

WHITE HALL COMMERCIAL COMPANY LTD.

23RD ANNUAL REPORT **2008-09**

Report  junction.com

WHITE HALL COMMERCIAL COMPANY LTD.

REGD. OFFICE : 5, Kamdar Shopping Centre, 1st Floor, V. S. Khandekar Marg,
Vile Parle (East), Mumbai - 400 057.

NOTICE

NOTICE is hereby given that the 23rd Annual General Meeting of the Members of **WHITE HALL COMMERCIAL COMPANY LIMITED.** will be held at the Registered Office of the Company at 5 Kamdar Shopping Centre, V S Khandekar Marg, Vile Parle (E), Mumbai - 400057 on Tuesday, the **29th day of September, 2009 at 1.00 P.M.** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March 2009 and the Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon
2. To appoint a Director in place of Shri Rohit Shah, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers him for reappointment.
3. To appoint a Director in place of Shri Kantilal Parekh, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.
4. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

FOR AND ON BEHALF OF THE BOARD

PLACE:MUMBAI
DATED : 29th June, 2009


SHRI KETAN KAPASI
DIRECTOR


SHRI ROHIT SHAH
DIRECTOR

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.**
- 2. Proxies, in order to be effective, must be received at the Company's Registered Office not later than 48 (forty-eight) hours before the time fixed for the holding the meeting.**
3. The Register of Members and Share Transfer Books shall remain closed from **23rd Wednesday, 2009 to 29th Tuesday, 2009** (both days inclusive).
4. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Compliance Officer of the Company, so as to reach the Registered Office of the Company at least seven days before the date of the meeting, to enable the Company to make available the required information at the meeting to the extent possible.
5. Members are requested to bring their copy of Annual Report to the meeting.
6. Members are requested to bring the Attendance slip sent herewith duly filled for attending the meeting.
7. The relevant details as required by Clause 49 of the Listing Agreement entered into with the Stock Exchange, of persons, seeking re-appointment as Directors under Item Nos. 2 and 3 above, is annexed.

BRIEF RESUME OF PERSONS PROPOSED TO BE RE-APPOINTED AS DIRECTORS OF THE COMPANY AT THE ANNUAL GENERAL MEETING:

Name	Mr Kantilal Parekh	Shri Rohit Shah
Age	69Years	50Years
Qualifications	S.S.C	B.E. CIVIL
Expertise in specific functional areas	Chemical Trade	Sub Broker
Directorship in other Companies	1) Sodium Metal Pvt. Ltd. 2) Nirzar Rasayan Pvt. Ltd.	1) Hightide Invest. Pvt. Ltd 2) Blackhill Invest. Pvt. Ltd. 3) Graypoint Invest. Pvt. Ltd. 4) DCS Infotech Pvt. Ltd. 5) Vision Management Ser. Pvt. Ltd. 6) Robust Marketing Services Pvt. Ltd. 7) Prestine Property Management Pvt. Ltd. 8) Mahadhan Investments & Fin. Pvt. Ltd. 9) Vittakshem Insurance & Fin. Ser. P. Ltd. 10) Signassure Services Pvt. Ltd. 11) Sandhya Commercial Ltd. 12) Priyank Mercantile Ltd.
Name of Cos. in Committees of which holds Members/Chairmanship	N.A	N.A
No. of Shares held in Whitehall commercial Company Limited	100	76050

WHITE HALL COMMERCIAL COMPANY LTD.

REGD. OFFICE : 5, Kamdar Shopping Centre, 1st Floor, V. S. Khandekar Marg,
Vile Parle (East), Mumbai - 400 057.

DIRECTORS' REPORT

To,
THE MEMBERS OF
WHITE HALL COMMERCIAL COMPANY LTD.

Your Directors have pleasure in presenting their 23rd Annual Report, together with the Audited Accounts of the Company for the year ended 31st March, 2009.

FINANCIAL RESULTS:

(In Rupees)

PARTICULARS	CURRENT YEAR 2008 - 09	PREVIOUS YEAR 2007 - 08
Profit / (Loss) Before Tax	(5,01,870)	(2,87,867)
Add : Provision for Deferred Tax Asset	1,45,211	1,32,231
Less : Provision for Fringe Benefit Tax	5,000	3,291
Profit / (Loss) after Tax	(3,61,659)	(1,58,927)
Less : Prior Years' adjustments	40,655	1,115
Profit / (Loss) Account after Prior Years' adjustments	(3,21,004)	(1,60,042)
Add : Balance of Profit & Loss Account	37,73,590	39,33,632
Balance of Profit & Loss Account carried to subsequent year	34,52,587	37,73,590

DIVIDEND:

Directors do not recommend any equity dividend at the Annual General Meeting.

