

**BOMBINOO COMMERCIAL CO. LIMITED**

Annual Report 2013-14

# **BOMBINOO COMMERCIAL CO LTD**

## **NOTICE**

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2014 and the Balance Sheet as on that date and the Report of the Board of Directors and the Auditors Report thereon.
2. Board decided not to declare any dividend for the Financial Year ended 31<sup>st</sup> March, 2014.
3. To appoint a director in place of Mr. Banwari Lal Mahansaria who retires by rotation and being eligible offer himself for re –appointment.
4. To appoint auditors of the Company and to fix their remuneration and to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, A. Saraogi & Associates Co., Chartered Accountants, be and is hereby re-appointed as Auditors of the Company to hold office, for a term of five years from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2019 (subject to ratification of their appointment at every AGM), at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

### **SPECIAL BUSINESS:**

5. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Mr. Vikash Gupta (holding Din 00402743) who was appointed as an additional director by the board of directors of the Company w-e-f 28<sup>th</sup> July, 2014 pursuant to the provisions of sections 149 & 152 and all other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and

who is eligible for appointment, and who holds office upto the date of this AGM 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 director be and is hereby appointed as an Independent director on the Board of Directors of the Company to hold office upto 5 consecutive years upto July 27, 2019, not liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board Of Directors, be and are hereby authorized file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions.”

6. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of sections 149 & 152 and all other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time and Clause 49 of the Listing Agreement, Ms. Manisha Agarwal (holding Din 06815164) **a Non-Executive director of the Company who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for further period of 5 years w-e-f August 22<sup>nd</sup>, 2014 to August 21<sup>st</sup>, 2019”**.

7. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to Section 198, 269, 309 and all other applicable provisions, if any, of the Companies Act 1956 or any amendment or modification thereof, read with Schedule XIII of the Act and pursuant to Section 149, 152, 196, 197 & 203 with Schedule V and all other applicable provisions of the Companies Act, 2013, and the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, and accordance with the Article 100 of the Articles of Association of the Company, the approval of the Company be and is hereby accorded to the appointment of Mr. Barun Mahansaria (Din 06759635) as Managing Director of the Company for a period of 5 years w-e-f 23<sup>rd</sup> August, 2014 to 22<sup>nd</sup> August, 2019 as per terms & conditions including remuneration as set out in the draft agreement to be executed between him and the Company.

**“FURTHER RESOLVED THAT** Mr. Barun Mahansaria, Managing director of the Company shall not be subject to retire by rotation during his tenure as Managing Director.”

8. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to the provisions Section 13 of the Companies Act, 2013(corresponding to Section 21 of the Companies Act, 1956) and other applicable provisions if any, and subject to the approval of the Central Government, name of the Company be changed from BOMBINOO COMMERCIAL CO LTD to BALGOPAL COMMERCIAL LTD.

Wherever it appears in the Memorandum of Association, Articles of Association, documents etc be substituted by the new name BALGOPAL COMMERCIAL LTD.

**“FURTHER RESOLVED THAT** Directors of the Company be and are hereby authorized to do all acts & deeds, settle all matters and things arising out of and incidental to the above mentioned change in the name of the company and further take all such steps as it may, in its absolute discretion, deem necessary to give effect to this resolution.”

9. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to the provisions Section 13 & 14 of the Companies Act, 2013 & pursuant to the change of name of the company, Clause I of the Memorandum of Association of the Company, be is hereby altered to read as follows;

The name of the Company BALGOPAL COMMERCIAL LTD.

**“FURTHER RESOLVED THAT** The Articles of Association of the Company be and is hereby altered to include the name BALGOPAL COMMERCIAL LTD.

**“FURTHER RESOLVED THAT** the alterations as mentioned in this resolution be noted in the Memorandum of Association and Articles of Association.

**“FURTHER RESOLVED THAT** Directors of the Company be and are hereby authorized to sign & file the necessary forms with the ROC & do all the necessary acts in order to give effect to the above resolution.”

10. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

**“RESOLVED THAT** in accordance with the provisions of the Articles of Association of the company and pursuant to Section 63 of the Companies Act, 2013 read along with relevant rules, and other applicable legislation, if any and in accordance with the Securities and Exchange

Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“the Regulations”) and subject to approval of members in the General Meeting and any such approvals, if any, as may be required by the Reserve Bank of India under Foreign Exchange Management Act, 1999 for the issue and allotment of new Equity Shares to the Non - Promoter Members and subject to the consent of Financial Institutions, if any, and subject to such necessary approvals, permissions and sanctions, as may be required and subject to such terms and conditions as may be specified while according such approvals, an amount of upto Rs 13,39,00,000/- (Thirteen Crores Thirty Nine Lacs Only) out of the sum standing to the credit of General reserve Account and/or Profit and Loss account and/or Securities Premium Account of the company, be and is hereby capitalized and utilized for allotment of 5 (Five) Equity Shares of Rs. 10/- (Rupees Ten Only) each credited as fully paid up Bonus Share for every 1 (One) fully paid Equity Shares of Rs. 10/- (Rupees Ten Only) each held by the non – promoter members and accordingly the board, be and is hereby authorized to appropriate the said sum for distribution amongst the members of the company whose name appear in the Register of Members on the “Record Date” to be determined by the board and for the purpose and that the Bonus Shares so Distributed shall, for all purpose, be treated as an increase in the nominal amount in the Paid-up Share Capital of the company held by each such member and not as income or in lieu of dividend.”

**“RESOLVED FURTHER THAT** the new Equity Shares shall be allotted subject to the Memorandum and Articles of Association of the company, and shall in all respect rank pari passu with the existing Equity Shares of the company, with a right, to participate in dividend in full that may be declared after the date of allotment of these new Equity Shares as the board may determine.”

**“RESOLVED FURTHER THAT** the board be and is hereby authorized to capitalize the required amount out of the company’s General reserve Account and/or Profit and Loss account and/or Securities Premium Account, as per the last audited accounts of the company and be applied for issue and allotment of the said Equity Shares as Bonus Shares and Credited as fully Paid-up, and that the said amount be transferred to the Share Capital Account.”

**“RESOLVED FURTHER THAT** no letter of allotment will be issued by the company in respect of the new Equity Shares, and Physical Share Certificate (As Equity shares of the company are yet to be admitted by both Depositories namely NSDL and CDSL ) in respect of Bonus Shares will be dispatched within such time as prescribed by law and relevant authorities.”

**“RESOLVED FURTHER THAT** the board be and is hereby authorized to take necessary steps for listing of the bonus shares so allotted on the Stock Exchanges where the Securities of the company are listed as per the provisions of the listing agreement with the Stock Exchange concerned, the Regulations and Other Applicable Laws.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to these resolutions and for removal of any doubts and difficulties, the Board be and is hereby authorized to do, perform and execute all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, expedient, usual or proper and to settle any question or doubt that may arise in relation thereto or as the Board is absolute discretion may think fit and its decision shall be final and binding on all members and other interested persons and to do all such acts connected herewith or incidental hereto.”

**“RESOLVED FURTHER THAT** that for the purpose of giving effect to this resolution, an Annual General Meeting of the members be convened on the 22nd of August, to consider the proposed capitalization of profits and issue of Bonus Shares and that the any of the Director of the company be and is hereby authorized to issue notice of the said meeting to the shareholders along with relevant explanatory statement as per drafts thereof submitted to this meeting and intialled by the Chairman for the purpose of identification.”

By Order of the Board

For **BOMBINOO COMMERCIAL CO LTD**

sd/-  
(Barun Mahansaria)  
Director

Din No - 06759635

Date – 28.07.2014

## NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts pertaining to the resolutions are annexed herewith.
2. A shareholder entitled to attend and vote, is entitled to appoint a proxy to attend and on a poll to vote instead of himself/herself. The proxy need not be a shareholder of the company. A blank proxy form is enclosed. The proxy form duly stamped and executed should be deposited at the registered office of the company.
3. The instrument appointing a Proxy must be lodged at the Registered Office of the Company at least 48 hours prior to the time of meeting.
4. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 3.00 – 5.00 P.M up to the date of AGM and at the AGM.
5. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip DP ID for easy identification of attendance at the meeting.
6. Shareholders who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.
7. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Boards Resolution authorizing their representatives to attend and vote at the AGM.

