

ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Regd. Office : Seksaria Chambers, 5th floor,
139, Nagindas Master Road,
Fort, MUMBAI - 400 001

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Members of ISHWARSHAKTI HOLDINGS & TRADERS LIMITED, will be held at the Registered Office of the Company at Seksaria Chambers, 5th floor, 139, Nagindas Master Road, Fort, MUMBAI - 400 001, on Friday, the 8TH day of August, 2013 at 3.00 P.M. to transact the following Business :

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account of the Company on that date and the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Shri Vivek K. Seksaria, who retires by rotation and being eligible, offers him self for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

for and on behalf of the Board



PLACE : MUMBAI
DATED : 28th May, 2013

(KAILASHCHANDRA KESARDEO)
DIRECTOR

NOTES :

1. A member entitled to attend and vote is entitled to appoint a Proxy to attend and on a poll, to vote instead of himself and the proxy need not be a member.
2. Proxies, if any, in order to be effective must be received at the Company's Registered Office not later than 48 hours before the time fixed for holding the meeting.
3. The Register of Members and Share Transfer Books of the Company, will remain closed from 03rd August, 2013 to 8th August, 2013 (both days inclusive).

ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Regd. Office : Sekaria Chambers, 5th floor,
139, Nagindas Master Road,
Fort. MUMBAI - 400 001

DIRECTORS' REPORT

The Members,

Your Directors have pleasure in presenting the 30th Annual Report on the operations of the Company together with the Audited Accounts for the year ended 31st March, 2013.

(1) FINANCIAL RESULTS:

<u>Particulars</u>	<u>(Rupees in Lacs)</u>	
	<u>Current Year</u>	<u>Previous Year</u>
Profit (Loss) before Depreciation, Interest and Tax (PBDIT)	0.98	(1.14)
Less : Interest	-	-
Depreciation	<u>(0.00)</u>	<u>(0.00)</u>
Profit (Loss) after interest and depreciation but before Tax	0.98	(1.14)
Less, Provision for Tax	0.00	0.00
Less Deferred Tax assets	(1.66)	(2.14)
Less, Mat Credit Adjustments	<u>(0.00)</u>	<u>(3.55)</u>
Profit after Tax	2.64	4.55
Balance brought forward	<u>107.44</u>	<u>102.89</u>
Amount available for appropriation	110.08	107.44
Taxation for earlier years	<u>0.00</u>	<u>0.00</u>
Balance carried to Balance Sheet	<u>110.08</u>	<u>107.44</u>
Earnings Per Share	0.18	0.32

(2) DIVIDEND:

In order to conserve the resources for future operations of the Company, your Directors do not recommend any dividend for the year ended 31st March, 2013.

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(3) **DIRECTOR'S RESPONSIBILITY STATEMENT:**

Pursuant to Section 217 (2AA) of the Companies Act, 1956, your Directors confirm the following.

- In the preparation of the annual accounts, the applicable standards have been followed.
- Your Directors have selected such accounting policies and applied them consistently and made judgments 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 and of the profit of the Company for the year.
- Your Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- Your Directors have prepared the attached Statement of Accounts for the year ended March 31, 2012, on a going concern basis.

(4) **FIXED DEPOSITS:**

During the year under review, your Company has neither accepted nor renewed any deposit from public within the meaning of Section 58A of the Companies Act, 1956.

(5) **DIRECTORS:**

In accordance with the provisions of the Companies Act, 1956, and the Articles of Association of the Company, Mr. Vivek K. Seksaria, a Director of the Company, shall retire by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. The Board of Directors recommends his re-appointment.

(6) **SECRETARIAL COMPLIANCE CERTIFICATE:**

Secretarial Compliance Certificate as required under Section 383A(1) of the Companies Act, 1956, issued by M/s. Milan Mehta & Associates., Company Secretaries, is annexed herewith.

(7) **AUDITORS:**

M/s. Phirodia Bafna & Associates, Chartered accountants, Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for re-appointment.

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(8) **AUDITORS' COMMENT:**

The observations made by the Auditors in the Auditors' Report read with relevant notes given in the Notes on Accounts are self-explanatory and therefore, do not call for any further comments under Section 217(3) of the Companies Act, 1956.

(9) **CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION, ETC.:**

Considering the activities in which Company is engaged, the relevant data 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) Rule, 1988, are not required to be given.

(10) **PARTICULARS AS PER SECTION 217(2A) OF COMPANIES ACT, 1956:**

Statement containing particulars of employees as required under Section 217(2A) of the Companies Act, 1956, is not given as none of the employees of the Company is covered under the provisions of the said section.

(11) **FOREIGN EXCHANGE EARNING AND OUT GO**

There is no foreign exchange earnings or outgo during the year.

(12) **ACKNOWLEDGEMENT:**

Your Directors place on record their appreciation of the support and co-operation received during the year from the Company's Bankers, Statutory Authorities and all organizations connected with its business.

For and on behalf of the Board of Directors



(KAILASHCHANDRA KESARDEO)



(VINAY K. SEKSARIA)
DIRECTORS

PLACE : MUMBAI
DATED : 28th May, 2013

PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Members of

ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Ishwarshakti Holdings & Traders Limited ("the Company"), which comprise the Balance Sheet as at March, 31, 2013, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 "the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the

9



manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013; and

(b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date;

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(3) of the Act, we report that:

- a. 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;
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- c. The Balance Sheet and Statement of Profit and Loss dealt with by this report are in agreement with the books of account;
- d. In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e. On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

FOR AND ON BEHALF OF
PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 107911W



PLACE: MUMBAI

DATED: 28 MAY 2013

D. Bafna
(DEVEN J. BAFNA)

PARTNER

Membership No. 043314