

# SWAGTAM TRADING & SERVICES LTD

Registered office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

## NOTICE TO SHAREHOLDERS

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the Shareholders of the company will be held on Friday the 28<sup>th</sup> day of September, 2012 at 11.30 A.M. at the registered office of the company at Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam to transact the following business:

### ORDINARY BUSINESS:

1. To receive consider and adopt the Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March 2012 and the Balance Sheet as at that date and report of Directors & Auditors thereon.
2. To appoint Auditors to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.
3. To appoint a director in place of Mr. M M Saklani who retires by rotation and being eligible offers himself for reappointment.

By order of Board of Directors  
For SWAGTAM TRADING & SERVICES LTD

  
(M M Saklani)  
Director

Place: NEW DELHI  
Date: 24.08.2012

### NOTE:

- 1 A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2 PROXIES SHOULD BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3 MEMBERS ARE REQUESTED TO NOTIFY ANY CHANGE IN ADDRESS.
- 4 REGISTER OF MEMBERS AND SHARE TRANSFER REGISTER OF THE COMPANY WILL REMAIN CLOSED FROM SEPTEMBER 20, 2012 TO SEPTEMBER 28, 2012 (BOTH DAYS INCLUSIVE).

# SWAGTAM TRADING & SERVICES LTD

Registered office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

## DIRECTORS REPORT

To The Shareholders,

The Directors of your company have pleasure in presenting the 27<sup>th</sup> Annual Report and the audited statement of Accounts for the year ended 31<sup>st</sup> March 2012.

## FINANCIAL RESULTS & OPERATIONS

The business of the company during the year under consideration resulted in profit of Rs. 4,02,095/- (Previous year profit of Rs 4,07,937/-

During the year under review, the company has taken various steps to improve business activities. Despite depressed market conditions, the performance of the Company during the year under review should be considered satisfactory.

## DIVIDEND

Following the conservative approach, your Directors do not recommend any dividend for the said period.

## DEPOSITS

The company has not accepted/invited any deposits from the public/shareholders u/s 58A of the companies Act 1956. However the company has accepted inter-corporate loans.

## AUDITORS

The shareholders are requested to appoint Auditors of the company for the current year to hold office till the conclusion of the next Annual General Meeting, M/s Ghosh Khanna & Co, Chartered Accountants, the retiring auditors, being eligible to offer themselves for reappointment.

The observation made in the Auditors Report are self-explanatory and therefore, do not call for any further comments under section 217 of the companies Act, 1956.

## PARTICULARS OF EMPLOYEES

There were no employees during the year in receipt of remuneration as per section 217(2A)(a) of the Companies act 1956 read with the Companies (Particulars Of Employees) Rules 1975.

## CONSERVATION OF ENERGY TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE :

Energy Conservation	:N.A.
Technology Absorption	:N.A.
Foreign Exchange Earning out go	:NIL.

## CORPORATE GOVERNANCE :

The SEBI has introduced a code of Corporate Governance for implementation by the listed companies through amendment in the listing agreement. As per the amendment, this code is required to be implemented having paid-up capital of Rs. 3 crores or more.

## DIRECTORS' RESPONSIBILITY STATEMENT :

1. In the preparation of the Annual Accounts, the applicable accounting standards has been followed along with proper explanations relating to material departures.
2. The directors had selected such accounting policies and applied them consistently and 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 or loss of the company for the 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; and
4. The directors had prepared the annual accounts on going concern basis.
5. The company has not accepted any public deposits during the year and hence no particular / information required u/s 5(1) of NBFC Public Deposits (RB) Directions, 1998 are required to be given.

## SECRETARIAL COMPLIANCE AS REQUIRED U/S 383A

Secretarial compliance report is enclosed as required u/s 383A of the Companies Act, 1956.

