



Oasis Tradelink Ltd.

BOARD OF DIRECTORS

- | | |
|--------------------------|----------------------------------|
| Snehal B. Patel | - Chairman & Whole Time Director |
| Naishadh B. Patel | - Director |
| Olga Menezes Vincentpaul | - Director |
| Shankar Prasad Bhagat | - Director |

COMPLIANCE OFFICER

Snehal B. Patel

AUDITORS

RAKSHIT M. SHAH & CO.
CHARTERED ACCOUNTANTS
402, Wall Street-1, Opp. Orient Club,
Near Gujarat College, Ellisbridge,
Ahmedabad - 380006

BANKERS

Panjab National Bank
New Cloth Market, Ram Nivas,
Opp. Raipur Gate,
Ahmedabad-380022

REGISTERED OFFICE

1st Floor, Maruti House,
Opp. Sales India, Off. Ashram Road,
Ahmedabad - 380009

REGISTRAR AND SHARE TRANSFER AGENTS

SHAREPRO SERVICES (INDIA) PRIVATE LIMITED
Building no. 13 AB, 2nd Floor,
Samhita Warehousing Complex,
Sakinaka Telephone Exchange Lane,
Off. Andheri Kurla Road, Sakinaka,
Andheri East, Mumbai - 400072

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NOTICE

Notice is hereby given that the Annual General Meeting of the Members of Oasis Tradelink Limited will be held on Wednesday, 30th September, 2015 at the Registered Office of the Company at 1st Floor, Maruti House, Opp. Sales India, Off. Ashram Road, Ahmedabad – 380009 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss for the year ended 31st March, 2015 together with the Reports of the Directors & Auditors thereon.
2. To appoint a Director in place of Mr. Snehal Patel, who retires by rotation and being eligible, offers himself for reappointment.
3. To re-appoint the Auditors and to fix their remuneration and in this regards pass with or without modification(s), the following resolution as an Ordinary Resolution:

By Order of the Board of Directors

Sd/-

Snehal B. Patel

Whole-Time Director

Date : 05/09/2015

Place : Ahmedabad

Registered Office:

1st Floor, "MARUTI HOUSE",
Opp. Sales India, Off Ashram Road,
Ahmedabad - 380009.

CIN: L51909GJ1996PLC031163



NOTES:

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. Proxies in order to be effective must be received by the company not less than 48 hours before the meeting.
- (b) Members / proxies should bring their copy of Attendance Slip (duly completed) when attending the Meeting.
- (c) Members who hold shares in dematerialised form are requested to write their Client ID and DP ID Numbers and those who hold shares in Physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
- (d) Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
- (e) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting.
- (f) 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.
- (g) The Register of Members and the Transfer Books of the Company will remain closed from 22.09.2015 to 28.09.2015, both days inclusive.
- (h) Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, Sharepro Services (India) Pvt. Ltd., for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
- (i) The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. A recent amendment to the Listing Agreement with Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering / updating their email address for receiving electronic communication.



DIRECTORS' REPORT

To
The Members,
Oasis Tradelink Limited

Your Directors present the Annual Report of your Company together with the Audited Financial Statement for the financial year ended, 31st March, 2015.

FINANCIAL HIGHLIGHTS

Particulars	2014-2015	2013-2014
Income for the year was	1,536,457,376	1,357,259,101
<i>Profit before Financial Charges, Depreciation and Taxation</i>	18,520,178	1,1425,148
<i>Out of which, Provisions have been made for :-</i>		
Financial Charges	10,731,377	6,424,183
Depreciation	2,580,991	1,902,230
Provision for Taxation :		
(i) Current Income Tax	1,000,000	700,000
(ii) Deferred Tax	(416)	(11,898)
<i>Profit after Income Tax</i>	4,208,226	2,410,633

DIVIDEND

In order to plough back the profits, Your Directors do not recommend any dividend for the year under review.

DIRECTORS

In accordance with the provisions of the Companies Act, 2013 Mr. Snehal B. Patel, Whole-Time Director of the company who is liable to retire by rotation, being eligible for reappointment, offers himself for reappointment.

The Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

DEPOSITS

Your Company has neither invited nor accepted any fixed deposit from the public during the year.



