

CONTENTS

1) Company Information	2
2) Notice of the Annual General Meeting	3
3) Director's Report	8
4) Management Discussion and Analysis Report	23
5) Corporate Governance Report	25
6) CEO / CFO Certificate	35
7) Auditor's Report on Financial Statements	36
8) Audited Annual Accounts of 31.03.2015 & Notes to the Accounts	39
9) List of Resolutions	50
10) Attendance Slip & Proxy Form	51

30TH ANNUAL GENERAL MEETING	
Date	12.09.2015
Day	SATURDAY
Time	10:00 A.M.
Place	GIRISH CHANDRA BARDALAI PATH, BAMUNIMAIDAN, GUWAHATI, ASSAM - 781021

SWAGTAM TRADING & SERVICES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS		
Ms. Lalita Mittal	DIN: 06928783	Whole Time Director & CFO
Mr. Deepak Sharma	DIN: 00293945	Director
Mr. Sumit Gupta	DIN: 06911742	Director
Mr. Raman Mittal	DIN: 06877244	Independent Director
Mr. Raj Kumar Gupta	DIN: 00074532	Independent Director
Mrs. Sonia Rani	ACS : 36984	Company Secretary & Compliance Officer

AUDITORS M/s GHOSH KHANNA & CO. Chartered Accountants, FRN – 003366N Mr. Deepti Manchanda, Partner Membership No.: 517699 Address: L-2A, Hauz Khas Enclave, New Delhi – 110016 Tel: 011-2696 2981, Email Id: gkc@vsnl.com Website: www.gkcindia.com	CIN : L51909AS1984PLC007078 Date of Incorporation : 19727 Date of Commencement : dated 31.12.1984 PAN : AAACS8477Q TAN : DELS56140A Service Tax : AAACS8477QSD002 ISIN : INE150R01019
--	--

BANKERS 1. Punjab National Bank Ahimsa Bhawan, New Rajendra Nagar, New Delhi – 110060 2. ICICI Bank Ltd. 82, Janpath, New Delhi – 110001	REGISTRAR Alankit Assignments Limited R.O: 1E/13, Alankit Heights, Jhandewalan Extension, New Delhi-110055 C.O: 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi-110055 Tel: 011-4254-1234, 4254-1960
---	---

OFFICES

REGISTERED OFFICE Girish Chandra Bardalai Path, Bamunimaidan Guwahati, Assam – 781021	CORPORATE OFFICE R-489, GF-A, Ground Floor, New Rajinder Nagar New Delhi – 110060
--	--

CONTACTS DETAILS

Tel : 011 – 4247 5489 Mob : 9910003638	Email : swagtam1984@gmail.com Website : www.swagtam.com
---	--

IMPORTANT COMMUNICATION TO THE MEMBERS

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by E-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their E-mail addresses, so far, are requested to register their e-mail addresses, with the Registrar & Share Transfer Agent of the Company.

SWAGTAM TRADING & SERVICES LIMITED

NOTICE OF ANNUAL GENERAL MEETING

To the Members,

NOTICE IS HEREBY GIVEN THAT 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON SATURDAY, 12.09.2015 AT 10:00 A.M. AT "GIRISH CHANDRA BARDALAI PATH, BAMUNIMAIDAN, GUWAHATI, ASSAM-781021" TO CONSIDER AND TRANSACT THE BUSINESS(ES) MENTIONED BELOW:

ORDINARY BUSINESS

ITEM NO. – 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March 2015, and the Profit and Loss Account & Cash Flow Statements for the year ended on that date alongwith the Reports of Auditors and Directors thereon.

ITEM NO. - 2: To re-appoint Mr. Deepak Sharma (DIN: 00293945) as Director who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

ITEM NO. - 3: To ratify the appointment of M/s GHOSH KHANNA & CO., Chartered Accountants, FRN 003366N, as Statutory Auditors of the Company, who were originally appointed in 29th Annual General Meeting upto 33rd Annual General Meeting, with such remuneration as may be decided by the Board.

SPECIAL BUSINESS

ITEM NO. – 4: TO APPOINT Mr. SUMIT GUPTA AS DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provision of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Sumit Gupta (DIN: 06911742) who was appointed as additional director under Section 161 of the Companies Act, 2013, effective 29.01.2015 and holds office upto the date of this Annual General Meeting and in respect of whom the Company having received a notice in writing under section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non Executive Director of the Company, liable to retire by rotation

By Order of Board of Directors
Swagtam Trading & Services Limited

Date : 31.07.2015

Place : New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148, Sector – 3,
Rohini, Delhi – 110085

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting ('AGM') may appoint one or more proxies to attend and to vote on a poll instead of himself / herself and a proxy so appointed need not be a member of the company. The instrument of proxy in order to be effective must be received at the company's Corporate / Registered Office, duly completed and signed, not less than 48 hours before the time fixed for commencement of the AGM i.e. by 10:00 A.M. on 12th September, 2015.
2. Explanatory Statement under Section 102(1) of the Companies Act, 2013 which sets out details relating to Special Business to be transacted at the Meeting, is annexed hereto and forms part of the Notice.
3. Corporate Members intending to send their authorized representatives in accordance with Section 113 of the Companies Act, 2013, are requested to send a duly certified copy of the Board Resolution authorising the representatives to attend and vote on their behalf at the AGM.
4. Members are requested to bring their Attendance Slips duly filled in and signed as per the specimen signature

SWAGTAM TRADING & SERVICES LIMITED

recorded with the company for attending the meeting along with Annual Report already circulated to them.

5. In case several joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
6. The Register of Members and Share Transfer Books of the company will remain closed from 09.09.2015 to 12.09.2015 (both days inclusive).
7. Queries proposed to be raised at the AGM may be sent to the Company at its Corporate / Registered Office at least Seven days prior to the date of AGM to enable the Management to compile the relevant information and to reply the same.
8. Copies of the Memorandum and Articles of Association of the Company and the documents referred to in the Notice, etc., shall be open for inspection at the Corporate/Registered Office of the Company on any working day between 11 A.M. and 5 P.M. up to the date of the AGM.
9. Members who hold shares in de-materialized form are requested to bring their Client ID and DP ID Numbers for easier identification of their attendance at the meeting.
10. Brief profile of the Directors seeking appointment / re-appointment, as mandated under Clause 49 of the Listing Agreements with Stock Exchanges, forms part of the Notice.
11. Share transfer documents and all correspondence relating thereto, should be addressed to the Registrar and Transfer Agent or to the Company.
12. Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Member holding shares, in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are required to submit their PAN details to Registrar and Transfer Agent or to the Company.
13. Members are requested to :
 - i. Quote their Folio number (s) / Client ID / DP ID in all correspondence.
 - ii. Please notify change (s), if any, in your contact details, PAN, Registered Address along with Pin Code, Contact Number(s), and **E-mail ID**, etc., to the Registrar and Share Transfer Agent or to Company.
14. Electronic copy of the Annual Report for 2014-15 is being sent to all the Members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Annual Report for 2014-15 is being sent in the permitted mode.
15. Electronic copy of the Notice of the 30th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose Email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Notice of the 30th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

Members may also note that the Notice of the 30th Annual General Meeting and the Annual Report for 2014-15 will also be available on the Company's website www.swagtam.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Corporate and Registered Office in Delhi and Assam, respectively, for inspection during normal business hours on working days. Even after registering for e-communication, Members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: swagtam1984@gmail.com.
16. Members who have not registered their E-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
17. The "Ministry of Corporate Affairs" (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the

service of document by a company can be made through electronic mode. In view of the circular issued by M.C.A, the Company proposes to henceforth deliver documents like notice calling the Annual General Meeting / Extra Ordinary General Meeting / Audited Annual Accounts / Report of the Auditors / Report of the Directors, etc, in electronic form to the E-mail address provided by the shareholders.

18. The Register of Directors and Key Managerial Personnel and their Shareholdings maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 will be available for inspection at the 30th Annual General Meeting.

19. Detailed procedure for "Remote E-voting" is annexed which forms part of this Notice

Voting Through Electronic means :

In compliance with the provision of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies [Management and Administration] Rules, 2014, as amended and Clause 35B of the Listing Agreements with Stock Exchanges, the company is provide members facility to exercise their right to vote on resolution proposed to be passed in the 30TH Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote E-Voting Services provided by NSDL:

The instructions for E-voting are as under :-

(i) In case of members receiving an email from NSDL :

1. Open E-mail and open attached PDF file "**Swagtam e-Voting.pdf**" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your "User ID" and "Password for e-voting". Please note that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for e-voting
2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
3. Click on "Shareholder - Login".
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
6. Home page of remote "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
7. Select Electronic Voting Event Number "EVEN" of Swagtam Trading & Services Ltd. [**102293**] as given in the body of E-mail. Now you are ready for e-voting as Cast Vote page opens and you can cast vote online from **September 9, 2015 (9:00 am)** till **September 11, 2015 (5:00 pm)**.

Note: e-Voting shall not be allowed beyond said time.

8. Cast your vote by selecting appropriate options and click on "Submit" and also "Confirm", when prompted.
9. Upon confirmation, the message 'Vote cast successfully' will be displayed. Thereafter you will not be allowed to modify your vote.
10. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail b.bhushanandcompany@gmail.com with a copy marked to evoting@nsdl.co.in.

ii). In case of Members receiving physical copies of the Notice of the AGM by Post:

1. User ID and initial password alongwith Electronic Voting Event Number "EVEN" of Swagtam Trading & Services Ltd. [**102293**] is provided/stapled/annexed in the Annual Report for the purpose of remote e-Voting for AGM.
2. Please follow the steps from Sl. Nos. (2) to (10) mentioned in (i) above, to cast your vote.

