

**EXDON TRADING COMPANY LIMITED**

**TWENTYSECOND ANNUAL REPORT**

**2003-2004**

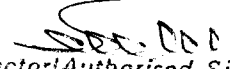
Company No.	:	39616
Nominal Capital	:	Rs. 25,00,000/-
Date of AGM	:	30/9/2004

Diamond Plaza,  
391, Dr D B Marg,  
Mumbai - 400 004

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*For Exdon Trading Co. Ltd.*

  
*Director/Authorised Signatory*

**EXDON TRADING COMPANY LIMITED**

DIAMOND PLAZA,  
391, DR. D.B. MARG,  
MUMBAI -400 004  
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**NOTICE**  
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NOTICE is hereby given that the 22nd Annual General Meeting of Exdon Trading Company Limited will be held at Diamond Plaza, 391, Dr.D.B.Marg, Mumbai -400 004 on Thursday 30<sup>th</sup> September, 2004 at 3.30 p.m . to transact the following business :

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2004 and Profit and Loss Account for the year ended on that date and the reports of the Directors and Auditors thereon.
2. To appoint Director in place of Shri Prabhas Sanghai who retires by rotation and being eligible offers himself for re- appointment.
3. To appoint Auditors and fix their remuneration.

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**NOTE :**  
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A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

Diamond Plaza,  
391, Dr.D.B.Marg,  
Mumbai - 400 004.

BY ORDER OF THE BOARD OF DIRECTORS

Dated : 3rd September, 2004

  
SHEKHAR SANGHAI  
CHAIRMAN

**EXDON TRADING COMPANY LIMITED**

DIAMOND PLAZA,  
391, DR. D.B. MARG,  
MUMBAI -400 004

**DIRECTORS' REPORT**

To  
Shareholders,

Your Directors hereby present the 22nd Annual Report of the Company together with Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2004

**FINANCIAL RESULTS :****Operating Results**

(AMOUNT IN RS.)

	CURRENT YEAR	PREVIOUS YEAR
Profit / (Loss) before taxation	16,36,948	(27,488)
Less : Depreciation	3,014	3,680
Provision for taxation	3,09,361	-
Net profit	13,24,573	(31,168)
ADD : Balance brought forward	4,29,548	4,60,716
Excess/ (short) Provision For I.T. earlier	-	-
	17,54,121	4,29,548
Less transfer to general resource	-	-
Balance carried to Balance Sheet	17,54,121	4,29,548

**DIVIDEND :**

The Board of Directors has not recommend payment of dividend. in order to build up the reserve of the company.

#### **DIRECTORS :**

**Shri Prabhas Sanghai**, the Director of the company retires by rotation and being eligible offer himself for re-appointment.

The company has received notice under section 257 of the companies Act, from members proposing the name of the above mentioned additional director, to appoint him as a director of the company.

#### **PUBLIC DEPOSIT :**

The Company has not accepted any fixed deposit from the public during the year under review.

#### **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 preparation of the accounts for the financial year ended 31<sup>st</sup> March, 2004, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) That the Directors' have selected such accounting policies and applied them consistently and made judgement 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 and loss of the Company for the year under review.
- (iii) That the Directors' have taken prior 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 the detecting fraud and other irregularities.
- (iv) That the Directors' have prepared the accounts for the financial year 31<sup>st</sup> March, 2004 on a going concern basis.

**ENVIRONMENT :**

Information pursuant to Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (disclosure of particulars in the report of Board of Directors) Rules, 1988 is not applicable in the case of this Company and hence the requisite details has not been given hereby. The Company has not earned / spent any Foreign Exchange.

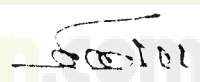
**PARTICULARS OF EMPLOYEES :**

No employee draws remuneration of Rs. 24,00,000/- per annum nor Rs. 2,00,000/- per month during part of the year.

**AUDITORS :**

You are requested to appoint M/s N.K.Jalan & Company , Auditor of the company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

  
SHEKHAR SANGHAI  
CHAIRMAN

Mumbai  
11<sup>th</sup> September, 2004

**A.L. Makhija & Co., Company Secretaries**  
**Mahendra Mansion, Girgaum Road, Mumbai- 400 002**

Date:

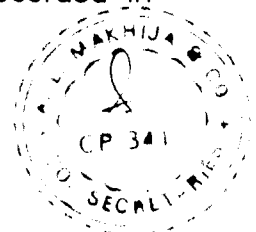
To,  
The Members,  
Exdon Trading Co. Limited

**Compliance Certificate as per Rule 3 of Companies (Compliance Certificate) Rules, 2001**

I have examined the registers, records, books and papers of Exdon Trading Co. Limited as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31<sup>st</sup> March, 2004. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies within the time prescribed under the Act and the rules made thereunder.
3. The company being private limited company has the minimum prescribed paid-up capital and its maximum number of members during the said financial year was \_\_\_ excluding its present and past employees and the company during the year under scrutiny:
  - (i) has not invited public to subscribe for its shares or debentures; and
  - (ii) has not invited or accepted any deposits from persons other than its members, directors or their relatives.

- Not applicable since the Company is a limited company.
4. The Board of Directors duly met 5 times on 28-04-2003, 29-07-2003, 5-08-2003, 30-10-2003 and 29-01-2004 in respect of which meetings proper notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose.
5. The company had closed its Register of Members from 13-10-2003 to 15-10-2003 and necessary compliance of section 154 of the Act has been made.
6. Annual General Meeting for the financial year ended on 31-03-2003 was held on 30-09-2003 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary meeting was held during the financial year.



**A.L. Makhija & Co., Company Secretaries**  
**Mahendra Mansion, Girgaum Road, Mumbai- 400 002**

8. The company has not advanced loan to its directors and / or persons or firms or companies referred to in the section 295 of the Act.
9. The company has not entered into any contract falling within the purview of Section 297 of the Act.
10. The Company has not entered into any contract requiring the Company to make entry in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approval from the Board of Directors, members or the Central Government.
12. The Company has not issued any duplicate share certificate during the financial year.
13. The Company has:
  - (i). delivered all the certificates on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act. There was no allotment of shares during the financial year.
  - (ii) deposited the amount of dividend declared including interim dividend in a bank account and paid the dividend amount within \_\_\_\_\_ days from the date of declaration of such dividend. - The Company has not declared dividend during the year 2003-2004.
  - (iii) paid/posted warrants for dividends to all the members within a period of 30 (Thirty) days from the date of declaration and that all unclaimed/unpaid dividend has been transferred to Unpaid Dividend Account of the Company with \_\_\_\_\_ Bank on \_\_\_\_\_; - Not Applicable
  - (iv) There was no unpaid dividend amount or application money or matured deposits or matured debentures and interest accrued thereon and which has remained unclaimed or unpaid for a period of seven years.
  - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancies during the financial year.
15. The Company has not appointed Managing Director/ whole-time director/Manager and as such provisions of section 269 of the Act are not applicable.
16. The Company has not appointed sole-selling agents during the financial year.
17. There was no necessity for the company to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act during the financial year.