DIRECTORS:

Shri Rohit P. Shah, Director & Shri Kantilal D. Parekh, Director, retire by rotation at the ensuing Annual General Meeting and being eligible, offer them for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Sec. 217 (2AA) of The Companies (Amendment) Act, 2000, the Directors confirm that

1. In the preparation of the annual accounts, the applicable accounting standards have been followed;
2. Appropriate accounting policies have been selected and applied consistently, and have 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 as at 31st March, 2009 and of the Loss of the Company for the year ended on 31st March, 2009;
3. Proper and sufficient care has been taken for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on going concern basis.

Contd...2

WHITE HALL COMMERCIAL COMPANY LTD.

REGD. OFFICE : 5, Kamdar Shopping Centre, 1st Floor, V. S. Khandekar Marg,
Vile Parle (East), Mumbai - 400 057.

: 2 :

AUDITORS:

The M/s. Godse Joshi & Associates., Chartered Accountants, appoints as the Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting, but, being eligible, and offer them for reappointment. In this connection, the Company has received the requisite certificate U/S. 224 (IB) of the Companies Act, 1956.

AUDITORS' REPORT:

The observations made by the Auditors of the Company in their report read with relevant notes as given in the Notes to the Accounts for the year ended 31st March, 2009 are self-explanatory and therefore do not call for any further comments under Section 217(3) of the Companies Act, 1956.

FIXED DEPOSITS:

During the year, the Company has not accepted any deposits from the public except from the exempted categories.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

As the company has not carried out any manufacturing activities, prescribed information regarding compliance of rules relating to conservation of energy, technology absorption and foreign exchange earning and outgo are not applicable to the Company.

EMPLOYEES:

None of the employees are in receipt of remuneration exceeding the limits prescribed u/s.217 (2A) of the companies Act, 1956 and rules made thereunder, during the year.

SECRETARIAL COMPLIANCE CERTIFICATE:

Pursuant to the proviso to Section 383A(1) of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules 2001, Secretarial Compliance Certificate from M/s Rathi & Associates, Company Secretaries in Whole-time Practice, is attached to the Report.

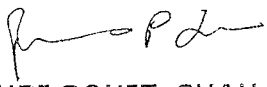
ACKNOWLEDGEMENTS:

The Directors greatly value the support and co-operation received during the year from the Company's Bankers, Statutory Authorities and all organisations connected with its business. The Directors also take pleasure in commending the valuable contributions made by the Company's employees at all levels during the year under review.

FOR AND ON BEHALF OF THE BOARD

PLACE : MUMBAI
DATED : 29th June, 2009


SHRI KETAN KAPASI
DIRECTOR


SHRI ROHIT SHAH
DIRECTOR

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi@gmail.com

SECRETARIAL COMPLIANCE CERTIFICATE FOR THE YEAR ENDED 31ST MARCH 2009 IN RESPECT OF WHITEHALL COMMERCIAL COMPANY LIMITED.

CIN: L51900MH1985PLC035669

Nominal Capital: Rs. 25,00,000/-

To,
The Members,
Whitehall Commercial Company Limited,
Mumbai.

We have examined the registers, records, books and papers of **Whitehall Commercial Company Limited** (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended **31st March 2009** (financial year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. *The Company has filed the forms and returns under the Act and the rules made there under, as stated in Annexure 'B' to this certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities after lapse of stipulated time period respectively by payment of additional fees thereto.*
3. The Company, being a public limited Company, comments are not required.
4. The Board of Directors duly met Four times respectively on 30th June, 2008, 21st July, 2008, 21st October, 2008 and 21st January, 2009 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 8th September, 2008 to 10th September, 2008 and the necessary compliance under Section 154 of the Act in this regard has been made.

6. The Annual General Meeting for the financial year ended 31st March 2008 was held on 10th September, 2008 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra - Ordinary General Meeting was held during the said financial year.
8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
9. The Company has not entered into any contracts falling within purview of Section 297 of the Act.
10. The Company was not required to make entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. The Company has not issued any duplicate share certificate during the financial year.
13. Company:
 - (i) The has not delivered any certificates as there was no allotment/transfer/transmission of securities during the financial year.
 - (ii) has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - (iii) was not required to post warrants to any member of the company as no dividend was declared during the financial year.
 - (iv) was not required to transfer any amount to Investor Education and Protection Fund.
 - (v) has duly complied with the requirements of section 217.
14. The Board of Directors of the company is duly constituted and there was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The Company has not appointed any Managing Director / Whole time Director / Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain the prior approval of the Central Government, Company Law Board, Regional Director, Registrar and/ or any such

