



MAHADUSHI INTERNATIONAL TRADE LIMITED

19TH

ANNUAL REPORT

For the Financial Year 2012-2013



CORPORATE INFORMATION:

<u>BOARD OF DIRECTORS</u>		
<u>S.NO.</u>	<u>NAME OF DIRECTOR</u>	<u>CATEGORY</u>
1.	Mr. Parag Mittal	Non Executive and Non Independent Director
2.	Mr. Tarun Chauhan	Non Executive and Non Independent Director
3.	Mr. Prakash Chand Agrawal	Independent Director
4.	Mr. Anurag Garg	Independent Director

BANKERS:

Oriental Bank of Commerce

STATUTORY AUDITORS:

M/s Garg Agrawal & Agrawal.
Chartered Accountants,
H-25,
Radheypuri,
New Delhi-110051

REGISTERED OFFICE:

G-22, Basement, Lajpat Nagar-III, New Delhi-110024

Email: mditrade@yahoo.com **website:** www.mahadushiinternational.com

REGISTER AND TRANSFER AGENT:

Beetal Financial & Computer Services Private Limited
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi-110062
Tel.: +91-44-2996 1281/83
Fax: +91-44-2996 1284

Email: beetal@rediffmail.com ; **Website:** www.beetalfinancial.com



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NOTICE

NOTICE is hereby given that the 19th ANNUAL GENERAL MEETING of the Members of Mahadushi International Trade Ltd. will be held on Monday, the 30th day of September, 2013 at 11:30 A.M. at G-22, Basement, Lajpat Nagar-III, New Delhi-110024 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited Balance Sheet as at 31.3.2013 and the Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To Appoint a Director in place of Mr. Anurag Garg, who retires by rotation and being eligible offer himself for re- appointment
3. To Appoint a Director in place of Mr. Prakash Chand Agrawal, who retires by rotation and being eligible offer himself for re- appointment
4. To appoint M/s B.D Gupta & Co., Chartered Accountants (FRN 000309C) as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the company and to fix their remuneration.

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT in accordance to the provision of Section 257 and all other applicable provisions of the Companies Act, 1956, Mr. Tarun Chauhan be and is hereby appointed as Director of the Company, liable to retire by rotation.”

Place: New Delhi
Dated: 2nd September, 2013

By order of the Board of Directors
Mahadushi International Trade Limited
Sd/-
Parag Mittal
Director
DIN: 03091446

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.



Mahadushi International Trade Limited

PROXY INSTRUMENT SHOULD BE LODGED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

2. An explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect to item No. 5 is annexed herewith.
3. Members are requested to notify any change in their addresses, at its Registered Office or to its Share Transfer Agents.
4. Members/Proxies should bring the attendance Slip, duly filled in, for attending the meeting.
5. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
7. Corporate members intended to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
8. The Register of Members and the share transfer books of the Company will remain closed from Monday, 23rd September, 2013 to Wednesday, 25th September, 2013.
9. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.
10. Reappointment of Directors: At the ensuing Annual General Meeting Mr. Anurag Garg and Mr. Prakash Chand Agrawal, liable to retire by rotation and being eligible offers themselves for appointment. The details pertaining to these directors required to be provided pursuant to Clause 49 of the Listing agreement are furnished in the statement on Corporate Governance published elsewhere in this Annual Report.

**By order of the Board of Directors
Mahadushi International Trade Limited**

Sd/-

**Parag Mittal
Director**

DIN: 03091446

Place: New Delhi

Dated: 2nd September, 2013

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM 5:

Mr. Tarun Chauhan was appointed by the Board of Directors in their meeting held on 20th March, 2013 and holds office upto the date of ensuing Annual General Meeting.

In terms of Section 260 of the Companies Act, 1956, he holds office upto the date of this Annual General Meeting of the Company. Pursuant to Section 257 of the Companies Act, 1956, the Company has received notices along with a deposit of Rs. 500/- from them offering their candidature for appointment as Director, liable to retire by rotation.



Mahadushi International Trade Limited

The Board recommends the resolution for your approval. Mr. Tarun Chauhan is interested in his respective resolution to the extent of his appointment.

Place: New Delhi

Dated: 2nd September, 2013

**By order of the Board of Directors
Mahadushi International Trade Limited**

**Sd/-
Parag Mittal
Director
DIN: 03091446**

**DIRECTORS' REPORT**

To
The Members,
M/s Mahadushi International Trade Limited,

Your Directors have pleasure in presenting their 19th Annual Report and Audited Statement of Accounts of the Company for the year ended on 31st March, 2013.

1. FINANCIAL HIGHLIGHTS :

Particulars	Current Yr. 31.03.2013 (Rs.)	Previous Yr. 31.03.2012 (Rs.)
Total Income/Loss	8965100	185355
Less: Total Expenses	8546076	180758
Profit Before Tax	419024	4597
Profit/Loss after Tax	287494	4597
Less: Profit Brought from Previous Yr	4597	-----
Balance carried to Balance Sheet	292091	4597

2. FINANCIAL PERFORMANCE

During the year under review, Your Company has recorded a total income of Rs. 8965100 against Rs. 185355 in the previous year with total increase of Rs. 8779745. Net Profit before taxation for the financial year ended on 31st March, 2013 increased to Rs. 419024 from Rs. 4597 in the previous year. Consequently, the Profit after tax increase to Rs. 287494 from Rs. 4597 as in the previous year.

