

MATRU SMIRITI TRADERS LIMITED

DIRECTOR'S REPORT

The Directors hereby present the 26th Annual Report along with Statement of Accounts for the period ended 31st March, 2012.

1. Accounts and Financial Results

You will observe from the Statement of Accounts that during the period the company has made net loss of Rs.16,68,572.87 after making provision for taxation of Rs.0.00 and depreciation of Rs.2,98,372.00. Brought forward profit of earlier years Rs.64,52,409.20 is added with current year's loss and the balance carried over to Balance Sheet amounts to Rs.37,87,441.10.

2. Dividend :

During the year under review your Directors do not recommend any dividend to the Shareholders.

3. Auditors :

M/s. H. K. Dedhia & Co. Chartered Accountants, present auditor retire at the conclusion of the 26th Annual General Meeting but being eligible offers themselves for re-appointment.

4. Particulars of Employees :

The Company does not have any employee who is covered under section 217(2A) of the Companies Act, 1956 and hence no particulars are given.

5. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

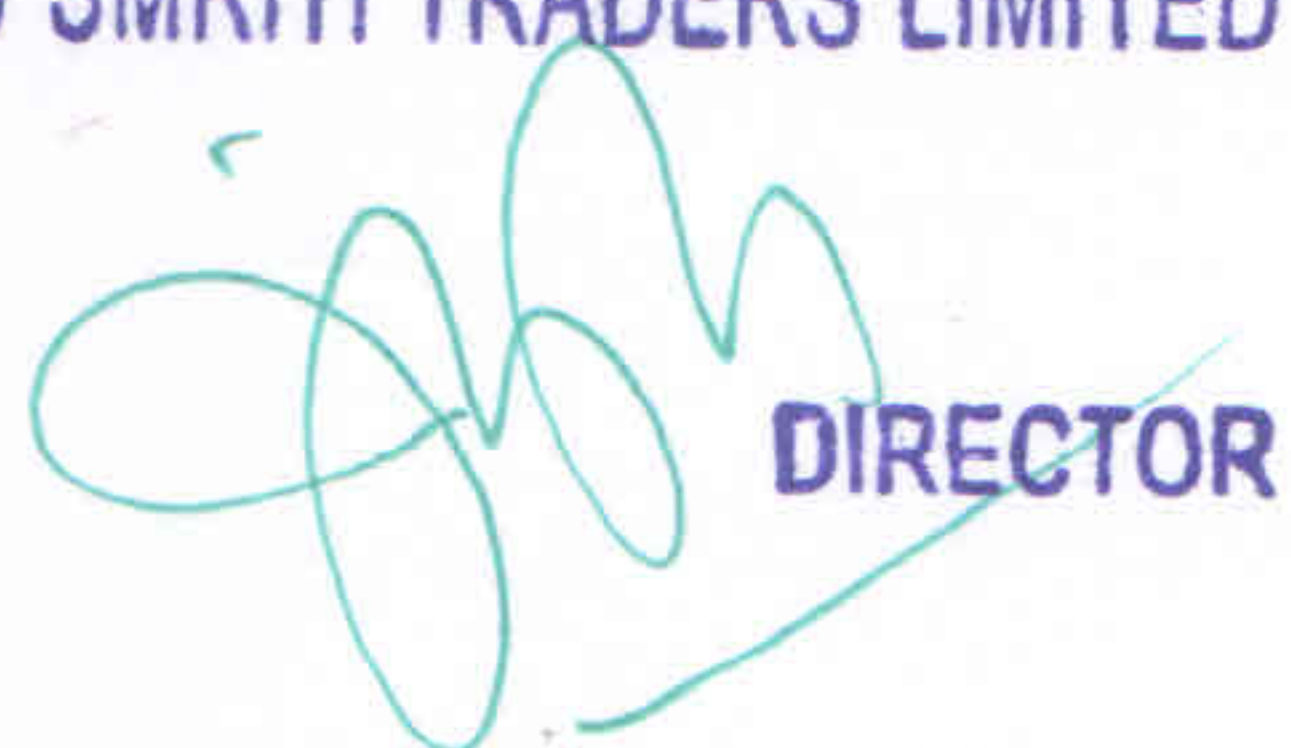
Additional information as required under the provisions of section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rule, 1988 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo are not given as they are not applicable to the company.

