

MANSOON TRADING COMPANY LIMITED
Annual Report
2018-19

MANSOON TRADING COMPANY LIMITED

Board of Directors

DIN

Shri. Vikas Bhaskar Kulkarni	08180938
Managing Director	
Shri. Pradeep Kumar Jajodia	00376220
Shri. Suresh Chandra Tapuriah	00372526
Shri. Sunil Kumar Daga	00441579
Smt. Sangeeta Maheswari	00469584

Company Secretary:

Smt. Neha Sanjeev Tulsyan
Company Secretary & Compliance Officer

Auditor :

SKHD & Associates
Chartered Accountants
605, Kshitij Building,
Next to Garden Court Restaurants,
Veera Desai Road,
Andheri West
Mumbai 400 058

Registered Office :

4th Floor, Commerce House,
3, Currimbhoy Road,
Ballard Estate,
Mumbai 400 001

CIN – L99999MH1985PLC035905

Registrar & Share Transfer Agent

Adroit Corporate Services Private Limited
19, Jaferbhoy Industrial Estate, 1st Floor
Makwana Road, Marol Naka, Andheri (East),
Mumbai 400 059



MANSOON TRADING COMPANY LIMITED

CIN : L99999MH1985PLC035905

Regd. Office: Commerce House, 4th Floor, 3, Currimbhoy Road,
Ballard Estate, Mumbai 400 001

Telephone No. : 022-2261 6778, Website: www.mansoontrading.com

Email: mansoontradingltd@gmail.com

NOTICE

NOTICE is hereby given that the Thirty Fourth Annual General Meeting of the members of Mansoon Trading Company Limited will be held on Monday, the 30th day of September, 2019 at 4.00 PM at the Registered Office of the Company at Commerce House, 4th Floor, 3, Currimbhoy Road, Ballard Estate, Mumbai 400 001 to transact the following business :

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March, 2019 and the Board's and Auditors' Reports thereon.
2. To appoint a Director in place of Mrs. Sangeeta Maheswari (DIN No: 00469584) who retires by rotation and, being eligible, offers himself for re-appointment.
3. 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 139 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made therein , the appointment of M/s SKHD & Associates, Chartered Accountants, Mumbai, (Firm Registration No. 105929W), having their office at 605, Kshitij Building, Veera Desai Road, Andheri (West), Mumbai 400 053 who were appointed as the Statutory Auditors of the Company to hold the office from the conclusion of 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting, be and is hereby ratified, at such remuneration (including re-imbursement of out of pocket expenses) as may be decided by the Board of Directors of the Company in consultation with M/s SKHD & Associates, Chartered Accountants, Mumbai."

By order of the Board of Directors of Directors of
Mansoon Trading Company Limited

Jile
P. K. Jajodia
Director
(DIN: 00376220)



Place: Mumbai
Date: 05.09.2019

NOTES:

1. A member entitled to attend and vote at the 34th Annual General Meeting (the 'Meeting') is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The proxy form duly completed and signed should be deposited at the Registered office of the Company not less than 48 hours before the time fixed for the Meeting.
3. The Register of Members and Share Transfer Register of the Company will remain closed from Saturday, 21st September, 2019 to Monday, 30th September, 2019, (both days inclusive) for the purpose of AGM.
4. Members are requested to bring their copy of the Annual Report at the Annual General Meeting.

5. EVOTING:

- i) Pursuant to Section 108 of the Companies Act, 2013 and in compliance with the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to announce that all the business mentioned in the notice may be transacted through electronic voting system and the Company is providing facility by electronic means.
- ii) For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating e-voting to enable the Shareholders of the Company to cast their votes electronically.
- iii) The Board of Directors of the Company has appointed Mr. Girish Murarka, Practicing Company Secretaries having COP-4576, Proprietor of GIRISH MURARKA & CO., Mumbai to conduct and scrutinize the e-voting process in a fair and transparent manner.



iv) Process and manner of voting:

(a) In case of Shareholders receiving e-mail from NSDL:

