

**YASH TRADING AND FINANCE LIMITED**  
**TWENTY EIGHT ANNUAL REPORT – 2013**

**BOARD OF DIRECTORS (AS ON 28-AUG-2014)**

1. BHARAT BAGRI DIN 01379855
2. SADIQ PATEL DIN 06911684
3. SAMBIT KUMAR KHUNTIA DIN 02974670
4. MANOJA KUMAR PATANAYAK DIN  
02440958
5. MR. KRUSHNA PADHI DIN 03262425

**REGISTERED OFFICE**

**BAGRI NIWAS 53/55 N M PATH MUMBAI 400 002**

**CORPORATE OFFICE**

**1207/A P J TOWERS, DALAL STREET, FORT,  
MUMBAI – 1**

**REGISTRARS**

**PURVA SHAREGISTRY INDIA PRIVATE LIMITED**

**AUDITORS**

**BHATTER AND CO**

## COMPLIANCE CERTIFICATE

To,  
The Members,  
Yash Trading and Finance Limited  
Bagri Niwas, 53/55, N.M. Path,  
Mumbai – 400 002

We have examined the registers, records, books and papers of YASH TRADING AND FINANCE LIMITED ('the Company') as particularly provided by 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, 2013 ('the 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 there under and all entries therein have been recorded.
2. The Company has filed the forms and returns as stated in Annexure 'B' to this Certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company is a Public Limited Company and has the minimum prescribed paid-up capital.
4. The Board of Directors met on 30.05.2012, 13.08.2012, 14.11.2012 and 13.02.2013 in respect of which meetings notices were given and the proceeding were recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from August 09, 2012 to August 13, 2012 during the financial year.
6. The Annual General Meeting for the financial year ended on 31st March 2012 was held on 13<sup>th</sup> August, 2012 after giving due notice to the members of the Company and the resolutions passed thereat were recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the Year.
8. The Company has not advanced loans to its Directors or persons or firms or Companies referred to under Section 295 of the Act, during the financial year.
9. As informed and explained to us, the Company has not entered into contracts, which are falling within the purview of Section 297 of the Act.
10. The Company has made the necessary 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, and members or Central Government as the case may be.
12. The Company has duly issued duplicate certificates during the financial year.
13. During the financial year;
  - a. The share certificates has been issued/ endorsed after transfer of shares during the financial year.
  - b. The Company has not deposited any amount in a separate bank account as no dividend was declared during the financial year.
  - c. The Company has not posted warrants to any member of the Company as no dividend was declared during the year.
  - d. There was no amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued which have remained unclaimed or unpaid for the period of seven years be transferred to Investor Education and Protection Fund.
  - e. The Company has complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is properly constituted. There was no appointment of additional directors/alternate directors or directors to fill casual vacancy during the financial year.
15. Since the paid up Capital of the Company is less than Rs. 5 Crore, The Company is not required to appoint Managing Director/ Whole Time Director/ Manager under Section 269 of the Act 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 approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies, and/or such authorities prescribed under the various provisions of the Act.

18. The Directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. According to the information and explanation given, the Company has not accepted any deposit including any unsecured loan falling under the purview of Section 58A of the Companies Act, 1956 during the financial year.
24. The Company has not made any borrowings during the financial year in respect of provisions of Section 293(1) (d) of the Act.
25. The Company has complied with the provision of Section 372A of the Act with regard to loans given, investment made, or guarantee given or securities provided to other body corporate during the financial year.
26. The Company has not altered the provisions of the Memorandum of Association with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum of Association with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum of Association with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum of Association with respect to share capital of the company during the year under scrutiny.
30. The Company has not altered capital clause of its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company, during the financial year for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not deducted any contribution towards Provident Fund during the financial year in terms of Section 418 of the Act as the said Section is not applicable to the Company.

FOR KOTHARI H. & ASSOCIATES

Company Secretaries

Sd/-

Hitesh Kothari

Proprietor

C. P. No. 5502

Place: Mumbai

Date: April 26, 2013

#### Annexure – A

Registers as maintained by the Company

1. Register of members under Section 150.
2. Register of Share Transfers.
3. Register of particulars of contracts in which directors are interested under Section 301.
4. Register of directors, managing director, manager and secretary under Section 303.
5. Register of director's shareholding under Section 307.
6. Minutes book of General Meetings and Board Meetings under Section 193.
7. Register of Director's Attendance.