Shareholders are requested to notify immediately any change in their address to the Company Registrar and Transfer Agents viz., MAHESHWARI DATAMATICS PRIVATE LIMITED, 6, Mangoe Lane, Kolkata- 700001, Email id- mdpl@cal.vsnl.net.in.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following explanatory statement pursuant to provisions of section 102 of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business items of the accompanying Notice.

### **ITEM NO. 5:**

Mr. Vikash Gupta (holding Din 00402743) who was appointed as an additional director by the board of directors of the Company w-e-f 28th July, 2014. Pursuant to the provisions of Section 161 of the Companies Act, 2013 Mr. Vikash Gupta will hold office upto the date of ensuing AGM.

The Company has received from Mr. Vikash Gupta (i) consent in writing to act as a director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub section 6 of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mr. Vikash Gupta as an Independent Director of the Company upto 27th July, 2019 pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He is not liable to retire by rotation.

### **ITEM NO. 6:**

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreements entered with the Stock Exchange, appointed Manisha Agarwal as independent Director, in compliance with the requirements of the clause. Pursuant to the provisions of section 149 of the Act, which came in to effect from April 1, 2014, every listed public company is required to have at least one third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Board has recommended the appointment of director as Independent Directors from August 22, 2014 up to August 21, 2019.

Manisha Agarwal have given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, he fulfill the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and he is independent of the management.



In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of director as Independent Directors is now being placed before the Members for their approval.

The Directors therefore recommend passing of the Ordinary Resolution contained in Item No. 6 of the accompanying notice.

**ITEM NO. 7:**

The Board of Director of the Company at its meeting held on 28<sup>th</sup> July, 2014 has discussed on appointment of Mr. Barun Mahansaria as Managing Director of the Company for a period of 5 years w-e-f 23rd August, 2014 on terms of appointment and remuneration payable to Mr. Barun Mahansaria, Managing Director of the Company as are specified in the draft agreement to be executed between him and the Company, a copy of which (as has duly approved by the Board) will be placed before the meeting.

Hence the proposed resolution is recommended for consideration of and approval of shareholders of the Company.

None of the Directors of the Company except Mr. Barun Mahansaria is, in any way, concerned or interested in the proposed resolution.

**ITEM NO. 8:**

Pursuant to the new business of the Company, the promoters of the Company have proposed to change the name of the company from BOMBINOO COMMERCIAL CO LTD to BALGOPAL COMMERCIAL LTD.

The Registrar of Companies, Mumbai, vide a letter dated

The provisions of the Companies Act, 2013, inter alia, require approval of the members of the company by way of Special Resolution for change of name of the company and for consequential alternation of Memorandum and Articles of Association of the company.

**ITEM NO. 9:**

With reference to Item no. 8 it will become necessary to alter the Memorandum of Association and Articles of Association of the company to include the new name of the company BALGOPAL COMMERCIAL LTD.

The provision of the Companies Act, 2013, inter alia, requires approval of the members of the company by way of Special Resolution for altering the provision Memorandum of Association and Articles of Association of the company.

**ITEM NO. 10:**

With a view to reward the shareholders of the company, the board of Directors intends to capitalize a sum of Rs 13,39,00,000/- (Thirteen Crores Thirty Nine Lacs Only) out of Securities premium and set free for distribution amongst the equity shareholders by issue of 1,33,90,000 (One Crore Thirty Three Lacs Ninety Thousand Only) equity shares of Rs 10/-each.

Hence the proposed resolution is recommended for consideration of and approval by the shareholders of the Company.

None of the Directors are interested or concerned in the proposed resolution.

By Order of the Board  
For **BOMBINOO COMMERCIAL CO LTD**

sd/-  
(Barun Mahansaria)

Place – Kolkata

Date - 28.07.2014

Director  
Din No- 06759635

# BOMBINOO COMMERCIAL COMPANY LIMITED

12A, NANDO MULLICK LANE, KOLKATA - 700 006  
E-mail : bombinoocommercial@gmail.com

## DIRECTORS' REPORT TO THE SHAREHOLDERS

Ladies & Gentlemen,

Your Directors have pleasure to present before you the Annual Report and the Audited Statement for the year ended 31<sup>st</sup> March, 2014.

## FINANCIAL RESULT

During the period under review the Company has made a profit of Rs.1,818.00, which when added to the past year debit balance of Rs. 95,909.00 makes a total debit balance of Rs.94,091.00 which your directors propose to carry forward to next year.

## DIVIDEND

Your Directors regret their inability to recommend any dividend for the year.

## EMPLOYEES

Section 217(2A) is not applicable to the Company as no employees of the Company are in receipt of the remuneration specified under the above section.

## AUDITORS

M/s A.SARAOGI & ASSOCIATES, Chartered Accountants, Auditors of the Company retires and offers them self for re-appointment.

## DIRECTORS RESPONSIBILITY STATEMENT:

- i. In the preparation of annual accounts, the applicable accounting standards had been followed.
- ii. Accounting policies are applied consistently and made judgment 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. Proper & sufficient care was taken for the maintenance of adequate accounting records in accordance with the provision of Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The annual accounts had been prepared on the basis of going concern.

For and behalf of the Board

BOMBINOO COMMERCIAL CO. LTD.

*Brun Mahansaria*

Director / Authorised Signatory

Director

Place: Kolkata  
Date: 20.05.2014

# REPORT ON CORPORATE GOVERNANCE

## OUR POLICY ON GOVERNANCE

The Company's philosophy of Corporate Governance is adopting highest standards of professionalism, honesty, integrity and ethical behaviour to achieve business excellence and enhancing and maximizing shareholders value and protect the interest of stakeholders. The governance structure involves distribution of rights and responsibilities among different participants in the corporation (such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders).

## BOARD OF DIRECTORS

The composition of Board is in accordance with Clause 49 (IA) of the Listing Agreement i.e. combination of executive and non-executive directors with not less than fifty percent of the Board of Directors comprising of non-executive directors.

The Board of Directors duly met 6(Six) times respectively on 18/04/2013, 21/05/2013, 29/07/2013, 25/10/2013, 24/01/2014 and 14/03/2014 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.

The composition and category of directors, attendance of each Director at the Board of Directors meetings during the financial year 2013-14 and at the last Annual General Meeting is indicated below and other relevant details is as under:

Name	Category	Attendance		No. of other Directorships**	No. of Board Committees (other than Bombinoo Commercial Co Ltd)
		Board Meeting	Last AGM		
Barun Mahansaria	Executive	6	Yes	NIL	NIL
Banwarilal Mahansaria	Non-Executive	6	Yes	NIL	NIL
Manisha Agarwal	Independent Non-Executive	6	Yes	NIL	NIL

\*\*Excluding directorship in, private companies, foreign companies and companies incorporated under Section 25 of the Companies Act, 1956

- 1) The Company did not have any pecuniary relationship and transaction with any of the Non- Executive Directors during the year under reference
- 2) All Independent Directors have confirmed that they meet the "independence" criteria as mentioned under Clause 49 of the Listing Agreement

Mr. Banwarilal Mahansaria retires by rotation at the forthcoming Annual General Meeting. He is eligible for re-appointment. Their particulars are enclosed as an Annexure to the Notice convening the ensuing Annual General Meeting.

## AUDIT COMMITTEE

The Audit Committee of the Board consisted of the three board members, viz. Mr. Barun Mahansaria, Mr. Banwarilal Mahansaria, Ms. Manisha Agarwal.

The quorum for the Audit Committee is two members personally present. Ms. Manisha Agarwal is the chairman of the Committee.

