

# SWAGTAM TRADING & SERVICES LTD

Registered office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

## NOTICE TO SHAREHOLDERS

Notice is hereby given that the 28<sup>th</sup> Annual General Meeting of the Shareholders of the company will be held on Saturday the 28<sup>th</sup> day of September, 2013 at 11.30 A.M. at the registered office of the company at Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam to transact the following business:

### ORDINARY BUSINESS:

1. To receive consider and adopt the Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March 2013 and the Balance Sheet as at that date and report of Directors & Auditors thereon.
2. To appoint Auditors to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.
3. To appoint a director in place of Mr. D S Bhandari who retires by rotation and being eligible offers himself for reappointment.

By order of Board of Directors  
For SWAGTAM TRADING & SERVICES LTD

  
(M M Saklani)  
Director

Place: NEW DELHI

Date: 26.08.2013

### NOTE:

- 1 A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2 PROXIES SHOULD BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3 MEMBERS ARE REQUESTED TO NOTIFY ANY CHANGE IN ADDRESS.
- 4 REGISTER OF MEMBERS AND SHARE TRANSFER REGISTER OF THE COMPANY WILL REMAIN CLOSED FROM SEPTEMBER 22, 2013 TO SEPTEMBER 28, 2013 (BOTH DAYS INCLUSIVE).

# SWAGTAM TRADING & SERVICES LTD

Registered office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

## DIRECTORS REPORT

To The Shareholders,

The Directors of your company have pleasure in presenting the 28<sup>th</sup> Annual Report and the audited statement of Accounts for the year ended 31<sup>st</sup> March 2013.

## FINANCIAL RESULTS & OPERATIONS

The business of the company during the year under consideration resulted in profit of Rs. 79,983/- (Previous year profit of Rs 4,02,095/-

During the year under review, the company has taken various steps to improve business activities. Despite depressed market conditions, the performance of the Company during the year under review should be considered satisfactory.

## DIVIDEND

Following the conservative approach, your Directors do not recommend any dividend for the said period.

## DEPOSITS

The company has not accepted/invited any deposits from the public/shareholders u/s 58A of the companies Act 1956. However the company has accepted inter-corporate loans.

## AUDITORS

The shareholders are requested to appoint Auditors of the company for the current year to hold office till the conclusion of the next Annual General Meeting, M/s Ghosh Khanna & Co, Chartered Accountants, the retiring auditors, being eligible to offer themselves for reappointment.

The observation made in the Auditors Report are self-explanatory and therefore, do not call for any further comments under section 217 of the companies Act, 1956.

## PARTICULARS OF EMPLOYEES

There were no-employees during the year in receipt of remuneration as per section 217(2A)(a) of the Companies act 1956 read with the Companies (Particulars Of Employees) Rules 1975.

## CONSERVATION OF ENERGY TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE :

Energy Conservation	:N.A.
Technology Absorption	:N.A.
Foreign Exchange Earning out go	:NIL.

## CORPORATE GOVERNANCE :

The SEBI has introduced a code of Corporate Governance for implementation by the listed companies through amendment in the listing agreement. As per the amendment, this code is required to be implemented having paid-up capital of Rs. 3 crores or more.

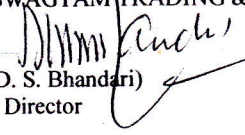
## DIRECTORS' RESPONSIBILITY STATEMENT :

1. In the preparation of the Annual Accounts, the applicable accounting standards has been followed along with proper explanations relating to material departures.
2. The directors had selected such accounting policies and applied them consistently and judgments 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 profit or loss of the company for the period;
3. 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; and
4. The directors had prepared the annual accounts on going concern basis.
5. The company has not accepted any public deposits during the year and hence no particular / information required u/s 5(1) of NBFC Public Deposits (RB) Directions, 1998 are required to be given.

## SECRETARIAL COMPLIANCE AS REQUIRED U/S 383A

Secretarial compliance report is enclosed as required u/s 383A of the Companies Act, 1956.

