

# **SIMPLEX TRADING & AGENCIES LIMITED**

23,Pragnya Society, Above Dena bank, Nr. ESI Hospital,Akruli Road,Kandiwali(E), Mumbai – 400 101 .

## **BOARD OF DIRECTORS**

: Anil Chandulal Mistry  
Harleensingh Kathuria  
Govindbhai Senma

## **AUDITORS**

: Arvind A. Thakkar & Co.  
Chartered Accountants  
Ground Floor, Trupti Apartment,  
Behind Old High Court,  
Navrangpura,  
Ahmedabad – 380 009.

## **REGISTERED OFFICE**

: 23,PRAGNYA SOCIETY, ABOVE DENA BANK,  
NR. ESI HOSPITAL,AKRULI ROAD,  
KANDIWALI(E),  
MUMBAI – 400 101

## **REGISTRAR & SHARE TRANSFER AGENT**

: Sharex Dynamic (India) Pvt Ltd.  
Registered Office Address  
17/B, Dena Bank Building,  
2<sup>nd</sup> Floor, Horniman Circle,  
Fort, Mumbai-400001.

**Investors Relation -264 13 76 / 2270 24 85**

**Executive/Fax - 2264 13 49**

**Marketing - 2270 24 83**

## NOTICE TO SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE SIMPLEX TRADING AND AGENCIES LIMITED WILL BE HELD ON WEDNESDAY, 29<sup>TH</sup> SEPTEMBER, 2010 AT 23, PRAGNYA SOCIETY, ABOVE DENA BANK, NR. ESI HOSPITAL, AKRULI ROAD, KANDIWALI(E), MUMBAI – 400 101 AT 10.30 A.M. TO TRANSACT THE FOLLOWING BUSINESS:-

### ORDINARY BUSINESS :

1. To receive and adopt Audited profit and Loss Account for the year ended 31<sup>st</sup> March, 2010 and the balance Sheet as on that date along with Directors' and Auditors' Report thereon.
2. To appoint Arvind A. Thakkar & Co., Chartered Accountant, as Auditors of the company, who retire at the conclusion of this Annual General Meeting to the next Annual General Meeting and to fix their remuneration.
3. To appoint a Director in place of Anil Chandulal Mistry, who retires by rotation and, being eligible offers himself for re-appointment.

### SPECIAL BUSINESS:

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

**RESOLVED THAT** pursuant to Section 257 of Companies Act, 1956 and other applicable provisions if any, Mr. Govind Senma and Harleensingh Kathuria, who were appointed as an additional director of the company w.e.f. 02.11.2009 and 25.03.2010 respectively, be and is hereby appointed as Director of the company, liable to retire by rotation.

**Date : 4<sup>th</sup> September, 2010**

**Registered Office:**

23, PRAGNYA SOCIETY,  
ABOVE DENA BANK, NR. ESI HOSPITAL,  
AKRULI ROAD, KANDIWALI(E),  
MUMBAI – 400 101

**By order of the Board Directors**

**SD/-  
DIRECTOR**

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF MEETING.**
2. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 setting out material facts is annexed hereto
3. Pursuant to section 154 of the Companies Act, 1956, Register of Members and Shares Transfer Books of the Company will remain closed from **Wednesday, 22<sup>nd</sup> September to Wednesday, 29<sup>th</sup> September, 2010** (both days are inclusive)
4. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.
5. Members are requested to:
  - (a) Intimate, if Shares are held in the same name or in the order and names, but in more than one account to enable the Company to club the said accounts in to one account.
  - (b) Notify immediately the Change if any, in the registered address, to the Company.

**EXPLANATORY STATEMENT**

**Under Section 173(2) of the Companies Act, 1956.**

**Item No. 4**

Mr. Govind Senma was appointed as an additional director of the company with effect from 02.11.2009 under section 260 of the Companies Act 1956. He holds office up to the date of ensuing Annual General Meeting. The company has received notice in writing from members along with of Rs. 500/- each proposing the candidature of Mr. Jignesh Shah for the office of Directors under the provision of section 257 of the Companies Act 1956.

Mr. Harleensingh Kathuria was appointed as an additional director of the company with effect from 25.03.2010 under section 260 of the Companies Act 1956. He holds office up to the date of ensuing Annual General Meeting. The company has received notice in writing from members along with of Rs. 500/- each proposing the candidature of Mr. Jignesh Shah for the office of Directors under the provision of section 257 of the Companies Act 1956.

