



**TRANS FINANCIAL RESOURCE LIMITED**

**CIN- L65910GJ1994PLC022954**

**REGISTERED OFFICE:**

**4TH FLOOR, VAGHELA AVENUE, NR. HAVMORE  
RESTAURANT, NAVRANGPURA, AHMEDABAD-  
380009**

**ANNUAL REPORT  
2015-16**

➤ **BOARD OF DIRECTORS:**

NAME OF THE DIRECTOR	DIN	DESIGNATION
MR. HARISHKUMAR RAJPUT	06970075	MANAGING DIRECTOR & CFO
MR. JAIMINKUMAR SHAH	06920281	ADDITIONAL INDEPENDENT DIRECTOR
MRS. PRITI PATEL	01942347	NON EXECUTIVE DIRECTOR
MRS. BHARTI SHARMA	07440079	ADDITIONAL INDEPENDENT DIRECTOR

➤ **COMPANY SECRETARY & COMPLIANCE OFFICER:**

MR. DHANAJAY TRIVEDI

➤ **AUDITORS:**

**M/S. HARISH V. GANDHI & CO**  
D-307, TITANIUM CITY CENTER,  
100' ANANDNAGAR ROAD,  
SATELLITE,  
AHMEDABAD-380015

➤ **REGISTRAR & SHARE TRANSFER AGENT:**

**M/S. LINK INTIME INDIA PVT LTD**  
C-13, PANNALALSILK MILLS COMPOUND,  
LBS MARG,  
BHANDUP (WEST),  
MUMBAI - 400078  
**Contact No.:** 022 - 2594 6970  
**FAX:** 022 - 2594 6969  
**Mail ID:** [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

➤ **STOCK EXCHANGES WHERE THE SHARES OF THE COMPANY ARE LISTED:**

- I. **BSE LIMITED**  
25<sup>TH</sup> FLOOR, P. J. TOWERS,  
DALAL STREET, FORT,  
MUMBAI - 400001
- II. **AHMEDABAD STOCK EXCHANGE LTD**  
KAMDHENU COMPLEX, OPP. SAHJANAND COLLEGE,  
PANJARAPOLE, AMBAWADI,  
AHMEDABAD- 380 015

## NOTICE

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NOTICE IS HEREBY GIVEN THAT 21<sup>ST</sup> ANNUAL GENERAL MEETING OF **TRANS FINANCIAL RESOURCES LIMITED** WILL BE HELD AT REGD. OFFICE AT 4TH FLOOR, VAGHELA AVENUE, NR. HAVMORE RESTAURANT, NAVRANGPURA, AHMEDABAD-380009 ON 30<sup>TH</sup> SEPTEMBER, 2016 AT 09.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS:

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### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2016, including the audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. To appoint a Director in place of MRS. PRITI PATEL (DIN: 01942347), who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Auditors and to fix their remuneration and in this regards pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, and Rules framed there under, as amended from time to time, pursuant to recommendation of the Audit Committee of Board of Directors and pursuant to resolution passed by members at the AGM held on 30<sup>th</sup> September, 2015, the appointment of, M/s. **HARISH V. GANDHI& CO** (Membership NO. -037121), as Statutory Auditors of the company to hold office till consecutive period of four(4) financial years be and is hereby ratified at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

**SPECIAL BUSINESS:**

4. To consider and if thought fit to pass with or without modification, the following resolution as a **Ordinary resolution**:

**“RESOLVED THAT** pursuant to the provisions of the section 161 and other applicable provisions ,if any, of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rules, 2014, **MRS. BHARTI SHARMA (DIN: 07440079)**, who was appointed as an additional Director of the Company, be and is hereby appointed as a director of the company.”

5. To consider and if thought fit to pass with or without modification, the following resolution as a **Ordinary resolution**:

**“RESOLVED THAT** pursuant to the provisions of the section 161 and other applicable provisions ,if any, of the Companies Act, 2013, **MR. JAIMINKUMAR SHAH (DIN: 06920281)** who was appointed as an additional Director of the Company, be and is hereby appointed as a director of the company.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, Appointment of **MR. HARISHKUMAR RAJPUT (DIN: 06970075)** as the Managing Director of the Company for a consecutive period of 5 (five) years with effect from 17<sup>TH</sup> February, 2016, upon terms and conditions including remuneration to be mutually decided by the board of directors in consultation with Mr. Harishkumar Rajput by entering into agreement with Mr. Harishkumar Rajput be and is hereby approved.”

**Place: AHMEDABAD**  
**Date: 12/08/2016**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR, TRANS FINANCIAL RESOURCES LIMITED**

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**MR. JAIMINKUMAR SHAH**  
**Additional Director**  
**(DIN: 06920281)**

**NOTES: -**

1. A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member of the company. Instrument of proxy in order to be effective must be received by the company not less than 48 hours before the meeting.
2. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment is annexed hereto.
4. As a measure of economy, Annual Report will not be distributed at the Meeting. So, members are requested to bring their copy of Annual Report with them to the Annual General Meeting.
5. Members intending to require information about Accounts to be explained in the Meeting are requested to inform the Company at least 7 days in advance of the Annual General Meeting.
6. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, the Notice along with Explanatory Statement is being sent to all the members, whose names appear in the Register of Members / List of Beneficial Owners, received from NSDL / CDSL as on close of business hours on, **12<sup>TH</sup> AUGUST, 2016**. The Notice along with Explanatory Statement is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding).
7. For Members whose email IDs are not registered, physical copies of the Notice are being sent by permitted mode. The Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
8. The Register of Members and Share Transfer Books of the Company will remain closed from 24<sup>th</sup> Sept, 2016 to 30<sup>th</sup> Sept, 2016 (both days inclusive).