By order of Board of Directors  
For SWAGTAM TRADING & SERVICES LTD

  
(D. S. Bhandari)  
Director

  
(M M Saklani)  
Director

PLACE : NEW DELHI  
DATED : 26.08.2013



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF**

**SWAGTAM TRADING & SERVICES LTD**

**Report on the Financial Statements**

1. We have audited the attached Balance Sheet of Swagtam Trading & Services Ltd as at 31st March, 2013 and the related Profit and Loss Statement and cash flow statement for the period ended on that date and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

2. Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility**

3. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

**Basis of Qualified Opinion**

5. *i) Non provision of diminution in the value of investment, comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 (refer note 1.5 of notes to the financial statements).*  
*ii) Doubtful recovery of an advance of Rs. 92,14,118/- out of total advances of Rs.92,29,118/- and non recognition of interest income on entire advances (refer note 2.18 of notes to the financial statements).*





## Qualified Opinion

6. In our opinion, and to the best of our information and according to the explanations given to us, *except for the effects of the matter described in the Basis of Qualified Opinion paragraph*, the accompanying financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013;
  - In the case of the Profit and Loss Statement, of the Profit for the period of twelve months ended on that date; and
  - In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

7. The Manufacturing and Other Companies (Auditors' Report) Order, has been superseded by CARO Companies (Auditors' Report) Order 2003, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
8. As required by section 227(3) of the Act we report that:
- We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - The Balance Sheet, Profit & Loss Statement and cash flow statement dealt with by this report are in agreement with the books of account;
  - In our opinion, these accounts have been prepared in compliance with the applicable accounting standards referred to in sub-section (3C) of Section 211 of the Act;
  - On the basis of written representations received from the Directors as on 31st March, 2013 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act; 1956.



For GHOSH KHANNA & CO.  
Firm Registration No.-003366N  
Chartered Accountants

*A. Ghosh*  
(Ashish Ghosh)  
Partner

Membership No.-081732

PLACE: NEW DELHI  
DATED: 26.08.2013



**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

**SWAGTAM TRADING & SERVICES LTD**

**(Referred to in paragraph 7 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

1. The company does not have any fixed assets.
2. The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
3. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
4. The inventory consists of shares and we have verified the shares held by Company from the D Mat statement shown to us and found the same in agreement with the books of accounts. No discrepancy is found in examining the said D Mat statement.
5. On the basis of our examination of the record of inventory, we are of the opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book record were not material.
6. The company has taken loans/advances, secured or unsecured from 3 companies amounting to Rs. 7.99 lacs covered in the register maintained under section 301 of the Companies Act, 1956.
7. The company has granted loans/advances, secured or unsecured to one company amounting to Rs. 0.15 Lacs covered in the register maintained under section 301 of the Companies Act, 1956.
8. The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest. The parties have repaid the principal amount as stipulated and have been regular in the payment of interest.
9. 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 with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
10. In our opinion and according to the information and explanations given to us the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 and exceeding the value of Five Lakh rupees in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
11. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public except the inter-corporate loans. The provisions of Sections 58A and 58AA of the Companies Act, 1956, and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the company. No order has been passed by the National Company Law Tribunal.
12. The provisions relating to comment on internal audit system are not applicable to your company.
13. The Central Government has not prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the company.
14. According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including income-tax, wealth-tax, cess and other statutory dues applicable to it and no such statutory dues were outstanding as at 31.03.2013 for a period of more than six months from the date they became payable.
15. According to the records of the company, there are no dues of sales tax, excise duty, wealth tax, excise duty, cess, which have not been deposited on account of any dispute.



16. The accumulated losses of the company are more than fifty percent of its net worth. The company has not incurred cash loss during the financial year covered by our audit and the company has also not incurred cash losses immediately preceding financial year.
17. The Company has neither accepted any loans from financial institution / bank nor issued any debentures.
18. Based on our examination of documents and records, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
19. Based on our examination of the records and evaluation of the related internal controls, we are of the opinion that proper records have been maintained of the transactions and contracts and timely entries have been made in those records in respect of shares, securities, and other investments dealt in and traded by the company. We also report that the company has held the shares, securities, and other securities in its own name.
20. The company has not given any guarantee for loans taken by others from bank or financial institutions.
21. The company has not taken any term loan.
22. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the act.
23. During the period covered by our audit report, the company has not issued any debentures.
24. During the year the company has not raised any money from public issues.
25. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
26. The Company has applied to Reserve Bank of India for registration vide application dated 28.6.1997 but the application was rejected by RBI vide letter DNBS.ND.No.5768/Rej (S-883)/1999-2000 dtd. 10.06.2000.
27. All other provisions of the Order are not applicable to the company.