The Board of Directors accordingly recommends the resolutions set out at Item Nos. 4, of the accompanying Notice for the approval of the Members.

None of the Directors of the Company is, in any way, concerned or interested in the said resolutions.

**By the order of the Board of Directors**

**Place : Mumbai  
Date : 04.09.2010**

**Sd/-  
Director**

## DIRECTOR'S REPORT

To,  
The Members,  
**Simplex Trading and Agencies Ltd.**

Your Directors have pleasure in presenting the 29<sup>th</sup> Annual Report of the Company together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2010.

### FINANCIAL RESULTS:

(in Rs.)

PARTICULARS	2009-2010	2008-2009
Profit/(Loss) Before Tax	(4,65,814)	1,78,240
Less: Provision for Income Tax	9,211	19,460
Deferred Tax	0	18,611
Profit/(Loss) for the year after Taxation	(4,75,025)	1,40,170
Add/(Less) prior year's tax adjustment	0	2,99,671
<b>TOTAL</b>	<b>(4,75,025)</b>	<b>4,39,841</b>
Balance Brought Forward	1,65,14,928	1,60,75,087
<b>Balance available for appropriation</b>	<b>1,60,39,903</b>	<b>1,65,14,928</b>
<b>Surplus/(deficit) carried to Balance Sheet</b>	<b>1,60,39,903</b>	<b>1,65,14,928</b>

### OPERATIONS:

During the year under review the company has incurred net Loss of Rs.4,75,025/- against the Profit Rs.4,39,841/- during the previous year. Your Directors expects the company will achieve growth in the coming years.

### DIVIDEND:

Directors do not recommend any dividend on equity shares of the company.

### PARTICULARS OF EMPLOYEES:

There is no employee having remuneration in accordance with the provisions of section 217(2A) of the companies Act 1956 read with the companies (Particulars of employee) Rules 1975 as amended.

### DIRECTOR:

Mr. Anil Chandulal Mistry, Director of the company will retire at the forthcoming annual general meeting of the company, and being eligible, offer them for re-appointment.

### RESPONSIBILITY STATEMENT:

As required u/s 217(2AA) of the companies Act 1956 your director confirms that in the preparation of the annual accounts:

- 1) The applicable accounting standards have been followed along with proper explanation relating to material departures.
- 2) Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, so as to give a true and fair view of the state of affairs of the company at the end of the financial year and the profit/loss of the company for that period.
- 3) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4) The annual accounts have been prepared on a going concern basis.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANG:**

As required under rule 3 of the companies (Disclosure of Particulars in the report of board of directors) Rules 1998, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are also Nil.

**LISTING AGREEMENT:**

The securities of the company are listed with the Stock Exchange, Mumbai. The company has paid the annual listing fees.

**APPOINTMENT OF AUDITORS:**

M/s. Arvind A. Thakkar, retiring auditor has offer themselves eligible to be appointed as the Auditor of the company for the financial year 2010-2011 and holds office from the conclusion of this meeting until the conclusion of next annual General Meeting of the company. Members are requested to appoint them as auditors of the company and fix their remuneration.

The Statutory Auditors of the Company have submitted auditors report on the accounts of the Company for the accounting year ended 31<sup>st</sup> March, 2010 which is self-explanatory and needs no comments.

**ACKNOWLEDGEMENT:**

The management is grateful to the government authorities, Bankers, Vendors, for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

**For & on behalf of the Board of Directors**

**Place : Mumbai  
Date : 04/09/2010.**

**Sd/-  
Director**

## AUDITORS' REPORT

### TO THE MEMBERS OF SIMPLEX TRADING AND AGENCIES LIMITED

1. We have audited the attached Balance Sheet of SIMPLEX TRADING AND AGENCIES LTD as at 31<sup>st</sup> March, 2010 and also the Profit and Loss Account and the Cash Flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis of our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956 and on the basis of such checks as we considered appropriate and according to the information and explanations given to us we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
  - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (ii) 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.
  - (iii) The Balance Sheet, the Profit and Loss Account and the Cash Flow statement dealt with by this report are in agreement with the Books of Account.
  - (iv) In our opinion, the Balance Sheet, the Profit and Loss Account and the Cash Flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 to the extent applicable.
  - (v) On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2010, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March, 2010 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with significant accounting policies and notes to accounts, particularly the note no. 13 regarding inter corporate investment and loans attached thereto give the information required by the Companies Act, 1956, 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 31<sup>st</sup> March, 2010,
- (b) In the case of the Profit and Loss Account, of the Profit/ loss for the year ended on that date; and
- (c) In the case of cash flow statement, of the cash flows for the year ended on that date.

