

RUBY TRADERS & EXPORTERS LIMITED

BOARD OF DIRECTORS

Rajnish Parolia	Director
Nishant Kothari	Executive Director
Ratan Pandit	Independent Director
Sovon Chakraborty	Independent Director
Ramrati Chowdhury	Additional Director
Murarilal Kanodia	Additional Director
Nikunj Kanodia	Additional Director

32nd Annual Report 2012-2013

REGISTERED OFFICE

42/1, B.B. Ganguly Street
Kolkata-700 012

BANKER

State Bank of Hyderabad

AUDITORS

M/s. Bajoria Mayank & Associates
19, R. N. Mukherjee Road
1st Floor
Kolkata - 700001

REGISTRAR & SHARE TRANSFER AGENT

Niche Technologies Private Limited

Address : D-511, Bagree Market,
71, B.R.B. Basu Road,
Kolkata - 700001

Phones : 2235-7270/7271

FAX : 2215-6823

Email : nichetechpl@nichetechpl.com

URL : www.nichetechpl.com

ANNUAL GENERAL MEETING

Date : 10th September 2013

Time : 11.00 A.M.

Venue : 42/1, B.B. Ganguly Street
Kolkata - 700 012

Contents

- ❧ Notice
- ❧ Directors' Report
- ❧ Secretarial Compliance Report
- ❧ Auditors' Report
- ❧ Balance Sheet
- ❧ Profit & Loss Account
- ❧ Cash Flow Statement
- ❧ Notes to Financial Statements
- ❧ Attendance Slip

RUBY TRADERS & EXPORTERS LIMITED

Regd. Office 42/1, B. B. GANGULY STREET, KOLKATA, WEST BENGAL - 700012

OFF No. : 033-22132858 Fax : 033-22132858

Email: rubytraders1981@gmail.com

NOTICE

NOTICE is hereby given that the Thirty Second Annual General Meeting of the Members of the Company will be held on Tuesday the 10th day of September 2013 at its registered office 42/1, B.B. Ganguly Street, Kolkata- 700 012 at 11.00 a.m. to transact the following business :

Ordinary Business:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2013, the Audited Balance Sheet as on that date and the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Nishant Kothari, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditor to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

"RESOLVED THAT pursuant to the provisions of Section 224(1) of the Companies Act, 1956 and consent of the member of the Company hereby accorded at the Annual General Meeting of the Company, Bajoria Mayank & Associates, Chartered Accountants of 19, R. N. Mukherjee Road, Eastern Building, 1st Floor, Kolkata - 700 001 be and are hereby re-appointed as the Auditors of the Company to hold office, from the conclusion of ensuing Annual General Meeting to the conclusion of the next Annual General Meeting of the Company at a remuneration as may be decided by the Board with the mutual consent of the auditors."

Special Business without Postal Ballot:

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

Resolved that, pursuant to provision of section 257 and other applicable provision as per Companies Act, 1956, consent of the Company and its shareholder be and here by accorded to appoint Mr. Murarilal Kanodia as Director of the Company liable to retire by rotation"

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

Resolved that, pursuant to provision of section 257 and other applicable provision as per Companies Act, 1956, consent of the Company and its shareholder be and here by accorded to appoint Mr. Nikunj Kanodia as Director of the Company liable to retire by rotation"

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

RUBY TRADERS & EXPORTERS LIMITED

Regd. Office 42/1, B. B. GANGULY STREET, KOLKATA, WEST BENGAL - 700012

OFF No. : 033-22132858 Fax : 033-22132858

Email: rubytraders1981@gmail.com

"RESOLVED THAT pursuant to provision of section 257 and pursuant to provisions of Article 100 of Article of Association of the Company and Sections, 198,269,309 and 310 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) subject to such other consents, approvals and permissions if any needed. And the consent of the Shareholders be and hereby accorded that Mr. Ramrati Choudhary, S/o be and is hereby appointed as the Managing Director of the company for a period of five years with effect from 10th September 2013 on the terms and conditions as per agreement."

"RESOLVED FURTHER that pursuant to the Articles of Association of the Company, Mr. Ramrati Chowdhary shall not retire by rotation."

7. To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

"RESOLVED that Ms. Swati Kedia, a Company Secretary in whole time practice of 8/9, Mahendra Nath Roy Bye 1st Lane Howrah - 711 101, be and is hereby re-appointed as a Secretarial Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting for issuance of Compliance Certificate for the F.Y. 2013-14 pursuant to proviso to section 383A(1) of the Companies Act, 1956 read with Companies (Appointment and Qualification of secretary) Amendment Rule, 2003 at a remuneration to be decided by the Board in consultation with him."

Regd. Office:

42/1, B. B. Ganguly Street
Kolkata - 700 012

BY ORDER OF THE BOARD



SOVON CHAKROVORTY

Director

NOTES:

1. The Explanatory Statement as required under section 173(2) of the Companies Act, 1956, in respect of business under Item Nos. 4 to 7 are annexed hereto. The details of person(s) seeking appointment / re- appointment as required by clause 49 of the Listing Agreements entered into with the Stock Exchange are annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
3. Members holding share in dematerialized form are requested to bring their Depository Account No. and Client I. D. No. for identification.

