

MACK TRADING COMPANY LIMITED

ANNUAL REPORT 2011-2012

MACK TRADING COMPANY LIMITED

BOARD OF DIRECTORS

Pavankumar Sawarnal

Rita Pavankumar

Vikas Pavankumar

BANKERS

Citibank N.A.

Kotak Mahindra Bank

AUDITORS

Messrs. A.K.Nevatia & Associates

Chartered Accountants

REGISTERED OFFICE

5-C, Sindhu House, 3rd Floor,

ANNUAL REPORT

2011-2012

Flora Fountain, Fort,

Mumbai 400 001

REGISTRAR & TRANSFER AGENTS

Universal Capital Securities Pvt. Ltd.

21, Shakil Nivas, Mahakali Caves Road,

Andheri (East)

Mumbai 400093

MACK TRADING COMPANY LIMITED

Annexure "A"

Registers as maintained by the company

1. Register of Members u/s. 150(1).
2. Register of Transfers.
3. Copies of Annual Return prepared u/s. 163(1)
4. Minutes of proceedings of meetings of Board of Directors and of general meeting u/s.193 (1).
5. Books of Accounts u/s. 209(1).
6. Register of contracts, companies and firms in which directors are interested u/s 301(1).
7. Register of Directors, Manager and Secretary u/s. 303(1).
8. Register of Directors shareholding u/s. 307(1).

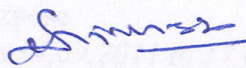
Annexure "B"

Forms and Returns as filed by company with the Registrar of the companies, Regional Director, Central Government or other authorities during the financial year ending on 31.03.2012:

| Sr. No. | Form No./ return | Filed under section | For | Date of filing | Whether filed within prescribed time | If delay in filing whether requisite additional fee paid |
|---------|---|---------------------|---------|----------------|--------------------------------------|--|
| 1. | Annual Return Form 20B | 159 | 2010-11 | 09.11.11 | Yes | No |
| 2. | Balance sheet (with required annexure and schedules) Form 23ac/aca XBRL | 220 | 2010-11 | 07.02.12 | No | Yes |
| 3. | CCOM Form 66 | 383A | 2010-11 | 13.10.11 | Yes | No |

Place: Mumbai

Date: 21.08.2012


SHIV HARI JALAN
COMPANY SECRETARY
C.P.NO. : 4226



8. The company has not advanced any loan to its Directors and/or persons firms or companies referred in Section 295 of the Act.
9. The company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. The company was not required to make any entries in the register maintained under Section 301 of the Act.
11. There were no instances falling within the purview of Section 314 of the Act.
12. The company has not issued any duplicate share certificates during the financial year under review.
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.
 - (ii) Not deposited any dividend in a separate Bank Account.
 - (iii) Paid the dividend to all the members within a period of 30 days from the date of declaration and there was no unpaid dividend with the company for transfer to unpaid dividend Account.
 - (iv) No Transaction Necessitating to transfer the amounts in unpaid dividend account, applications money due for refund, matured deposits, matured debentures and the interest accrued thereon, which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.
 - (v) Duly complied with the requirements of section 217 of the Act.
14. The board of Directors of the company is duly constituted and there was no appointment of directors, additional directors, alternate directors and directors to fill casual vacancy during the financial year under certification.
15. The company has not appointed any Managing Director/ Whole-time Director/Manager during the financial year
16. The company has not appointed any sole-selling Agent during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board /Regional Director/ Registrar and/or such other authorities prescribed under the various provisions of the Act during the financial year.
18. The directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to the provision of the Act and the rules made there under.
19. The company has not issued any shares, debentures or other securities during the financial year.
20. The company has not bought back any shares during the financial year.
21. The company has not redeemed any preference shares / debentures, during the financial year.
22. There was no transaction necessitating to keep in abeyance rights to dividend / rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited or accepted any Deposits including any unsecured loans falling within the purview of section 58A of the Act read with companies (Acceptance of Deposit) Rules 1975, during the financial year under review from public.



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SHIV HARI JALAN
B.COM., F.C.A., A.C.S.
COMPANY SECRETARY

104, MAHAVIR BUILDING, 44/46, POPATWADI LANE, KALBADEVI, MUMBAI-2.
Telephone: 22075834, Tele Fax: 22075835, Mobile: 9869035834, Residence: 28845111.

COMPLIANCE CERTIFICATE

U/S 383 A of the companies Act, 1956 & Rule 3 of the companies
(compliance certificate) Rules, 2001.

Registration No.: 11-022532

Nominal Capital: Rs. 250 Lacs

To,

The Members,

MACK TRADING COMPANY LIMITED

5-C, Sindhu House, 3rd Floor,

Nanabhai Lane, Flora Fountain,

Mumbai-400001.

I have examined the registers, records, books and papers of MACK TRADING COMPANY LIMITED. (Registration No.: 11-022532) (the company) as required to be maintained under the companies Act, 1956. (THE ACT) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31.03.2012. 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 the 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 there under and all entries therein have been duly recorded.
2. The company has duly filed the forms & returns as stated in Annexure "B" to this certificate, with the Registrar of companies, Regional Director, Central Government, Company law Board or other authorities within the time prescribed under the Act and the rules made there under
3. The company is a Public Limited company and hence comments are not required.
4. The board of Directors duly met Six times on 27.05.2011, 06.08.2011, 16.08.2011, 14.11.2011, 12.01.2012 & 27.01.2012 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the Minutes Book maintained for the purpose.
5. The company closed its Register of members from 14.09.2011 to 17.09.2011.
6. The Annual General Meeting for the financial year ended on 31.03.2011 was held on 17.09.2011 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 general meeting was held during the financial year.