#### Annexure – B

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended 31<sup>st</sup> March 2013:

Sr. No.	Form No./ Return	Filed under Section	Purpose of Filling Form	Date of filing	Whether filed within prescribed time Yes/ No	If delay in filing whether requisite additional fee paid Yes/ No
1.	Form 66 (F.Y. 2011-12)	383A	Compliance Certificate	08/09/2012	No	Yes
2.	Form 23AC XBRL & 23ACA XBRL (F.Y. 2011-12)	220	Balance Sheet & Profit & Loss Account	04/12/2012	Yes	No
3.	Form 20B (F.Y. 2011-12)	159	Annual Return	10/10/2012	Yes	No
4.	Form 32	303	Particulars of directors	08/09/2012	Yes	No

FOR KOTHARI H. & ASSOCIATES  
Company Secretaries

Sd/-  
Hitesh Kothari  
Proprietor  
C. P. No. 5502  
Place: Mumbai  
Date: April 26, 2013

## DIRECTORS' REPORT

To the members of YASH TRADING AND FINANCE LIMITED

Your directors have pleasure in presenting the company's 28<sup>th</sup> Annual Report and Annual Accounts for the year ended 31st March, 2013.

### MANAGEMENT OF THE COMPANY

Members are aware that due to poor management of the company, Mr. Bharat Bagri and Mr. Sadiq Patel have been appointed as Directors of the Company on August 5, 2014 at the Extra Ordinary General Meeting called under Section 100 of the Companies Act 2013. Post their being appointed as Directors, the company has strived hard to comply with the various clauses of the Listing Agreement and the provision of the Companies Act, including holding of the 28<sup>th</sup> Annual General Meeting

### FINANCIAL RESULTS:

During the year, there was negligible business carried on by the company, and the company has made a loss of Rs. 8.34 lakh

### DIVIDEND

Since there are no profits during the year, your Directors did not recommend any dividend on equity shares.

### FIXED DEPOSITS

During the year under review, the Company has not accepted any deposit under Section 58A of the Companies Act, 1956, read with Companies (Acceptance of Deposits) Rules, 1975.

### DIRECTORS

In accordance with the Companies Act, 2013, Mr. Manoj Kumar Patanayak DIN 02440958 and Mr. Krishna Padhi DIN 03262425, Directors are retiring by rotation.

The Board has found it not possible to ascertain where the retiring Directors are eligible for re-appointment, nor has received notice expressing their unwillingness to be re-appointed as directors. Therefore, the Board decided to not make any recommendation on the re-appointment of the Directors and left it to the discretion of the members at the Annual General Meeting whether to re-appoint the said Director on the Board of the company.

### AUDITORS & THEIR REPORTS

M/s. Bhatner and Co., Chartered Accountants, Mumbai, Auditors of the Company having Firm Registration No. 131092W, retires at the ensuing Annual General Meeting, are eligible for re-appointment. Their appointment is recommended to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors. The Company has received certificate from the Auditors to the effect that their reappointment, if made, will be in accordance with the provisions prescribed under section 139 and other applicable provisions, if any, of the Companies Act, 2013.

The observations made in the Auditors report read together with the relevant notes thereon, are self explanatory and hence do not call for any comments under Section 217 of the Companies Act, 1956.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGOING

The company has no activity relating to conservation of energy or technology absorption. There have not been any earnings or outgoing in foreign exchange during the year.

### LISTING FEE

The Equity shares of the Company are listed on BSE Limited and the Company has paid annual listing fee upto financial year 2013-2014.

### PARTICULARS AS REQUIRED U/S 217(2A) OF THE COMPANIES ACT, 1956

The company has no employees that have been paid remuneration during the year under sections 217 (2A) of the Companies Act, 1956 (as amended by the companies amendment act, 1988).

### COMPLIANCE CERTIFICATE