

TWIN ROSES TRADES & AGENCIES LIMITED

25TH ANNUAL REPORT AND ACCOUNTS

31ST MARCH, 2010

CERTIFIED TRUE COPY

For Twin Roses Trades & Agencies Limited



Director/Authorised Signatory

TWIN ROSES TRADES & AGENCIES LIMITED

Regd. Office: 84-A, Mittal Court, 8th Floor, 224, Nariman Point, Mumbai 400 021.
Tel.:22022364/65, Fax: 22871046

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF TWIN ROSES TRADES & AGENCIES LIMITED WILL BE HELD ON WEDNESDAY, 29TH SEPTEMBER, 2010 AT 10.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 84-A, MITTAL COURT, 8TH FLOOR, 224, NARIMAN POINT, MUMBAI 400 021 TO TRANSACT THE FOLLOWING ORDINARY BUSINESSES:

1. To consider and adopt the audited Balance Sheet as at 31st March, 2010, Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors attached therewith.
2. To appoint a Director in place of Shri Udaykumar C. Damani, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and fix their remuneration.

SPECIAL BUSINESS:

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

"RESOLVED THAT Shri Hitesh M. Vora, who was appointed as an Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956 and provisions of the Articles of Association of the Company, and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, from a member, in writing, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company subject to retirement by rotation under the Articles of Association of the Company."

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Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
2. The Register of Members and Transfer Books of the Company will be closed from 22nd September, 2010 to 29th September, 2010 (both days inclusive).

By Order of the Board of Directors


SRIVALLABH GOYAL
COMPANY SECRETARY

PLACE: Mumbai

DATED: 2nd September, 2010

Registered Office:
84-A, Mittal Court,
224, Nariman Point,
Mumbai 400 021

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

ITEM NO. 4

Shri Hitesh M. Vora was appointed as an Additional Director of the Company with effect from 30th January, 2010. Pursuant to Section 260 of the Companies Act, 1956, and Articles of Association of the Company, Shri Hitesh M. Vora, holds office as an Additional Director up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with a deposit of Five hundred rupees proposing the candidature of Shri Hitesh M. Vora for the office of Director of the Company under the provisions of Section 257 of the Companies Act, 1956.

The Board considers that it is desirable that the Company continues to avail of his services and accordingly, recommends the resolution for the approval of the Members.

Save and except Shri Hitesh M. Vora, none of the other Directors of the Company is, in any way, concerned or interested in this Resolution.

By Order of the Board of Directors


SRIVALLABH GOYAL
COMPANY SECRETARY

PLACE: Mumbai
DATED: 2nd September, 2010

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DIRECTORS' REPORT

To the Members,

The Directors have pleasure in presenting their Twenty Fifth Annual Report and the audited accounts for the financial year ended 31st March, 2010.

WORKING:

During the year under report, your Company earned income of Rs.0.87 Lakhs. After incurring necessary expenses, the Company earned a net profit of Rs.0.21 Lakhs. Your Directors continue their efforts to improve the working of the Company.

DIVIDEND:

Your directors do not recommend any dividend for the year under report.

DIRECTOR :

During the year, Shri Hitesh M. Vora was appointed as an Additional Director with effect from 30th January, 2010. He holds office upto the date of ensuing Annual General Meeting and is eligible for reappointment. The Company has received notice under Section 257 of the Companies Act, 1956, proposing his appointment as Director, subject to retirement by rotation.

Shri Udaykumar C. Damani retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

Shri Vijay R. Agarwal has resigned from the Board of Directors of the Company with effect from 30th January, 2010. The Board of Directors place on record its appreciation for the valuable services rendered by him during the tenure of his office.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Board of Directors of your Company confirm:

- (i) that in the preparation of the accounts for the financial year ended 31st March, 2010, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that your Directors have selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so