeting held on 3<sup>rd</sup> September, 2015, has appointed Mrs. Merle Dsa, as an Additional Director of the Company. The Company has received a Notice in writing from a member pursuant to section 160 of the Companies Act, 2013, proposing the candidature of Mrs. Merle Dsa, as a director of the Company at the ensuing Annual General Meeting. Shareholders are requested to support the resolution at Item No.5 of the Notice by way of Special Business.

None of the Directors of the Company other than Mrs. Merle Dsa is concerned or interested in the resolution.

The Company had, pursuant to the provisions of Regulation 27(2) of the Listing Agreements entered with the Stock Exchange, appointed Mr. Sundares Bhat and Mrs. Merle Dsa, as Independent Directors of the Company on 30<sup>th</sup> January, 2016. Pursuant to the provisions of section 149 of the Companies Act, 2013, every listed public company is required to have atleast one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Board has recommended the appointment of these directors as Independent Directors from January 30, 2016 upto January 29, 2020.

Mr. Sundares Bhat and Mrs. Merle Dsa, non-executive Directors of the Company, have given a declaration to the Board that they meet the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, each of these directors fulfil the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and they are independent of the management.

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Sundares Bhat and Mrs. Merle Dsa as Independent Directors.

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In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of these directors as Independent Directors is now being placed before the Members for their approval.

The terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, upto the date of the Annual General Meeting.

No director, key managerial personnel or their relatives, except Mr. Sundares Bhat and Mrs. Merle Dsa, to whom the resolutions relates are interested or concerned in the resolution.

The Board recommends the resolutions set forth in Item Nos.4 & 5 for the approval of the members.

### Item No.6 of the Notice

Mr. Anwar Chauhan holding (DIN:00322114) who has been appointed as an Additional Director of the Company under section 161 of the Companies Act, 2013 read with Articles of Association of the Company with effect from on 01<sup>st</sup> November, 2013 hold office upto the date of this Annual General Meeting.

The Company has received a Notice under section 160 of the Companies Act, 2013 from a member in writing proposing the candidature of Mr. Anwar Chauhan for appointment as Director of the Company.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs, except Mr. Anwar Chauhan is concerned or interested in the Ordinary Resolution at Item No.6 of the Notice. Mr. Anwar Chauhan and his relatives are interested or concerned in the Resolution concerning his appointment proposed at Agenda Item No.6.

The Board recommends the Resolution for approval of the Members. Members are requested to approve the Resolution.

BY ORDER OF THE BOARD OF DIRECTORS  
For ALNA TRADING AND EXPORTS LIMITED

PLACE : MUMBAI  
DATED : 20<sup>th</sup> MAY, 2016

(SUNDARESH BHAT)  
DIRECTOR  
DIN:07392789

(ANWAR CHAUHAN)  
DIRECTOR  
DIN:00322114

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## DIRECTORS' REPORT

To,  
The Members  
M/s. ALNA TRADING AND EXPORTS LIMITED  
Mumbai.

Your Directors have pleasure in submitting their 34<sup>th</sup> Annual Report together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2016.

### FINANCIAL RESULTS:

	For the current year ended 31.03.2016 (Amount in ₹)	For the previous year ended 31.03.2015 (Amount in ₹)
Gross Revenue	1,56,39,435	1,03,61,818
Profit for the period before Depreciation and Taxation	5,95,261	4,15,886
Less : Depreciation	30,182	31,755
Profit before tax	5,65,079	3,84,131
Provision for Taxation		
Current Tax	1,40,000	1,05,000
Deferred Tax	276	(1,373)
(Excess)/Short tax provision for earlier years	(5,490)	(931)
Profit after Tax	4,30,293	2,81,435
Add/(Less) : Brought forward profit of earlier year	1,43,09,425	1,40,27,994
Balance carried forward to Balance Sheet	1,47,39,718	1,43,09,429

### REVIEW OF OPERATIONS:

During the year under Report, the Company registered turnover amounted to ₹1.56 crores as compared to the previous year turnover of ₹1.03 crores.

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Net Profit for the year is ₹4.30 lacs as compared to ₹2.81 lacs in the previous year.

### TRANSFER TO RESERVES:

The Company did not transfer any amounts to the general reserve during the year.

### DIVIDEND:

With a view to strengthen the financial position of the Company and to retain funds required for the operations of the Company the Directors have not recommended any dividend out of the current year's profit.

### FIXED DEPOSITS:

The Company does not have any deposits remaining unclaimed and/or claimed but not paid for which information is required to be given in this Report.

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

Information pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is not applicable to your Company, hence no information is disclosed.

The Company has however earned Foreign Exchange of ₹1,53,28,179/- (Previous Year ₹ 90,00,377/-) and did not incurred any Foreign Exchange outgo during the current year as given in Note 20 of notes forming part of accounts.

### CORPORATE SOCIAL RESPONSIBILITY (CSR):

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

### RISK MANAGEMENT:

The Company follows well-established and detailed risk assessment and minimization procedures, which are periodically reviewed by the Board. The Company has in place a business risk management framework for identifying risks and opportunities that may have a bearing on the organization's objectives, assessing them in terms of likelihood and magnitude of impact and determining a response strategy.

The Senior Management assists the Board in its oversight of the Company's management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks under the aegis of the overall business risk management framework.

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