SWAGTAM TRADING & SERVICES LIMITED

General Instructions

1. The E-voting period begins at 09:00 A.M. on Wednesday, 09th September, 2015 and ends at 5:00 P.M. on Friday, 11th September, 2015. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. **5th September, 2015** may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The e-voting module shall be disabled by NSDL for voting thereafter.
2. The facility for voting through poll shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through poll / show of hand.
3. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
4. The Company has appointed M/s. B. Bhushan & Co., Practicing Company Secretaries, New Delhi, (M. No.: A31951, COP : 14469) to act as the "Scrutinizer", to scrutinize the e-voting process and physical vote at the venue of AGM in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given above.
5. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 05th September, 2015.
6. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 05th September, 2015 only shall be entitled to avail the facility of remote e-voting / Poll at AGM.
7. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently and/or cannot cast the vote again.
8. In case of any query pertaining to e-voting, please visit Instructions FAQ's for Members and E-voting User Manual for Members in download section of NSDL's e-voting website <https://www.evoting.nsdl.com> or call on toll free no: 1800222990 or contact Mr. Rajiv Ranjan, Assistant Manager NSDL at designated email ids evoting@nsdl.co.in or RajivR@nsdl.co.in or at telephone nos 022-24994600/ 022-24994738. Members may also address their queries relating to e-voting to the e-mail ID rta@alankit.com
9. Members already registered with NSDL for remote e-voting can use their existing user ID and password for Login. Thereafter please follow the steps from Sl. Nos. (6) to (9) mentioned in (i) above, to cast your vote.
10. Every Client ID No. / Folio No. shall have one e-vote, irrespective of the number of joint holders.
11. Remote E-voting right cannot be exercised by a Proxy.
12. The Scrutinizer, after scrutinising the votes cast at the meeting through poll / show of hand and through remote e-voting, shall within a period not exceeding (3) three days from the conclusion of the Meeting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.swagtam.com and on the website of NSDL www.evoting.nsdl.com The results shall simultaneously be communicated to the Stock Exchanges, where the Company's shares are listed

By Order of Board of Directors
Swagtam Trading & Services Limited

Date : 31.07.2015
Place : New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148, Sector – 3,
Rohini, Delhi – 110085

EXPLANATORY STATEMENT

[Pursuant to section 102 of the Companies Act, 2013 relating to the special business to be transacted at the Annual General Meeting (AGM)]

ITEM NO. – 4: TO APPOINT Mr. SUMIT GUPTA AS DIRECTOR OF THE COMPANY

Mr. Sumit Gupta (DIN: 06911742) was appointed as Additional Director of the Company w.e.f. 29.01.2015 in accordance with the Provisions of Section 161 of Companies Act, 2013 & Articles of Association.

Pursuant to the Provisions of Section 161 the above director holds office up to the date of the ensuing Annual General Meeting. In this regard the company has received a request in writing from a member of the company proposing Mr. Sumit Gupta (DIN: 06911742) as a candidate for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mr. Sumit Gupta on the Board is desirable and would be beneficial to the company and hence recommend resolution No. 4 for adoption.

None of the Directors and KMP is interested, except Mr. Sumit Gupta (DIN: 06911742), in the said resolution.

The Board recommends resolutions under Item No. 4 to be passed as an ordinary resolution.

Brief Resume of Appointee Director

Mr. Sumit Gupta (DIN: 06911742) holds M.B.A. – Finance and M.S. - Accounting Degrees from U.S.A. and has more than 12 years of experience in the fields of Finance, Management, Real Estate, Stock Market, Jewellery, etc.,

At present he holds the Directorship in the following Companies

S.No.	Name of the Company	Category of Directorship
1.	Best Properties Pvt. Ltd.	Director & Shareholder

Mr. Sumit Gupta (DIN: 06911742) holds 45000 (3.78%) shares of the company.

Disclosure of Interest of Board Members

None of the Directors except Mr. Sumit Gupta (DIN: 06911742) is interested in the proposed resolution.

Mr. Sumit Gupta (DIN: 06911742) shall be deemed to be interested in the resolution to the extent of his shareholding and Directorship.

The resolution stated in the item No. 4 is placed for kind consideration and approval of members of the Company. Board recommends the appointment of Mr. Sumit Gupta (DIN: 06911742) as the Director of the Company.

By Order of Board of Directors
Swagtam Trading & Services Limited

Date : 31.07.2015
Place : New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148, Sector – 3,
Rohini, Delhi – 110085

SWAGTAM TRADING & SERVICES LIMITED

DIRECTOR'S REPORT

Dear Stakeholders,

Your Directors present herewith the 30th Annual Report for the year ended 31.03.2015.

FINANCIAL RESULTS

(In Rupees)

Particulars	For the Year Ended 31.03.2015	For the Year Ended 31.03.2014
Income from Operations	—	73,63,196
Commission from real estate business	15,24,235	—
Surplus from Bullion, Commodities, etc.,	12,22,538	—
Other Income	20,137	110,144
Total Income	27,66,910	74,73,340
Total Expenditure	17,23,003	67,669
Profit/(Loss) before tax	10,43,908	74,05,671
Provision for Tax	2,93,877	14,89,287
Net Profit/(Loss)	7,50,031	59,16,384

FINANCIAL HIGHLIGHTS

During the year under review your Company diversified into the business of real estate & commission / agency and purchase & sale of commodities, bullion, etc.. Company has earned the total revenue of Rs. 27,66,910/-. Net Profit after Tax for the year under consideration is Rs. 7,50,031/-. Your Company hopes to increase its presence in the business in the coming years, which may increase the top line and also its profitability.

DIVIDEND

In view of the requirement of funds, your Directors do not consider it desirable to recommend any dividend in the current year.

SHARE CAPITAL

Authorised share capital of the Company as on 31.03.2015 is Rs. 4,00,00,000 divided into 40,00,000 Equity Shares of Rs. 10/- each and the paid-up capital stands at Rs. 1,19,05,000/-.

Members in their meeting/AGM held on 17th September, 2014 had approved / resolved to create, issue & allot Upto 13,00,000 (Thirteen lacs only) Equity Shares of face value of Rs. 10/- (Rupees Ten) each at a premium of Rs. 25/- per share on Preferential basis to the non-promoters to finance the business activities of the Company.

During the year your company had raised the funds by allotment of only 9,43,000 equity shares of Rs.10/- each at a premium of Rs.25/-, out of the 13,00,000 shares, on preferential basis to non promoters to finance the business activities of the company.

DIRECTORS AND KEY MANAGERIAL PERSON

In accordance with the requirements of the Companies Act, 2013 and the Articles of Association, Mr. Deepak Sharma, Director of the Company, retires by rotation and shown his willingness for re-appointment.

In accordance with the section 196, 197 read with Schedule V of Companies Act, 2013 Ms. Lalita Mittal was appointed as director on 19.07.2014 and subsequently on 08.08.2014 was nominated / designated as Whole Time Director & Chief Financial Officer.

Mr. Raj Kumar Gupta and Mr. Raman Mittal were also appointed as Independent Directors w.e.f. 30.04.2014 and 02.06.2014 respectively. The Resignation of Shri M. M. Saklani and Shri Dharendra Singh Bhandari was accepted w.e.f. 01.08.2014 & 12.01.2015, respectively.

Mr. Sumit Gupta (DIN: 06911742) has been appointed as Additional Director of the Company w.e.f. 29.01.2015.

SWAGTAM TRADING & SERVICES LIMITED

Ms. Sheetal Bansal (ACS-38208) who was appointed as Company Secretary cum Compliance Officer of the Company on 29.01.2015, however she resigned from the above post effective 25.05.2015 and thereafter Board Appointed Mrs. Sonia Rani (ACS – 36984) as a Company Secretary cum Compliance Officer of the Company w.e.f. 25.05.2015.

LOANS, GUARANTEES AND INVESTMENTS

Company has not given any kinds of Loan, Guarantee, provided any Security and made any Investments as specified under section 186 of Companies Act, 2013.

PERFORMANCE EVALUATION OF BOARD MEMBERS

With a view to improve performance and effectiveness, Board Members are now increasingly deploying board performance evaluation tools to identify areas of improvement benchmarking themselves against leading practices. Realizing the trends and challenges, the regulators around the world have mandated board evaluations.

MEETING OF THE BOARD

The followings meeting were held during reporting period

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1.	23.04.2014	14.	16.08.2014
2.	30.04.2014	15.	01.09.2014
3.	30.04.2014	16.	16.09.2014
4.	26.05.2014	17.	17.09.2014
5.	30.05.2014	18.	29.09.2014
6.	30.06.2014	19.	30.09.2014
7.	11.07.2014	20.	29.10.2014
8.	11.07.2014	21.	08.12.2014
9.	15.07.2014	22.	12.01.2015
10.	19.07.2014	23.	29.01.2015
11.	01.08.2014	24.	19.03.2015
12.	01.08.2014	25.	30.03.2015
13.	08.08.2014		

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements under the provisions of the Companies Act regarding the Directors' Responsibility Statement, it is hereby confirmed that:

- i. In the preparation of annual accounts for the financial year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii. The Directors have selected such accounting policies and applied them consistently and made 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 ended March 31st, 2015 and of the profit or loss of the Company for that period.
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have prepared the annual accounts on a going concern basis.
- v. The director have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively: and
- vi. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

PARTICULARS OF EMPLOYEES

During the year under review, the company does not have any employee who is covered under this Clause.

SWAGTAM TRADING & SERVICES LIMITED

PUBLIC DEPOSITS

During the year under review, your company has not invited any fixed deposits from the Public and has not accepted fixed deposits and nothing is outstanding.

STATUTORY AUDITORS

M/s GHOSH KHANNA & CO., Chartered Accountants, FRN – 003366N Statutory Auditors of the Company who were appointed as statutory auditors from 29th Annual General Meeting till 33th Annual General Meeting, subject to ratification at every Annual General Meeting by Members. The Certificate for their eligibility has been received.

SECRETARIAL AUDITOR

The Board has appointed M/s B. Bhushan & Co., Practicing Company Secretary, to conduct Secretarial Audit for the Financial Year 2014-15. The Secretarial Audit Report for the financial year 2014-15 is annexed with Directors' Report. Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

AUDITORS' REPORT

Auditors' Report in respect of the Financial Statements of 31.03.2015 is self Explanatory and does not warrant any further comments/explanation from the Board of Directors.

LISTING OF SHARES

Equity Shares of the Company are listed on Delhi Stock Exchange Limited (de-recognized by SEBI w.e.f. 19.11.2014) & Calcutta Stock Exchange Limited. Company has complied with the requirements of listing agreements during the period of review. Listing Fee stands paid to CSE for & upto-date (2015-16).

Company has also filed an Application to get all of its shares Listed with Trading Approvals to Bombay Stock Exchanges Ltd and the necessary required compliances & submissions & fee payments have been made.

ALTERATION OF MOA & AOA

Company added / altered/ changed its Main Objects clause in the Memorandum of Association in order to bring the Memorandum of Association and Articles of Association in conformity with the provisions of the Companies Act, 2013 and to enlarge its area of business operations. The Board of Directors had decided to add the Real Estate, Agency business, Education, Jewellery, etc., to the main objects clause of the Memorandum of Association.

Company altered the Articles of Association and adopted New Set of Articles of Association based on Table 'F' of the Companies Act, 2013. Company has also received "Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)" dated 03.11.2014 from Registrar of Companies, Shillong.

SHIFTING OF REGISTERED OFFICE

The registered office of the Company is presently situated in Guwahati, Assam and Corporate Office is in Delhi. Most of the shareholders of the company, business dealings & activities of the Company take place in Delhi. Further Company is into the business(es) of Real Estate, Agency, Education, Jewellery, etc., therefore it has been thought fit & proper to shift the registered office of the company from the State of Assam to Delhi for the purpose of administrative convenience, expansion, diversification, economy, etc. For aforesaid purpose a Petition has been filed to Regional Director, Shillong, for Shifting of Registered office.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO

Information required to be given pursuant to this Clause are given below :

A. CONSERVATION OF ENERGY

The company did not use any energy during the year under review. Your Company is conscious about its responsibility to conserve energy, power and other energy sources wherever possible. We emphasis towards a safe & clean environment & continue to adhere to all regulatory requirements & guidelines.

