

VINADITYA TRADING CO. LTD.

Registered Office:

*State Bank Building Annexe
Bank Street, Fort
MUMBAI 400 023*

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Annual Report & Accounts

for the year ended

31st March, 2009

VINADITYA TRADING COMPANY LIMITED

Registered Office: State Bank Building Annexe, Bank Street, Fort, Mumbai 400 023

NOTICE

NOTICE IS HEREBY GIVEN that the Twenty-Seventh Annual General Meeting of Vinaditya Trading Company Limited will be held on 30th September, 2009 at 3.30 p.m. at the registered office of the Company at State Bank Building Annexe, Bank Street, Fort, Mumbai 400 023 to transact the following business –

01. To receive and adopt the Directors' Report and Audited Profit & Loss Account of the Company for the year ended 31st March, 2009 and the Balance Sheet as at that date.
02. To appoint a Director in place of Mr. C.N.V. Nair who retires by rotation and being eligible offers himself for reappointment.
03. To appoint Auditors for the period viz., from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS


S.G. BOHRA
DIRECTOR

Mumbai, dated 30th June, 2009.

- NOTE
- (1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.
 - (2) The Register of Members and the Share Transfer Books of the Company shall remain closed from Saturday, the 27th September, 2008 to Tuesday, the 30th September, 2008 (both days inclusive) for the purpose of Annual General Meeting.

VINADITYA TRADING COMPANY LIMITED

Registered Office: State Bank Building Annexe, Bank Street, Fort, Mumbai 400 023

DIRECTORS' REPORT

The Members of
VINADITYA TRADING COMPANY LIMITED

Your Directors have pleasure in presenting before you their Twenty-eighth Annual Report together with the audited statement of accounts for the year ended 31st March, 2009.

During the year under review the working of the company has resulted into a loss of Rs. 62,599, after making a short provision of Rs.8,651 for Income Tax for earlier years. After deducting the said amount from the carried forward profit of Rs.19,23,440, the balance surplus of Rs.18,60,841 is carried forward to the next year's accounts. In order to conserve resources, the directors do not recommend payment of any dividend.

Mr. C.N.V. Nair, a Director of the Company, retires by rotation at the ensuing annual general meeting and is eligible for reappointment.

During the year the Company had no employee of the category indicated U/s 217 (2A) of the Companies Act, 1956.

Pursuant to Section 217(2AA) of the Companies (Amendment) act, 2000, the Directors state as under :

- (i) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures ;
- (ii) that the directors had selected such accounting policies and applied them consistently and made judgements 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 loss of the Company for that period ;
- (iii) that 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;
- (iv) that the directors had prepared the annual accounts on a going concern basis.

Pursuant to the provisions of the Companies Act, 1956, the accounts together with Directors' Report of ANR INVESTMENTS LIMITED, the company's subsidiary, for the year ended 31st March, 2009 are attached to the balance sheet of the Company.

Pursuant to the proviso to sub-section (1) of Section 383A of the Companies Act, 1956 and the Rules made there under, the requisite Secretarial "Compliance Certificate" is attached to this Report.

As the Company is not a manufacturing unit and has also not used or earned any foreign exchange during the year, the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 as framed U/s. 217(1)(e) of the Companies Act, 1956 may be considered as Nil.

M/s. K.D. Vyas & Co., Chartered Accountants, Mumbai, the Auditors of the Company, retire at the forthcoming Annual General Meeting and approval of members is being sought at the Annual General Meeting for their re-appointment.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS


S.G. BÔHRA
DIRECTOR

Mumbai, dated 30th June, 2009.

K. D. Vyas & Co.

Chartered Accountants

301, Siddheshwar Heights
Mogul Lane, Mahim,
Mumbai - 400 016.
Tel. : 2422 3781.**Kamlesh D. Vyas**

B. COM. LL. B. F.C.A.

AUDITORS' REPORT

To
The Members of
Vinaditya Trading Company Limited

1. We have audited the attached Balance Sheet of **Vinaditya Trading Company Limited** as at 31st March 2009 and the Profit & Loss Account for the year ended on that date annexed thereto.

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards required 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 the 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 (hereinafter referred to as "the Order") issued by the Central Government of India in terms of Section 227(4A) 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 purpose of our audit;
- ii) In our opinion, the Company has kept proper books of account as required by law so far as appears from our examination of the books.
- iii) The Balance Sheet and the Profit & Loss Account dealt with by this report are in agreement with the books of account.
- iv) In our opinion, the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Section (3C) of Section 211 of the Companies Act, 1956.

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K. D. Vyas & Co.

Chartered Accountants

Kamlesh D. Vyas

COM. LL. B. F.C.A.

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Tel. : 2422 3781.

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- v) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with notes thereon 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 the Balance Sheet, of the state of affairs of the Company as at 31st March 2009; and
- (b) in the case of the Profit and Loss Account, of the Loss for the year ended on that date;
- (c) in the case of the Cash Flow Statement, of the Cash Flow for the year ended on that date;

5. On the basis of written representations received from the Directors as on 31st March 2009 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2009 from being appointed as a Director in terms of Clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956.

For K.D. VYAS & Co.
Chartered Accountants

(K.D. VYAS)
Proprietor
Membership No.14613

Mumbai, dated 30th June, 2009

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K. D. Vyas & Co.

Chartered Accountants

Kamlesh D. Vyas

B. COM. LL. B. F.C.A.

301, Siddheshwar Heights
Mogul Lane, Mahim,
Mumbai - 400 016.
Tel. : 2422 3781.**Annexure to the Auditors' Report**

Referred to in Paragraph 3 of our report of even date on the accounts of Vinaditya Trading Company Limited for the year ended 31st March 2009.

1. The Company does not own any Fixed Assets.
2. The Clauses (i), (ii), (iii), (iv), (v), (vi), (xii), (xiii), (xv), (xvi), (xvii), (xviii), (xix), (xx) and (xxi) are not applicable to the Company during the year.
3. The Company has not taken loans; secured or unsecured from Companies, Firms or other Parties listed in the Register maintained under Section 301 of the Companies Act, 1956.
4. The Company has granted loans and advances in the nature of the loans to a Company and the same is interest-free and there are no stipulations as to its repayment.
5. 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.
6. The Company has not purchased during the year Stores, Raw Materials and Finished Goods exceeding Rs. 5 lacs in value from the firm or companies or other parties in which the Directors are interested.
7. The Company's Paid-up Capital is less than Rs.50 lacs and the Turnover is less than Rs.5 crores as envisaged in Clause (xv) of the Order under Report, the provisions as regards to Internal Audit are not attracted.
8. The Central Government has not prescribed maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
9. There was no employee during the year entitled to Provident Fund or ESIS.
10. According to the information given to us, there are no disputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Customs Duty and Excise Duty and remaining outstanding on the last day of the Financial Year.
11. The investments in Shares and Units of Mutual Funds have been properly recorded.

For K.D. VYAS & Co.
Chartered Accountants

(K.D. VYAS)

Proprietor

Membership No.14613

Mumbai, dated 30th June, 2009.

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