- i. Open e-mail and open PDF file viz; "Mansoon e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- ii. In case any shareholder is already registered with NSDL for e-voting, then that shareholder can use the existing user ID and password for casting of vote and step no. (i) and (vi) be skipped.
- iii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- iv. Click on Shareholder – Login
- v. Put user ID and password as mentioned in step (i) or (ii) above, as may be applicable. Click Login.
- vi. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password.
- vii. Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- viii. Select "EVEN" (E-Voting Event Number) of Mansoon Trading Company Limited
- ix. Now you are ready for e-Voting as Cast Vote page opens.
- x. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- xi. Upon confirmation, the message "Vote cast successfully" will be displayed.
- xii. Once you have voted on the resolution, you will not be allowed to modify your vote.
- xiii. Institutional shareholders (i.e. members other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail mansoontradingltd@gmail.com with a copy marked to evoting@nsdl.co.in.

(b) In case of Shareholders receiving PIN mailer by Post:

- i. Initial password will be provided through a separate PIN Mailer.
- ii. Please follow steps (ii) to (xiii) above, to cast vote.
- iii. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- iv. In case of any query, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following Telephone No.: 022 24994600.
- v. The e-voting period commences on 27th September, 2019 (9.00 a.m) and ends on 29th September, 2019 (5.00 p.m.). At the end of the voting period, the portal where votes are cast shall forthwith be blocked. The cut off date for Remote e-voting is 24th September, 2019.



- vi. Mr. Girish Murarka, Practicing Company Secretary having COP-4576, Proprietor of GIRISH MURARKA & CO., Mumbai, the scrutinizer will, on 3rd October, 2019 i.e. within a period of not exceeding three working days from the date of conclusion of e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and make a scrutinizer's report of the votes cast in favour or against, if any and submit to the Chairman of the Annual General Meeting of the Company.
- vii. The results declared along with the scrutinizer's report shall be placed on the website of the company and on the website of the RTA or NSDL within two days of passing of the resolution.
- viii. Subject to receipt of sufficient votes, the resolution shall be deemed to be passed on the date of Annual General Meeting.
- v) Name, designation, address, email id and phone no. of the person responsible to address the grievances connected with facility for voting by electronic means.
Name:- Ms. Neha Sanjeev Tulsyan
Designation:- Company Secretary and Compliance Officer
Address: Commerce House, 4th Floor, 3, Currimbhoy Road, Ballard Estate, Mumbai 400 001
Email id: mansoontradingltd@gmail.com
Phone No. 7738968832

By order of the Board of Directors of Directors of
Mansoon Trading Company Limited

P. K. Jajodia

P. K. Jajodia
Director
(DIN: 00376220)



Place: Mumbai
Date : 05.09.2019

MANSOON TRADING COMPANY LIMITED

CIN : L99999MH1985PLC035905

Regd. Office: Commerce House, 4th Floor, 3, Currimbhoy Road,
Ballard Estate, Mumbai 400 001

Telephone No. : 022-2261 6778, Website: www.mansoontrading.com

Email: mansoontradingltd@gmail.com

DIRECTORS REPORT

To,
The Members,

The Directors of your Company are pleased to present their Thirty Fourth Annual Report and the Audited Financial Statements for the financial year ended 31st March, 2019.

FINANCIAL RESULTS

The financial performance of the Company, for the financial year ended 31st March, 2019 is summarized below:

Particulars	Year Ended 31 st March 2019 Rs.	Year Ended 31 st March 2018 Rs.
Income from operation	7,49,001	10,49,562
Expenses	45,64,965	8,60,818
Profit / (Loss) before tax	(38,15,964)	1,88,744
Tax expenses:		
Current Tax	Nil	55,000
Profit after tax	(38,15,964)	1,33,744

PERFORMANCE REVIEW

During the year under review, the Company has earned a Net Loss After Tax of Rs 38,15,964/- (Previous Year Net Profit After Tax of Rs. 1,33,744/-). Your Directors are hopeful of achieving better performance in the current year.

The Company is engaged in the business of Financing and Investment activities. There have been no material changes in the business of the Company during the financial year.

FINANCE

Your Company has made provisions for sufficient borrowing facilities to meet its long-term and short-term requirement in order to support the business operations.