B. RESEARCH & DEVELOPMENT

Your Company has not imported any technology for any research and development.

C. TECHNOLOGY ABSORPTION

Your Company has not imported any technology; however, we believe and use information technology extensively in all spheres of our activities to improve efficiency levels.

SWAGTAM TRADING & SERVICES LIMITED

D. FOREIGN EXCHANGE EARNINGS AND OUTGO.

Details of Foreign Exchange, Earnings & Outgo are given as below:-

	<u>31.03.2015 (Amt.)</u>	<u>31.03.2014 (Amt.)</u>
Foreign Exchange earning	Nil	Nil
Foreign Exchange outgoing	Nil	Nil

DISCLOSURES

AUDIT COMMITTEE

Composition of Audit Committee :

Sr. No.	Name of the Director	Category of Director
1.	Mr. Raman Mittal	Chairman, Independent Director
2.	Ms. Lalita Mittal	Member, Non – Independent Director
3.	Mr. Raj Kumar Gupta	Member, Independent Director

REMUNERATION AND NOMINATION COMMITTEE

Composition of Remuneration and Nomination Committee :

Sr. No.	Name of the Director	Category of Director
1.	Mr. Raman Mittal	Chairman, Independent Director
2.	Ms. Lalita Mittal	Member, Non – Independent Director
3.	Mr. Raj Kumar Gupta	Member, Independent Director

SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

Composition of Shareholders / Investors Grievance Committee :

Sr. No.	Name of the Director	Category of Director
1.	Ms. Lalita Mittal	Member, Non – Independent Director
2.	Mr. Raman Mittal	Chairman, Independent Director
3.	Mr. Sumit Gupta	Member, Non - Independent (Non Executive) Director

APPRECIATION

Your Directors wish to place on record their deep thanks and gratitude to;

- The Central and State Governments as well as their respective Departments and Development Authorities connected with the business of the Company, Bankers of the Company as well as stock exchanges & other Institutions for their co-operation and continued support.
- The Shareholders & Others for the trust and confidence reposed and to the Customers for their valued patronage.
- The Board also takes this opportunity to express its sincere appreciation for the efforts put in by the officers and employees at all levels in achieving the results and hopes that they would continue their sincere and dedicated endeavour towards attainment of better working results during the current year.

By Order of Board of Directors
Swagtam Trading & Services Limited

Date : 31.07.2015

Place : New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148, Sector – 3,
Rohini, Delhi – 110085

SWAGTAM TRADING & SERVICES LIMITED

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED on 31.03.2015

[Pursuant to section 204(1) of the Companies Act, 2013 and the rules made thereunder]

To,

The Members,

Swagtam Trading and Services Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Swagtam Trading and Services Limited (CIN: L51909AS1984PLC007078) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year starting from 01.04.2014 ended on 31.03.2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the clients/Members;
- (vi) and other laws applicable on the company.

We report that during the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with Delhi Stock Exchange and Calcutta Stock Exchange, the trading platform is not available with the Calcutta Stock Exchange and recognition of Delhi Stock Exchange was withdrawn by the SEBI on 19th November 2014.

We further report that, there were no actions/events in pursuance of :

- (a) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

SWAGTAM TRADING & SERVICES LIMITED

- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) The Securities and Exchange Board of (Delisting of Equity Shares) Regulations, 2009; requiring compliance thereof by the company during the financial year and the Secretarial Standards issued by The Institute of Company Secretaries of India were not applicable during the year.

We further report that based on information provided by the company, its officers and authorized representatives during the conduct of the audit, and also on the review of quarterly compliance reports by officials of the company taken on records by the Board of Directors of the company, in our opinion, adequate systems and processes and control mechanism exist in the company to monitor and ensure compliance with applicable laws.

We further report that the compliance by the company of applicable financial laws, like direct and Indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the director/directors, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the company allotted only 943,000 equity shares of Rs. 10/- each at a premium of Rs.25/- each on preferential basis to Non –Promoters, out of the resolution passed by the shareholders in the AGM held on 17.09.2015 for issue and allot upto 1300,000 equity shares of Rs.10/- each at a premium of Rs.25/- each.

We further report that during the audit period the company has not indulge in any matter related to the following:-

- (i) Public/ Right/ Debentures/ Sweat Equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations etc.

Place: New Delhi
Date : 31.07.2015

For **B.Bhushan & Co.**
(Company Secretaries)

1195, Gali Babu Ram,
Sita Ram Bazar,
Delhi – 110006

Bharat Bhushan
(Proprietor)
M. No.: A31951
COP : 14469

SWAGTAM TRADING & SERVICES LIMITED

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March 2015

I. REGISTRATION AND OTHER DETAILS:

i) CIN	L51909AS1984PLC007078
ii) Registration Date	31st December, 1984
iii) Name of the Company	Swagtam Trading & Services Limited
iv) Category / Sub-Category of the Company	Public Company/ Limited by shares
v) Address of the Regd. Office	Girish Chandra Bardalai Path, Bamunimaindan, Guwahati, Assam- 781021
vi) contact details	
a.) Corp. Office	R-489, GF-A, Ground Floor, New Rajinder Nagar, New Delhi - 110060
b.) Website	www.swagtam.com
c.) Email i.d.	swagtam1984@gmail.com
d.) Phone No.	011 - 42475489
vii) Whether listed company	YES
	1) Delhi Stock Exchange Ltd. (Derecognised by SEBI on 19.11.2014)
	2) Calcutta Stock Exchange Ltd.
viii) Detail of RTA	
a.) Name	Alankit Assignments Limited
b.) Address	R. O. IE/13, Alankit Heights, Jhandewalan Extn., New Delhi – 55 C.O. : 205-208, Anarkali Complex, Jhandewalan Extn., New Delhi – 55
c.) Contact	011-42541234, 011-42541960 rta@alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Real Estate		55.00%
2	Bullion, Commodities, etc.		44.20%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary	% of shares held	Applicable Section
	NIL				

IV. SHARE HOLDING PATTERN

(Equity Share Capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Category Code	Category of Shareholder	No. of Shares held at the beginning of the year	% of total no. of shares	No. of Shares held at the end of the year	% of total no. of shares	% Change during the year
(A)	Shareholding of Promoter and Promoter Group²					
1	Indian					
(a)	Individuals/ Hindu Undivided Family	0		0		
(b)	Central Government/ State Government(s)					
(c)	Bodies Corporate	63500	25.66	49200	4.13	[1.20]
(d)	Financial Institutions/ Banks					
(e)	Any Others(Specify)					
(e-i)						
(e-ii)						
	Sub Total(A)(1)	63500	25.66	49200	4.13	[1.20]
2	Foreign					
a	Individuals (Non-Residents Individuals/Foreign Individuals)	0		0		
b	Bodies Corporate	0		0		
c	Institutions	0		0		
d	Qualified Foreign Investor	0		0		
e	Any Others(Specify)	0		0		
e-i		0		0		
e-ii						
	Sub Total(A)(2)	0		0		
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	63500	25.66	49200	4.13	[1.20]

(B) Public shareholding

1 Institutions

(a)	Mutual Funds/ UTI	0		0		
(b)	Financial Institutions / Banks	0		0		
(c)	Central Government/ State Government(s)	0		0		
(d)	Venture Capital Funds	0		0		

SWAGTAM TRADING & SERVICES LIMITED

(e)	Insurance Companies	0		0		
(f)	Foreign Institutional Investors	0		0		
(g)	Foreign Venture Capital Investors	0		0		
(h)	Qualified Foreign Investor	0		0		
(i)	Any Other (specify)	0		0		
(i-ii)						
(i-ii)						
	Sub-Total (B)(1)	0		0		
B 2	Non-institutions					
(a)	Bodies Corporate	120499	48.69	50000	4.20	[5.92]
(b)	Individuals					
I	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	63501	25.65	234976	19.74	14.40
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	0	0	856324	71.93	71.93
(c)	Qualified Foreign Investor					
(d)	Any Other (specify)	0		0		
(d-i)						
(d-ii)						
	Sub-Total (B)(2)	184000	74.34	1141300	95.87	80.41
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	184000	74.34	1141300	95.87	80.41
	TOTAL (A)+(B)	247500	100.00	1190500	100.00	79.21
(C)	Shares held by Custodians and against which Depository Receipts have been issued					
1	Promoter and Promoter Group					
2	Public					
	Sub-Total (C)	0		0		
	GRAND TOTAL (A)+(B)+(C)	247500	100.00	1190500	100.00	79.21

Note: 943,000 equity shares allotted in Preferential Issue on 30.09.2014

SWAGTAM TRADING & SERVICES LIMITED

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year		%change in shareholding during the year
		No. of Shares	% of Shares Pledged / encumbered	No. of Shares	% of Shares Pledged / encumbered	
1	Duncan Macneill Construction & Developers Ltd.	12000	0	12000	0	0
2	Buckingham Industries Ltd	12000	0	12000	0	0
3	Jeewan Commercial Ltd.	12000	0	12000	0	0
4	ACEC India Pvt Ltd	1200	0	1200	0	0
5	East West Properties Pvt Ltd	12000	0	12000	0	0
6	Pashupatinath Holdings Pvt Ltd	2100	0	0	0	[0.18]
7	Assam Company Ltd.	12200	0	0	0	[1.02]
	TOTAL	63500		49200		

(iii) Change in Promoters' Shareholding

Sl. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Assam Company Ltd.				
	At the Beginning of the year	12200	4.93 % (12200*100 / 247500)	12200	4.93 % (12200*100 / 247500)
	Decrease – Date of Sale -25.06.2014	12200	4.93 %	0	0
	At the End of the year	0	0	0	0

Sl. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	Pashupatinath Holdings Pvt. Ltd.				
	At the Beginning of the year	2100	0.18 % (2100*100 / 1190500)	2100	0.18 (2100*100 / 1190500)
	Decrease – Date of Sale : 22.12.2014	2100	0.18 %	0	0
	At the End of the year	0	0	0	0

SWAGTAM TRADING & SERVICES LIMITED

(iv) Shareholding Pattern of TOP TEN Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Richa Agarwal				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	60000	5.04	60000	5.04
	At the End of the year	60000	5.04	60000	5.04

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	Veena Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	50000	4.20	50000	4.20
	At the End of the year	50000	4.20	50000	4.20

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	Sumit Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	45000	3.78	45000	3.78
	At the End of the year	45000	3.78	45000	3.78

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4	Rajesh Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	40000	3.36	40000	3.36
	At the End of the year	40000	3.36	40000	3.36