For GHOSH KHANNA & CO.,  
Firm Registration No.-003366N  
Chartered Accountants

*Ashish Ghosh*  
(Ashish Ghosh)  
Partner

Membership No.-081732

PLACE : NEW DELHI  
DATED : 26.08.2013



## SWAGTAM TRADING & SERVICES LIMITED

### Balance Sheet

Particulars	Note	In ₹	
		As at March 31, 2013	As at March 31, 2012
<b>EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDER'S FUNDS</b>			
Share capital	2.1	2,475,000	2,475,000
Reserves and surplus	2.2	(161,679)	(241,662)
		2,313,321	2,233,338
<b>NON-CURRENT LIABILITIES</b>			
Long-term Borrowings	2.3	679,000	679,000
		679,000	679,000
<b>CURRENT LIABILITIES</b>			
Short-term Borrowings	2.4	8,681,255	8,738,755
Short-term Provision	2.5	48,490	43,490
		8,729,745	8,782,245
		11,722,066	11,694,583
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Investment	2.6	2,355,930	2,355,930
Long-term loans and advances	2.7	9,229,118	9,158,718
		11,585,048	11,514,648
<b>CURRENT ASSETS</b>			
Inventories	2.8	13,684.60	13,685
Cash and cash equivalents	2.9	123,334	166,251
		137,019	179,935
		11,722,066	11,694,583
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNT	1&2		

*Note: See accompanying notes which are integral part of the Financial Statements*

As per our even report attached  
**For Ghosh Khanna & Co.**  
**Chartered Accountants**  
 Firm's Registration No. 003366N

**For Swagtam Trading & Services Ltd.**

*Ashish Ghosh*

**Ashish Ghosh**  
 Partner  
 Membership No. 081732

*D.S. Bhandari*

**D.S. Bhandari**  
 Director  
 DIN: 00294082

*M.M. Saklani*

**M. M. Saklani**  
 Director  
 DIN: 00086575

Place: Delhi  
 Date : 26.08.2013



## SWAGTAM TRADING & SERVICES LIMITED

### Statement of Profit & Loss

Particulars	Note	In ₹	
		Year ended March 31 2013	Year ended March 31 2012
<b>REVENUE</b>			
Other Income	2.10	110,144	440,576
		<u>110,144</u>	<u>440,576</u>
<b>EXPENSES</b>			
Decrease in Stock in Trade	2.11	-	1,359
Administrative & other expenses	2.12	28,745	35,082
Finance Costs	2.13	1,416	2,040
<b>Total Expenses</b>		<u>30,161</u>	<u>38,481</u>
<b>PROFIT / (LOSS) BEFORE TAX</b>		79,983	402,095
<b>PROFIT / (LOSS) FOR THE PERIOD</b>		79,983	402,095
<b>EARNING PER SHARE</b> (Equity share of par value of 10 each)			
Basic		0.32	1.62
Diluted		0.32	1.62

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS 1&2

*Note: See accompanying notes which are integral part of the Financial Statements*

As per our even report attached  
For Ghosh Khanna & Co.  
Chartered Accountants  
Firm's Registration No. 003366N

*Ashish*  
Ashish Ghosh  
Partner  
Membership No. 081732

Place: New Delhi  
Date : 26.08.2013

For Swagtam Trading & Services Ltd.

*D.S. Bhandari*  
D.S. Bhandari  
Director  
DIN: 00294082

*M.M. Saklani*  
M. M. Saklani  
Director  
DIN: 00086575





## Notes which are integral part of financial statements for the year ended March 31, 2013

Swagtam Trading and Services Limited ("the Company") was incorporated on December 31, 1984 to carry on the business wholesalers, indenting agents and manufacturers representative, to carry on business of importers, exporters and to carry on the business of traders, agents, suppliers of product and commodities and to carry on the business of general finance, trust and to finance industrial enterprises. Certificate of Commencement of Business was issued by ROC on February 5, 1985.

