



**SHREEOM TRADES LIMITED**

**TWENTY FOURTH ANNUAL REPORT**

**2006 - 2007**

**DIRECTORS**

1. MR. D.P. BADANI
2. MR. S.U. PRABHU
3. MR. HOMI SUKHESWALA

**AUDITORS**

: MESSRS K. N. GANDHI & CO.,  
CHARTERED ACCOUNTANTS

**BANKERS**

- : (i) VIJAYA BANK,  
SANTACRUZ (WEST) BRANCH
- (ii) STATE BANK OF INDIA  
ANDHERI (WEST), BRANCH

**REGISTERED OFFICE**

: 48, INDRANARAYAN ROAD,  
SANTACRUZ (WEST),  
MUMBAI- 400 054.



### SHREEOM TRADES LIMITED

Registered Office: 48, Indranarayan Road, Santacruz (West), Mumbai - 400 054.

#### NOTICE

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of SHREEOM TRADES LIMITED will be held at 3.00 p.m., on Thursday, May 31, 2007, at the Registered Office of the Company at 48, Indranarayan Road, Santacruz (West), Mumbai - 400 054, to transact the following business:-

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors' Report, Auditors' Report, Company Secretarial Compliance Certificate, and Audited Balance Sheet as at March 31, 2007, and Profit and Loss Account of the Company for the year ended on that date.
2. To consider re-appointment of Mr. Dhitendra P. Badani, the Director of the Company, who is liable to retire by rotation under Section 255 of the Companies Act, 1956, and being eligible, offers himself for re-appointment.
3. To re-appoint Messrs K. N. Gandhi & Company, Chartered Accountants, as Auditors of the Company to audit the Accounts for the Financial Year ending March 31, 2008, and to hold the office as such from the conclusion of the ensuing Twenty - Fourth Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration to be fixed in consultation with the Board of Directors of the Company.

#### SPECIAL BUSINESS:

##### 4. Additional Director:

To consider, and if thought fit, to pass with or without modification, the following Resolution, as an Ordinary Resolution:

"RESOLVED THAT Mr. S.U. Prabhu, who was appointed by the Board of Directors as an Additional Director of the Company with effect from June 7, 2006 pursuant to Section 260 of the Companies Act, 1956, read with the relevant provisions of the Company's Articles of Association, and who holds office till the conclusion of this Annual General Meeting of the Company, and in respect of whom a notice has been received from a Member of the Company under Section 257 of the Companies Act, 1956, together with a deposit of Rs. 500/- proposing his candidature for the office of the Director, be and is hereby appointed as Director of the Company, subject to retirement by rotation under the Articles of Association of the Company."

##### 5. Additional Director:

To consider, and if thought fit, to pass with or without modification, the following Resolution, as an Ordinary Resolution:



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“RESOLVED THAT Mr. Homi Sukheswala, who was appointed by the Board of Directors as an Additional Director of the Company with effect from June 7, 2006 pursuant to Section 260 of the Companies Act, 1956, read with the relevant provisions of the Company’s Articles of Association, and who holds office till the conclusion of this Annual General Meeting of the Company, and in respect of whom a notice has been received from a Member of the Company under Section 257 of the Companies Act, 1956, together with a deposit of Rs. 500/- proposing his candidature for the office of the Director, be and is hereby appointed as Director of the Company, subject to retirement by rotation under the Articles of Association of the Company.”

By Order of the Board of Directors  
For SHREEOM TRADES LIMITED

DIRECTOR

PLACE: MUMBAI

DATE: MAY 2, 2007

- NOTE: (1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE ANNUAL GENERAL MEETING, IS ENTITLED TO APPOINT ANOTHER PERSON AS HIS / HER PROXY TO ATTEND AND VOTE, INSTEAD OF HIMSELF / HERSELF; AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- (2) REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY SHALL REMAIN CLOSED FROM WEDNESDAY, MAY 30, 2007 TO THURSDAY, MAY 31, 2007.
- (3) EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956, IN RESPECT OF THE SPECIAL BUSINESS MENTIONED IN ITEMS NOS. 4 AND 5 OF THE ABOVE NOTICE IS ANNEXED HERETO AND FORMS PART OF THIS NOTICE.



## SHREEOM TRADES LIMITED

### ANNEXURE TO NOTICE DATED MAY 2, 2007

Explanatory Statement as required by Section 173 (2) of the Companies Act, 1956 (the Act)

In conformity with the provisions of Section 173 (2) of the Act, following Explanatory Statement sets out all material facts in respect of the Special Business mentioned in Items No. 4 and 5 of the accompanying Notice dated May 2, 2007, convening the Twenty-Fourth Annual General Meeting of the Company.