EXTRACT OF ANNUAL RETURN

The extract of Annual Return as per section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is annexed herewith to this report.

NUMBER OF BOARD MEETINGS

Eleven meetings of the Board were held during the year under review. The details of which are given in the Corporate Governance Report.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Clause 52 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with explanation relating to material departures;
- (b) The 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/loss of the company for that period;
- (c) The 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;
- (d) The directors have prepared the annual accounts on a going concern basis; and
- (e) The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

OBSERVATIONS:

There were no qualifications, reservations or adverse remarks made by the Auditors or by the Practicing Company Secretary in their respective reports.



STATUTORY AUDITORS

M/s. Rakshit M Shah & Co., Chartered Accountants, having its office at Ahmedabad, will retire at the ensuing Annual General meeting of the Company and being eligible offer themselves for re-appointment. Your directors recommend their re-appointment as Statutory Auditors of the Company for the next financial year.

SECRETARIAL AUDITORS

In terms of Section 204 of the Act and Rules made there under, Mr. Manohar Chunara, Practicing Company Secretary have been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed to this report. The report is self-explanatory and do not call for any further comments.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 134(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. Further during the year under review, the Company has neither earned nor used any foreign exchange.

ACKNOWLEDGEMENTS

Your Directors place on record their gratitude for the continuing support of Shareholders, bankers and Business associates at all levels.

By Order of the Board of Directors

**Sd/-
Snehal B. Patel
Chairman**

**Date: 05/09/2015
Place: Ahmedabad**



Annexure -I to the Report of Board of Director

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY OVERVIEW

Climatic conditions in India favour growing a variety of oilseeds. On the demand side, a growing population and vastly varied dietary habits have ensured a thriving market for edible oil in the country. In fact, there is a substantial demand overhang, which is expected to continue for some years. At present, this is offset by imports that cater to almost half of the total domestic consumption. With cheap imports threatening to cripple the domestic industry, the government is walking a tightrope between filling the demand supply gap and the political need to keep the domestic industry in good health. Unorganized, medium and small players dominate the industry. Hence, quality remains a concern. There is need for better regulatory control to protect consumers. Despite the variety of oilseeds grown in India, the country imports a substantial quantity of edible oil, which also works out cheaper. Allied factors contributing to imports are the higher cost of cultivation in India and uneconomic oil extraction systems.

Oilseeds in India account for around 5.0 percent of the Gross National Product (GNP) and 14.0 percent of the country's area under cultivation of crops. Castor, Groundnut, Linseed, Niger, Rapeseed, Mustard, Safflower, Sesame and Sunflower are some of the major oilseeds grown. India produces 10 percent of the world's oilseeds, but has a low productivity of around 850-900 kg per hectare (compared to a world average of around 1,100-1,350 kg per hectare).

The amount of oil extracted from the seed varies with the type and quality of seed. In many cases, the oil recovery rate is upwards of 30.0 percent with Sesame accounting for a high 45.0 percent.

BUSINESS OVERVIEW

Our Company was originally incorporated at Ahmadabad as "Oasis Tradelink Private Limited" on 20th November, 1996 under the provisions of the Companies Act, 1956 vide certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli. Our Company was converted in to a Public Limited Company and consequently the name was changed to "Oasis Tradelink Limited " vide fresh certificate of incorporation dated 22nd August, 2013 issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli.

Our Company is registered under the Companies Act, 1956 with registration no. U51909GJ1996PLC031163

Our Company has been promoted by Mr. Snehal B Patel along with his relatives and associate entities with the intention to establish ourselves in the edible oil sector.



Oasis manufactures and markets the following products:

- Refined Cottonseed Oil
- Pure Groundnut Oil
- Refined Groundnut Oil
- Refined Sunflower Oil
- Refined Corn Oil
- Pure Mustard Oil
- Refined Soybean Oil
- To do any other business in edible oil industry with available resources.

The Registered Office of our Company is situated at 1st Floor, Maruti House, Opp. Sales India, Old High Court Road, Ashram Road, Ahmedabad - 380009;

Opportunities:

- Sharp increases in demand of branded oil
- Increase in awareness regarding adulteration and increased health consciousness amongst people has further aided the growth of the organized sector
- Growing population needs more oil
- The increasing interest of the global investors in the sector.
- The nascent stage of the new distribution channels offers an opportunity for development.
- Rapid de-regulation in the industry.