### **1. Significant Accounting Policies**

#### **1.1 Basis of preparation of financial statements**

These financial statements are prepared on under the historical cost convention, in compliance in accordance with Generally Accepted Accounting Principles (GAAP) in India on accrual basis. GAAP Comprises accounting standards as specified in rule 3 of the Companies (Accounting Standards) Rules 2006, and the relevant provisions of the Companies Act, 1956 to the extent applicable. Accounting policies have been consistently applied.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

#### **1.2 Use of estimates**

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported amount of assets and liabilities and disclosure relating to contingent assets and liabilities as of the date of the financial statements. Accounting estimate could change from period to period and actual results could differ from those estimates.

#### **1.3 Revenue recognition**

Revenue is recognized on accrual basis. Dividend income is accounted for on receipt basis. Sale/purchase of securities is recognized on the basis of actual deliveries of securities. Profit/loss on sale of investments is arrived at considering average cost of investments.

#### **1.4 Inventories**

Securities, which are considered by the management as stock in trade, are valued at lower of cost or net realizable value. Transfer charges on securities purchased are added to the cost when paid. Cost of Stock is taken on Average cost method.

#### **1.5 Investments**

Securities, which are considered by management as investments, are valued at cost. Cost is determined on a weighted average basis. Transfer charges on securities purchased are added to the cost when paid. Earning from investments are accrued on declaration or receipt and the Tax deducted at Source thereon is treated as advance tax.

No provision has been made for diminution in the market value of investments amounting to Rs. 67,664/-.



**Notes which are integral part of financial statements for the year ended March 31, 2013**

**1.6 Employee benefits**

There was no person employed during the year.

**1.7 Foreign Currency Transactions**

- a. Expenditure in Foreign Currency : NIL
- b. Income in Foreign Currency : NIL

**1.8 Provisions and Contingencies**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made.

**1.9 Taxes**

There is no income tax liability under normal provisions or MAT calculation prescribed by the Income tax Act, 1961 and rules made thereunder as the company is having loss in current year and immediate previous year. Deferred Tax Assets/ Liabilities has not been recognized in the books of account, as there is not reasonably certain that there will be sufficient future Income to recover such deferred tax.

**1.10 Cash and Cash Equivalents**

Cash and cash equivalents comprise cash in hand and accounts with banks.





Notes which are integral part of financial statements for the year ended March 31, 2013

2.1 Share Capital

In ₹

Particulars	As at March 31	
	2,013	2,012
<b>Authorised</b>		
Equity shares 12,50,000 (Previous year 12,50,000) of par value Rs.10/- each	12,500,000	12,500,000
	<b>12,500,000</b>	<b>12,500,000</b>
<b>Issued, Subscribed and Paid up</b>		
Equity shares 2,47,500 (Previous year 2,47,500) of par value Rs.10/-each fully paid up	2,475,000	2,475,000
	<b>2,475,000</b>	<b>2,475,000</b>

**Equity Shares**

The equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders shall be eligible to receive any of the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding

Particulars	As at March 31st 2013		As at March 31st 2012	
	No. of shares	Value	No. of shares	Value
<b>EQUITY SHARES</b>				
Shares outstanding at the beginning of the year	247,500	2,475,000	247,500	2,475,000
Total Shares outstanding at the end of the year	<b>247,500</b>	<b>2,475,000</b>	<b>247,500</b>	<b>2,475,000</b>

Shares in respect of each class in the company and shares held by shareholders holding more than 5% shares

Name of the company	Class of shares	% of holding	No. of shares As at March 31,	
			2,013	2,012
<b>EQUITY SHARES</b>				
Aditya Estates (P) Ltd		14.75	36,500	36,500
P. R. Holdings Ltd.		8.85	21,900	21,900
Duncan Macneill Mines & Granites Ltd.		9.78	24,200	24,200
William Jacks & Co. (India) Ltd.		9.78	24,200	24,200
		<b>43.15</b>	<b>106,800</b>	<b>106,800</b>