The Audit Committee met six times during the year, i.e. 18/04/2013, 29/07/2013, 25/10/2013, 24/01/2014. Mr. Barun Mahansaria, Mr. Banwarilal Mahansaria, Ms. Manisha Agarwal attended all four meetings.

### **Terms of Reference**

The terms of reference of this Committee are wide; the same are in accordance with those specified in Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956.

The Board of Directors in its meeting held on 28.07.2014 approved the revised terms of reference of the Audit Committee and the details of the information required to be reviewed by the Audit Committee as required under the provision of Section 177 of the Companies Act, 2013 read with Rule 7 which came into force from 1<sup>st</sup> April, 2014 and as required by the revised Clause 49 of the Listing Agreement proposed by the SEBI.

### **SHAREHOLDERS' GRIEVANCE /SHARE TRANSFER COMMITTEE**

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The Investor Grievance Committee of the Board consisted of three Members of the Board, viz Mr. Barun Mahansaria, Mr. Banwarilal Mahansaria, Ms. Manisha Agarwal.

The Investor Grievance Committee met four times during the year, i.e 18/04/2013, 29/07/2013, 25/10/2013, and 24/01/2014. Mr. Barun Mahansaria, Mr. Banwarilal Mahansaria, Ms. Manisha Agarwal attended all four meetings.

Ms. Manisha Agarwal, Non-Executive Independent Director chairs the Committee Meeting. The quorum for the Committee Meeting is two directors personally present.

### **Terms of Reference**

The committee deals with various matters relating to:

- Transfer/Transmission/Transposition of Shares.
- Consolidation/splitting of Shares.
- Issues of Shares Certificate for Lost, Subdivided, Consolidated, Rematerialized, Defaced etc.
- Investors grievances and redressed mechanism and recommend measures to improve the level of investor services.

### **Name and designation of Compliance Officer:**

Mr. Barun Mahansaria (Director)

Phone: 9681024566

Email id: [bombinoocommercial@gmail.com](mailto:bombinoocommercial@gmail.com)

The Board of Directors in its meeting held on 28.07.2014 approved the change of name of the 'Shareholders Grievances Committee' to Stakeholders Relationship Committee' and the revised terms of reference of the Committee as required under the provision of Section 178 of the Companies Act, 2013 read with Rules 6 which came into force from 1<sup>st</sup> April, 2014 and as required by the revised Clause 49 of the Listing Agreement proposed by SEBI.

### **Status Report of Investor Complaints for the year ended March 31, 2014**

No of Complaints Received – Nil

No of Complaints Resolved – Nil

No of Complaints Pending – Nil

## REMUNERATION COMMITTEE

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The Remuneration Committee of the Board consists of all the three directors, viz Mr. Barun Mahansaria, Mr. Banwarilal Mahansaria, and Ms. Manisha Agarwal.

Ms. Manisha Agarwal, Non-Executive Independent Director chairs the Committee Meeting. The quorum for the Committee Meeting is two directors personally present.

The Committee met once during the year under reference i.e. on 25/10/2013. All the Directors attended the said meeting.

### Terms of Reference

The Remuneration Committee determines and recommends to the Board the remuneration payable to the executive directors and to the senior management personnel.

The Board of Directors in its meeting held on 28.07.2014 approved the change of name of the 'Remuneration Committee' to 'Nomination and Remuneration Committee' and the revised terms of reference of the Committee as required under the provision of Section 178 of the Companies Act, 2013 read with Rules 6 which came into force from 1<sup>st</sup> April, 2014 and as required by the revised Clause 49 of the Listing Agreement proposed by SEBI.

## REMUNERATION

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None of the Directors receive any Remuneration from the Company.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

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The Board of Directors in its meeting held on 28.07.2014 approved the constitution of the Corporate Social Responsibility Committee pursuant to provisions of Section 135 of the Companies Act, 2013 and directed the Committee to formulate the CSR policy keeping in mind the provision of Schedule VII to the Companies Act, 2013.

## ANNUAL GENERAL MEETINGS:

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The details of the Annual General Meetings held in the past three years and the special resolutions passed there at are as follows:

Year	Date	Venue	Time	No. of Special Resolution Passed
2010-11	30 <sup>th</sup> September, 2011	12A, NANDO MULLICK LANE KOLKATA - 700006	11 A.M	NIL
2011-12	28 <sup>th</sup> September, 2012	12A, NANDO MULLICK LANE KOLKATA - 700006	11 A.M	NIL
2012-13	30 <sup>th</sup> September, 2013	12A, NANDO MULLICK LANE KOLKATA - 700006	11 A.M	NIL

No Postal Ballot was conducted during the financial year 2013-14. There is no proposal, at present, to pass any Special Resolution by Postal Ballot.

## DISCLOSURES

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- i) There was no material individual transaction with related parties such as Promoter, Directors, Key Managerial Personnel, relatives or subsidiary that could have potential conflict of interest with the Company, during the year ended 31<sup>st</sup> March, 2014. Except from those disclosed in the financial statements for the year ended March 31, 2014.
- ii) The Company follows the mandatory Accounting Standards prescribed by the Institute of Chartered Accountants of India and to the best of its knowledge there are no deviations in the accounting treatments that require specific disclosure.
- iii) The CEO/CFO certificate for the financial year ended March 31, 2014 is annexed hereto.
- iv) There have been no instances of non-compliance on any matter as regards the rules and regulations prescribed by the Securities and Exchange Board of India or any other statutory authority relating to capital markets during the last three years.
- v) The Company has regularized its filings with the Stock Exchange. The Company has implemented the mandatory requirements of Corporate Governance as set out in the Listing Agreement during the year under reference.
- vi) Though the Company does not have a specific Whistle blower policy, no personnel is denied access to the Audit Committee. A certificate from Auditor certifying the compliance by the Company with the provisions of Corporate Governance of the Listing Agreement is annexed hereto.
- vii) A qualified practicing Chartered Accountant conducted a Reconciliation of Share Capital Audit on quarterly basis reconciling the total Share Capital; all the shares are held in physical form.
- viii) Pursuant to Clause 47(c) of the Listing Agreement with the Stock Exchange a Company Secretary-in-Practice have issued certificates on half-yearly basis, confirming due compliance of share transfer formalities by the Company.

## MEANS OF COMMUNICATION

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- (i) All periodical reports including Un-audited financial results, Quarterly Shareholding Pattern, clause 49A compliance etc, is sent to the shareholders at their email id / postal address registered with the company.
- (ii) The Management Discussion and Analysis Report, in accordance Clause 49 of the Listing Agreement is annexed to the Directors' Report and forms part of this Annual Report being sent to all the members of the Company.

## GENERAL SHAREHOLDER INFORMATION

<b>Date, time and venue of AGM</b>	Friday, August 22nd, 2014, at 11 A.M. at the registered office of the Company situated at 23, POLLOCK STREET Kolkata- 700001
<b>Financial Year</b>	1 <sup>st</sup> April, 2013 to 31 <sup>st</sup> March, 2014
<b>Dates of Book Closure</b>	Tuesday, 19 <sup>th</sup> August, 2014 to Thursday, 21 <sup>st</sup> August, 2014 (Both the days inclusive)
<b>Dividend Payment Date</b>	Not Applicable
<b>Financial Calendar Period</b>	Board Meeting to approve quarterly financial results (Tentative Schedule) Quarter ending 30th Jun 2014 - Mid August 2014 Quarter ending 30th Sep 2014 - Mid November 2014 Quarter ending 31st Dec 2014 - Mid February 2015 Quarter ending 31st Mar 2015 - April / May 2015
<b>Listing on Stock Exchanges</b>	Calcutta Stock Exchange
<b>Listing Fees</b>	Listing fees paid to the stock exchanges upto 31 <sup>st</sup> March, 2015.
<b>Stock Code</b>	CSE- 12204
<b>Registered Office</b>	23, POLLOCK STREET Kolkata- 700001
<b>Compliance officer &amp; Contact Address</b>	<b>Mr. Barun Mahansaria</b> 1 Ishan Bose Lane 26 Shibpur Howrah – 711101 Phone: 91 9681024566 Email ids: <a href="mailto:bombinoocommercial@gmail.com">bombinoocommercial@gmail.com</a>

## SHARE TRANSFER SYSTEM

Shareholders / Investors are requested to send share transfer related documents directly to the Company. If the transfer documents are in order, the transfer of shares is registered within 7 days of receipt of transfer document.