RUBY TRADERS & EXPORTERS LIMITED

Regd. Office 42/1, B. B. GANGULY STREET, KOLKATA, WEST BENGAL - 700012

OFF No. : 033-22132858 Fax : 033-22132858

Email: rubytraders1981@gmail.com

4. The Register of Members and Share Transfer Books of the Company in respect of Equity Shares shall remain closed from 2nd September 2013 to 9th September 2013(both days inclusive).
5. Electronic Clearing Services (ECS) Facility :-
 - a. Members holding shares in the physical form may furnish their details in the prescribed form, which can be obtained from the Registrars & Share Transfer Agents of the Company.
 - b. Members holding shares in the electronic form may furnish their details in the prescribed form, which can be obtained from their respective Depository Participants.
6. Members are requested to notify to the Company, change of address, if any, with pin code quoting reference of their folio number/DP ID and Client ID to our Registrar & Share Transfer Agent i.e. Niche Technologies Private Ltd., D-511, Bagree Market, 71, B.R.B.B. Road, Kolkata 700 001, Phone Nos. 2235-7270/7271/3070.
7. In case, the mailing address mentioned in this Annual Report is without the PIN CODE, members are requested to kindly inform their PIN CODE immediately.
8. Non- Resident Indian Shareholders are requested to inform the Company immediately:
 - a. the change in residential status on return to India for permanent settlement.
 - b. the particulars of NRI Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
9. As per the provisions of the Companies Act, 1956, facility for making nominations is available to the members in respect of shares held by them. Members holding shares in physical form may furnish their details in the prescribed form, which can be obtained from the Company/ Registrar and Share Transfer Agent. Members holding shares in electronic form may furnish their details in the prescribed form which can be obtained from the respective depository participant.
10. Members who are holding shares in identical order or names in more than one folio are requested to send the Company/Registrar and Share Transfer Agent, the details of such folios together with the Share Certificates for consolidating their holdings in one such folio.
11. Members are requested to quote their Folio number/DP I.D. and Client I.D. in all correspondence.
12. A Member or his Proxy is requested to produce at the entrance of the Meeting Hall, attendance Slip forwarded to the member duly completed and signed by the member.

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

RUBY TRADERS & EXPORTERS LIMITED

Regd. Office 42/1, B. B. GANGULY STREET, KOLKATA, WEST BENGAL - 700012

OFF No. : 033-22132858 Fax : 033-22132858

Email: rubytraders1981@gmail.com

Item No. 4

The Company has received notice u/s 257(i) of the Companies Act, 1956 along with the deposit of Rs. 500/- from shareholder signifying his intention to propose Mr. Murarilal Kanodia as Director of the Company.

Mr. Murarilal Kanodia completed his Higher Secondary Education from Kolkata and thereafter completed his B.Com with distinction from St. Xavier's College, Kolkata and he possess a sound knowledge of Finance & Accounts.

Your Directors are of the view that with his experience and wisdom the Company shall be immensely benefited and therefore it will be in the interest of the Company to appoint Mr. Murarilal Kanodia as Director and recommend the adoption of resolution proposed under item 4 of the Notice.

Save and except Mr. Murarilal Kanodia, no other Directors of the Company are concerned or interested in the said Resolution.

Item No. 5

The Company has received notice u/s 257(i) of the Companies Act, 1956 along with the deposit of Rs. 500/- from shareholder signifying his intension to propose Mr. Nikunj Kanodia, as Director of the Company.

Mr. Nikunj Kanodia, completed his Higher Secondary Education from Kolkata and thereafter completed his B.Com with distinction from St. Xavier's College, Kolkata, and he is a member of "Institute of Chartered Accountants of India" and possess a sound knowledge of Finance, Taxation & Accounts and Companies Act.

Your Directors are of the view that with his experience and wisdom the Company shall be immensely benefited and therefore it will be in the interest of the Company to appoint Mr. Nikunj Kanodia as Director and recommend the adoption of resolution proposed under item 5 of the Notice.

Save and except Mr. Nikunj Kanodia, no other Directors of the Company are concerned or interested in the said Resolution.

Item No. 6

The Company has received notice u/s 257(i) of the Companies Act, 1956 along with the deposit of Rs. 500/- from sharcholder signifying his intension to propose Mr. Ramrati Chowdhary as Director of the Company. But Company in view of this to appoint him as a Managing Director of the Company as he can give his full time to the Company for efficient working of the Company.

RUBY TRADERS & EXPORTERS LIMITED

Regd. Office 42/1, B. B. GANGULY STREET, KOLKATA, WEST BENGAL - 700012

OFF No. : 033-22132858 Fax : 033-22132858

Email: rubytraders1981@gmail.com

Mr. Ramrati Chowdhary, completed his Higher Secondary Education from Kolkata and thereafter completed his B.Com in Kolkata, and possess a sound knowledge of Accounts & Finance and possess a good Administrative Power.