## 2.2 Reserve and surplus

Particulars	As at March 31,	As at March 31,
	2,013	2,012
<b>Profit &amp; Loss Account</b>		
Balance in Profit & Loss Account - Opening	(241,662)	(643,757)
Add : Profit during the year	79,983	402,095
Balance in Profit & Loss Account - Closing	(161,679)	(241,662)

## 2.3 Long Term Borrowings

Particulars	As at March 31,	As at March 31,
	2,013	2,012
<b>Unsecured</b>		
Long-term Borrowing from intercompany	679,000	679,000
	679,000	679,000

## 2.4 Short-term Borrowing

Particulars	As at March 31,	As at March 31,
	2,013	2,012
Short-term Borrowing from intercompany	8,681,255	8,738,755
	8,681,255	8,738,755

## 2.5 Short-term Provision

Particulars	As at March 31,	As at March 31,
	2,013	2,012
Provision for expenses	48,490	43,490
	48,490	43,490

## 2.6 Investment

Particulars	Face Value	Quantity	As at March 31,	Quantity	As at March 31,
			2,013		2,012
<b>A) EQUITY SHARES(QUOTED)</b>					
Assam Company Ltd.	10	2,202,880	2,191,866	2,202,880	2,191,866
<b>B) EQUITY SHARES(UNQUOTED)</b>					
Buckingham Industries Ltd.	10	24,000	72,000	24,000	72,000
Decorous Investment & Trading Co. Ltd.	10	9,600	29,264	9,600	29,264
First & Second e. Com Pvt. Ltd.	1	1,260,000	62,800	1,260,000	62,800
		3,496,480	2,355,930	3,496,480	2,355,930

Market Value of quoted investments Rs 1,15,54662/- (Previous Year Rs. 1,53,98,131/-)





2.7 Long term loans and advances

In ₹

Particulars	As at March 31,	
	2,013	2,012
<b>Unsecured considered good*</b>		
Long-term loans and advances to Intercompany	9,229,118	9,158,718
	<b>9,229,118</b>	<b>9,158,718</b>

There is no loan and advance due by directors or officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies in which any director is a partner or a member.

2.8 Inventories

Particulars	Face Value	Quantity	As at March 31,	
			Quantity	As at March 31,
			2,013	2,012
Equity Shares (Quoted)				
JSW Ispat Steel Ltd.	10	140	1,763	140
Bells Controls Ltd.	10	7,948	11,922	7,948
		<b>8,088</b>	<b>13,685</b>	<b>7,948</b>
				<b>13,685</b>

Market Value of quoted Shares Rs.13685/- (Pr. Year Rs.13685/-)

2.9 Cash and Cash equivalents

Particulars	As at March 31,	
	2,013	2,012
Cash on hand	92,328	86,714
Balance with banks	31,006	79,537
	<b>123,334</b>	<b>166,251</b>



**Notes which are integral part of financial statements for the year ended March 31, 2**

2.10 Other Income	In ₹	
	As at March 31, 2,013	As at March 31, 2,012
Particulars		
Dividend received	110,144	440,576
	<b>110,144</b>	<b>440,576</b>

2.11 Increase/Decrease in stock	As at March 31,	
	2,013	2,012
Particulars		
Opening Stock	13685	15044
Less: Closing Stock	13685	13685
(Increase) / Decrease in stock		1359

2.12 Administrative & other	As at March 31,	
	2,013	2,012
Particulars		
Professional charges	3,870	8,120
Auditor's remuneration		
Audit fee	11,236	11,236
Communication	-	2,010
Printing and stationery	-	3,216
Filing Fee	4,300	5,500
Sundry expenses	4,339	-
Listing Fee	5,000	5000
	<b>28,745</b>	<b>35,082</b>

2.13 Finance costs	As at March 31,	
	2,013	2,012
Particulars		
Bank charges	1,416	2,040
	<b>1,416</b>	<b>2,040</b>





Notes which are integral part of financial statements for the year ended March 31, 2013