#### In respect of Item No. 4: Additional Director

Mr. S. U. Prabhu was appointed by the Board of Directors of the Company as an Additional Director on the Board, with effect from June 7, 2006, in terms of Section 260 of the Act, read with Article 82 of the Articles of Association of the Company. According to the Proviso to Section 260 of the Act, Mr. S. U. Prabhu will hold the office as the Additional Director of the Company upto the date of ensuing Annual General Meeting of the Company. A Member of the Company has given a notice in writing proposing the appointment of Mr. S. U. Prabhu, as the Director of the Company, as required under Section 257 of the Act. The Notice will be available for inspection at the Company's Registered Office.

Mr. S. U. Prabhu has working experience of more than twenty-five years. He is one of the Directors of several Bodies Corporate.

None of the Directors, except the person to be appointed, i.e., Mr. S. U. Prabhu, may be deemed to be concerned or interested in the above Resolution.

The Board recommends the Resolution, in respect of the appointment of Mr. S. U. Prabhu, as the Company's Director, for your approval.

#### In respect of Item No. 5: Additional Director

Mr. Homi Sukheswala was appointed by the Board of Directors of the Company as an Additional Director on the Board, with effect from June 7, 2006, in terms of Section 260 of the Act, read with Article 82 of the Articles of Association of the Company. According to the Proviso to Section 260 of the Act, Mr. Homi Sukheswala will hold the office as the Additional Director of the Company upto the date of ensuing Annual General Meeting of the Company. A Member of the Company has given a notice in writing proposing the appointment of Mr. Homi Sukheswala, as the Director of the Company, as required under Section 257 of the Act. The Notice will be available for inspection at the Company's Registered Office.

Mr. Homi Sukheswala is an Associate Member of the Institute of Chartered Accountants of India. He has professional experience of more than twenty-five years.

None of the Directors, except the person to be appointed, i.e., Mr. Homi Sukheswala, may be deemed to be concerned or interested in the above Resolution.

The Board recommends the Resolution, in respect of the appointment of Mr. Homi Sukheswala, as the Company's Director, for your approval.

By Order of the Board of Directors  
For SHREEOM TRADES LIMITED

DIRECTOR

PLACE: MUMBAI  
DATE: MAY 2, 2007



**SHREEOM TRADES LIMITED**  
**DIRECTORS' REPORT TO THE SHAREHOLDERS**

To,  
The Members of  
**SHREEOM TRADES LIMITED**

Dear Members,

Your Directors are pleased to present the Twenty second Annual Report of your Company together with the Audited Statements of Accounts for the financial year ended March 31, 2007.

**1. FINANCIAL RESULTS:**

The financial results for the year under review are given below, along with the results for the previous financial year.

<u>PARTICULARS</u>	(Rupees)	
	<u>2006 – 2007</u>	<u>2005 – 2006</u>
1. Sales / Income from operations	-	-
2. Other Income	2,52,415.00	2,74,651.00
3. Gross Operating Profit \ Loss	2,03,410.58	2,23,273.00
4. Less: Provision for Taxation	70,000.00	76,500.00
5. Net Profit \ Loss after Tax provision	1,33,410.58	1,46,773.00
6. Add : Prior Period Adjustment	3,404.00	nil
7. Add/ Adjust :- Share of Profit from Partnership Firm	(16.02)	(9,676.34)
8. Excess/ short Provision for Taxation	50,695.00	(25,738.00)
9. Profit \ Loss after Adjustments	1,87,493.56	1,11,458.66
10. Balance Profit brought forward from previous financial year	29,39,922.56	28,28,463.90
11. Aggregate / adjusted Profit carried to Balance Sheet	31,27,416.12	29,39,922.56

**2. DIVIDEND:**

Your Directors do not recommend the payment of dividend for the financial year 2006 – 2007 with a view to conserve the resources of the Company.

**3. TRADING OPERATIONS:**

The Company did not have any trading operations whatsoever.

**4. PARTICULARS OF DEPOSITS:**

The Company has neither invited nor accepted any deposit from the public as contemplated under Section 58A of the Companies Act, 1956 (the Act) read with the Companies (Acceptance of Deposits) Rules, 1975 during the year review.

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## 5. DIRECTORS:

In accordance with the provisions of Section 255 of the Companies Act, 1956, Mr. Dhitendra P. Badani is liable to retire by rotation, and is eligible for re-appointment. Mr. S. U. Prabhu and Mr. Homi Sukheswala were appointed Additional Directors of the Company, both with effect from June 7, 2006. As Mr. S. U. Prabhu and Mr. Homi Sukheswala hold the office upto the date of the Company's ensuing Annual General Meeting of the Company, both of them are proposed to be appointed Director of the Company on the Members passing a separate Resolution therefore. Mr. Siraj T. Lokhandwala and Mr. Khetshi K. Haria ceased to be Director of the Company, both with effect from June 7, 2006.