Your Directors are of the view that with his experience and wisdom the Company shall be immensely benefited and therefore it will be in the interest of the Company to appoint Mr. Ramrati Chowdhary as Director and recommend the adoption of resolution proposed under item 6 of the Notice.

Save and except Mr. Ramrati Chowdhary, no other Directors of the Company are concerned or interested in the said Resolution.

Item No. 7

Pursuant to section 383A of the Companies Act, 1956 read with Companies (Appointment and Qualification of Secretary) Amendment Rules, 2002, Ms. Swati Kedia, a Company Secretary in whole time practice of 8/9, Mahendra Nath Roy Bye 1st Lane Howrah - 711 101, is being re-appointed as the Secretarial Auditor of the Company for the Financial Year 2013-14 so as to issue the Compliance Certificate certifying that all the provisions of the Companies Act, 1956 have been duly complied by the Company.

Accordingly, the proposed resolution is commended for acceptance of the members

Regd. Office:

42/1, B. B. Ganguly Street
Kolkata - 700 012

BY ORDER OF THE BOARD



SOVON CHAKROVORTY
Director

Directors' Report

To The Members,

Your Directors have pleasure in presenting the Thirty Second Annual Report of your Company together with the Audited Statements of Accounts for the year ended March 31, 2013.

Financial Results	(₹)	
	Year Ended 31.03.2013	Year Ended 31.03.2012
Income	14,50,000.00	4,53,954.00
Profit before Tax & extraordinary item	2,05,947	3,18,255.29
Less : Provision for Taxation	39,245.58	54,786.23
MAT Credit Entitlement	24,394.42	54,786.23
Deferred Tax	(51.47)	NIL
Profit after Tax	1,42,358.47	3,18,255.29
Less : Adjustment of Tax for Earlier Years	NIL	NIL
Less : Transfer to General Reserve	NIL	NIL
Add : Profit brought forward from Previous Year	4,84,843.80	1,66,588.51
Balance carried forward	6,27,202.27	4,84,843.80

BUSINESS OPERATIONS

The Business environment remains extremely challenging and the recessionary economic conditions leading to slowdown in demand and inflation pushed scale up of input costs left its adverse imprint on overall performance for 2012-2013. Directors are pleased to inform that in spite of difficult times, your Company, based on its intrinsic strength, has broadly maintained its performance.

FUTURE PLANS

As you are aware to this fact that the market is not supporting to the businesses of the Company due to lack of demand, high inflation rate, significant drop in the growth of the Company, rise in Dollar price etc. In spite of all these, the Company is hopeful of maintaining its profitability in current financial year also and wants to expand its business in a big way. Apart from this the Company is willing to invest its money in Capital Market wisely and to earn from this investment.

DIVIDEND

In order to conserve resources to meet the working capital requirements, your Directors do not propose any dividend for the year under review.

MANAGEMENT

There is no Change in Management of the Company during the year under review.

DIRECTORS

None of the Directors of the Company are disqualified under section 274(1)(g) of the Companies Act 1956.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies (Amendment) Act, 2000 the Directors confirm that:

1. In the preparation of the annuals accounts, for the year ended 31st March 2013, all the applicable accounting standards prescribed by the Institute of Chartered Accountants of India have been followed;
2. The Directors had adopted 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.
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 the Company and for preventing and detecting fraud and other irregularities.
4. The Directors had prepared the annual accounts on a going concern basis.

STATUTORY INFORMATION

The Company being basically in the trading business as well as an Investor in Capital & Money Market, requirement, regarding and disclosures of Particulars of conservation of energy and technology absorption prescribed by the rule is not applicable to us.

INFORMATION TECHNOLOGY

Your Company believes that in addition to progressive thought, it is imperative to invest in research and development to ascertain future exposure and prepare for challenges. In its endeavor to obtain and deliver the best, your Company has entered into alliances/tie-ups with an IT solution Company to harness and tap the latest and the best of technology in the world and deploy/absorb technology wherever feasible, relevant and appropriate.

RESEARCH & DEVELOPMENT

The Company believes that technological obsolescence is a reality. Only progressive research and development will help us to measure up to future challenges and opportunities. We invest in and encourage continuous innovation. During the year under review, expenditure on research and development is not significant in relation to the nature size of operations of your Company.

AUDITORS

The Auditors M/s Bajoria Mayank & Associates., Chartered Accountants, Kolkata holds the office until the conclusion of ensuing Annual General Meeting. Your Company has received certificate from the Auditors U/S 224(1B) of the Companies Act, 1956 to the effect that their reappointment if made, will be within the limit prescribed. The shareholders are requested to appoint Auditors and fix their remuneration.

COMMENTS ON AUDITOR'S REPORT :

The notes referred to in the Auditor's Report are self explanatory and as such they do not call for any further explanation as required under section 217(3) of the Companies Act, 1956.