### Investor Services

Number of complaints from shareholders during the year ended March 31, 2014

Complaints outstanding as on 1st April 2013	Nil
Complaints received during the year ended 31st March 2014	Nil
Complaints resolved during the year ended 31st March 2014	Nil
Complaints pending as on 31st March 2014	Nil



### Distribution of Shareholding as on March 31, 2014

No. of shares	No. of shareholders	% of holders	Share (Amount)	% of Shareholding
Up to 5000	538	9.26%	2100000	87.50%
5001 – 10000	4	0.74%	300000	12.50%
10001 – 20000	-	-	-	-
20001 – 30000	-	-	-	-
30001 – 40000	-	-	-	-
40001 – 50000	-	-	-	-
50001 – 100000	-	-	-	-
100001 and above	-	-	-	-
<b>TOTAL</b>	<b>542</b>	<b>100%</b>	<b>24,00,000</b>	<b>100%</b>

### Categories of Shareholders as at March 31, 2014

Sr. No	Description	No. of Shares	% to Capital
A.	Promoters & Promoters Group - Individuals	34,000	14.17%
B.	Public Shareholding		
	<b>-Institutions</b> Financial Institutions/Banks	NIL	NIL
	<b>- Non-institutions</b> Individuals	2,06,000	85.83%
	<b>Total</b>	<b>2,40,000</b>	<b>100%</b>

### ADDRESS OF CORRESPONDENCE

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Shareholders may correspond with at the Registered Office, address mentioned herein below, on all matters relating to transfer of shares, etc.

Members may contact Mr. Barun Mahansaria, Compliance Officer for all investor related matters at the registered office of the company at the following address:

**MAHESHWARI DATAMATICS PRIVATE LIMITED**  
**6, Mangoe Lane, Kolkata- 700001**  
Email id- [mdpl@cal.vsnl.net.in](mailto:mdpl@cal.vsnl.net.in)

**BOMBINOO COMMERCIAL CO LTD**  
23, POLLOCK STREET  
Kolkata- 700001  
Email id: [bombinoocommercial@gmail.com](mailto:bombinoocommercial@gmail.com)

Green Initiative for Paperless Communications

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The Ministry of Corporate Affairs, Government of India (MCA) has, vide Circulars No. 18/2011 dated 29<sup>th</sup> April, 2011, undertaken a 'Green Initiative in Corporate Governance' allowing companies to send the Annual Report and other documents to their shareholders electronically.

The Securities and Exchange Board of India has, vide Circulars No. CIR/CFD/DIL/7/2011 directed listed companies to supply soft copies of Annual Report to all those shareholders who have registered their e-mail addresses for the purpose.

Keeping in view the underlying theme and the circulars issued by MCA and SEBI, the Company proposes to various communication and documents like notice calling general meetings, audited financial statement, directors' report, auditors' report etc., henceforth, in electronic form, to the e-mail address by the Members to the Depositories or to the Company.

Please note that you will continue to be entitled to receive, upon your request, free of cost, a copy of the Annual Report and all other communication that may be sent to you electronically. The Annual Report will also be available on the Company's website [www.bcommercial.org](http://www.bcommercial.org).

This is also a golden opportunity for every shareholder of BOMBINOO COMMERCIAL CO LTD to contribute to this Corporate Social Responsibility initiative of the company. To support this green initiative in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses.

**On behalf of the Board of Directors**

sd/-

Barun Mahansaria  
**Director**

CERTIFICATE ON COMPLIANCE  
UNDER CLAUSE 49 OF THE LISTING AGREEMENT

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To,  
The Members of **BOMBINOO COMMERCIAL CO LTD**

We have examined the compliance of conditions of Corporate Governance by **Bombinoo Commercial Co Ltd** for the year ended 31 March 2014, as stipulated in clause 49 of the listing agreement of the said company with the stock exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We further state that further compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For A Saraogi & Associates  
Chartered Accountants

sd/-

Anneel Saraogi  
Membership No. 057545

**28<sup>th</sup> July, 2014**

CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER ON CODE OF CONDUCT

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To,  
The Members of **Bombinoo Commercial Co Ltd**

I, Barun Mahansaria, Director & CEO of the Company declare that all Board Members and Senior Management of the Company have affirmed compliance with the code of conduct.

sd/-  
Barun Mahansaria  
Chief Executive Officer

**28<sup>th</sup> July, 2014**

## CHIEF EXECUTIVE OFFICER'S CERTIFICATION

---

I, Barun Mahansaria, Chief Executive Officer, responsible for the finance function certify that:

- (a) I have reviewed financial statements and the cash flow statement for the year ended 31<sup>st</sup> March, 2014 and that to the best of my knowledge and belief:
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of my knowledge and belief, no transactions entered into by the company during the year ended March 31, 2014 which are fraudulent, illegal or in violation of the company's code of conduct.
- (c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee:
  - i. Significant changes in internal control over financial reporting during the year;
  - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which I might be aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Thanking You  
Yours faithfully,

**sd/-**  
Barun Mahansaria  
Chief Executive Officer

**28<sup>th</sup> July, 2014**

COMPLIANCE CERTIFICATE

CIN No. Of the Company : L51109WB1982PLC035193  
Registration No. Of the Company : 035193  
Nominal Capital : Rs. 24,00,00,000/-  
Paid Up Capital : Rs. 24,00,000/-

To,  
The Members  
M/S. **BOMBINOO COMMERCIAL COMPANY LTD**  
12A, NANDO MULLICK LANE  
KOLKATA - 700006

I have examined the registers, records, books and papers of M/S. **BOMBINOO COMMERCIAL COMPANY LTD** (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 on 31<sup>st</sup> March, 2014. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

01. 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 duly recorded.
02. The Company has not duly filed any Forms and Return, with the Registrar of Companies, West Bengal within the time prescribed under the Act and the rules made there-under.
03. The Company being a Public Limited Company, comments are not required.
04. The Board of Directors duly met 6(Six) times respectively on 18/04/2013, 21/05/2013, 29/07/2013, 25/10/2013, 24/01/2014 and 14/03/2014 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.
05. The Company closed its Register of members, and/or Debenture holders from 26<sup>th</sup> September, 2013 to 28<sup>th</sup> September, 2013 inclusive of both days as per the provisions of Companies Act, 1956.
06. Annual General Meeting for the financial year ended on 31-03-2013 was held on 30-09-2013.
07. No Extra Ordinary General Meetings was held on during the financial year under review.
08. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under section 185 of the Companies Act, 2013.
09. The Company has not entered into any contract failing within the purview of Section 297 of the Act.





10. The Company has made 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, members or Central Government.
12. The Company has not issued any duplicate Share Certificate during the financial year under review.
13. The Company has
  - i) Not made any allotment of shares during the financial year under review. There was no transfer of shares during the year under review.
  - ii) Not deposited any amount in a separate Bank Account as no dividend was declared during the financial year under review.
  - iii) No requirement to post warrants to any member of the Company as no dividend was declared during the financial year under review.
  - iv) No requirement to transfer any amount 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 Investors Education and Protection Fund.
  - v) Duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. However, there was no appointment of Additional/Alternate Director(s) to fill casual vacancies and resignation of Director(s) during the financial year under review.
15. The Company has not appointed 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 any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year under review.
18. The Directors have disclosed their interest in other Firms/Companies to the Board of Directors pursuant to the provision of the Act during the financial year.
19. The Company has not issued any shares, debentures, other 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 was no transaction(s) necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A/58AA read with Companies (Acceptance of Deposit) Rules, 1975.