By order of Board of Directors

For SWAGTAM TRADING & SERVICES LTD

(D.S. Bhandari)

Director

(M M Saklani)

Director

PLACE : NEW DELHI  
DATED : 24.08.2012



**AUDITORS REPORT TO THE SHAREHOLDERS OF SWAGTAM TRADING & SERVICES LTD.**

1. We have audited the attached balance sheet of Swagtam Trading & Services Limited as at 31<sup>st</sup> March, 2012, and also the statement of profit and loss and the cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003, as amended by the Companies (Auditors' Report) (Amendment) Order, 2004 issued by the central government of India in terms of sub-section (4A) of section 227 of the companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the annexure referred to above, we report that:
  - i. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - ii. In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books.;
  - iii. The Balance Sheet, statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.;
  - iv. In our opinion, the Balance Sheet, statement of Profit and Loss and Cash Flow Statement dealt with by this report, subject to Notes. no 1.5 of significant accounting policies regarding non provision of diminution in the value of investment, comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
  - v. On the basis of written representations received from the directors, as on 31<sup>st</sup> March 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March 2012 from being appointed as a director in terms of clause (g) of subsection (1) of section 274 of the Companies Act, 1956;
  - vi. In our opinion and to the best of our information and explanations given to us, subject to pt. No. 4 (iv) above and Note No. 2.18 of Notes to Account, regarding doubtful recovery of an advance of Rs. 91,43,718/- out of total advances of Rs.91,58,718/- and non recognition of interest income on entire advances, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
    - a) in the case of balance sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2012;
    - b) in the case of statement of profit and loss, of the profit for the year ended on that date and ;
    - c) in the case of the cash flow statement, of the cash flows for the year ended on that date.



**For GHOSH KHANNA & CO.**  
**Firm Registration No.-003366N**  
Chartered Accountants

*Ashish Ghosh*

(Ashish Ghosh)  
Partner

Membership No.-081732

PLACE: NEW DELHI  
DATED : 24.08.2012

ANNEXURE TO AUDITORS REPORT

SWAGTAM TRADING & SERVICES LTD

**Referred to in paragraph 3 of our report of even date,**

1. The company does not have any fixed assets.
2. The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
3. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
4. The inventory consists of shares and we have verified the shares held by Company from the D Mat statement shown to us and found the same in agreement with the books of accounts. No discrepancy is found in examining the said D Mat statement.
5. On the basis of our examination of the record of inventory, we are of the opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book record were not material.
6. The company has taken loans/advances, secured or unsecured from 3 companies amounting to Rs. 8.99 lacs covered in the register maintained under section 301 of the Companies Act, 1956.
7. The company has granted loans/advances, secured or unsecured to one company amounting to Rs. 0.15 Lacs covered in the register maintained under section 301 of the Companies Act, 1956
8. The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest. The parties have repaid the principal amount as stipulated and have been regular in the payment of interest.
9. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
10. In our opinion and according to the information and explanations given to us the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 and exceeding the value of Five Lakh rupees in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
11. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public except the inter-corporate loans. The provisions of Sections 58A and 58AA of the Companies Act, 1956, and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the company. No order has been passed by the National Company Law Tribunal.
12. The provisions relating to comment on internal audit system are not applicable to your company.
13. The Central Government has not prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the company.
14. According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including income-tax, wealth-tax, cess and other statutory dues applicable to it and no such statutory dues were outstanding as at 31.03.2012 for a period of more than six months from the date they became payable.
15. According to the records of the company, there are no dues of sales tax, income tax, customs tax. Wealth tax, excise duty, cess, which have not been deposited on account of any dispute.





16. The accumulated losses of the company are more than fifty percent of its net worth. The company has not incurred cash loss during the financial year covered by our audit and the company has also not incurred cash losses immediately preceding financial year.
17. The Company has neither accepted any loans from financial institution / bank nor issued any debentures.
18. Based on our examination of documents and records, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
19. Based on our examination of the records and evaluation of the related internal controls, we are of the opinion that proper records have been maintained of the transactions and contracts and timely entries have been made in those records in respect of shares, securities, and other investments dealt in and traded by the company. We also report that the company has held the shares, securities, and other securities in its own name.
20. The company has not given any guarantee for loans taken by others from bank or financial institutions.
21. The company has not taken any term loan.
22. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the act.
23. During the period covered by our audit report, the company has not issued any debentures.
24. During the year the company has not raised any money from public issues.
25. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
26. The Company has applied to Reserve Bank of India for registration vide application dated 28.6.1997 but the application was rejected by RBI vide letter DNBS.ND.No.5768/Rej (S-883)/1999-2000 dtd. 10.06.2000.
27. All other provisions of the Order are not applicable to the company.



For GHOSH KHANNA & CO.,  
**Firm Registration No.-003366N**  
*Chartered Accountants*

*Ashish Ghosh*  
(Ashish Ghosh)  
Partner

Membership No.-081732

PLACE : NEW DELHI  
DATED : 24.08.2012