SWAGTAM TRADING & SERVICES LIMITED

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
5	Seema Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	40000	3.36	40000	3.36
	At the End of the year	40000	3.36	40000	3.36

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	Sunita Rani				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	37500	3.15	37500	3.15
	At the End of the year	37500	3.15	37500	3.15

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
7	Amit Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	37100	3.12	37100	3.12
	At the End of the year	37100	3.12	37100	3.12

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	Rakesh Kumar Garg				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	31000	2.60	31000	2.60
	At the End of the year	31000	2.60	31000	2.60

SWAGTAM TRADING & SERVICES LIMITED

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
9	Aayush Aggarwal				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	30000	2.52	30000	2.52
	At the End of the year	30000	2.52	30000	2.52

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
10	Anita Aggarwal				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	30000	2.52	30000	2.52
	At the End of the year	30000	2.52	30000	2.52

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of Director/KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Sumit Gupta Director – w.e.f. 29.01.2015				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 30.09.2014	45000	3.78	45000	3.78
	At the End of the year	45000	3.78	45000	3.78

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment *Amt. in Rs.*

	Secured Loans excluding deposits	Unsecured Loans / Advances	Deposits
Indebtedness at the beginning of the financial year	NIL		NIL
i) Principal Amount		91,74,033	
ii) interest due but not paid		0	
iii) interest accrued but not due.		0	
Total (i+ii+iii)	NIL	91,74,033	NIL

SWAGTAM TRADING & SERVICES LIMITED

Change in Indebtedness during the financial year			
* Addition		91,07,423	
* Reduction			
Net Change	NIL	91,07,423	NIL
Indebtedness at the end of the Financial Year	NIL		NIL
i) Principal Amount		66,610	
ii) Interest due but not paid		0	
iii) Interest accrued but not due		0	
Total (i+ii+iii)	NIL	66,610	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager :

Sl. no	Particulars of Remuneration	Total Amount (Rs.)	
		Per Month	Per Year
	LALITA MITTAL (WTD & CFO)		
1	Gross salary		—
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	20000	160000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	
	(c) profit in lieu of salary under section 17(3) income tax Act, 1961	0	
2	Stock Option	0	
3	Sweat Equity	0	
4	Commission - as % of Profit - Other, Specify.....	0	
5	Others, please specify	0	
	Total (A)	20000	160000
	Ceiling as per the Act		

B. REMUNERATION TO OTHER DIRECTORS:

Sl. no	Particulars of Remuneration	Total Amount	
		Per Month	Per Year
1	Independent Director	NIL	NIL
	*Fee for attending Board Committee Meeting		
	* Commission		
	*Other, Please Specify		
	Total (1)	NIL	NIL

SWAGTAM TRADING & SERVICES LIMITED

2	Other Non-Executive Directors *Fee for attending board Committee Meeting *Commission *Other, Please Specify	NIL	NIL
	Total (2)	NIL	NIL
	Total (B)=(1+2)	NIL	NIL
	Total Managerial Remuneration Overall Ceiling as per the Act	NIL	NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no		Total Amount (Rs.)
1	Company Secretary	91620

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act		Appeal made, if any (Details)
A. COMPANY			
Penalty		NIL	NIL
Punishment		NIL	NIL
Compounding		NIL	NIL
B. DIRECTOR			
Penalty		NIL	NIL
Punishment		NIL	NIL
Compounding		NIL	NIL
C. OTHER OFFICERS IN DEFAULT			
Penalty		NIL	NIL
Punishment		NIL	NIL
Compounding		NIL	NIL

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors presents before you the Company's Management Discussion and Analysis Report for the year ended on 31.03.2015

The management of the company is presenting herein the overview, opportunities and threats, initiatives by the company and overall strategy of the company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country.

FORWARD LOOKING STATEMENT

Statement in this report, particularly those which relate to Management Discussion and Analysis, describing the company's future plans, objectives, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual results may vary materially from those either expressed or implied.

REAL ESTATE & SERVICE SECTOR

INDUSTRY STRUCTURE & DEVELOPMENTS

The Indian real estate sector has come a long way and is today one of the fastest growing markets in the world. It comprises many sub-sectors – housing, retail, hospitality, farms, residential, and commercial. While housing contributes to five–six percent of India's gross domestic product (GDP), the remaining sub-sectors are also increasing at a fast pace. The total realty market in the country is expected to touch US\$ 180 billion by 2020.

Real estate in India is being recognized as an infrastructure service that is driving the economic growth engine of the country. Growing infrastructure requirement in diverse sectors such as tourism, education, healthcare, etc., are offering several investment opportunities for both domestic as well as foreign investors. Total investment by private equity (PE) funds in the real estate sector from January–March 2015 was approximately Rs 5,168 crore. This is a substantial increase of 85% per cent compared to the previous quarter. The role of the Government of India has been instrumental in the development of the sector. With the government trying to introduce developer and buyer friendly policies, the outlook for the real estate sector in 2014-20 does look promising.

OPPORTUNITIES

- ◆ Real estate contributes about 5 per cent to India's GDP. The market size of this sector is expected to increase at a compound annual growth rate (CAGR) of 11.2 per cent during FY 2008–2020.
- ◆ The Indian construction and real estate sector continues to be a favoured destination for global investors. Several large global investors, including a number of sovereign funds, have taken the first move by partnering with successful local investors and developers for investing in the Indian real estate market.
- ◆ The residential asset class looks to have great potential for growth with housing requirements growing across cities.
- ◆ Demand for space from sectors such as education and healthcare has opened up ample opportunities in the real estate sector. The country still needs to add three million hospital beds to meet the global average of three for every 1,000 people.
- ◆ Government of India focus on affordable homes for all by 2022, the creation of 100 Smart Cities and infrastructure development across India, the real estate industry has much to look forward to in 2015.

THREATS

- ◆ High inflation rate may increase the cost and company's profit margins may suffer.
- ◆ High interest rate may also prove to be adverse.
- ◆ Real estate industry is capital intensive sector which require high capital and in present scenario it is challenge in front of management to arrange for the funds requirement.
- ◆ Tough competition from the other existing players in the industry also poses a threat.

OUTLOOK

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company has a proper and adequate system of internal controls & audit commensurate with its size to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, recorded and reported correctly. Proper controls and checks are exercised by the company by following the procedures prescribed in the various manuals. The Audit Committee of the Board will

SWAGTAM TRADING & SERVICES LIMITED

review Internal Control Systems of the company on periodical basis

DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

Your company recognizes the value of human resource, therefore, the human resource policies are being framed in such fashion that they not only aim at achieving the organizational goal but also recognize, appreciate and develop the individual interest of the employees. The Human Resource Development policies of the company are being so framed that it is in the best interest of the organization as well as employees of the company.

BULLIONS, COMMODITIES, GEMS & JEWELLERY, ETC.

INDUSTRY STRUCTURE AND DEVELOPMENTS

India has substantial reserves of gold, diamond, ruby and other gemstones. The gems and jewellery sector has been playing a very important role in the Indian economy and contributes about six–seven per cent to the country's gross domestic product (GDP), apart from large scale employment generations and foreign exchange earnings (FEE). The government of India has declared the sector as a focus area for export promotion based on its potential for growth and value addition. Sensing its immense potential, the Government of India has declared the sector as a thrust area for export promotion. In FY 2014–15, the Indian gems and jewellery sector contributed US\$ 34,746.90 million to India's FEE. The primary segments of the sector in India are gold jewellery and diamonds & gems. India is the world's largest consumer of gold, accounting for over 20 per cent of the global gold consumption. The country is also the world's largest cutting and polishing centre for diamonds, with the cutting and polishing industry being well supported by government policies. India exports 95 per cent of the world's diamonds, as per statistics from the Gems and Jewellery Export promotion Council (GJEPC). The industry is projected to generate up to US\$ 35 billion of revenue from exports.

OPPORTUNITIES

- ♦ The country is slowly starting to move towards branded jewellery and consumers are progressively accommodating modern retail formats.
- ♦ Gold jewellery exports from India increased for a second straight month in March 2015 as raw material supply improved following the Reserve Bank of India's ruling to allow more banks to import bullion/precious metals.
- ♦ India has the high skilled low cost Labour.
- ♦ The Indian cut diamonds and designed jewellery are in demand in the international market.

THREATS

- ♦ Gold import is subject to custom duty which fluctuates & can affect the business severely.
- ♦ Gold prices are also not stable that poses threat to the profit margin consequently.
- ♦ Tough competition from the other players may compel Company to offer competitive price and ultimately affect our profit margin.

OUTLOOK

Overall business situation appears to be positive. Company has to concentrate on Project Development; in order to gain some ground in mass market segment. Assuming the inflation is brought under control and input prices remain at reasonable level, the domestic market is expected to continue to deliver a modest top line growth. With the continued effort on Retail upgradation and contemporary experience, the footfall and Brand image at the Retail level would be improved.

RISK & CONCERN

Aggressive competition by new players, who wish to enter the category pose a risk of the Company losing its market share. The Company will focus on cost & every saving materials, contemporary designs, better value proposition in the product basket through continuous innovation and on cost management to mitigate the risks.

By Order of Board of Directors
Swagtam Trading & Services Limited

Date : 31.07.2015
Place : New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148, Sector – 3,
Rohini, Delhi – 110085

REPORT ON CORPORATE GOVERNANCE

THE COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

Good Corporate Governance practices are fundamental to the success of any Organization and for enhancement of value of all stakeholders. With this view Company has adopted clause 49 of listing Agreement from last year, as prescribed by SEBI and incorporated in the Listing Agreement, though it is not mandatory for your Company to comply the clause 49 of Listing Agreement. To strengthen this belief the Company has further adopted a Code of Conduct, which inter alia forms guidelines for “Leadership with Trust”. The Company will focus its energies and resources in creating and safeguarding of shareholders’ wealth and, at the same time, protect the interests of all its stakeholders.

BOARD OF DIRECTORS

The Board of Directors is an optimum combination of professionalism experience, executive, non executive and Independent Directors, provides and evaluates the strategic directions of the Company; formulates and reviews management policies, serves and protects the overall interests of shareholders to ensure long-term value creation for stakeholders.

Composition:

Board of Directors comprise of ‘5’ Directors as on 31st March 2015 namely Mr. Deepak Sharma, Ms. Lalita Mittal, Mr. Raj Kumar Gupta, Mr. Raman Mittal and Mr. Sumit Gupta. Mr. Raj Kumar Gupta is appointed as an additional / Independent Director on 30.04.2014. Further Board of Directors also appointed Mr. Raman Mittal (Independent Director) and Ms. Lalita Mittal as Additional Directors w.e.f. 02.06.2014 and 19.07.2014 respectively. Later on Board of Directors in its meeting held on 8th August, 2014 decided that it is imperative to appoint one of the Directors as Whole Time Director & Chief Financial Officer for carrying out the Business in comfortable and smooth manner and appointed Ms. Lalita Mittal as Whole Time Director & Chief Financial Officer.