6. Directors' Responsibility Statement:

- (i) that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

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For MATRU SMIRITI TRADERS LIMITED


DIRECTOR

- (ii) that 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 and of the profit or loss of the Company for that year.
- (iii) that 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.
- (iv) that the directors have prepared the annual accounts on going concern basis.

6. Acknowledgements :

Your Directors deeply acknowledge the trust and confidence reposed in the Management by the Shareholders.

For and on behalf of
The Board of Directors.



(Reshamsingh Pyarasingh)
Chairman

Place : Mumbai
Dated: 3rd September 2012

For MATRU SMRITI TRADERS LIMITED

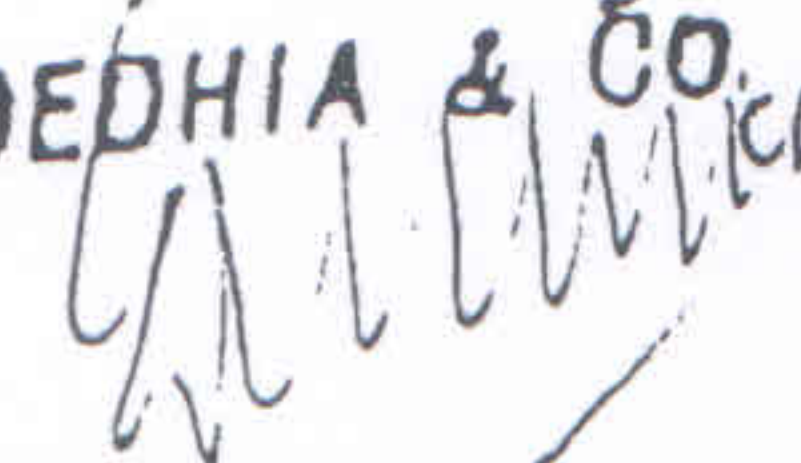


DIRECTOR

AUDITOR'S REPORT TO THE MEMBERS OF

MATRU SMRITI TRADERS LTD.

- 1 I have audited the attached Balance Sheet of MATRU SMRITI TRADERS LTD. as at March 31, 2012 and the Profit and Loss Account for the year ended on that date. These financial statements are the responsibility of the Company's management. My Responsibility is to express an opinion on these financial statements based on my audit.
- 2 I conducted the audit in accordance with the auditing standards generally accepted in India. Those standards require that I 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 check the 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 financial statement presentation. I believe that our audit provides a Reasonable basis for our opinion.
- 3 As required by the Companies (Auditor's Report) Order, 2003 issued by the company Law Board in terms of Section 227 (4A) of the Companies Act, 1956, I enclose in the Annexure, a statement on the matters specified in paragraph 4 and 5 of the said Order.
- 4 Further to our comments in the Annexure referred to in paragraph 3 above:
 - a) I have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of my audit;
 - b) In my opinion, proper books of accounts as required by Law have been kept by the company so far as it appears from my examination of such books;
 - c) In my opinion the Balance Sheet and Profit and Loss Account referred to in this report are in agreement with the books of account.
 - d) In my opinion the Balance Sheet and Profit and Loss Account comply with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956;
 - e) On the basis of written representation received from the Directors and taken on record by the The Board of Directors I report that none of the said directors of the Company are disqualified as on March 31, 2012 from being appointed as a Director under Clause (g) of Sub-section (1) of Section 274 of the Companies Act, 1956
 - f) In our opinion the Cess payable is not applicable

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For R. K. DEDHIA & CO.

Proprietor

H. K. DEDHIA & CO.
CHARTERED ACCOUNTANTS
62, 2nd FLOOR, VIJAY NAGAR, DADAR (WEST), MUMBAI 400 028
TEL No. 24300807.

AUDITOR'S REPORT TO THE MEMBERS OF

MATRU SMRITI TRADERS LTD.

g) In my opinion and to the best of my information and according to the explanations given to me. The said Balance Sheet and Profit and Loss Account read together with notes thereon, give the Information required by the Companies Act, 1956 in the manner so required and give a true and Fair view in conformity with the accounting principles generally accepted in India.

i) In case of the Balance Sheet, of the state of affairs of the company as on March 31 2012 and

ii) In the case of the Profit and Loss Account, of the Profit for the year ended on that date.

PLACE : MUMBAI.
DATE : 03.09.2012

For H.K. Dedhia & Co.
Chartered Accountants

Hasmukh Dedhia
Proprietor