Threats:

- The treats of low price competition
- A large number of domestic as well as multinational players
- Highly competitive industry
- Threat of cheap imports
- The company's products have not yet developed the requisite brand image and hence get substituted with other refined edible oil brands especially in the urban markets
- Lack of quality has emerged as a major concern because of the 'Quick- buck' route being followed in the industry.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS:

The Company recognizes human resources as its biggest strength which has resulted in getting acknowledgement that the Company is the right destination where with the growth of the organization, value addition of individual employees is assured. The total number of employees as on 30th May, 2015 is 58.

INTERNAL CONTROL:

The Company has an adequate internal control system for safeguarding the assets and financial transactions of the Company. The strong internal control systems have been designed in such a way that, not only it prevent fraud and misuse of the Company`s resources but also protect shareholders interest.

**Annexure –II to the Report of Board of Director****CORPORATE GOVERNANCE REPORT FOR THE YEAR 2014-15.****1. Company's Philosophy on code of governance**

Corporate Governance is an integral part of the philosophy of the Company in its pursuit of excellence, growth and value creation. The Company recognizes that strong Corporate Governance is indispensable for safeguarding the interest of shareholders and other stakeholders.

Our philosophy on Corporate Governance is built on rich legacy of fair, transparent and effective governance which includes strong emphasis on human values, individual dignity and adherence to honest, ethical and professional conduct.

The Code of Conduct acts as guide to the employees on the values, ethics and business principles expected of them. With the listing of its equity shares, the Company has also abided by the requirements of Corporate Governance covered under Clause 52 of the SME Listing Agreements of the Stock Exchanges.

2. Listing of the Company's shares in Stock Exchanges

The Company's Shares were listed on 'Bombay Stock Exchange Limited-SME' on July 14, 2014.

3. Board of Directors

The business of the Company is conducted by the management under the directions of the Board. The Composition of the Board of Directors, with reference to the number of Executive and Non-Executive Directors, meets the requirement of Code of Corporate Governance. The Board is headed by the Executive Chairman. The Board of Directors of the Company has an optimum combination of 1 Executive Director, 1 Non-Executive Director and 2 Non-Executive Independent Directors, who have in depth knowledge of business, in addition to the expertise in their areas of specialization. The Board formulates the strategy, regularly reviews the performance of the Company and ensures that the previously agreed objectives are met on a consistent basis.

Name of Director	Category of Directorship	Directorship in other Companies	Details of other Committee	
			Chairman	Member
Mr. Snehal Bharatbhai Patel	Promoter & Whole time Director	1	NIL	3



Mr. Naishadh Bhikhubhai Patel	Non-Executive Director	1	NIL	NIL
Mrs. Olga Menezes Vincentpaul	Independent & Non-Executive Director	1	NIL	3
Mr. Shankar Prasad Bhagat	Independent & Non-Executive Director	4	1	3

a) Board Procedure

Board met 11 times during the year under review.

The attendance of each director at the Board Meetings and last Annual General Meeting are as under:

Name of Director	Meetings		Attendance at last AGM held on 30.09.2014
	Held	Attended	
Mr. Snehal Bharatbhai Patel	11	11	Yes
Mr. Naishadh Bhikhubhai Patel	11	11	Yes
Mrs. Olga Menezes Vincentpaul	11	11	Yes
Mr. Shankar Prasad Bhagat	11	11	Yes

b) Code of Conduct:

Company's Board has laid down a Code of Conduct for all the Board Members and Senior Management of the Company. The Code is available on the website of the Company www.oasistradelink.in. All Board Members and Senior Management personnel have affirmed compliance of the Code of Conduct.

c) Disclosures regarding appointment/ re-appointment of Directors

Mr. Snehal B. Patel is the Director retiring at the ensuing Annual General Meeting and being eligible, have offered himself for re-appointment.

The Board has recommended the re-appointment of the retiring Director.

The brief resume and other information's required to be disclosed under this section are provided in the notice of the Annual General Meeting.