The Resignation of Mr. M. M. Saklani and Mr. Dharendra Singh Bhandari was accepted w.e.f. 01.08.2014 & 12.01.2015, respectively. Mr. Sumit Gupta was also appointed as an Additional Director of the Company w.e.f. 29.01.2015.

Composition of the Board of Directors :

<u>NAME</u>	<u>CATEGORY</u>
Ms. Lalita Mittal	Whole Time Director & CFO
Mr. Deepak Sharma	Director
Mr. Raman Mittal	Independent Director
Mr. Raj Kumar Gupta	Independent Director
Mr. Sumit Gupta	Director

BOARD MEETING

During the financial year ended March 31, 2015, Twenty five meetings of the Board of Directors were held as against the minimum requirement of 4 times. None of the two Board Meetings have a gap of more than 120 days in between them. The dates of Board meetings and Directors attendance record is given below:

MEETING OF THE BOARD

The followings meeting were held during reporting period

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1.	23.04.2014	14.	16.08.2014
2.	30.04.2014	15.	01.09.2014
3.	30.04.2014	16.	16.09.2014
4.	26.05.2014	17.	17.09.2014
5.	30.05.2014	18.	29.09.2014
6.	30.06.2014	19.	30.09.2014

SWAGTAM TRADING & SERVICES LIMITED

7.	11.07.2014	20.	29.10.2014
8.	11.07.2014	21.	08.12.2014
9.	15.07.2014	22.	12.01.2015
10.	19.07.2014	23.	29.01.2015
11.	01.08.2014	24.	19.03.2015
12.	01.08.2014	25.	30.03.2015
13.	08.08.2014		

Attendance Record of Directors during the Financial Year 2014-15

Sr. No.	Name of Director	No. of Meeting attending during 2014-15			No. of Other Directorship		No. of Out side Committee	
		Board		Last	Listed	Others	Chairman	Member
		Held*	Attended	AGM				
1.	Mr. Deepak Sharma	25	25	Yes	2	9	NIL	NIL
2.	Ms. Lalita Mittal	16	16	Yes	3	NIL	NIL	3
3.	Mr. Raman Mital	19	19	Yes	NIL	NIL	NIL	NIL
4.	Mr. Raj Kumar Gupta	25	25	Yes	1	1	1	2
5.	Mr. Sumit Gupta	3	3	No	NIL	NIL	NIL	NIL
6.	Mr. D. S. Bhandari	23	23	Yes	3	2	NIL	NIL
7.	Mr. M.M. Saklani	12	12	No	NIL	NIL	NIL	NIL

* Denotes number of meetings held during the tenure of directorship of each director.

NOTE:

- ◆ None of the Directors of your Company is a member of more than 10 Committees or is the Chairman of more than five Committees across all the Public Companies in which they are Directors.
- ◆ The directorship/ committee membership is based on the disclosures received from the directors.
- ◆ No Director is inter-se related to any other Director on the Board of the Company.

CODE OF CONDUCT

A Code of Conduct for Members of the Board and Senior Management is a comprehensive Code applicable to Executive and Non-Executive Directors as well as members of the Senior Management.

Code of Conduct is available on the Company's website www.swagtam.com

The Whole Time Director has declared that all the members of the Board have affirmed that they have complied with the code of conduct for the financial year 2014-15.

SEBI has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 on 15.01.2015 repealing Sebi (Insider Trading) Regulations, 1992 applicable to all the listed companies with effect from 15.05.2015. Accordingly company has adopted code of internal procedures and conduct for prohibition of insider trading, as amended, in dealing with the securities of the company.

DEMATERIALISATION OF SHARES AND LIQUIDITY

94.66% of the equity shares of the Company have been dematerialized as on 31.03.2015. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialize their shares with either of the Depositories and cast their electronic vote.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This Audit is carried out every Quarter and the report

thereon is submitted to the Stock Exchanges(s) where the Company shares are listed as well as to BSE Ltd. where the Company wants the shares to be listed & traded also. The Audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination form can be obtained from the Company's Registrar and Share Transfer Agent.

RESUME OF DIRECTOR PROPOSED TO BE APPOINTED

The brief resume of Director seeking appointment is appended herein above in the Notice & Explanatory Statement for calling Annual General Meeting

COMMITTEES OF THE BOARD

The Board has constituted the following standing Committees:

[A] Audit Committee

[B] Remuneration and Nomination Committee

[C] Shareholders'/Investors' Grievance Committee

[A] AUDIT COMMITTEE

In pursuance of section 177 of the Companies Act, 2013 and other applicable laws Board of Directors of the Company has constituted an Audit Committee. The purpose of the audit committee is to ensure the objectivity, credibility and correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax policies, compliance and legal requirements and associated matters.

i) Terms of reference

1. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending the appointment, remuneration and terms of appointment and change of statutory and internal auditors, fixation of audit fee and also approval for payment for any other services.
3. To review and monitor the independence and performance of auditors & effectiveness of audit process.
4. Reviewing with Management the quarterly / half yearly and the annual financial statements before submission to the Board, focusing primarily on:
 - ♦ Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause 3(c) of section 134 of the Companies Act, 2013.
 - ♦ Any Change in accounting policies and practices.
 - ♦ Major accounting entries based on exercise of judgment by management.
 - ♦ The going concern assumption.
 - ♦ Compliance with accounting standards.
 - ♦ Compliance of legal requirements concerning financial statements.
 - ♦ Any related party transactions.
5. Reviewing with the management, statutory and internal auditors, the adequacy and compliance of internal control system.
6. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval
7. Reviewing the adequacy of internal audit function, reporting structure coverage and frequency of internal audit.

SWAGTAM TRADING & SERVICES LIMITED

8. Discussion on internal Auditors significant findings and follow up there on.
9. Reviewing the findings of any internal investigations by the internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
10. Discussion with statutory auditors about the scope of audit as well as have post audit discussion to ascertain any area of concern.
11. Reviewing the Company's financial and risk management policies.
12. Approval or any subsequent modification of transaction of the Company with the Related parties.
13. Scrutiny of inter corporate loans and investments.
14. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

Further the Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal Audit Reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Internal Auditor shall be subject to review by the Audit Committee.

ii) Composition:

Audit Committee comprise of three members - Mr. Raj Kumar Gupta, Independent Director, Ms. Lalita Mittal, Executive Director and Mr. Raman Mittal, Independent director.

Mr. Raman Mittal is heading the Audit Committee.

Audit Committee has been constituted by the Board of Directors in its Board meeting held on 08.08.2014, to inter alia to look in to the matters related to the Financial Reporting and Compliance of the Company with regulatory & legal requirements.

Meeting and attendance:

Audit Committee have met four times i.e. 22.08.2014, 28.09.2014, 29.10.2014, and 29.01.2015 during financial year 2014-15.

Sr. No.	Name of the Member	Meetings Held	Meetings Attended
1.	Mr. Raman Mittal	4	4
2.	Ms. Lalita Mittal	4	4
3.	Mr. Raj Kumar Gupta	4	4

[B] REMUNERATION AND NOMINATION COMMITTEE

In Accordance with the provisions of Section 178 of the Companies Act, 2013 the Board of Directors of the Company in its meeting held on 08.08.2014 has constituted a Committee of Directors to be known as "Remuneration and Nomination Committee". The Role of the Remuneration and Nomination Committee and its constitution is given below.

Role of Remuneration and Nomination Committee

1. To identify the persons who are qualified to become the director and who may be appointed in the senior management.
2. To lay down the criteria and policy for selection relating to the appointment of Directors, Officers in the senior Management and their remuneration.
3. To recommend to the Board of Directors of the Company appointment and removal of Directors or officers in the senior management.

SWAGTAM TRADING & SERVICES LIMITED

Constitution of the Committee

Remuneration and Nomination Committee consist of the following Directors:

1. Mr. Raman Mittal : Independent Director
2. Mr. Raj Kumar Gupta : Independent Director
3. Ms. Lalita Mittal : Whole Time Director & CFO

Mr. Raman Mittal is the chairman of the committee.

ATTENDANCE RECORD & DETAILS OF THE COMMITTEE MEETING

Remuneration and Nomination Committee have met two times i.e. 23.08.2014, and 22.01.2015 during financial year 2014-15.

Sr. No.	Name of the Member	Meetings Held	Meetings Attended
1.	Mr. Raman Mittal	2	2
2.	Ms. Lalita Mittal	2	2
3.	Mr. Raj Kumar Gupta	2	2

DETAILS OF REMUNERATION PAID TO THE DIRECTORS

S. No.	Director	Remuneration (in Rs.)
1.	Ms. Lalita Mittal	1,60,000/-

[C] SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE

The purpose of constituting Shareholders'/Investors' Grievance Committee is to expedite the process of redressal of investors' grievances and it is responsible for specifically to look into the matters related to the shareholders grievances and their complaints related to non receipt of share certificates, transfers, non-payment of dividend, etc.

i) Terms of reference

1. To consider and review the queries/complaints received from Share Holders
2. To take steps to redress queries/ complaints and ensure speedy satisfaction.
3. To work under the control & supervision of the Board of Directors

ii) Composition:

The Shareholders'/ Investors' Grievance Committee comprises of three members - Mr. Raman Mittal, Independent Director, Mr. Sumit Gupta, Non-Executive Director and Ms. Lalita Mittal, Whole Time Director & CFO. Ms. Lalita Mittal is heading the Committee.

Meeting and Attendance:

Shareholders'/Investors' Grievance Committee have met two times i.e. 29.10.2014 & 29.01.2015 during Financial Year 2014-15.

Sr. No.	Name of the Member	Meetings Held	Meetings Attended
1.	Ms. Lalita Mittal	2	2
2.	Mr. Raman Mittal	2	2
3.	Mr. Sumit Gupta	2	2

COMPLAINTS STATUS

Received	Unresolved	Pending
None	NIL	NIL

SWAGTAM TRADING & SERVICES LIMITED

DIRECTOR'S SHAREHOLDING

S. No.	Director	No. of Shares held
1.	Mr. Sumit Gupta	45000

Role and Powers of Shareholders'/Investors' Grievance Committee:

Shareholders'/ Investors' Grievance Committee shall have the following role, functions and responsibilities:

- (i) To look into and supervise the redressal of shareholders'/Investors' Complaints.
- (ii) To oversee the performance of the Registrars and Share Transfer Agents and recommend measures for overall improvement of the quality of investor services.
- (iii) To consider and approve transfer of shares, transmission of shares, dematerialization of shares, transposition of shares, issuance of duplicate share, deletion of names, splitting and consolidation of shares, etc.

