

ROBINSON WORLDWIDE TRADE LTD.

ANNUAL REPORT 2006-2007

DIRECTORS

RAMANLAL TRIVEDI
RAGHUNATH CHARI
PRADIP SHAH
SHAMBHU BHAGAT

REGISTERED OFFICE :

403, Sanjay Tower,
Opp. C.N. Vidhyalaya, Ambavadi,
Ahmedabad - 380 015. Gujarat

AUDITORS

NAIMISH K. SHAH & CO.
Chartered Accountants

206, Kalash Building I,
Nr. Navrangpura Jain Derasar,
Navrangpura, Ahmedabad.



NOTICE

NOTICE is hereby given that the Annual General Meeting of the ROBINSON WORLDWIDE TRADE LIMITED Will be held at 403, Sanjay Apartment, Opp. C. N. Vidyalaya, Ambawadi Polytechnic Road, Ahmedabad- 380015 on 28-09-2007 at 11.00 a.m. to transact the following business :-

ORDINARY BUSINESS :

1. To receive and adopt Audited profit and Loss Account for the year ended 31st March, 2007 and the balance Sheet as on that date alongwith Directors' and Auditors' Report thereon.
2. To appoint Auditors to hold office from the conclusion of this Annual General Meeting and their to fix their remuneration.
3. To appoint a Director in place of Shri Pradip Shah, who retires by rotation and, being eligible Offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider and it thoughts fit, to pass with or without modification(s) the following resolution as special resolution:

“RESOLVED THAT pursuant to SEBI (Delisting of Securities) guidelines, 2003 and subject to the consent of the Board of Director of the Company at the ensuing Annual General Meeting, the board of the Directors of the Company be and are hereby authorised to apply for delisting of shares from Ahmedabad Stock Exchange and to do all such acts things and deeds necessary for delisting of equity shares from Ahmedabad Stock Exchange.”

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND 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 TIME OF MEETING.

2. Pursuant to section 154 of the Companies Act, 1956, Register of Members and Shares Transfer Books of the Company will remain closed from Saturday, the 15th September, 2007 to Sunday, 30th September, 2007 (both days inclusive).
3. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.
4. Members are requested to:
 - (a) Intimate, if Shares are held in the same name or in the order and names, but in more than one account to enable the Company to club the said accounts in to one account.
 - (b) Notify immediately the Change if any, in the registered address, to the Company.
6. The Equity Shares of the Company are available for dematerialization; as the Company has entered into agreement with National Securities Depository Limited (NSDL). Those shareholders who wish to hold shares in electronic form approach their Depository Participant. The ISIN No. of the Equity Share is INE560F01014.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956

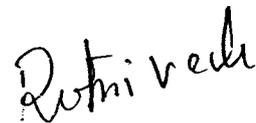
In conformity with the provisions of section 173(2) of the Companies act, 1956, the following Explanatory Statement sets out all material facts relating to the Special business mentioned at Item No.4 in accompanying Notice dated 28/06/2007 and should be taken as forming part of the notice.

At present the equity shares of the Company is listed both in Ahmedabad Stock Exchange Ltd. and the Bombay Stock Exchange Limited. As the equity shares of the Company is not traded in Ahmedabad Stock Exchange since a long time your directors have decided to delist the equity shares from ASE. The listing of shares in BSE is sufficient to trade in equity shares having nation wide coverage. The shareholder's approval is required for delisting of equity shares from ASE.

None of the Director is concern or interested in resolution.

BY ORDER OF THE BOARD OF DIRECTORS

Date : 30/06/2007
Place: Ahmedabad


CHAIRMAN



DIRECTORS' REPORT

Dear Shareholders,

Your directors have pleasure in presenting the Annual Report together with the Audited Annual Accounts for the year ended on 31st March 2007.

Financial Results

(Rs In Lacs)

	2006-2007	2005-2006
Sales	1467.44	1186.71
Net Profit Before Depreciation & Tax	6.00	7.62
Less : Depreciation	2.27	1.87
Net Profit/(Loss) Before Tax	3.73	5.75
Less : Provision For Taxation	0.74	1.68
Net Profit After Tax	2.99	4.07

(1) Operations

Your directors have great pleasure to inform that the company has achieved turnover of Rs.1467.44 Lacs during the year and earned net Profit after tax of Rs.2.99 Lacs after making provision for tax of Rs.0.74 Lac. The company is confident to achieve higher sales in the coming years. Your Directors do not recommend dividend for the year to strengthen the position of the company.

(2) Directors

Mr. Pradip Shah, Director of the company was liable to retire by rotation at the forthcoming annual general meeting of the company, and being eligible, has offered for re-appointment.

(3) Auditors

M/s. Naimish K. SHAH & Co., Chartered Accountants, Ahmedabad , Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for reappointment.

(4) Fixed Deposits

The Company has not accepted any Public Deposits within the meaning of the provisions of Section 58A of the Companies Act, 1956.

(5) Employees

There were no employees coming within the ambit of section 217(2A) of the Companies Act, 1956.

(6) Conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgoings.

Since the company is not engaged in any manufacturing activities, furnishing of details of conservation of energy & technology absorption are not applicable.

Foreign Earning : Nil

Foreign Outgoing : Nil

(7) Directors Responsibility Statement

As required under sub-section (2AA) of Section 217 of the Companies Act, 1956, the Directors confirm:

- (i) That in preparation of the Annual accounts, the applicable accounting standards had 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 affairs of the Company at the end of the financial year and of the financial year and of the profit of the Company for the year.
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities.
- (iv) that the Directors had prepared the Annual Accounts on a going concern basis.