DIVIDEND

With a view to conserve the resources of the Company, your Directors do not recommend any dividend for the year under review.

TRANSFER TO RESERVES

During the financial year 2018-19, in view of the Loss, the Company has not transferred any amount (Previous year Rs. 26,749/-) to Special Reserve Fund under RBI Act, 1934.

PUBLIC DEPOSIT

During the year, the Company has not accepted or renewed any deposit from the public as covered under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

SHARE CAPITAL

The Authorised Share Capital as on 31st March, 2018 was Rs.2,50,00,000 /-(Rupees Two Crore Fifty Lakh Only) divided into 25,00,000 Equity Shares of Rs. 10/- each.

There has been no change in the Share Capital of the Company during the financial year 2017-18.

The Issued Share Capital as on 31st March, 2018 was Rs 2,45,47,000/- (Rupees Two Crore Forty Five Lakh Forty Seven Thousand Only) divided into 24,54,700 Equity Shares of Rs. 10/- each.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANY

As at the end of the year under review i.e. on 31st March, 2018 and also as on the date of this report, your Company does not have any Subsidiary, Associate or Joint Venture Company.

EXTRACT OF ANNUAL RETURN

Pursuant to the requirements under Section 92(3) and Section 134(3) of the Act read with Rule 12 of Companies (Management and Administration) Rules, 2014, an extract of Annual Return in prescribed Form MGT-9 is given in the Report as **Annexure I**.

PARTICULARS OF EMPLOYEES

There are no employees in the Company drawing salaries as prescribed under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014



PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, the Company had not entered into any transactions as enumerated in section 188 of the Companies Act, 2013 and rules made thereunder with the related party as defined under section 2(76) of the Act.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant material orders passed by the regulators/courts/tribunals which would impact the going concern status of the Company and its future operations.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The internal financial controls with reference to the Financial Statements are commensurate with the size of the Company and nature of its business.

Compliance processes form an integral part of your Company's Corporate governance practices and is fundamental to achieving its strategic and operational business objectives.

RISK MANAGEMENT

The Company has laid down a Risk Management Policy and identified threat of such events which if occurs will adversely affect value to shareholders/ stakeholders, ability of company to achieve objectives, ability to implement business strategies, the manner in which the company operates.

Investment business is always prone to various external risks i.e. risk of capital market fluctuations, global developments, competition risk, interest rate volatility, economic cycles and geo-political risks which can adversely affect the fortunes of investment companies in both ways. To manage these identified risks, your Company adopted a sound and prudent risk management policy to mitigate the risk and challenges. The objectives of the risk policy is to minimize risk and maximize the returns.

In the opinion of your Board, none of the risks which have been identified may threaten the existence of the Company.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration, framed policy for selection and appointment of Directors, Senior Management and their remuneration.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of section 135 of the Companies Act, 2013 with respect to Corporate Social Responsibility are not applicable to the Company.



DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, your Directors make the following statement and confirm that:-

- i) in the preparation of the annual accounts for the year ended 31 March 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii) 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 the Company as at 31 March 2019 and of the losses of the Company for year ended on that date;
- iii) 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 the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors had prepared the Annual Accounts on a 'going concern basis';
- v) the Directors had laid down internal financial controls and that such internal financial controls are adequate and are operating effectively; and
- vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CONSOLIDATED FINANCIAL STATEMENTS

The Company has no Subsidiary, Associates or Joint Venture Company, hence Consolidated Financial Statements of your Company for the Financial Year 2017-18, has not prepared.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the Management, the concerns about behavior of employees that raise concerns including fraud by using the mechanism provided in the Whistle Blower Policy.

PREVENTION OF INSIDER TRADING

The Company has adopted the Code of conduct for prevention of Insider Trading with view to regulate trading in securities by Directors and designated employees of the Company. The Code of conduct require pre-disclosure for dealing in Company's Shares and prohibit the purchase or sale of Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when trading window is closed. The Board is responsible for implementation of the code. All Board of Directors and the designated employees have confirmed the compliance of code.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees or investments covered under the provisions of Section 186 of the Companies Act, 2013, if any, are given in the Audited Financial Statements, wherever applicable.