INDEPENDENT DIRECTORS

Independent Directors of the company have met 2 times in the financial year 2014-15 to

- (a) review the performance of non-independent directors and the Board as a whole
- (b) review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- (c) assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Sr. No.	Name of the Member	Meetings Held	Meetings Attended
1.	Mr. Raj Kumar Gupta	2	2
2.	Mr. Raman Mittal	2	2

GENERAL BODY MEETINGS

Date and Venue of last four Annual General Meeting

Nature of Meeting	Date	Venue	Special Resolution passed
Annual General Meeting the financial year 2013-14	17th September 2014	Registered Office	1. to appoint Ms. Lalita Mittal as Whole Time for Director & Chief Financial Officer. 2. To Adopt new set of Regulations / Articles of Association. 3. To issue of Equity Share on Preferential basis
Annual General Meeting for the financial year 2012-13	30th September 2013	Registered Office	None
Annual General Meeting for the financial year 2011-12	29th September 2012	Registered Office	None
Annual General Meeting for the financial year 2010-11	30th September 2011	Registered Office	None

POSTAL BALLOT

The followings Ordinary or Special Resolution(s) were passed through Postal Ballot during the year under review.

1. Alteration of Objects Clause of Memorandum of Association.
2. Change in Situation of Registered Office from Girish Chandra Baradalai Path, Bamunimaidan, Guwahati, Assam to New Delhi.

DISCLOSURES

- (i) There are no materially significant transactions with the related parties' viz. Promoters, Directors or the Management, their subsidiaries conflicting with Company's interest. Suitable disclosures as required by the Accounting Standards (AS18) have been made in the Annual Report.
- (ii) In the preparation of the financial statements, the Company has followed the accounting standards issued by the Institute of Chartered Accountants of India to the extent applicable.
- (iii) There were no penalties, strictures imposed on the company by Stock Exchange(s) or SEBI or any statutory authority on any matter related to capital markets, during the last three years.

MEANS OF COMMUNICATION

- ♦ The Company communicates with the shareholders through its Annual report and publication of financial results, website etc.
- ♦ The Board of Directors of the Company approves and takes on record the Un-audited financial results and the results are announced to the Delhi Stock Exchange Limited & Calcutta Stock Exchanges and BSE Ltd. Further the required highlights of the Results are published in the Newspapers. [i.e. generally, The Pioneer(English & Hindi), Financial Express (English) Dainik Lipi (Bengali)].
- ♦ Various sections of the company website keep the investors updated on material developments like management, financial information, quarterly reports, announcements etc.

GENERAL SHAREHOLDER INFORMATION**a) Annual General Meeting**

Date and Time	:	12.09.2015 at 10:00 A.M.
Venue	:	Girish Chandra Bardalai Path Bamunimaidan, Guwahati, Assam

b) Financial Year of the Company

	:	from April 1st to March 31st
<i>Tentative Schedule for Financial Year 2015-16</i>		
1st Quarter ending June 30, 2015	:	End of July, 2015
2nd Quarter ending September 30, 2015	:	End of October, 2015
3rd Quarter ending December 31, 2015	:	End of January, 2016
Annual Result for the year ended March 31, 2016:	:	End of May, 2016

c) Date of Book Closure/Record Date

: 09th to 12th September, 2015
(both days inclusive)

d) Registered Office

: Girish Chandra Bardalai Path
Bamunimaidan, Guwahati, Assam

e) Dividend Payment Date

: N.A.

f) Listing of Equity Shares on**Stock Exchanges**

: *Delhi Stock Exchange Limited*
Calcutta Stock Exchange Limited

(Application submitted to BSE Ltd. for Listing with Trading Approvals)

(* SEBI derecognized Delhi Stock Exchange Ltd. on 19.11.2014)

g) Stock Code

Delhi Stock Exchange	:	19280
Calcutta Stock Exchange	:	030006

h) Registrar & Share Transfer Agents

: Alankit Assignments Limited

i) Liquidity

Equity Shares of your Company are listed on Delhi Stock Exchange Limited and Calcutta Stock Exchange & the trading platform is not available at DSE & CSE, hence there is no liquidity in the shares of the Company.

SWAGTAM TRADING & SERVICES LIMITED

(Application for Listing with Trading Approvals of the securities of the company has already been submitted to BSE Ltd. under Direct Listing norms.)

j) Market Price Data

As the shares of your Company are listed only on Delhi Stock Exchange Limited and Calcutta Stock Exchange Limited therefore market price of the Shares is not available for want of Trading platform.

k) Dematerialization of Shares

Shares of the company are in physical mode as well as in DEMAT with CDSL & NSDL .

l) Outstanding GDRs/ADRs/Warrants or any other convertible instruments

Your Company does not have any GDRs/ADRs/Warrants or any other Convertible Instruments.

m) Investor Correspondence

- (i) For transfer of shares, Demat of shares, payment of dividend on shares and any other queries relating to the shares is handled by the Company's Registrar & Share Transfer Agent at the following address:

Mr. J. K. Singla (Sr. Manager)

M/s Alankit Assignments Limited

Address: 1-E/13, Alankit Heights, Jhandewalan Extension, New Delhi-110055

Contact: 011-4254 1234, 4254 1960 Email id: rta@alankit.com

- (ii) Mrs. Sonia Rani ACS-36984 (Company Secretary cum Compliance Officer) has been designated as the Compliance Officer of the Company as required under the Listing Agreement with Delhi Stock Exchange and Calcutta Stock Exchange.

n) Address for Correspondence

The Correspondence may be addressed to

Mrs. Sonia Rani, Company Secretary cum Compliance Officer of the company, at the Corporate Office.

OR

Mr. J. K. Singla, Senior Manager, Alankit Assignments Ltd.,

1-E/13, Alankit House, Jhandewalan Extension, New Delhi-110055,

Tel. No. +91-4254-1234, 4254-1960, Email id: rta@alankit.com.

o) Shareholding Pattern

The shareholding pattern as on 31st March, 2015:

Category code (I)	Category of Shareholder (II)	Number of Shareholders (III)	Total number of shares (IV)
(A)	Shareholding of Promoter and Promoter Group		
1	Indian		
(a)	Individuals/ Hindu Undivided Family	0	0
(b)	Central Government/ State Government(s)		
(c)	Bodies Corporate	5	49200
(d)	Financial Institutions/ Banks		
(e)	Any Others(Specify)		
(e-i)			
(e-ii)			
	Sub Total(A)(1)	5	49200
2	Foreign		
a	Individuals (Non-Residents Individuals/Foreign Individuals)	0	0
b	Bodies Corporate	0	0

SWAGTAM TRADING & SERVICES LIMITED

c	Institutions	0	0
d	Qualified Foreign Investor	0	0
e	Any Others(Specify)	0	0
e-i		0	0
e-ii			
	Sub Total(A)(2)	0	0
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	5	49200
(B)	Public shareholding		
1	Institutions		
(a)	Mutual Funds/ UTI	0	0
(b)	Financial Institutions / Banks	0	0
(c)	Central Government/ State Government(s)	0	0
(d)	Venture Capital Funds	0	0
(e)	Insurance Companies	0	0
(f)	Foreign Institutional Investors	0	0
(g)	Foreign Venture Capital Investors	0	0
(h)	Qualified Foreign Investor	0	0
(i)	Any Other (specify)	0	0
(i-ii)			
(i-ii)			
	Sub-Total (B)(1)	0	0
B 2	Non-institutions		
(a)	Bodies Corporate	2	50000
(b)	Individuals		
I	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	492	234976
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	38	856324
(c)	Qualified Foreign Investor		
(d)	Any Other (specify)	0	0
(d-i)			
(d-ii)			
	Sub-Total (B)(2)	532	1141300
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	532	1141300
	TOTAL (A)+(B)	537	1190500
(C)	Shares held by Custodians and against which Depository Receipts have been issued		
1	Promoter and Promoter Group		
2	Public		
	Sub-Total (C)	0	0
	GRAND TOTAL (A)+(B)+(C)	537	1190500

SWAGTAM TRADING & SERVICES LIMITED

p) Distribution of Shareholding as on 31.03.2015

NO OF SHARE HOLDERS	% TO TOTAL	SHARE HOLDING OF NOMINAL VALUE OF RS.	NO OF SHARES	AMOUNT IN RS.	% TO TOTAL
463	86.22	1 TO 5000	44676	446760	3.753
0	0.00	5001 TO 10000	0	0	0.00
2	0.372	10001 TO 20000	2500	25000	0.210
0	0.00	20001 TO 30000	0	0	0.00
0	0.00	30001 TO 40000	0	0	0.00
2	0.372	40001 TO 50000	10000	100000	0.84
28	5.214	50001 TO 100000	199000	1990000	16.716
42	7.821	100001 AND ABOVE	934324	9343240	78.482
537	100		1190500	11905000	100

WHISTLE BLOWER POLICY

The Whistle Blower Policy is formulated to provide a vigil mechanism for Directors and Employees to raise genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. It also provides for adequate safeguard against victimisation of persons who use such mechanism.

The Policy provides necessary safeguards for protection of Directors and Employees who avail the vigil mechanism from reprisals or victimization, for whistle blowing in good faith and to provide opportunity to Directors and Employees for direct access to the Chairperson of the Audit Committee in exceptional cases

The Whistle Blower Policy is in conformity with Clause 49 of the Listing Agreement and provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014

All Directors and Employees of Company are eligible to make "Protected Disclosures" to the Chairman of Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

Principles

- ◆ Protected disclosures shall be acted upon in a time bound manner
- ◆ Complete confidentiality of the Whistle Blower will be maintained.
- ◆ The Whistle Blower and / or the person(s) processing the Protected Disclosure will not be subjected to victimization.
- ◆ Evidence of the Protected Disclosure will not be concealed and appropriate action including disciplinary action will be taken in case of attempts to conceal or destroy evidence.
- ◆ 'Subject' of the Protected Disclosure i.e. Director or Employee against or in relation to whom a protected disclosure has been made, will be provided an opportunity of being heard.
- ◆ The Whistle Blower should bring to attention of the Competent Authority at the earliest any improper activity or practice. Although they are not required to provide proof, they must have sufficient cause for concern.
- ◆ The Whistle Blower shall co-operate with investigating authorities, maintaining full confidentiality.

By Order of Board of Directors
Swagtam Trading & Services Limited

Date : 31.07.2015
Place : New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148, Sector – 3,
Rohini, Delhi – 110085

SWAGTAM TRADING & SERVICES LIMITED

CERTIFICATE ON THE COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

To the Members

Swagtam Trading and Services Limited

We have examined the compliance of conditions of Corporate Governance by Swagtam Trading and Services Limited for the year ended on 31st March, 2015, as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges in India where the company is listed.

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 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, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that no investor grievance was received and none was pending for a period exceeding one month against the company as per the records maintained by the Shareholders / Investors Grievance Committee.

We further state that such 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.

