HARI OM TRADES & AGENCIES LTD

304, Abhay Steel House, Baroda Street, Camac Bunder, Mumbai 400 009.

NOTICE

NOTICE is hereby given that the 19th Annual General Meeting of the Shareholders of M/S. HARI OM TRADES & AGENCIES LTD., will be held at the Registered office of the Company at 304, Abhay Steel House, Baroda Street, Camac Bunder, Mumbai. 400 009, on Thursday, 30th September, 2004 at 2.00 p.m.to transact the following business:

- To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2004, and the Balance Sheet as at that date together with the Directors' and the Auditors' Reports thereon.
- 2) To appoint a director in place of Shri R.L. Gupta director who retires at this meeting and being eligible offers herself for re-appointment.
- 3) To appoint Auditors to hold office from the conclusion of the ensuing Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

BY THE ORDER OF THE BOARD OF DIRECTORS.

Roghurandoulif

(R L GUPTA) Chairman.

PLACE:- MUMBAI DATED:- 12.08.2004

NOTE:-A

- 1. MEMBER ENTITLED TO ATTEND AND VOTE AT THE ENSUING MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AT THE ENSUING MEETING AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2. THE REGISTER OF MEMBERS AND SHARE TRANSFR REGISTERS WILL REMAIN CLOSED FROM 29TH SEPTEMBER 2004 TO 3RD OCTOBER 2004(BOTH DAYS INCLUSIVE).

CERTIFIED TRUE COPY

For Harton Trades & Agencies Ltd.

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HARI OM TRADES & AGENCIES LTD

304, Abhay Steel House, Baroda Street, Carnac Bunder, Mumbai 400 009.

DIRECTORS' REPORT

Gentlemen,

Your Directors take pleasure in submitting the 19th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2004.

During the year under review the company earned a net Loss of Rs. 36,756/- (Previous Year. Profit Rs.40, 318/-) after providing for taxation of Rs. Nil (Previous Year.Rs.14,751/-MAT), the company has carried forward net profit of Rs. 5,70,515/-(Previous Year Rs.6,07,271/-) to the Balance Sheet.

In view of the paucity of funds your directors do not recommend any dividend for the year under report. The Company has not accepted any deposit from public, during the year under review.

Shri R.L. Gupta retires at the ensuing Annual General Meeting and being eligible offers himself for reappointment. The company has received a notice from one of the members proposing his candidature. You are requested to reappoint him as a director.

The company has not employed any person drawing salary exceeding Rs.24, 00,000 /-p.a. where employed throughout the year or Rs.2,00,000/- per month where employed for a part of the year. None of the employees of the company were drawing salary in aggregate or as the case may be, at a rate which in aggregate were in excess of salary drawn by the Managing Director or the whole-time Director or the Manager and holds by himself along with his spouse and dependent children, more than Two per cent of equity share of the company.

Particulars required in the prescribed forms in terms of Section 217 (i)(e) of the Companies Act, 1956 regarding conservation of energy etc. are not applicable to the company for the year.

The particulars of employees as required under section 217 (2A) of the Companies Act, 1956 is not given, since no employee of the company draws remuneration in excess of the limit as prescribed in the above section.

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

- That in the preparation of accounts for the financial year ended 31st March 2003, 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 judgements 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 of the Company for the year under review;

- iii. That the Directors have taken proper and sufficient care for the maintenance of Adequate accounting records in accordance with the provision 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 have prepared the accounts for the financial year ended 31st March 2003 on 'going concern ' basis.

M/s. A.K. BAGADIA & CO., CHARTERED ACCOUNTANTS, retires at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. You are requested to appoint an auditor.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

(R.L. GUPTA) Chairman.

Raghurardaulif

PLACE:- MUMBAI. DATED:- 12.08.2004.

HARI OM TRADES & AGENCIES LTD

AUDITORS' REPORT TO THE MEMBERS OF HARI OM TRADES & AGENCIES LTD

We have audited the attached Balance Sheet of HARI OM TRADES & AGENCIES LTD, as at 31st march, 2004, the Profit and Loss Account and the Cash Flow Statement for the year 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 a 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 the management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In accordance with the provisions of Section 227 of the Companies Act, 1956, we report that:;

- i) As required by the Companies (Auditor's Report) order, 2003, issued by the Central Government of India under Sub-section (4A) of section 227 of the Companies Act,1956, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we enclosed in the Annexure a statement on the matter specified in paragraphs 4 and 5 of the said Order.
- ii) Further to our comments in the Annexure referred to above, we report that;
- a) We have obtained all the information's and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit
- b) In our opinion proper books of account as required by law have been kept by the company so far as it appears from our examination of those books.
- c) The Balance Sheet and Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with books of account.
- d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in Sub-Section 3(C)of section 211 of the Companies Act 1956,