

ANNUAL REPORT
VINADITYA TRADING CO. LTD.
FINANCIAL YEAR 2013-14


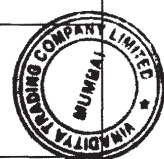

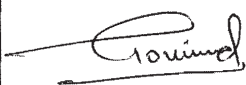

Mahesh



Reg. off: Office No. 12, 4th Floor, 68, Sai Sadan, Janmabhoomi Marg, Hutatma Chowk, Fort,
Mumbai – 400001, Maharashtra. E-mail – info@aacs.in, CIN - L51900MH1981PLC024340

FORMA

Format of covering letter of the annual audit report to be filed with the stock exchanges

1.	Name of the Company:	Vinaditya Trading Company Limited
2.	Annual financial statements for the year ended	31 st March, 2014
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	N.A.
5.	To be signed by	
	Director	 Mahendra Sitaram Pipalwa 
	Chief Financial Officer	 Bhaskar Shetty
	Auditor of the company	Refer our Audit Report dated 28 th May, 2014 On the Standalone financial statements of the Company For Sara & Associates, Chartered Accountants Firm Reg. No. 120927W  Govind Gopal Sharma Partner M.No. 132454
	Audit Committee Chairman	
	Chairman	 Satyaprakash S. Pathak

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NOTICE IS HEREBY GIVEN that the Thirty Third Annual General Meeting of the members of Vinaditya Trading Company Limited will be held on **30th September, 2014** at 4:00 p.m. at registered office of the company at Office No. 12, 4th Floor, 68, Sai Sadan, Janmabhoomi Marg, Hutatma Chowk, Fort, Mumbai – 400001 to transact following business.

A. Ordinary Business

1. To receive consider and adopt the Audited Balance Sheet as on 31st March, 2014 and Profit & Loss Account for the year ended as on that date together with the report of the Directors and Auditors thereon.
2. Re – appointment of Mr. Mahendra Sitaram Pipalwa as a Director of the Company whose term of office retires by rotation at this Annual General Meeting and offers himself for re-appointment.
3. To appoint the 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 subject to the provisions of Section 139, 142 read with Companies (Audit and Auditors) Rules 2014 and other applicable provisions, of the Companies Act, 2013, M/s. Sara & Associates, Chartered Accountants, Mumbai be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting up to the conclusion of the 37th Annual General Meeting subject to ratification by the shareholders annually and to audit the accounts of the Company for the financial year 2014 -15 at a remuneration to be fixed by the Board of Directors on the recommendation of the Audit Committee of Directors.”

“RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorised to file necessary e-form with the Registrar of Companies to give effect to the said resolution.”

B. Special Business

4. **Appointment of Mr. Mohandas Kotiappa Kankanady as Independent Director of the Company: -**

To consider and if thought fit, to pass with or without modifications(s) the following resolution as Ordinary Resolution:

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"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Mohandas Kotiappa Kankanady (DIN: 03144356), appointed as an Additional Director of the Company w.e.f. 02nd May, 2014 and whose term of office expires at this Annual General Meeting and who has offered himself for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 consecutive years from the conclusion of this meeting and he shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorized to do all acts, deeds, things and to file prescribed e-form with Registrar of Companies to give effects to the said resolution."

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
VINADITYA TRADING COMPANY LIMITED

SD/-

Mahendra S. Pipalwa

Director

DIN: - 02369232

Registered Office:

Office No. 12, 4th Floor, 68,
Sai Sadan, Janmabhoomi Marg,
Hutatma Chowk, Fort,
Mumbai – 400001

Place: - Mumbai

Date: - 05th September, 2014.

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NOTES:

1. A member entitled to vote and attend at the meeting is entitled to appoint one or more proxies to attend and votes instead of himself and a proxy need not be a member of company. Proxies, in order to be effective, must be received at the registered office of the company, not less than forty-eight hours before the commencement of the meeting.
2. Pursuant to the provisions of the Section 91 of the Companies Act 2013, The Registers of Members and Transfer Books of the company shall remain close from Tuesday the 23rd September, 2014 to Monday the 29th September, 2014 (both days inclusive) in connection with Annual General Meeting.
3. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 33rd AGM by electronic means and the business may be transacted through e-Voting services provided by CDSL:
4. Explanatory Statement pursuant to section 102 of the Companies Act, 2013 forms part of this Notice.
5. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company (Adroit Corporate Services Pvt. Ltd) Members are requested to keep the same updated.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company.

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Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013:

Item No. 4: -

The Board has appointed Mr. Mohandas Kotiappa Kankanady as Independent Director of the company to comply with the requirements of Companies Act, 2013 and to hold office up to the conclusion of 38th Annual General Meeting from the conclusion of this Annual General Meeting. In terms of the provisions of Section 149 of the Companies Act 2013, his appointment as additional Director is to be finalized by the members of the company.

Mr. Mohandas Kotiappa Kankanady has no other material interest in the company

Your Directors recommend the resolution for your approval.

Except Mr. Mohandas Kotiappa Kankanady no other Directors, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolutions mentioned at Item No. 4 in the Notice.

Details of Retiring Director: -

Sr. No.	Name of Director	DIN	Original date of appointment	Address	Directorship in Other Companies
1	Mahendra S Pipalwa	02369232	15/12/2011	B-504, Navdurga Apartments, Sector 19A, Nerul East, Navi Mumbai, 400706, Maharashtra, INDIA	1) Clarus Advisors (India) Private Limited 2) Suvidha Stock Management Private Limited

By Order of the Board of Directors
VINADITYA TRADING COMPANY LIMITED
SD/-
Mahendra S. Pipalwa
Director
DIN: - 02369232

Registered Office:

Office No. 12, 4th Floor, 68,
Sai Sadan, Janmabhoomi Marg,
Hutatma Chowk, Fort,
Mumbai – 400001
Place: - Mumbai
Date: - 05th September, 2014.

VINADITYA TRADING COMPANY LIMITED

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Form No. MGT-11

Proxy form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]*

CIN: L51900MH1981PLC024340

Name of the company: Vinaditya Trading Company Limited

Registered office: Office No. 12, 4th Floor, 68, Sai Sadan, Janma Bhoomi Marg, Hutatma Chawk,
Fort, Mumbai - 400001.

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the holder (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

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3. Name:

Address:

E-mail Id:

Signature:.....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting/ Extraordinary general meeting of the company, to be held on the 05th day of September, 2014 At 04:00 p.m. at the registered office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.....

2.....

3.....

Signed this..... day of..... 20....

Affix Revenue Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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**RECORD OF ATTENDANCE OF THE ANNUAL GENERAL MEETING OF VINADITYA TRADING
COMPANY LIMITED HELD ON 30TH DAY OF SEPTEMBER, 2014 AT 04.00 P.M. AT REGISTERED OFFICE
ADDRESS OF THE COMPANY.**

Serial No	Name of the Directors/Members	Signature
1		
2		
3.		
4.		
5.		
6.		
7.		
8.		
9.		
10.		
11.		

Place: - Mumbai

Date: - 05/09/2014.