Place: New Delhi
Date : 31.07.2015

For **B.Bhushan & Co.**
(Company Secretaries)

1195, Gali Babu Ram,
Sita Ram Bazar,
Delhi – 110006

Bharat Bhushan
(Proprietor)
M.No. : A31951
COP : 14469

DECLARATION BY THE CEO/CFO UNDER CLAUSE 49 OF THE LISTING AGREEMENT

I, Lalita Mittal (DIN: 06928783), WTD & CFO hereby certify to the Board that:

- a. I have reviewed financial statements and the cash flow statement and the Directors' Report 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. There are, to the best of my knowledge and belief, no transactions entered into by the company which are fraudulent, illegal or violative of the company's code of conduct or ethics policy.
- c. I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps I 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 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 they have become aware and the involvement, if any, of the management or an employee having a significant role in the company's internal control system.

Date : 31.07.2015
Place: New Delhi

LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783

SWAGTAM TRADING & SERVICES LIMITED

GHOSH KHANNA & CO.
Chartered Accountants

L-2A, Hauz Khas Enclave,
New Delhi – 110016.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SWAGTAM TRADING & SERVICES LTD

Report on the Financial Statements

We have audited the accompanying financial statements of M/s Swagtam Trading & Services Ltd (CIN: L51909AS1984PLC007078) (the company) which comprise the Balance Sheet as at 31st March, 2015 and the statement of Profit and Loss and Cash Flow Statement for the period then ended, and a Summary of significant accounting policies, notes and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Director 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 principles generally accepted.

This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Company and for preventing the detection frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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

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 specified under Section 143(10) of the Act. 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, 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 on the financial statements.

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the aforesaid 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 31st March, 2014;
- (b) In the case of the Profit and Loss Statement, of the profit for the period of twelve months ended on that date; and
- (c) 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

1. As required by the Companies (Auditors' Report) Order 2015 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, on the matters specified in paragraphs 3 and 4 of the Order we report that.
 - i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of the fixed assets at reasonable intervals. Accordance to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - ii. In respect of Company's inventories:

The company is primarily in the business of Real Estate. Commission, etc., and purchase sale of bullion, commodities, etc., and does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.
 - iii. The company has not granted any unsecured loan, to company covered in register maintained under section 198 of the act during the year. Therefore, the provisions of Clause 3(iii) of the said order are not applicable to the Company.
 - iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control systems.
 - v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits. Therefore, the provisions of the clause 3 (v) of the Order are not applicable to the company.
 - vi. The provision of clause (3)(vi) of the order are not applicable to the Company as the Company is not covered by the Companies (Cost Records and Auditors) Rules, 2014.
 - vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) the company has generally been regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, Income Tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) there were no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they become payable.
 - (c) There are no amounts required to be transferred by the Company to the Investor Education and Protection Fund in accordance with the provisions of the Companies Act, 1956 and the rules made there under.
 - viii. The company does not have accumulated losses at the end of financial year. Company neither incurred any cash losses in this financial year nor in the immediately preceding financial year.
 - ix. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a bank. Further, in our opinion and according to information and explanations given to us, the Company did not have any amount outstanding to financial institutions or debenture holders.
 - x. In our opinion and according to the information and explanations given to us, the company has not given

SWAGTAM TRADING & SERVICES LIMITED

any guarantee for loans taken by others from banks or financial institutions during the year. Accordingly, the provisions of Clause 3(x) of the Order are not applicable to the Company.

- xi. According to the information and Explanations given to us, the Company did not avail any term loan during the year.
 - xii. During the Course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, notice or reported during the year, nor have we been informed of any such case by the Management.
2. As required by section 143(3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes 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, Profit & Loss Statement and cash flow statement with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standard specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014
 - e) On the basis of written representations received from the Directors as on 31st March, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of section 164(2) of the Act;
 - f) .with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (audit & Auditors), rule, 2014, in our opinion and to the best of our information and according to the explanations give to us:
 - i. The Company done not have any pending litigation with would impact its financial position:
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

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

Place: New Delhi
Date : May 25, 2015

(Deepti Manchanda)
Partner
Membership No.-517699

SWAGTAM TRADING & SERVICES LIMITED

CIN: L51909AS1984PLC007078

Balance Sheet

Amount in ₹

Particulars	Note	As at March 31, 2015	As at March 31, 2014
EQUITY AND LIABILITIES			
SHAREHOLDER's FUNDS			
Share Capital	2.1	11,905,000	2,475,000
Reserves and Surplus	2.2	30,079,737	5,754,706
		41,984,737	8,229,706
NON-CURRENT LIABILITIES			
Long-term Borrowings	2.3	—	679,000
Deferred tax liabilities		1,877	—
		1,877	679,000
CURRENT LIABILITIES			
Short-term Borrowings	2.4	—	8,495,033
Short-term Provisions	2.5	356,326	1,549,013
Other Current Liabilities	2.6	66,610	—
		422,937	10,044,046
		42,409,550	18,952,752
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets (Tangible)	2.7	218,048	—
Investments	2.8	29,264	29,264
Loans and advances	2.9	9,368,556	18,807,010
		9,615,868	18,836,274
CURRENT ASSETS			
Advance against purchase of property	2.10	25,000,000	—
Trade Receivables	2.11	754,556	13,248
Other Receivables	2.12	6,300,000	—
Cash and cash equivalents	2.13	124,686	103,230
Deferred Revenue Expenditure		614,440	—
		32,793,682	116,478
		42,409,550	18,952,752

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
Deepthi Manchanda
 Partner
 Membership No. 517699
 Place: New Delhi
 Date : 25-05-2015

For Swagtam Trading & Services Ltd.

Lalita Mittal
 Director
 DIN: 06928783

Sumit Gupta
 Director
 DIN: 06911742

SWAGTAM TRADING & SERVICES LIMITED**SWAGTAM TRADING & SERVICES LIMITED**

CIN: L51909AS1984PLC007078

Statement of Profit & Loss

Amount in ₹

Particulars	Note	Year Ended March 31, 2015	Year Ended March 31, 2014
REVENUE			
Revenue from Operations		-	7,363,196
Commission from Real Estate Business		1,524,235	-
Surplus From Bullion, Commodities, Other Income	2.14	1,222,538 20,137	- 110,144
		2,766,910	7,473,340
EXPENSES			
Decrease in Stock in Trade	2.15	-	13,685
Administrative & other expenses	2.16	984,192	53,985
Employee Benefits Exp	2.17	521,477	-
Finance Costs	2.18	28,772	-
Depreciation		34,952	-
Deferred Revenue Expenditure w/off		153,610	-
Total Expenses		1,723,003	67,669
Profit before exceptional and extraordinary items and tax		1,043,908	7,405,671
Exceptional items		-	-
Profit before extraordinary items and tax		1,043,908	7,405,671
Extraordinary Items		-	-
PROFIT BEFORE TAX		1,043,908	7,405,671
Tax expense:			
Current Year Tax		292,000	1,489,287
Deferred Tax Liability		1,877	
Profit for the year		750,031	5,916,384
EARNING PER SHARE (Equity share of par value of 10 each)			
Basic		1.04	23.90
Diluted		1.04	23.90
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
Deepti Manchanda
Partner
Membership No. 517699
Place: New Delhi
Date : 25-05-2015

For Swagtam Trading & Services Ltd.
Lalita Mittal
Director
DIN: 06928783
Sumit Gupta
Director
DIN: 06911742

Notes which are integral part of financial statements for the year ended March 31, 2015 :-

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, . Certificate of Commencement of Business was issued by ROC on February 5, 1985.

At the meeting of Board & Shareholders held on 08.08.2014 & 17.09.2014 respectively. MOA & AOA were amended and Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s) dated 03.11.2014 received from ROC and the Company is now carrying out the principal business of Real Estate & Commission, Bullion, Commodities, etc.

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, 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 form AOC - 3 to the Companies (Accounts) Rule, 2014. 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 on 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 & other expenses on securities purchased are added to the cost when paid. Earning from investments are accrued on the date of of declaration or receipt and the Tax deducted at Source thereon is treated as advance tax.

SWAGTAM TRADING & SERVICES LIMITED

1.6 Employee benefits

Employee benefits are recognized as an expense in the profit and loss account of 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

Taxation, if any, is being provided at the rate prevailing during relevant period under normal provisions prescribed by the Income tax Act, 1961 and rules made thereunder.

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, 2015 :-

2.1 Share Capital

Amount in ₹

Particulars	As at	
	March 31, 2015	March 31, 2014
Authorised		
Equity shares 40,00,000 (Previous year 12,50,000) of par value Rs.10/- each	40,000,000	12,500,000
	40,000,000	12,500,000
Issued, Subscribed and Paid up		
Equity shares 11,90,500 (Previous year 2,47,500) of par value Rs.10/-each fully paid up	11,905,000	2,475,000
	11,905,000	2,475,000

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 31, 2015		As at March 31, 2014	
	No. of shares	Value	No. of shares	Value
EQUITY SHARES				
Shares outstanding at the beginning of the year	247,500	2,475,000	247,500	2,475,000
Add: Shares issued as on 30.09.2014	943,000	9,430,000	-	-
Total Shares outstanding at the end of the year	1,190,500	11,905,000	247,500	2,475,000

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	No. of shares as at	
		March 31, 2,015	March 31, 2,014
	EQUITY SHARES		
Aditya Estates (P) Ltd		-	36,200
P. R. Holdings Ltd.		-	21,900
Duncan Macneill Mines & Granites Ltd.		-	24,200
William Jacks & Co. (India) Ltd.		-	24200
Richa Aggarwal		60,000	-
		60,000	106,500

SWAGTAM TRADING & SERVICES LIMITED

2.2 Reserves and Surplus

Particulars	as at March 31, 2015	as at March 31, 2014
Share Premium A/c		
Opening	-	-
Add: Received During the Year	23,575,000	-
Closing	23,575,000	-
Profit & Loss Account		
Balance in Profit & Loss Account		
- Opening	5,754,706	(161,679)
Add : Profit during the year	750,031	5,916,384
Balance in Profit & Loss Account - Closing	6,504,737	5,754,706
Total Reserves & Surplus	30,079,737	5,754,706

2.3 Long Term Borrowings

Particulars	as at March 31, 2,015	as at March 31, 2,014
Unsecured		
Long-term Borrowings from inter company	-	679,000
	-	679,000

2.4 Short-term Borrowing

Particulars	as at March 31, 2,015	as at March 31, 2,014
Short-term Borrowings from inter company	-	8,495,033
	-	8,495,033

2.5 Short-term Provisions

Particulars	as at March 31, 2,015	as at March 31, 2,014
Provision for Income Tax	292,000	1,489,287
Provision for expenses	64,326	59,726
	356,326	1,549,013

2.6 Other Current Liabilities

Particulars	as at March 31, 2,015	as at March 31, 2,014
Other Current Liabilities	66,610	-
	66,610	-

NOTE : 2.7
DEPRECIATION CHART FOR F. Y. 2014-15

Date of Purchase	Particular	Original Cost (Rs)	Addition During the Year	Deletion During the Year	Life as per Co. Act, 2013	Life Used till 31/03/2014	Remaining Life	Salvaged value	Depreciable amount over whole life	Depreciation for the year	Carrying Amount as on 31.03.2015
(A) Motor Vehicle											
26.09.2014	Honda Car	-	225,000	-	8	0	8	11,250	213,750	26,719	198,281
(B) Computer											
02.01.2015	Computer	-	23,000	-	3	0	3	1,150	21,850	7,283	15,717
(C) Office Equipments											
26.03.2015	Security Camera	-	5,000	-	5	0	5	250	4,750	950	4,050
Total Assets		-	253,000					12,650	240,350	34,952	218,048

SWAGTAM TRADING & SERVICES LIMITED

2.8 Investments

Particulars	Face Value	Quantity	In ₹	
			As at March 31, 2015	As at March 31, 2014
B) EQUITY SHARES (UNQUOTED)				
Decorous Investment & Trading Co. Ltd.	10	9,600	29,264	29,264
		9,600	29,264	29,264

Market Value of Listed investments Rs 29,264/-
(Previous Year Rs. 29,264/-)

2.9 Loans and advances

Particulars	as at March 31, 2015	as at March 31, 2014
Unsecured - considered good		
P R Holdings Limited	-	15,000
Assam Company Ltd.	-	9,577,892
World Link Finance Ltd.	9,214,118	9,214,118
Advance Income Tax 2014-15	154,438	-
	9,368,556	18,807,010

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.

