

ANNUAL REPORT

2012-13

of

**Vineet Engineering & Trading Co.
Limited**

Registered Office: 8, Nayapatty Road, Kolkata – 700 055

VINEET ENGINEERING & TRADING CO. LIMITED

NOTICE

Notice is hereby given that Annual General Meeting of the Company for the financial year ended 2012-13 will be held on 27th September, 2013 at 11:30 A.M. at the registered office of the Company at 8 Nayapatty Road, Kolkata- 700055 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31st March 2013 and the Balance Sheet as on that date and the Report of the Board of Directors and the Auditors Report thereon.
2. Board Decided not to declare any dividend for the Financial Year ended 31st March 2013.
3. To re- appoint the directors Mr. Manish Dalmia and Raj Kumar Sharma who retires by rotation and being eligible to offer themselves for re- appointment.
4. To appoint auditors of the Company and to fix their remuneration and to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 224 and other applicable provisions, if any, of the Companies Act, 1956 and the Rules framed thereunder, as amended from time to time, M/s A. Saraogi & Associates, Chartered Accountants, be and is hereby re-appointed as Auditors of the company to hold Office till the conclusion of the next Annual General Meeting at a remuneration to be determined mutually by the Board of Directors and the Auditors of the Company."

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SPECIAL BUSINESS

5. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Keshab Kumar Halder, Mr. Prabhat Kumar Halder, Ms. Poulomi Halder and Ms. Rekha Halder be and are hereby appointed as Director of the Company with immediate effect."

"RESOLVED FURTHER THAT the Board Of Directors, be and are hereby authorized to file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above resolution."

6. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Sharwan Kumar Sarraf, Mr. Rajib Kumar Jha and Mr. Naresh Shah be and are hereby resigned from the Directorship of the Company with immediate effect."

"RESOLVED FURTHER THAT the Board Of Directors, be and are hereby authorized to file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above resolutions."

7. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 146 of the Companies Act, 1956 and all other applicable provision, the registered office of the company be shifted from 8 Nayapatty Road, Kolkata- 700055 to 1 Shakespear Sarani, 6th Floor, Block- 6F, Kolkata- 700071 with immediate effect."

"RESOLVED FURTHER THAT the Board Of Directors, be and are hereby authorized file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions."

Place: Kolkata
Date: 30/08/2013

By Order of the Board
For Vineet Engineering & Trading Co. Ltd

Sd/-
Raj Kumar Sharma
Director

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NOTES:

1. The Explanatory Statement pursuant to the Companies Act, 1956 setting out the material facts pertaining to the resolutions are annexed herewith.
2. A shareholder entitled to attend and vote, is entitled to appoint a proxy to attend and on a poll to vote instead of himself/herself. The proxy need not be a shareholder of the company. A blank proxy form is enclosed. The proxy form duly stamped and executed should be deposited at the registered office of the company.
3. The instrument appointing a Proxy must be lodged at the Registered Office of the Company at least 48 hours prior to the time of meeting.
4. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 3.00 – 5.00 P.M up to the date of AGM and at the AGM.
5. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip DP ID for easy identification of attendance at the meeting.
6. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Board's Resolution authorizing their representatives to attend and vote at the AGM.

Shareholders are requested to notify immediately any change in their address to the Company.

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EXPLANATORY STATEMENT PURSUANT TO THE COMPANIES ACT, 1956

The following explanatory statement pursuant to provisions of the relevant section of the Companies Act, 1956 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business items of the accompanying Notice.

ITEM NO. 5:

Mr. Keshab Kumar Halder, Mr. Prabhat Kumar Halder, Ms. Poulomi Halder and Ms. Rekha Halder have expressed their willingness to act as the directors of the Company w.e.f 27th day of September 2013, The Company has received (i) consent in writing to act as a director (ii) Intimation in terms of Companies (Appointment & Qualification of Directors) Rules, to the effect that they are not disqualified under the relevant provision of the Companies Act, 1956.

The resolution seeks the approval of members for the appointment as Director of the Company pursuant to the applicable provisions of the Companies Act, 1956 and the Rules made thereunder.