24. The Company has not made borrowings during the financial year ended 31/03/2014.
25. The Company has not made any loans or advances or given guarantee or provided securities to other bodies corporate and consequently no entries have been made 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 review.
27. The Company has not altered the provisions of Memorandum with respect to the objects of the Company during the year under review.
28. The Company has not altered the provisions of Memorandum with the respect to the name of the Company during the year under review.
29. The Company has not altered the provisions of Memorandum with respect to the Share Capital of the Company during the year under review and complied with the provisions of the Act.
30. The Company has not altered its Articles of Association during the year under review.
31. There were no prosecution initiated against or show Cause Notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. I am informed that the Company has not received any money as security from its employees during the financial year under review.
33. I am informed that the Company has not deducted any contributions towards Provident Fund from its employees during the financial year under review, as Provident Fund is not applicable to the Company.

PLACE: KOLKATA  
DATED: 27/05/2014

  
ANAND KHANDELIA

C.P.No.5841





Statutory Registers as maintained by M/S BOMBINOO COMMERCIAL COMPANY LTD:

1. Register of Members u/s. 150(1)
2. Minute Book of meetings of Board of Directors u/s. 193(1)
3. Minute Book of meetings of members u/s. 193(1)
4. Register of Contracts u/s. 301(3)
5. Register of Directors/Managing Director/Manager u/s. 303(1)
6. Register of Directors' share holdings u/s. 307(1)
7. Register of Charges u/s. 143
8. Books of Accounts u/s. 209

Other Registers

1. Register of Directors' Attendance
2. Register of Members' Attendance
3. Register of Transfer
4. Register of Application and Allotment

## ANNEXURE - B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended on 31-03-2014

Serial No.	Form No. / Return	For	Filing Date	Whether Filed within prescribed time Yes/No	If delay in filing whether additional fees paid Yes/No
<b>NO FORMS FILED.</b>					



## MANAGEMENT DISCUSSION AND ANALYSIS

### **Business Environment**

#### *Industry Overview, Risks and Concerns*

Balgopal Commercial Ltd. is mainly engaged in Trading/ Dealing in sarees as its principal business.

It also Invests in equities through the secondary markets and provides Loans & Advances to Corporates, Individuals etc

### **Performance review**

The management is pleased to report that company's business plan is progressing as per the management's satisfaction. Details shall be made at the appropriate time.

#### 1. *Cautionary Note*

*Certain statements in "Management Discussions and Analysis " section may be forward looking and are stated as required by law and regulations. Many factors, both external and internal, may affect the actual results which could be different from what the Directors envisage in terms of performance and outlook.*

## INDEPENDENT AUDITOR'S REPORT

To the Board of Director of Bombinoo Commercial Co Limited

We have audited the accompanying consolidated financial statements of Bombinoo Commercial Co Limited ("the Company") and its subsidiaries, which comprise the consolidated Balance Sheet as at March 31, 2014 and the consolidated Statements of Profit and Loss and the consolidated Cash flow Statement for the period then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibilities for the consolidated Financial Statements

The Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud and error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amount and disclosures in the consolidated financial statements. The procedures selected, depends on the auditors judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal control relevant to the company's preparation and presentation of the consolidated financial statements that give a true and fair view 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 the management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basic for our audit opinion.

### Qualified Opinion

In our opinion and to the best of our information and according and to the explanations given to us, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) in the case of the consolidated Statements of Profit and Loss, of the profit for the period ended on that date; and
- (c) in the case of consolidated Cash flow Statement, of the cash flows for the year ended on that date,



**Other Matter**

We have not audited the Financial Statements of Subsidiary Companies where total assets of Rs. 22.37 lacs, total revenue of Rs. 0.04 lacs and Net cash flow of Rs. 0.08 lacs, are reflected in the consolidated financial statements. The financial statements of the aforesaid subsidiaries have been audited by other auditors whose report has been furnished to us by the management and our opinion insofar; as it relates to the amounts included in respect of the said subsidiaries are based solely on the reports of the other auditors. Our opinion is not qualified in respect of this matter.

For A. Saraogi & Associates  
Chartered Accountants  
FRN - 322993E



  
(Anneel Saraogi)  
Partner  
Mem no.-057545

Place: Kolkata  
Date: 27<sup>th</sup> day of May, 2014



# BOMBINOO COMMERCIAL CO LTD

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No	Figures as at the end of current reporting period
<b>I. EQUITY AND LIABILITIES</b>		
(1) Shareholder's Funds	1	2,400,000
(a) Share Capital	2	179,413,232
(b) Reserves and Surplus		
(2) Current Liabilities	3	16,435
(a) Other Current Liabilities	4	17,588
(b) Short Term Provision		
<b>Total</b>		<b>181,847,255</b>
<b>II. ASSETS</b>		
(1) Non-Current Assets		
(a) Non Current Investment	5	75,952,185
(2) Current Assets		
(a) Inventories	6	59,975,000
(b) Trade Receivables	7	8,145,300
(c) Loans & Advances	8	37,580,000
(d) Cash and Cash Equivalents	9	194,770
<b>Total</b>		<b>181,847,255</b>

Significant Accounting Policies & Notes to Accounts

16

The Notes referred to above form an integral part of the Balance Sheet  
This is the Balance Sheet referred to in our report of even date

For A.SARAOGI & ASSOCIATES  
Chartered Accountants  
FRN No. 322993E



*(Signature)*  
Anneel Saraogi  
(Partner)  
Membership no.-057545

Place:- Kolkata  
Date : 27th day of May, 2014

BOMBINOO COMMERCIAL CO. LTD.  
*(Signature)*  
Director / Authorised Signatory

Directors

BOMBINOO COMMERCIAL CO. LTD.  
*(Signature)*  
Director / Authorised Signatory

## BOMBINOO COMMERCIAL CO LTD

CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2014		
Particulars	Note No	Figures as at the end of current reporting period
I. Revenue from Operations	10	8,145,300
II. Other Income	11	3,775
<b>III. Total Revenue(I+II)</b>		<b>8,149,075</b>
IV. Expenses:		
Changes in Inventories of Finished Goods (including stock-in-trade)	12	8,025,000
Employee Benefits Expenses	13	48,000
Depreciation And Amortization Expenses	14	8,400
Others Expenses	15	21,651
<b>V. Total Expenses</b>		<b>8,103,051</b>
<b>VI. Profit Before Tax (III-V)</b>		<b>46,024</b>
VII. Tax Expense:		
(1) Current Tax		17,588
(2) Deferred Tax		-
<b>VIII. Profit/(Loss) for the Period (VI-VII)</b>		<b>28,436</b>
IX. Earning per Equity Share:		
(1) Basic		0.12
(2) Diluted		0.12

Significant Accounting Policies & Notes to Accounts


16

This is the Profit & Loss Account referred to in our report of even date

For A.SARAOGI & ASSOCIATES

Chartered Accountants

FRN No. 322993E

  
Anneel Saraogi  
(Partner)

Membership no.-057545

Place:- Kolkata

Date : 27th day of May, 2014



**BOMBINOO COMMERCIAL CO. LTD.**

*Barun Mahansaria*

Director / Authorised Signatory  
Directors

**BOMBINOO COMMERCIAL CO. LTD.**

*B.L. Mahansaria*

Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO LTD**

**CONSOLIDATED CASH FLOW STATEMENT ANNEXURE TO BALANCE SHEET FOR THE YEAR ENDED ON  
31.03.2014**


31st March, 2014

<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>	
Net Profit/(Loss) before tax	46,024
<u>Adjustment for :</u>	
(a) Depreciation	0
(b) Preliminary Expenses Written off	8,400
	<hr/>
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	54,424
<u>Adjustment for :</u>	
(a) Trade and Other Receivables	(8,145,300)
(b) Inventories	8,025,000
(c) Other Current Liabilities	2,447
(d) Other Current Assets	0
	<hr/>
CASH GENERATED FROM OPERATION	(63,429)
CASH FLOW BEFORE EXTRAORDINARY ITEMS	0
Extraordinary Items Prior Period	
(a) Prior period Expenses/Income	0
(b) Income Tax/Deferred Tax	0
	<hr/>
NET CASH FLOW FROM OPERATING ACTIVITIES	<u>(63,429)</u>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>	
(a) Purchase of Fixed Assets	0
(b) Sale of Investments	65,000
	<hr/>
NET CASH FLOW IN INVESTING ACTIVITIES	<u>65,000</u>
<b>C. CASH FLOW FROM FINANCIAL ACTIVITIES</b>	
(a) Share Application Money Received	0
(b) Interest (Paid)/Received	0
(c) Increase in Loans and Advances	0
	<hr/>
	<u>0</u>
Net Increase (Decrease) in Cash (A + B + C)	1,571
Opening Balance of Cash & Cash Equivalents	193,199
Closing Balance of Cash & Cash Equivalents	194,770