## 6. DIRECTORS' RESPONSIBILITY STATEMENT:

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

- (i) in the preparation of the annual accounts for the financial year 2006 - 2007, the applicable accounting standards have been followed along with proper explanation relating to material departures therefrom, if any;
- (ii) the Directors have selected such accounting policies and applied them consistently, and the Directors have made judgments and estimates that were 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 2006 - 2007, and of the profit / loss of the Company for the said financial year under review;
- (iii) proper and sufficient care has been taken 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 and detecting fraud and other irregularities; and
- (iv) annual accounts of the Company have been prepared on a going concern basis.

## 7. AUDITORS:

At the ensuing Annual General Meeting of the Company, Messrs K. N. Gandhi & Company, Chartered Accountants, will be proposed for re-appointment as the Auditors of the Company to audit the accounts of the Company for the financial year 2007-2008, and to hold the office as such from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting at the remuneration to be fixed in consultation with the Board of Directors.

## 8. CORPORATE GOVERNANCE:

The shares of the Company are listed on Bombay Stock Exchange, and the Company has paid annual listing fee Rs. 10,000/- for the Financial Year 2007 - 2008. The Company's paid-up Share Capital being less than the threshold limit of Rs. 3.00 Crores, it may not be necessary for the Company to append a separate section on Corporate Governance in the Annual Report of the Company in terms of Clause 49 of the Standard Listing Agreement of Bombay Stock Exchange.

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#### 9. DISCLOSURE OF PARTICULARS:

- (a) The Company did not have any employee on its payroll during the year under review. Hence, a statement showing particulars of employees specified in Section 217 (2A) of the Companies Act, 1956 (the Act), is not included in this Report.
- (b) Additional information on conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed in terms of Section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is given, in the Annexure hereto.
- (c) As stated in Note No. 3 of the Notes Forming Part of the Company's attached accounts, the Company did not have any transaction with related parties, as covered by Accounting Standard 18 issued by the Institute of Chartered Accountants (corresponding to amended Clause 32 of the Standard Listing Agreement of Bombay Stock Exchange).

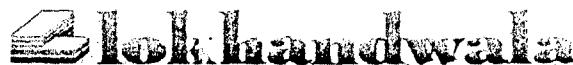
#### 10. COMPANY SECRETARIAL COMPLIANCE CERTIFICATE:

In accordance with the provisions of Section 383A read with Section 217 of the Act, a copy of the Certificate from Messrs Shantilal Dand, Practising Company Secretaries, about the Company's compliance with the provisions of the Act during the financial year 2006 - 2007 forms part of this Board's Report, which will be filed with the Registrar of Companies under Section 220 of the Act.

By Order of the Board of Directors  
For SHREEOM TRADES LIMITED

  
DIRECTOR

PLACE: MUMBAI  
DATE: MAY 2, 2007



## **SHREEOM TRADES LIMITED**

### **ANNEXURE TO DIRECTOR'S REPORT**

Information as per Section 217 (1) (e) read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended March 31, 2007.

<b>A. CONSERVATION OF ENERGY</b>	
(a) Energy conservation measures taken;	NIL
(b) Additional Investments and Proposals, if any, being implemented for reduction of consumption of energy;	NIL
(c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods;	NIL
(d) No information about energy consumption need be furnished in Form 'A' as prescribed in the above Rules, since our Company does not fall within the list of 21 industries as specified in the Schedule annexed to the above Rules.	
<b>B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION</b>	
Information about Research and Development (R & D)	
(i) Specific areas in which R & D carried out by the Company. ) (i) Benefits derived as a result of the above R & D. ) (i) Future plan of action ) (i) Expenditure on R & D ) (a) Capital ) (b) Recurring ) (c) Total ) (d) Total R & D Expenditure as a percentage of total turnover )	NIL
(i) Efforts, in brief, made towards technology absorption, adaptation, and innovation	NIL
(ii) Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.	NIL
(iii) In case of imported technology (imported during the last 5 years reckoned from the beginning of the Financial Year), following information may be furnished:  (a) Technology imported. ) (b) Year of import. ) (c) Has technology been fully absorbed ? ) (d) If not fully absorbed, areas where this has not ) taken place, reasons therefor, and future plans of action	NIL
<b>C. FOREIGN EXCHANGE EARNINGS AND OUTGO</b>	
1. Activities relating to exports; initiatives taken to increase exports; development of new export markets for products; and services; and export plans	NIL
2. Total Foreign Exchange used and earned	NIL

For and on behalf of the Board  
SHREEOM TRADES LIMITED

  
DIRECTOR

PLACE: MUMBAI  
DATE: MAY 2, 2007