ITEM NO. 6:

Mr. Sharwan Kumar Sarraf, Mr. Rajib Kumar Jha and Mr. Naresh Shah have expressed their willingness to resign from the Directorship of the Company w.e.f 27th September 2013. The Company has received consent in writing and seeks acceptance of the Board to give effect.

ITEM NO. 7:

The Board of Directors have proposed to shift the registered office of the Company from the present location to 1 Shakespear Sarani, 6th Floor, Block- 6F, Kolkata- 700071. Provision of Section 146 of the Companies Act, 1956 will be complied and approval of members of the Company by way of Ordinary Resolution is required to give effect.

Place: Kolkata
Date: 30/08/2013

By Order of the Board
For Vineet Engineering & Trading Co. Ltd

Sd/-
Raj Kumar Sharma
Director

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VINEET ENGINEERING & TRADING CO LTD

8, NAYAPATTI ROAD, KOLKATA- 700055

Website-www.vineetengineering.com

Email id- info@vineetengineering.com

DIRECTOR'S REPORT

To the Members,

Your Directors have pleasure in presenting the Annual Report together with the Audited Accounts of the Company for the year ended 31st March' 2013.

FINANCIAL RESULTS:

The Financial Results of the Company for the year ended 31/03/2013 are given below:

Financial Year Ended	31/03/2013	31/03/2012
Profit/ (Loss) Before Tax	7,785.00	(49,200)
Provision For Taxation	1,483.00	0
Provision For Deferred Tax	0	0
Profit/ (Loss) After Tax	6,302.00	(49,200)
Profit B/F From Previous Year	(9,10,204.76)	(8,61,004.76)
Add: Earlier Year Provision Write Back	1,000.00	
Profit/ (Loss) Carried To Balance Sheet	(9,02,903.76)	(9,10,204.76)

PERFORMANCE:

During the year, the company has mainly concentrated on recovering of loans and advances given to the parties.

DIVIDEND:

The directors do not recommend any dividend for the year.

DIRECTOR'S RESPONSIBILITY STATEMENT

As required under section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

- (i) in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ending 31st March, 2013 and of the profit of the company for that period;
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities to the best of their ability;
- (iv) the directors have prepared the Annual Accounts on a going concern basis.

AUDITORS

M/s A. Sarangi & Associates, Chartered Accountants, retires at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

DISCLOSURE OF PARTICULARS

The Company has no employee in the category as specified in the provisions of Section 217(2A) of the Companies Act, 1956.

COMPLIANCE CERTIFICATE

Compliance Certificate in accordance with Section 383A of the Companies Act, 1956 is enclosed from B. L. Chandak & Associates, Company Secretaries, Kolkata.

Vineet Engineering & Trading Co. Ltd.

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VINEET ENGINEERING & TRADING CO LTD

8, NAYAPATTI ROAD, KOLKATA- 700055

Website- www.vineetengineering.com

Email id- info@vineetengineering.com

DIRECTORS

There is no change in the directorship during the year.

LISTING

The equity shares of the company are listed at the Calcutta Stock Exchange Limited. The company has paid the annual listing fees of the Stock Exchange.

EMPLOYEES

There are no employees drawing salary of Rs.2,00,000/-p.m. and/or Rs.24,00,000/-p.a. and therefore particulars u/s/217 (2A) of the companies Act, 1956 read with companies (particulars of employees) amendment rules 1988 is not required.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING

The Company being basically in the financial sector, requirements regarding the disclosure of particulars of conservation of energy and technology absorption prescribed by the rules are not applicable. The Company has no foreign exchange inflow or outflow during the year under review.

ACKNOWLEDGEMENTS

Your Directors would like to express their appreciation of the co-operation and assistance received from the shareholders, bankers and other business constituents during the year under review.

For and on behalf of the Board of Director

Vineet Engineering & Trading Co. Ltd.

S. Sub

Director

Place: Kolkata

Date: 30/05/2013

Vineet Engineering & Trading Co. Ltd.

Thane

Director

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