**AUDITOR'S REPORT**

We have checked the attached cash flow statement of BOMBINOO COMMERCIAL CO LIMITED for the year ended 31st March, 2014 from the books and records maintained by the company in the ordinary course of business and have subject to comparative figures for the year ended 31st March, 2014

For A.SARAOGI & ASSOCIATES  
Chartered Accountants,  
FRN No. 322993E

  
Anheel Saraogi  
Partner  
Membership no.-057545



Place: Kolkata  
Date : 27th day of May, 2014

**BOMBINOO COMMERCIAL CO. LTD,**  
*Banun Mahansania,*  
Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO. LTD.**  
*B.L. Mahansania*  
Director / Authorised Signatory



## BOMBINOO COMMERCIAL CO LTD

Particulars		Figures as at the end of current reporting period
<b>NOTE NO - 1</b>		
<b>SHARE CAPITAL</b>		
<b>AUTHORISED CAPITAL</b>		
2,40,00,000 Equity Shares of Rs 10/-each fully paid up		240,000,000
		240,000,000
<b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b>		
2,40,000 Equity Shares of Rs 10/-each fully paid up		2,400,000
		2,400,000
<b>NOTE NO - 2</b>		
<b>RESERVE &amp; SURPLUS</b>		
<b>Securities Premium Account</b>		
Balance as per Balance Sheet		179,546,200
<b>Profit &amp; Loss Account</b>		
As Per Last Year		(161,404)
Add : Profit/(Loss) of the Year		28,436
		179,413,232
<b>NOTE NO - 3</b>		
<b>OTHER CURRENT LIABILITIES</b>		
Audit Fees Payable		16,435
		16,435
<b>NOTE NO - 4</b>		
<b>SHORT TERM PROVISION</b>		
Provision for Income Tax		17,588
		17,588
<b>NOTE NO - 5</b>		
<b>NON CURRENT INVESTMENT</b>		
Investment in Unquoted Shares		75,952,185
		75,952,185
<b>NOTE NO - 6</b>		
<b>INVENTORIES</b>		
Finished Goods		59,975,000
		59,975,000
<b>NOTE NO - 7</b>		
<b>TRADE RECEIVABLES</b>		
Considered Good		
Others		8,145,300
		8,145,300



**BOMBINOO COMMERCIAL CO. LTD.**

*Banun Mahansania,*

Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO. LTD.**

*B.L. Maha*



## BOMBINOO COMMERCIAL CO LTD

Particulars	Figures as at the end of current reporting period
<b>NOTE NO - 8</b>	
<b><u>LOANS &amp; ADVANCES</u></b>	
Advances Recoverable in Cash or in Kind	37,580,000
	37,580,000
<b>NOTE NO - 9</b>	
<b><u>CASH &amp; BANK BALANCES</u></b>	
Cash & Cash Equivalents	160,831
Cash Balance in Hand	33,939
Balance with Banks	
	194,770
<b>NOTE NO - 10</b>	
<b><u>REVENUE FROM OPERATIONS</u></b>	
Sale of Goods	8,145,300
	8,145,300
<b>NOTE NO - 11</b>	
<b><u>OTHERS INCOME</u></b>	
Miscellaneous Receipts	3,775
	3,775
<b>NOTE NO - 12</b>	
<b><u>CHANGES IN INVENTORIES OF FINISHED GOODS</u></b>	
<b><u>(INCLUDING STOCK-IN-TRADE)</u></b>	
Opening Inventories	68,000,000
Closing Inventories	59,975,000
	8,025,000
<b>NOTE NO - 13</b>	
<b><u>EMPLOYEE BENEFIT EXPENSES</u></b>	
Salaries	48,000
	48,000
<b>NOTE NO - 14</b>	
<b><u>DEPRECIATION AND AMORTIZATION EXPENSES</u></b>	
Preliminary Expenses	8,400
	8,400
<b>NOTE NO - 15</b>	
<b><u>OTHERS EXPENSES</u></b>	
Audit Fees	7,447
Bank Charges	224
Filing Fees	1,600
General Expenses	12,380
	21,651



**BOMBINOO COMMERCIAL CO. LTD.**  
*Bannu Mahansaria,*  
 Director / Authorised Signatory  
**BOMBINOO COMMERCIAL CO. LTD.**  
*B.L. Mahansaria*  
 Director / Authorised Signatory

**CONSOLIDATED NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31/03/2014****Note '16' Notes on Accounts:****Basis of Preparation**

- The financial statements are prepared under the **historical cost** convention except for current assets.
- **Accrual basis** of accounting has been adopted in preparation of the financial statements.
- The financial statements are prepared under the **Going concern** convention of accounting.
- The generally accepted accounting principles, **Accounting Standards issued by the Institute of Chartered Accountants of India**, as applicable, and the relevant **provisions of the Companies Act, 1956** have been complied.
- In preparing the financial statements in conformity with accounting principles generally accepted in India, management is required to make **estimates and assumptions** that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as at the date of financial statements and the amounts of revenue and expenses during the reported period. Actual results could differ from those estimates. Any revision to such estimates is recognized in the period the same is determined.

**Significant Accounting Policies**

1. All assets and liabilities have been classified as current or non-current as per company's normal operating cycle and other criteria set out in the revised Schedule VI to the Companies Act, 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current & non-current classification of assets & liabilities.
2. The financial statements of the Company and its subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-company balances in accordance with the Accounting Standard 21 on "Consolidated Financial Statements" of the Companies (Accounting Standards) Rules, 2006.
3. The Consolidated Financial Statements are prepared to the extent possible using uniform accounting policies for the like transactions and other events in similar circumstances and are presented in the manner as the Company's separate financial statements

**Notes on Accounts:**

- As per information and explanation provided by the Management there are no outstanding dues of SSI undertakings as required by Schedule VI of the Companies Act, 1956 as amended by Notification No. GSR 129(E) dated 22.02.1999 issued by the Department of Company Affairs, Ministry of Law, Justice & Company Affairs.

**BOMBINOO COMMERCIAL CO. LTD.***Banu Mahanjan***Director / Authorised Signatory  
BOMBINOO COMMERCIAL CO. LTD.***B.L. Mahanjan***Director / Authorised Signatory**



# BOMBINOO COMMERCIAL CO LTD

CIN NO. : U51109WB1982PLC035193

12A, NANDO MULLICK LANE  
KOLKATA- 700006

- The Company has no amount to be paid to Micro, Small and Medium Enterprises in accordance with provisions of Micro, Small & Medium Enterprises Development Act, 2006. Hence, disclosures, if any, relating to amounts unpaid as the year end together with interest paid / payable as required under the said Act have not been made.

## Name of Subsidiary Companies included in Consolidation are as under:

<u>NAME OF SUBSIDIARY</u>	<u>%HOLDING</u>	<u>NATURE OF RELATIONSHIP</u>
1. Debdaru Commosale Pvt Ltd	100.00	Subsidiary
2. Debdaru Vanijya Pvt Ltd	100.00	Subsidiary
3. Shreesh Plyboards Pvt. Ltd	100.00	Subsidiary

## SIGNIFICANT EVENT DISCLOSURE:

### 1 n. Directors

Banwari Lal Mahansaria	Director
Barun Mahansaria	Director
Manisha Agarwal	Director

## SIGNATURES TO NOTE '1' TO '16'

In terms of our report of even date annexed herewith.