(8) Acknowledgements.

The Directors place on record their appreciation of continued support, Co-operation, assistance during the year by suppliers, customers, banks and staff members & look forward for their continued support in future.

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, ROBINSON WORLDWIDE TRADE LIMITED**

R. Mivadi

DIRECTOR.

Date : 30/06/2007
Place : Ahmedabad.



COMPLIANCE REPORT ON CORPORATE GOVERNANCE**A Company's philosophy on code of governance :**

The Company is committed good corporate governance and taking steps for implementing corporate governance norms as prescribed by SEBI. The Company respects the rights of its shareholders and considers insiders as trustee of its shareholders.

B Board of Directors :

Composition and category of Directors of March 31, 2007 is as follow :

Category	No of Directors	%
Founder Directors	1	25.00
Non –executive	1	25.00
Independent director	2	50.00
Total	4	100.00

Attendance of each director at the BOD meeting and the last AGM

Director	No of Board Meeting Held	No of Board meeting attended	Last AGM attendance (Yes/No)
Mr. Ramanlal N.Trevadi	10	10	Yes
Mr. R.V.Chari	10	10	Yes
Mr. Shambhu Bhagat	10	10	Yes
Mr. Pradip Shah	10	10	Yes

Number of board of Directors meeting held

9 board meeting were held during the year. The dates on which the meetings were held are as follows:

01st April 2006, 08th June 2006, 28th June 2006 , 20th July 2006, 24th July 2006, 1st August 2006, 19th October 2006 , 18th January 2007, 18th February 2007 and 15th March 2007.

None of the Non executive Directors of the Company have any pecuniary relationships or transactions with the Company.

There is no compensation package for Non executive Directors.

C. Audit Committee

Company has formed audit committee comprising of four Directors. The audit committee meeting are held prior to the meeting of Board of Directors approving the provisional / unaudited results of the Company and audited results.

Composition and No Meeting of the Audit Committee held:

The Audit Committee met 4 times during the year on 11th July 2006, 8th October 2006, 9th January 2007 and 25th June 2007 and the attendance of members at the meeting was as follow:

Name of Meetings the Members	Status	No Of attended
Mr. Ramanlal N.Trevadi	Member	4
Mr. R.V.Chari	Chairman	4
Mr. Pradipbhai Shah	Member	4
Mr. Shambhu Bhagat	Member	4

Brief description of terms of reference

The audit committee is looking at effective supervision of the financial reporting process and ensuring financial and accounting controls. The committee periodical interacts with the statutory auditors and Head accounts & finance to discuss internal control and financial reporting issues. The committee provides the overall direction in the risk management policies including the focus of management Audit. The committee has full access to financial data and to members of the Company's staff. The committee reviews the annual and half yearly financial Statements before they are submitted to the Board. The committee also monitors proposed changes in accounting policies, reviews internal audit functions and discussed the accounting implications of major transactions.

D Compensation Committee

The Company has not formed any compensation committee.

E. Investor grievance Committee

Company has formed investor grievance Committee.

The Committee taken care of Investor grievance.

The members of the Company's Investor grievance Committee are :

Mr. R.V.Chari

Mr. Ramanlal N.Trevadi

Name and designation of compliance officer .

Mr. Ramanlal N. Trivedi, Joint Managing Director

Number of Share holder complaints received, solved and pending complaints .

Nature of complaints	Received	Solved	Pending
Non –receipt of share Certificate /Refund /Demat Stock Exchange	NIL	N.A	N.A
SEBI	1	1	NIL
	1	1	NIL

F. SHARE TRANSFER DETAILS

The Board has delegated the powers of approving transfer of shares to a committee of senior executives . The Committee met 12 times during the year and approved the transfer of shares lodged with the Company.

G General Body Meeting

Location and times for the Last three AGMs

Year	Date	Venue	Time
2003-04	30/09/2004	Registered Office	11.00 A.M
2004-05	30/09/2005	Registered Office	11.00 A.M
2005-06	30/09/2006	Registered Office	11.00 A.M

H Disclosures :

Details of non compliance by the Company, penalties , strictures imposed on the Company by Stock Exchange or SEBI or any statutory or any matter related to capital market ,during the last three years.

None

1 Means of Communication

Quarterly results are generally published in Western Times.

Shareholder's Information :

- | | | |
|---|---|---|
| 1 | Listing of Stock Exchange | <p>The Bombay Stock Exchange
Phiroze jeejeeboy Tower ,
Dalal Street,
Mumbai -400001
Tel: +91-22-22721233/34.</p> <p>The Ahmedabad Stock Exchange
Kamdhenu Complex,
Panjara Pole, Ambawadi,
Ahmedabad
Tel :+91-79-2630791 to 74
+91-079-26308877</p> |
| 2 | Share transfer in physical Form and other communication regarding share certi ,dividends and change of address ,etc should be addressed to: | <p>Purva Sharegistry (India) Pvt. Ltd.
9,Shiv Shakti Industrial Estate,
Sitaram Mills Compound,
J.R.Boricha Marg,
Opp.Kasturba Hospital,
Lower Parel(East),
Mumbai-400 011.
Tel. No. 022-23016761</p> |
| 3 | You can also address your Queries to the email id : | <p>busicomp@vsnl.com</p> |
| 4 | For De-materialisation physical share and other related communication in this respects should besend to be : | <p>Purva Sharegistry (India) Pvt. Ltd.
9,Shiv Shakti Industrial Estate,
Sitaram Mills Compound,
J.R.Boricha Marg,
Opp.Kasturba Hospital,
Lower Parel(East),
Mumbai-400 011.
Tel. No. 022-23016761</p> |