

SHARP TRADING & FINANCE LIMITED ANNUAL REPORT 2004-05

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DIRECTORS:

Ms. Katy M. Umrigar Nimesh S. Shah Arun D. Kamat Sheel Kumar

BANKERS:

Canara Bank

AUDITORS:

K. H. Patel & Co. Chartered Accountants

REGISTERED OFFICE:

Shreya House, 4th Floor, 301/A, Pereira Hill Road, Andheri (East), Mumbai- 400 099

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NOTICE

NOTICE is hereby given than the Twentieth Annual General Meeting of the Memiliers of SHARP TRADING & FINANCE LTD. will be held at the Registered Office of the Company at Shreya House, 4th Floor. 301/A, Pereira Hill Road, Andheri (East). Mu nbai-400 099 on Thursday, the 31st August, 2005 at 4.00 p.m. to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Balance Sheet as at 31st March.
 2005 and Profit & Loss Account of the Company for the year ended on that date and the reports of Directors and Auditors thereon.
- 2. To appoint Auditors of the Company to hold office from conclusion of this Meeting until the conclusion of the next Annual general Meeting and to fix their remuneration.
- 3. To appoint a Director in place of Mr. Sheel Kumar, who retires by rotation and being offers himself for re-appointments.

SPECIAL BUSINESS

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

"RESOLVED THAT Mr. Nimesh S Shah, be and is hereby appointed as Director of the Company."

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

"RESOLVED THAT Mr. Arun D Kamat, be and is hereby appointed as Director of the Company."

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

"RESOLVED THAT Ms. Katy D. Umrigar, be and is hereby appointed as Director of the Company."

NOTES:

- 1) A member entitled to attend as d vote at the meeting is entitled to appoint a proxy to attend and cote instead of himself and such a proxy need not be a member of the Company.
- 2) The instrument appointing a proxy should however be deposited at the registered office of the Con pany not less than 48 hours before the commencements of the Meeting.
- 3) The share transfer Books and Members Register of the Companies will remain closed from 22nd August, 2005 to 31st August, 2005 (Both days inclusive) in terms of the provision of Section 154 of the Companies Act, 1956.
- 4) The Share holders are requested to notify changes in their respective addresses if any to the Registered Office quoting their folio no.

For and on-behalf of Board of Directors Director Place : Mumbai : 30th July , 2005 Date

EXPLANATORY STATEMENT

Pursuant to Section 173(2) of the Companies Act, 1956

As required by Section 173 of the Companies Act. 1956, the following explanatory statements set ou all material facts relating to the business mentioned under item no.4, 5 & 6 of the accompanying Notice dated August 21, 2604.

Item No. 4. 5 & 6

Mr. Nimesh S Shah, Mr. Arun D Kamat. & Ms. Katy M Umrigar were appointed as Additional Directors of the Company on 11 th July, 2005 as per the provisions of Section 260 of the Companies Act, 1956. All Three Directors hold office only up to the date of the forthcoming Annual General Meeting of Company, and are eligible for appointment. The Company has received notice under Section 257 of the Companies Act, 1956, in respect of each of the candidates, proposing their appointment as a Director of the company, along with the requisite deposit.

Keeping in view the experience and expertise of these persons, their appointment as Directors of the Company is recommended.

Each of the Directors may be deemed to be interested in the resolution relating to his own appointment.

For and on behalf of Board of Directors Directo

Place : Mumbai

Date : July 30, 2005

Registered Office: Shreya House, 4th Floor, 301/A, Pereira Hill Road, Andheri (E), Mumbai- 400 099

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DIRECTORS REPORT

10 THE MEMBERS SHARP TRADING & FINANCE LTD.

Your Directors have pleasure in presenting the Twentieth Annual Reports together with the Audited Accounts for the period ended 31st March, 2005 together with the auditor's Report thereon.

PERFORMANCE AND FINANCIAL RESULTS:

During the year, the Company did not carry on any business activities and accordingly Company has incurred a loss or Rs.69, 444/-.

DIRECTORS:

Mr. Sheel Kumar, Director of the Company retires by rotation, being eligible. offers himself for re-appointment.

Mr. Binod Kumar Singh, Mr. Pankaj J. Dave, Mr. Rakesh R. Pawar, Mr. Nimesh J. Shah, & Mr. Devang B. Patel, resigned as a Director on 11 th July, 2005. The Board has placed on record its appreciation of the services rendered by them as Directors.

Mr. Nimesh S Shah, Mr. Arun D Kamat, Ms. Katy M Umrigar were appointed as Additional Directors on 11 th July, 2005. As per the provisions of Section 260 of the Companies Act, 1956, these Directors hold office only upto the date of the forthcoming Annual General Meeting of the Company. The Company has received notices proposing all the three persons as candidates for the office of Directors.

DEMATERIALISATION OF SHARES:

Your Company has connectivity with the CDSL for dematerialization of its Equity Shares. The ISIN No. INE 567D01014 has been allotted for the Company Shares. Therefore, the members and/or investors may keep their shareholdings in the electronic mode with their Depository Participant.