BOMBINOO COMMERCIAL CO. LTD.

*Banun mahansaria,*  
Director / Authorised Signatory

For A. Saraogi & Associates  
Chartered Accountants  
FRN - 322993E

BOMBINOO COMMERCIAL CO. LTD.

*B. L. Mahansaria*  
Director / Authorised Signatory

CO1

*(Anneel Saraogi)*  
Partner  
Mem no.-057545



Place: Kolkata

Date: 27<sup>th</sup> day of May, 2014

INDEPENDENT AUDITOR'S REPORT

To the Members of BOMBINOO COMMERCIAL COMPANY LIMITED,

Report on the Financial Statements for the F.Y. 2013-14.  
We have audited the accompanying financial statements of BOMBINOO COMMERCIAL COMPANY LIMITED, which comprise the Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and 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. 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.

**Auditor's Responsibility**

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.

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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014; and
- b) in the case of the Profit and Loss Account, of the profit for the year ended on March 31, 2014





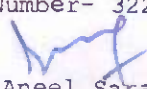
**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a) 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;
  - b) 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.
  - c) The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
  - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.



Place - Kolkata  
Dated - 20.05.2014.

For A. Saraogi & Associates  
Chartered Accountants  
Firm regn. Number- 322993E

  
(Aneel Saraogi)  
Partner

Membership no.-057545

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of BOMBINOO COMMERCIAL COMPANY LIMITED on the accounts of the company for the year ended 31<sup>st</sup> March, 2014.

1. (a) According to information and explanation given to us the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.  
(b) The physical verification of fixed assets is carried out at reasonable intervals by the management.  
(c) No Fixed Assets were disposed off during the financial year concerned.
2. The Company is not having inventory and therefore provisions of clause 4(ii) is not applicable to the Company.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.  
(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
4. Since the Company has purchased fixed assets therefore the internal control procedure is applicable.
5. In our opinion and according to information & explanations given to us, there are no such transactions that need to be entered into a register in pursuance of section 301 of the Act.
6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8. According to information & explanation given to us, the company is not required to maintain cost records as prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act.
9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31<sup>st</sup> of March, 2014 for a period of more than six months from the date they became payable.  
(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.






10. The company is not having accumulated losses more than 50% of its net worth. The company has not incurred cash losses during the financial year covered by audit.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31<sup>st</sup> March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

Place - Kolkata  
Dated - 20.05.2014



For A. Saraogi & Associates  
Chartered Accountants  
Firm regn. Number- 322993E

  
(Aneel Saraogi)  
Partner  
Membership no.-057545

**BOMBINOO COMMERCIAL COMPANY LIMITED**

BALANCE SHEET AS AT 31ST MARCH, 2014


Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	1	2,400,000	2,400,000
(b) Reserves and Surplus	2	177,491,623	177,452,291
<b>(2) Current Liabilities</b>			
(a) Other current liabilities	3	3,000	3,000
(b) Short term provision	4	17,588	-
<b>Total</b>		<b>179,912,211</b>	<b>179,855,291</b>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Non current investment	5	74,204,185	74,269,185
<b>(2) Current assets</b>			
(a) Inventories	6	59,975,000	68,000,000
(b) Trade Receivables	7	8,145,300	-
(c) Loans & Advances	8	37,580,000	37,580,000
Cash and cash equivalents	9	7,726	6,106
<b>Total</b>		<b>179,912,211</b>	<b>179,855,291</b>

Significant Accounting Policies & Notes to Accounts

15

The Notes referred to above form an integral part of the Balance Sheet  
This is the Balance Sheet referred to in our report of even date

For A.SARAOGI & ASSOCIATES  
Firm registration Number- 322993E

  
Anneel Saraogi  
Partner  
Membership no.-057545

Place:- Kolkata  
Date: 20.05.2014

Directors

**BOMBINOO COMMERCIAL CO. LTD.**

*B.L. Mahanta*

Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO. LTD.**

*Barun Mahansaria*

Director / Authorised Signatory





**BOMBINO COMMERCIAL COMPANY LIMITED**  
**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2014**

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Revenue from operations	10	8,145,300	-
II. Other Income	11	-	13,415
<b>III. Total Revenue (I+II)</b>		<b>8,145,300</b>	<b>13,415</b>
IV. Expenses:			
Changes in inventories of finished goods (including stock-in-trade)	12	8,025,000	-
Employee benefits expenses.	13	48,000	-
Others expenses	14	15,380	13,648
<b>V. Total Expenses</b>		<b>8,088,380</b>	<b>13,648</b>
<b>VI. Profit before tax (III-V)</b>		<b>56,920</b>	<b>(233)</b>
VII. Tax expenses:			
(1) Current tax		17,588	-
(2) Deferred tax		-	-
<b>VIII. Profit/(Loss) for the period (VI-VII)</b>		<b>39,332</b>	<b>(233)</b>
IX. Earning per equity share:			
(1) Basic		0.16	(0.00)
(2) Diluted		0.16	(0.00)

Significant Accounting Policies & Notes to Accounts

15

This is the Profit & Loss Account referred to in our report of even date

For A.SARAOGI & ASSOCIATES  
 Chartered Accountants  
 Firm Reg. No. - 324521E



*Anneel Saraogi*  
 Anneel Saraogi  
 Partner  
 Membership no.-057545

Directors

**BOMBINO COMMERCIAL CO. LTD.**

*B. L. Mahansaria*  
 Director / Authorised Signatory

Place:- Kolkata  
 Dated : 20.05.2014

**BOMBINO COMMERCIAL CO. LTD.**

*Banun Mahansaria*  
 Director / Authorised Signatory

**BOMBINOO COMMERCIAL COMPANY LIMITED**

**CASH FLOW STATEMENT ANNEXURE TO BALANCE SHEET FOR THE YEAR ENDED ON 31.03.2014**

	31st March, 2014	31st March, 2013
<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>		
Net Profit/(Loss) before tax	56,920	(233)
<u>Adjustment for :</u>		
(a) Depreciation	0	0
(b) Interest Received	0	0
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>56,920</b>	<b>(233)</b>
<u>Adjustment for :</u>		
(a) Trade and Other Receivables	0	0
(b) Inventories	0	0
(c) Other Current Liabilities	0	1,000
(d) Other Current Assets	0	0
<b>CASH GENERATED FROM OPERATION</b>	<b>56,920</b>	<b>767</b>
<b>CASH FLOW BEFORE EXTRAORDINARY ITEMS</b>	<b>0</b>	<b>0</b>
<u>Extraordinary Items Prior Period</u>		
(a) Priorperiod Expenses/Income	0	0
(b) Income Tax/Deferred Tax	0	0
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>56,920</b>	<b>767</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
(a) Purchase of Fixed Assets	0	0
(b) Sale of Investments	0	0
<b>NET CASH FLOW IN INVESTING ACTIVITIES</b>	<b>0</b>	<b>0</b>
<b>C. CASH FLOW FROM FINANCIAL ACTIVITIES</b>		
(a) Share Application Money Received	0	0
(b) Interest (Paid)/Received	0	0
(C) Increase in Loans and Advances	0	0
<b>Net Increase (Decrease) in Cash (A + B + C)</b>	<b>56,920</b>	<b>767</b>
Opening Balance of Cash & Cash Equivalents	6,106	5,339
Elsoing Balance of Cash & Cash Equivalents	63,026	6,106

**AUDITOR'S REPORT**

We have checked the attached cash flow statement of BOMBINOO COMMERCIAL COMPANY LIMITED for the year ended 31st March, 2014 from the books and records maintained by the company in the ordinary course of business and have subject to comparative figures for the year ended 31st March, 2013