3. ISSUE OF EQUITY SHARES

The Company has issued and allotted 802250 Equity Shares of Rs. 10/- each on 8th August, 2013 and consequently, the Issued and Paid up share capital of the Company has increased from Rs. 3,12,00,000 divided into 3120000 equity shares of Rs. 10/- each to Rs. 3,92,22,500 divided into 3922250 equity shares of Rs. 10/- each.

4. DIVIDEND:

To plough back the profits in to the business activities, no dividend is recommended this year.



5. DEPOSITS :

During the year under review, Your Company has not accepted the deposits under section 58A of the Companies Act, 1956 and Companies (Acceptance of deposits) Rules 1975 as amended upto date.

4. STATUTORY AUDITORS :

M/s Garg Agrawal & Agrawal, Chartered Accountants, Delhi, Statutory Auditors of the Company who hold office until the conclusion of the ensuing Annual General Meeting has conveyed its inability to continue as Statutory Auditor for the Financial year 2013-14 and The Company has received a letter from M/s B.D Gupta & Co., Chartered Accountants (FRN 000309C) to be appointed as Statutory Auditor for the financial year 2013-14 and to the effect that their appointment, if made, would be within the limits prescribed u/s 224(1B) of the Companies Act, 1956.

Therefore, the Board of Directors recommends their appointment as Statutory Auditors of the Company.

5. DIRECTORS:

Mr. Tarun Chauhan was appointed by the Board of Directors in their meeting held on 20th March, 2013.

Further, during the period under review, Mr. Munna Kumar and Mr. Muneshwar Ram, Directors of the Company resigned from the company.

In accordance with the provisions of the Articles of Association of the Company, Mr. Anurag Garg and Mr. Prakash Chand Agrawal are due to retire by rotation and being eligible, offer themselves for re-appointment.

6. DIRECTOR'S RESPONSIBILITY STATEMENT :

In compliance to the provisions of Section 217 (2AA) of the Companies Act, 1956, your Directors wish to place on record –

- (i) that in preparing the Annual Accounts, all the applicable accounting standards have been followed ;
- (ii) that 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 at the end of the financial year and of the profit of the Company for that period;
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing/detecting fraud and irregularities;
- (iv) that the Directors have prepared the Annual Accounts on going concern basis.



7. PERSONNEL :

During the year under review, no employee was in receipt of remuneration in excess of the prescribed limits as prescribed under Section 217 (2A) of the Companies Act, 1956 and the rules made thereunder as amended upto date.

8. CORPORATE GOVERNANCE

A report on Corporate Governance along with a certificate from the Auditors regarding the compliances with conditions of Corporate Governance in terms of Clause 49 of the Listing Agreement is annexed to this report.

9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

As required under Clause 49 of the Listing Agreement with the Stock Exchange, the Management and Discussion and Analysis of the financial condition and results of the operations of the Company under review forms part of the Annual Report.

10. ENERGY, TECHNOLOGY & FOREIGN EXCHANGE :

Information in accordance with the provision of Section 217 (I) (e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 being not relevant/significant, are not given. There was no foreign exchange earning or outgo during the year under review.

APPRECIATION:

Your Directors wish to place on record their deep sense of appreciation of the devoted services rendered by the executives and bank etc.

FOR AND ON BEHALF OF THE BOARD
MAHADUSHI INTERNATIONAL TRADE LIMITED
SD/- SD/-
(PARAG MITTAL) (TARUN CHAUHAN)
DIRECTOR DIRECTOR

Place : New Delhi

Date :02/09/2013



S. K. Jha & Associates
Company Secretaries

Mahadushi International Trade Limited
123/8, 'T' Point, Gali No. -15, Sant Nagar,
Burari, Delhi-110084. Mob. 9811579790
E-mail- sanacs_khg@rediffmail.com,
sanjayjhafcs@gmail.com

**Compliance Certificate
(Rule 3)**

CIN:- L74999DL1994PLC062446
Nominal Capital: Rs. 3,60,00,000/-

**The Members,
MAHADUSHI INTERNATIONAL TRADE LIMITED
G-22, Basement, Lajpat Nagar-III
New Delhi-110024**

We have examined the registers, records, books and papers of **Mahadushi International Trade Limited** (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the Rules made thereunder, the provisions contained in the Memorandum and Articles of Association of the Company and also the audited Annual Accounts, Auditors' Report on the said annual accounts for the financial year ended **31st March, 2013** (financial year). In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the 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 and Returns as stated in **Annexure "B"** to this certificate with the Registrar of the companies within the time prescribed under the Act and the rules made thereunder.
3. The Company being a public limited company, no comments are required.
4. The Board of Directors duly met 19 (Nineteen) times on 13.04.2012, 30.04.2012, 04.06.2012, 06.07.2012, 10.07.2012, 16.07.2012, 04.09.2012, 03.10.2012, 15.10.2012, 23.10.2012, 01.11.2012, 15.11.2012, 24.11.2012, 27.11.2012, 10.12.2012, 20.03.2013, 21.03.2013, 25.03.2013 and 28.03.2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 25.09.2012 to 28.09.2012 and necessary compliance was made.
6. The Annual General Meeting of the Company for the financial year ended 31st March, 2012 was held on 29.09.2012 after giving due notice to the members of the company & the resolutions passed thereat were duly recorded in the Minutes Book maintained for this purpose.
7. No Extra-ordinary General Meeting was held during the financial year.