9. Members are requested to quote Folio number in all their correspondences.
10. Members are requested to inform the company immediately the changes, if any, in their address specifying full address in Block Capital Letters with Pin code of the post office.
11. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2016 is uploaded on the Company's website and may be accessed by the members.
12. Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Annual General Meeting of the Company.
13. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.

## **Explanatory Statement**

### **(Pursuant to section 102 of the Companies Act, 2013)**

*As required by section 102 of the Companies Act, 2013 (The 'Act'), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 to 6 of the accompanying Notice:*

#### **Item No- 4:**

The Board of Directors of the Company, at its meeting held on 17<sup>th</sup> February, 2016, had appointed Mrs. Bharti Sharma (DIN: 07440079), as an Additional Director of the Company. The Board is confident that with her extensive business knowledge, experience and expertise in the field of shares & stock and some administrative expertise, she would definitely enhance the Board's strength and dynamism. Since, the tenure of appointment of Mrs. Bharti Sharma as an Additional Director is going to expire at this Annual General Meeting, approval of members of the Company is being sought in order to confirm her directorship pursuant to Section 161 and other applicable provisions of the Companies Act, 2013.

Your Directors recommend passing of the enabling Resolution in item no. 4 as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives except Mrs. Bharti Sharma is concerned or interested, financially or otherwise, in the resolution set out at Item No.4.

#### **Item No- 5:**

The Board of Directors of the Company had appointed Mr. Jaiminkumar Shah (DIN: 06920281) as an Additional Director of the Company. The Board is confident that with his extensive business knowledge, experience and expertise in the field of share & stocks market and business of trading, hire purchasing and leasing, he would definitely enhance the Board's strength and dynamism. Therefore, Board of Directors of the Company is going to appoint him as a director of the company at this forthcoming Annual General Meeting, approval of members of the Company is being sought in order to confirm his directorship pursuant to Section 161 and other applicable provisions of the Companies Act, 2013.

Your Directors recommend passing of the enabling Resolution in item no. 5 as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives except Mr. Jaiminkumar Shah is concerned or interested, financially or otherwise, in the resolution set out at Item No.5.

**Item No. 6:**

Board of Directors have proposed the appointment of Mr. Harishkumar Rajput as the Managing Director of the Company for a consecutive period of 5 (five) years with effect from 17<sup>th</sup> February, 2016, subject to the approval of the members in the general meeting to be held on 30th September, 2016. The Board is confident that with his extensive business knowledge, experience in business of trading, managing the portfolio, he would definitely enhance the Board's strength and dynamism. The terms and conditions including remuneration are to be mutually decided by the board of directors in consultation with him at the time of his appointment.

Your Directors recommend passing of the enabling Resolution in item no. 7 as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives except Mr. Harishkumar Rajput is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

**Place: AHMEDABAD**  
**Date: 12/08/2016**

**BY ORDER OF THE BOARD OF DIRECTORS,  
FOR, TRANS FINANCIAL RESOURCES LIMITED**

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**MR. JAIMINKUMAR SHAH**  
**Additional Director**  
**(DIN: 06920281)**



**Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment as the forthcoming Annual General Meeting:**

➤ **MR. HARISHKUMAR RAJPUT(DIN: 06970075) – MANAGING DIRECTOR**

**MR. HARISHKUMAR RAJPUT** (DIN: 06970075) holds bachelor of Commerce and **has expertise in trading in shares & stock market and manage the portfolio**. Below is a list of other companies in which MR. HARISHKUMAR RAJPUT is a Director and chairman / member of Board Committees of other companies:

<b>No.</b>	<b>List of other directorship</b>	<b>Chairmanship / Membership of Committees of the Board of other companies</b>
1	RADHE DEVELOPERS (INDIA) LIMITED	-

Shareholding in the Company: NIL

➤ **MR. JAIMINKUMAR SHAH (DIN: 06920281) – INDEPENDENT DIRECTOR**

**MR. JAIMINKUMAR SHAH** (DIN: 06920281) holds bachelor of Commerce and **has expertise in field of share & stocks market and business of trading, hire purchasing and leasing**. Below is a list of other companies in which MR. JAIMINKUMAR SHAH is a Director and chairman / member of Board Committees of other companies:

<b>No.</b>	<b>List of other directorship</b>	<b>Chairmanship / Membership of Committees of the Board of other companies</b>
1	TRANS FISCAL PRIVATE LIMITED	-
2	SHRI AMBICA SEEDS COMPANY PRIVATE LIMITED	-
3	GOLDEN CAPITAL SERVICES LIMITED	Chairman
4	SAFFRON FINANCE LIMITED	-

Shareholding in the Company: NIL

➤ **MRS. BHARTI SHARMA (DIN: 01942347 ) – ADDITIONAL DIRECTOR**

**MRS. BHARTI SHARMA (DIN: 07440079)** holds bachelor of Commerce and has **expertise in field of portfolio Management and other administrative work**. Below is a list of other companies in which MRS. BHARTI SHARMA is a Director and chairman / member of Board Committees of other companies:

<b>No.</b>	<b>List of other directorship</b>	<b>Chairmanship / Membership of Committees of the Board of other companies</b>
1	N.A	N.A

Shareholding in the Company: NIL