**For A.SARAOGI & ASSOCIATES**

Chartered Accountants,

Firm registration Number- 322993E

  
Anneel Saraogi

Partner

Membership no.-057545

Place:Kolkata

Dated : 20.05.2014



**BOMBINOO COMMERCIAL CO. LTD.**

*B.L. Mahanta*  
Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO. LTD.**

*Barun Mahanta*  
Director / Authorised Signatory

**BOMBINOO COMMERCIAL COMPANY LIMITED**

Particulars	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
<b>NOTE NO - 1</b>		
<b>SHARE CAPITAL</b>		
<b>AUTHORISED CAPITAL</b>		
2,40,00,000 Equity Shares of Rs 10/-each fully paid up	240,000,000	240,000,000
(Previous Year 2,40,00,000 Equity Shares of Rs 10/-each fully paid up)	240,000,000	240,000,000
<b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b>		
2,40,000 Equity Shares of Rs 10/-each fully paid up	2,400,000	2,400,000
(Previous Year 2,40,000 Equity Shares of Rs 10/-each fully paid up)	2,400,000	2,400,000
<b>NOTE NO - 2</b>		
<b>RESERVE &amp; SURPLUS</b>		
<b>Securities Premium Account</b>		
Balance as per Last Balance Sheet	177,548,200	177,548,200
<b>Profit &amp; Loss Account</b>		
As Per Last Balance Sheet	(95,909)	(95,676)
Add : Profit/(Loss) of the year	39,332	(233)
	177,491,623	177,452,291
<b>NOTE NO - 3</b>		
<b>OTHER CURRENT LIABILITIES</b>		
Audit Fees Payable	3,000	3,000
	3,000	3,000
<b>NOTE NO - 4</b>		
<b>SHORT TERM PROVISION</b>		
Provision for Income Tax	17,588	-
	17,588	-
<b>NOTE NO - 5</b>		
<b>NON CURRENT INVESTMENT</b>		
Investment in unquoted shares	74,204,185	74,269,185
	74,204,185	74,269,185
<b>NOTE NO - 6</b>		
<b>INVENTORIES</b>		
(At lower of cost and net realisable value)		
Finished goods	59,975,000	68,000,000
	59,975,000	68,000,000
<b>NOTE NO - 7</b>		
<b>TRADE RECEIVABLES</b>		
(Unsecured unless otherwise stated)		
Considered good		
Others	8,145,300	-
	8,145,300	-

Directors

**BOMBINOO COMMERCIAL CO. LTD.**

*B. L. Mahansaria*  
Director / Authorised Signatory



**BOMBINOO COMMERCIAL CO. LTD.**

*Banun Mahansaria*  
Director / Authorised Signatory



**BOMBINOO COMMERCIAL COMPANY LIMITED**

Particulars	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
<b>NOTE NO - 8 LOANS &amp; ADVANCES</b> (Unsecured, considered good unless otherwise stated) Advances recoverable in cash or in kind or for value to be received	37,580,000	37,580,000
	<b>37,580,000</b>	<b>37,580,000</b>
<b>NOTE NO - 9 CASH &amp; BANK BALANCES</b> Cash & Cash Equivalents Cash Balance in Hand	7,726	6,106
	<b>7,726</b>	<b>6,106</b>
<b>NOTE NO - 10 REVENUE FROM OPERATIONS</b> Sale of goods	8,145,300	-
	<b>8,145,300</b>	<b>-</b>
<b>NOTE NO - 11 OTHERS INCOME</b> Miscellaneous Receipts	-	13,415
	<b>-</b>	<b>13,415</b>
<b>NOTE NO - 12 CHANGES IN INVENTORIES OF FINISHED GOODS, (INCLUDING STOCK-IN-TRADE)</b>		
Opening Inventories Finished Goods	68,000,000	68,000,000
Closing Inventories Finished Goods	59,975,000	68,000,000
	<b>8,025,000</b>	<b>-</b>
<b>NOTE NO - 13 EMPLOYEE BENEFIT EXPENSES</b> Salaries	48,000	-
	<b>48,000</b>	<b>-</b>
<b>NOTE NO - 14 OTHERS EXPENSES</b> Audit fees Miscellaneous expenses	3,000 12,380	3,000 10,648
	<b>15,380</b>	<b>13,648</b>

Directors



**BOMBINOO COMMERCIAL CO. LTD.**

*B. L. Mahanta*  
Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO. LTD.**

*Abanun Mahansaria*  
Director / Authorised Signatory

# BOMBINOO COMMERCIAL COMPANY LIMITED

## SCHEDULE '15'

### SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS:

#### 1. SIGNIFICANT ACCOUNTING POLICIES:

- (i) The financial statement has been prepared on the historical cost convention and with generally accepted accounting principles.
- (ii) Items for Profit & Loss a/c have been accounted for on accrual basis.
- (iii) Investments have been made in unquoted shares and have been stated at cost.

#### 2. NOTES ON ACCOUNTS:

- (i) Previous year's figures have been regrouped/ re-arranged wherever necessary.
- (ii) The Company is listed on Calcutta Stock Exchange.
- (iii) There is no Contingent Liability for the year under review.
- (iv) There is no employee eligible for the benefit of gratuity; hence no such provision is made.
- (v) In the opinion of the Board and to the best of their knowledge and belief, the value of realization of current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.
- (vi) The Company has no amount to be paid to Micro, Small and Medium Enterprises in accordance with provisions of Micro, Small & Medium Enterprises Development Act, 2006.
- (vii) In terms of Accounting Standard 20, the calculation of EPS is given below:-
  - (a) Profit/(Loss) after Taxation:- Rs. 39,332.00
  - (b) Weighted Average number of Equity Shares outstanding during the year: - 24,00,000 shares.
  - (c) Normal value of shares:- Rs 10/ share
  - (d) Basic and Diluted EPS:- (Rs. 0.16)
- (viii) Accordance with the Accounting Standard AS-22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, Deferred Tax Asset is not created as a matter of prudence as there is no reasonably certainty of future profit.
- (ix) As per information and explanation provided by the Management there are no outstanding dues of SSI undertakings as required by Schedule VI of the Companies Act, 1956.

### SIGNATURES TO SCHEDULES '1' TO '15'

In terms of our report of even date annexed herewith.



For A.SARAOGI & ASSOCIATES  
Chartered Accountants

*Anneel Saraogi*  
Anneel Saraogi  
Partner

Membership no.-057545

Place - Kolkata  
Dated - 20.05.2014

**BOMBINOO COMMERCIAL CO. LTD.**  
*B.L. Mahansaria*  
Director / Authorised Signatory

**BOMBINOO COMMERCIAL CO. LTD.**  
*Banun Mahansaria*  
Director / Authorised Signatory

**PROXY FORM**

**DP ID & Client ID No.** \_\_\_\_\_  
**Folio No.** \_\_\_\_\_  
**No. of Shares** \_\_\_\_\_

I/We \_\_\_\_\_ of \_\_\_\_\_  
being Shareholder/Shareholders/Beneficial Holders of **BOMBINOO COMMERCIAL CO LTD** hereby appoint Mr./Ms. \_\_\_\_\_ as my/our Proxy in my/our absence to attend and vote for me/us, and on my/our behalf at the Annual General Meeting of the Company to be held on 22nd August 2014 and/or at any adjournment(s) thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014.

Affix  
Revenue  
Stamp

Proxy form must reach company's registered office not  
later than 48 hours before the commencement of the  
meeting

For Office Use Only
Date of Receipt

Signature(s)

**ATTENDANCE SLIP**

DP ID.	
CLIENT ID	

FOLIO NO.	
NO. OF SHARES HELD	

Name & Address of Shareholder / Proxy holder

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-----  
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I certify that I am a registered Shareholder / Proxy for the registered Shareholder of the Company. I hereby record my presence at the Annual General Meeting of the Company held on 22nd August, 2014 at 11.00 A.M. at its Registered Office at 23, POLLOCK STREET Kolkata- 700001.

Member's / Proxy's Signature

(Shareholder attending the meeting in person or by proxy is requested to complete the attendance slip and handover at the entrance of the Meeting Hall)

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