2.10 Advances against Purchase of Property

Particulars	as at March 31, 2015	as at March 31, 2014
ARIC Lubricants (India) Pvt. Ltd.	14,000,000	-
RSND Projects Pvt. Ltd.	11,000,000	-
	25,000,000	-

2.11 Trade Receivables

Particulars	as at March 31, 2015	as at March 31, 2014
RAS Development Pvt. Ltd	754,556	-
Link Holding Pvt. Ltd.	-	13,248
	754,556	13,248

2.12 Other Receivables

Particulars	as at March 31, 2015	as at March 31, 2014
Uwajh Jewels	6,300,000	-
	6,300,000	-

SWAGTAM TRADING & SERVICES LIMITED

2.13 Cash and cash equivalents

Particulars	as at March 31, 2015	as at March 31, 2014
Cash on hand	67,833	75,459
ICICI Bank Ltd.	(4772)	9,540
State Bank of Bikaner & Jaipur	18,231	18,231
PNB - Preferential Issue	14,934	-
PNB - C/A	28,460	-
	124,686	103,230

Notes which are integral part of financial statements for the year ended March 31, 2015 :-

2.14 Other Income

In ₹

Particulars	as at March 31, 2015	as at March 31, 2014
Dividend received	-	110,144
Interest	20,137	-
	20,137	110,144

2.15 Increase/Decrease in stock

Particulars	as at March 31, 2015	as at March 31, 2014
Opening Stock	-	13685
Less: Closing Stock	-	-
(Increase) / Decrease in stock	-	13685

2.16 Administrative & other expenses

Particulars	as at March 31, 2015	as at March 31, 2014
Advertisement Exp	60,952	-
Bank Charges	5,474	-
Charges to CDSL	56,199	-
Charges to NSDL	41,013	-
Conveyance Exp	50,347	-
Courier & Postage Exp	13,499	-
DEMAT Charges	1,500	-
DP Registration Charges - Alankit	5,618	-
Fees - Calcutta Stock Exchange	146,630	-
Fees - Delhi Stock Exchange	148,700	11,236
Interest on Statutories Due	13,912	-
Office Exp	22,310	-
Pantry Exp	20,935	-

SWAGTAM TRADING & SERVICES LIMITED

Rent	18,000	—
Telephone Exp	14,080	—
Travelling Exp	87,235	—
Professional charges	5,370	9,620
Vehicle Exp	12,580	-
Website Charges	11,236	-
<u>Auditor's remuneration</u>		
Audit fee	11,236	11,236
Certification fee	3,000	-
Communication	-	2,405
Printing and stationery	62,220	3,205
Filing Fee - ROC	93,400	11,000
Sundry expenses	-	5,283
Secretarial Audit Fee	25,000	-
Internal Audit Fee	28,090	-
Mics Exp	25,656	-
	984,192	53,985

2.17 Employees Benefits Exp

Particulars	as at March 31, 2015	as at March 31, 2014
Salary to Employees	521,477	-
	521,477	-

2.18 Finance costs

Particulars	as at March 31, 2015	as at March 31, 2014
Interest paid	28,772	—
	28,772	—

Notes which are integral part of financial statements for the year ended March 31, 2015

2.19 Related Party Disclosures

a) Name of the Related Parties : Key Management Personnel	:	1. Sh Deepak Sharma - Director 2. Sh.Raj Kumar Gupta - Director 3. Sh. Raman Mittal - Director 4. Smt. Lalita Mittal - WTD & CFO 5. Sh. Sumit Gupta - Director	
Enterprises over which Key Management Personnel / Shareholders / Relatives have significant influence at year end	:		
b) Transactions with Related Parties Nature of Transaction		Key Management Personnel	Enterprises over which Key Management Personnel/Shareholders/ Relatives have significant influence
Balance outstanding as at year end			

2.20 Quantitative details

The company is primarily engaged in the principal business of Real Estate & Commission etc and purchase & sale of Bullion, Commodities, etc.,

2.21 Earning per share

The following is the computation of earnings per share :-

Net profit as per P&L/A/C	Rs. 750,031
Weighted average number of shares outstanding	719,000
Weighted average number of equity shares & potential equity share equivalents outstanding shares	719,000
Nominal Value of shares	Rs. 10
Basic earning per shares	Rs. 1.04
Diluted earning per share	Rs. 1.04

2.22 Post Balance Sheet Events

Material events occurring after the Balance Sheet are taken into consideration.

2.23 Loans & Advances

An advance of Rs. 92,14,118/- paid to Worldlink Finance Limited whose recoverability is doubtful.

No interest income has been recognized during the period 1.4.2014 to 31.3.2015 on the said advance.

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.

2.24 Previous year's figures

Previous year's figures have been regrouped / rearranged / reclassified wherever necessary to correspond with the current year classification / disclosures.

As per our even Report attached

For Ghosh Khanna & Co.

Chartered Accountants

Firm's Registration No. 003366N

Deepti Manchanda

Partner

Membership No. 517699

Place: New Delhi

Date : 25-05-2015

For Swagtam Trading & Services Ltd.

Lalita Mittal

Director

DIN: 06928783

Sumit Gupta

Director

DIN: 06911742

SWAGTAM TRADING & SERVICES LIMITED

SWAGTAM TRADING & SERVICES LIMITED
Regd. Office: Girish Chandra Bardalai Path, Bamunimaidan, Guwahati, Assam – 781021
Corp. Office: R-489, GF-A, Ground Floor, New Rajinder Nagar, New Delhi – 110060
CIN: L51909AS1984PLC007078
30TH ANNUAL GENERAL MEETING
Saturday, 12TH September, 2015, at 10:00 A.M.
at Girish Chandra Bardalai Path, Bamunimaidan, Guwahati, Assam

S. No.	RESOLUTIONS	OPTIONAL*	
		FOR	AGAINST

Ordinary Business

1.	To receive, consider & adopt the Audited Balance Sheet as on 31.03.2015 and Profit & Loss for the year ended 31.03.2015 along with the Reports of Auditors & Directors thereon		
2.	To re-appoint Mr. Deepak Sharma as Director who retires by rotation & being eligible offers himself for re-appointment.		
3.	To re-appoint M/s. GHOSH KHANNA & CO., Chartered Accountants, FRN – 003366N as the Statutory Auditors of the Company.		

Special Business

4.	To appoint Mr. Sumit Gupta as Non – Executive Director		
----	--	--	--

Signed this day of 2015

Signature of Shareholder

Name :

Address :

Folio No. :

No. of Equity Shares held :

Notes:

- This Proxy Form in order to be effective should be duly completed and deposited at the Registered Office, not less than 48 hours before the commencement of the meeting.**
- For the Resolutions, Explanatory Statements and Notes, please refer to the Notice of 30TH AGM.
- *It is optional to put '✓' in the appropriate column against the Resolutions indicated in the Box. If you leave the "FOR" or "AGAINST" columns BLANK in all or any of resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.
- Please complete all details including details of member(s) in the above box before submission.

SWAGTAM TRADING & SERVICES LIMITED

SWAGTAM TRADING & SERVICES LIMITED

Regd. Office: Girish Chandra Bardalai Path, Bamunimaidan, Guwahati, Assam – 781021
Corp. Office: R-489, GF-A, Ground Floor, New Rajinder Nagar, New Delhi – 110060
CIN: L51909AS1984PLC007078

ATTENDANCE SLIP

30TH ANNUAL GENERAL MEETING

Saturday, 12TH September, 2015, at 10:00 A.M.

at Girish Chandra Bardalai Path, Bamunimaidan, Guwahati, Assam

Electronic Voting Event Number “EVEN” **102293** <https://www.evoting.nsdl.com/>

Members are requested to bring copy of Annual Report alongwith them to the Annual General Meeting. Please complete this Attendance Slip and hand-over at the Entrance.

Only Members or their Proxies are entitled to be present at the Meeting.

Name of the Shareholder :
Ledger Folio No. :
Address :
No. of Shares held :
Name of the Proxy :

I/ We hereby record my/ our presence at the AGM.

Place :

Dated :

Member’s / Proxy’s Signature

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

SWAGTAM TRADING & SERVICES LIMITED

Regd. Office: Girish Chandra Bardalai Path, Bamunimaidan, Guwahati, Assam – 781021
Corp. Office: R-489, GF-A, Ground Floor, New Rajinder Nagar, New Delhi - 110060

I/We.....

R/o.....

being a Member/ Members of Swagtam Trading & Services Limited, hereby appoint

Mr./ Mrs.....failing him/ her Mr./ Mrs.....

R/o.....

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30TH Annual General Meeting of the members of the Company, to be held on Saturday, 12TH September, 2015, at 10:00 A.M. at Girish Chandra Bardalai Path, Bamunimaidan, Guwahati, Assam and at any adjournment thereof in respect of such Resolutions as attached / annexed.

Signed on this _____ Day of _____, 2015

Signature

Address

Folio No.

No. of Equity Shares held

Affix
Revenue
Stamp
of 1/- Rupee

Notes:

- 1. Any Member entitled to attend and vote at the Meeting is entitled to attend and either vote in person or by Proxy and the proxy need not be a Member.
- 2. Proxy form duly signed across Revenue Stamp of Re. 1.00 should reach the Registered Office not less than 48 hours before the time for holding the aforesaid meeting. Proxy need not be a Member.