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Rita Pavankumar

Vikas Pavankumar

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Mumbai 400 001

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21, Shakil Niwas , Mahakali Caves Road,

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Mumbai 400093

MACK TRADING COMPANY LIMITED


NOTICE:

NOTICE IS HEREBY GIVEN THAT the ANNUAL GENERAL MEETING OF MACK TRADING COMPANY LIMITED will be held at 5-C, Sindhu House, 3rd Floor, Nanabhai Lane, Flora Fountain, Fort, Mumbai 400 001 on Tuesday, 18th September, 2012 at 11.30 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit and Loss Account of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Pavankumar Sanwarmal, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of the meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board


Director

Registered Office:

5-C, Sindhu House,
3rd Floor, Nanabhai Lane,
Flora Fountain,
Fort, Mumbai 400 001.

Dated: 21st August, 2012.

Notes:

- 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.
- B) The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 15th September, 2012 to Tuesday, 18th September, 2012 both days inclusive.
- C) Members are requested to notify immediately any change in the address to the Registrar & Transfer Agents of the Company.

DIRECTOR'S REPORT TO THE SHAREHOLDERS

Dear Shareholders:

Your Directors have pleasure in presenting the ANNUAL REPORT on the business and operations of the Company and Audited Statement of Accounts of the Company for the year ended 31st March, 2012.

FINANCIAL RESULTS OF THE COMPANY ARE AS UNDER:

| | <u>CURRENT YEAR</u> <u>RS.</u> | <u>PREVIOUS YEAR</u> <u>RS.</u> |
|--|---|--|
| Profit for the year after meeting all charges and expenses but before provision for taxation | 41,661 | 14,75,399 |
| Less: Provision for taxation | -- | -- |
| Add: B/f forward from previous year | 12,11,842 | 9,22,135 |
| Add: Excess provision written back | 2,511 | -- |
| Available for appropriation | 12,56,014 | 23,97,534 |
| Proposed Dividend | -- | 2,45,000 |
| Corporate Dividend Tax | -- | 40,962 |
| Transfer to General Reserve | 5,75,000 | 9,00,000 |
| Amount to be carried forward to next year | 6,81,014 | 12,11,842 |
| | 12,56,014 | 23,97,534 |

DIVIDEND:

No dividend has been declared by the company since it has made nominal profit for the current year.

SUBSIDIARY COMPANY :

The copy of the audited accounts and Directors Report for the company's subsidiary, Keen Investment & Leasing Limited for the year ended 31st March, 2012 are annexed. The statement required to be furnished under section 212 of the Companies Act, 1956 is also attached.

DIRECTORS :

Mr. Pavankumar Sanwermal retires by rotation at the ensuring Annual General Meeting and being eligible offer himself for re-appointment.

DIRECTOR RESPONSIBILITY STATEMENT

Pursuant to section 217(2AA) of the Companies Act, 1956 the Directors confirm that:

1. In presentation of the annual accounts, the applicable standards had been followed along with proper explanation relation to material departures;
2. The Directors had 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 your Company at the end of the financial year and of the profit of your Company for that period;
3. The Directors had 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 your Company and for preventing and detection fraud and other irregularities;
4. The Directors had prepared the annual accounts on a going concern basis.

BY ORDER OF THE BOARD OF DIRECTORS

CONSOLIDATED FINANCIAL STATEMENTS :

In accordance with the requirements of the Accounting Standard AS – 21 prescribed by the Institute of Chartered Accountants of India, the consolidated Financial Statements of the Company and its subsidiary, Keen Investment & Leasing Limited are annexed to this report.

AUDITORS

A.K. NEVATIA & ASSOCIATES, Chartered Accountants, retiring Auditors is eligible for re-appointment and offers them for reappointment at the ensuing annual general meeting of the company.

PARTICULARS OF EMPLOYEES

None of the employee of the company received remuneration in excess of the limit specified u/s 217 (2A) of the Companies Act, 1956

COMPLIANCE CERTIFICATE:

A compliance certificate from a Company Secretary in wholetime practice, as required under section 383A of the Companies Act, 1956, regarding compliance with the provisions of the Act is annexed.

DISCLOSURE OF PARTICULARS WITH RESPECT OF CONSERVATION OF ENERGY

The details as required by Companies (Disclosure of particulars in Report of Board of Directors) Rules, 1988 for conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgo are not applicable to the Company having regard to the nature of business of the Company

APPRECIATION

We wish to place on record our deep and sincere appreciation for the contribution made by the workers, staff and executives to the performance of the Company.

BY ORDER OF THE BOARD OF DIRECTORS

Place : MUMBAI
Dated : 26/05/2012

(PAVANKUMAR SANWARMAL/RITA PAVANKUMAR/VIKAS PAVANKUMAR)
DIRECTORS

by A.K. NEVATIA AND ASSOCIATES
Chartered Accountants

CA ANIL KUMAR NEVATIA
(M. NO. 548403)

19 LAXMINARAYAN SHOPPING
CENTRE PODDAR ROAD, MALAD EAST
MUMBAI 400097