### 2.14 Related Party Disclosures

<b>a) Name of the Related Parties :</b>		
Key Management Personnel	:	1. Sh.M. M. Saklani - Director 2. Sh.D. S. Bhandari- Director 3. Sh. Deepak Sharma- Director
Enterprises over which Key Management Personnel / Shareholders/ Relatives have significant influence	:	1. Aditya Dekoramik. Ltd. 2. Dune Leasing & Finance Ltd. 3. P.R. Holdings Ltd. 4. Firstandsecond e.com (P) Ltd
<b>b) Transactions with Related Parties</b>		
<b>Nature of Transaction</b>	<b>Key Management Personnel</b>	<b>Enterprises over which Key Management Personnel/Shareholders/ Relatives have significant</b>
Loan/Advances received during the year	-	-
Loan/Advances paid during the year	-	-
Loan/Advances recovered during the year	-	-
Loans/Advances repaid during the year	-	1.00 Lacs
Balance outstanding as at the yr. end-Debit	-	0.15 Lacs
Balance outstanding as at the yr. end-Credit	-	7.99 Lacs

### 2.15 Quantitative details

The company is primarily engaged in sales and purchase of share and securities. There is no transaction during the year. There is only opening inventories that are given in Note No 2.8 of balance sheet Note as required under paragraph 5(viii) (c) of general instructions for preparation of Statement of Profit and Loss as per revised Schedule VI to the Companies Act, 1956.

### 2.16 Earning per share

The following is the computation of earnings per share :

Net profit as per P&L A/C	Rs.	79,983
Weighted average number of shares outstanding	Rs.	247,500
Weighted average number of equity shares & potential	Rs.	247,500
equity share equivalents outstanding		
Nominal Value of share	Rs.	10





Basic earning per share  
Diluted earning per share

0.32  
0.32





## 2.17 Post Balance Sheet Events

Material events occurring after the Balance Sheet are taken into

## 2.18 Loans & Advances

An advance of Rs. 92,14,118/- (Previous Year Rs.91,43,718/-) paid to Worldlink Finance Limited which is under litigation, recoverability of which is doubtful.

No interest income has been recognized during the period 1.4.2012 to 31.3.2013 on other advances amounting to Rs.92,29,118/-.

In the opinion of the Board all the Current Assets, Loans & Advances have a value on realization in ordinary course of business at least equal to the amount at which these are stated except stock of shares\debentures.

## 2.19 Corporate Gurantee / Security

The Company has provided security by way of pledge of 22 Lacs equity shares of Assam Company India Limited held by the Company in favour of SICPA India Private Limited for securing the repayment of the Loan / ICD of Rs.440 Lacs granted by SICPA India Private Limited to Assam Company India Limited. No fees have been charged by the company for the said pledge.

## 2.20 Previous year figures

Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classification / disclosure.

*Note: The notes referred to above are an integral part of the Balance Sheet*

As per our even report attached  
For Ghosh Khanna & Co.

Chartered Accountants

Firm's Registration No. 003366N

  
Ashish Ghosh

Partner


Membership No. 081732

For Swagtam Trading & Services Ltd.

  
D.S. Bhandari

Director

DIN: 00294082

  
M. M. Saklani

Director

DIN: 00086575

Place: Delhi

Date : 26.08.2013



# RMG & ASSOCIATES

*Company Secretaries*

## SECRETARIAL COMPLIANCE CERTIFICATE

CIN : L51909AS1984PLC007078

Nominal Capital : Rs. 12,500,000/-

### The Members

**Swagtam Trading And Services Limited**

**Girish Chandra Bardalai Path, Bamunimaidan,**

**Guwahati, Assam- 781021**

We have examined the registers, records, books and papers of **Swagtam Trading And Services Limited** 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 period ending on **31<sup>st</sup> March, 2013**. In our opinion and to the best of our information and according to the examination 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 in accordance with the provisions and the rules made there under to the best possible extent and 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, NCT of Delhi & Haryana on the dates specified in the aforesaid Annexure. However the Company has not filed any document with the Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made there under.
3. The Company, being a public limited Company, comments are not required.
4. The Boards of Directors duly met **08 (Eight)** times on **24-04-2012; 30-05-2012; 17-07-2012; 24-08-2012; 21-09-2012; 18-10-2012; 17-01-2013; 07-03-2013;** in respect of which notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has not closed its Register of Members during the financial year.
6. The Annual General Meeting for the Financial Year ended on **31-03-2012** was held on **28-09-2012** 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 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.



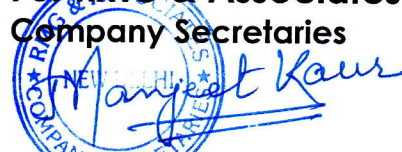


9. As per the information furnished to us, the Company has complied, to the extent possible with the provisions of Section 297 of the Act in respect of contracts specified in that Section.
10. As per the information furnished to us, the Company has made the entries in the register maintained under Section 301(3) of the Act.
11. As per the information given to us, the company has not obtained any approvals from the Board of Directors, Members or Central Government for the instances falling within the purview of Section 314 of the Act, during the Financial Year.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has/was:
  - (i) not allotted / transferred / transmitted any shares during the financial year.
  - (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
  - (iii) not required posting warrants to any member of the Company as no dividend was declared during the financial year.
  - (iv) not transferred the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection fund as there was no transaction necessitating the applicability of the aforesaid conditions.
  - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. 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. As per the information given to us, the Company has not obtained any approvals of the Company Law Board, Regional Director, Company Law Board, Registrar of Companies and/or such other 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 thereunder.
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 during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares, bonus shares pending registration of transfer of shares.
23. As per the information given to us, the Company has not invited any deposits during the financial year.
24. The amount borrowed by the company from directors, members, public, financial institutions, banks and others during the financial year ending 31<sup>st</sup> March, 2013 is in excess of the borrowing limits of the company as per section 293(1)(d) of the Act.
25. The company has made loans and investments, or given guarantees or provided securities to other bodies corporate in compliance with the provisions of the Act and has made necessary entries in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum 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 with respect to Objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to Name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to the Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. As per the information given to us, there were no prosecution initiated against the Company and the Company received no show cause notice and also the fines and penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act. *However penalty for late filing of returns and documents with concerned the Registrar of Companies has been imposed upon the Company during the financial year and being a listed company, company has not complied with the compliances of listing agreement.*
32. As per the information furnished to us, the Company has not received any money as security from its employees during the financial year.
33. As per the information furnished to us, the Company has not deducted any contribution towards Provident Fund during the financial year.

**For RMG & Associates**  
Company Secretaries



**Manjeet Kaur**

Partner

C.P. No.: 5524

Place : New Delhi  
Date : 26-08-2013



**Annexure A**

**Registers as maintained by the Company:**

- |  |             |
|--|-------------|
| 1. Register of Members   | u/s. 150    |
| 2. Register of Contracts, Companies & Firms<br>in which Directors are interested | u/s. 301(3) |
| 3. Register of Directors, Managing Director, Manager                             | u/s. 303    |
| 4. Register of Director's Shareholdings  | u/s. 307    |
| 5. Register of Application and Allotment of Shares                               |             |
| 6. Register of Share Transfers   |             |

**Annexure B**

Forms and Returns as filed by the Company with Registrar of Companies, NCT of Delhi & Haryana during the financial year ended on **31-03-2013**:

Sl. No	Form / Return	Under Section / Rule	Date of Filing	Whether filed with in prescribed time	If delay in filing whether requisite additional fess paid or not
1.	Secretarial Compliance Certificate (28/09/2012)	Section 383A	20-10-2012	Yes	N.A
2.	Balance Sheet (XBRL) (28/09/2012)	Sec 220 & Schedule- VI	08-04-2013	No	Yes
3.	Annual Return (28/09/2012)	Sec 159 & Schedule -V	17-02-2013	No	Yes

**For RMG & Associates**  
**Company Secretaries**

  
**Manjeet Kaur**

**Partner**  
**C.P. No.: 5524**

**Place : New Delhi**  
**Date : 26-08-2013**