**For Arvind A. Thakkar & Co.  
Chartered Accountants**

**Place : Ahmedabad  
Dated: 6<sup>th</sup> September, 2010**

**(Arvind Thakkar)  
Proprietor  
Membership No. 014334**

**ANNEXURE TO THE AUDITORS' REPORT**  
**(Referred to in Paragraph 3 of our Report of even date to the Members of**  
**Simplex Trading and Agencies Ltd as at and for the year ended 31<sup>st</sup> March, 2010)**

1.
  - (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of information available.
  - (b) As explained to us, all the assets have been physically verified by the management at reasonable intervals during the year. According to the information and explanations given to us, no material discrepancies have been noticed on such verification.
  - (c) In our opinion, the company has not disposed off substantial part of fixed assets during the year and the going concern status of the company is not affected.
2. The company has no inventory. Hence, clause (ii) (a), (b) & (c) are not applicable to the Company.
3.
  - (a) As per information and explanation given to us, the company has granted unsecured interest free loan of Rs 57825000/- to one party covered in the register maintained under section 301 of the Companies Act, 1956. Other terms and conditions of the loan are not prejudicial to the interest of the company.
  - (b) As per information and explanation given to us, the company has not taken loans from parties covered in the register maintained under section 301 of the Companies Act, 1956, hence, clause (iii) (e) , (iii) (f) and (iii) (g) are not applicable to the company.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business. During the course of audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. As per information & according to the explanations given to us, the company has not entered into any transaction that needs to be entered into the register maintained under section 301 of the Act.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public covered under NBFC Public Deposit Directions, 1998.
7. In our opinion the Company has an internal audit system commensurate with the size and nature of its business.



8. We are informed that no Cost Records are required to be maintained by the Company under Section 209(1)(d) of the Companies Act 1956.
9.
  - (a) According to the information and explanations given to us, and on the basis of our examination of the books of accounts, the Company has been regular in depositing with appropriate authorities undisputed statutory dues including income-tax, wealth tax and any other material statutory dues applicable to it. There were no arrears of such dues as at 31<sup>st</sup> March, 2010 for a period of more than six months from the date they became payable.
  - (b) According to the information and explanation given to us, there are no dues in respect of Sales tax, income tax, customs duty, wealth tax, excise duty, and cess that have not been deposited with the appropriate authorities on account of any dispute.
10. The Company did not have any accumulated losses at the end of the financial year. But it has incurred cash losses of Rs.333921/- during the current financial year.
11. Based on our audit procedures and as per the information and explanations given by the management, the Company did not default in the repayment of dues to a financial institution, bank or debenture holders.
12. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any special statute applicable to chit fund/ nidhi/ mutual benefit fund/ societies are not applicable to the company.
14. The Company has maintained records of transactions and contracts in respect of investment in shares, mutual funds and other investments and timely entries have been made therein. All the shares, mutual funds and other investments held by the companies are in its own name except to the extent of the exemption granted under section 49 of the Companies Act, 1956.
15. According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from Banks or financial institutions.
16. The Company has taken term loans during the year.
17. According to the information and explanation given to us and on an overall examination of the Balance sheet of the Company as on 31<sup>st</sup> March, 2010 we report that the company has not used funds raised on short term basis for long term investments.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.

19. The Company has not issued any debentures during the year.
20. The Company has not raised any money by public issue during the year.
21. According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our Audit.

**For Arvind A. Thakkar & Co.  
Chartered Accountants**

**Place: Ahmedabad  
Dated: 6<sup>th</sup> September, 2010**

**(Arvind Thakkar)  
Proprietor  
Membership No. 014334**

**SIMPLEX TRADING AND AGENCIES LTD.**  
**BALANCE SHEET AS ON 31st MARCH 2010**

PARTICULARS	SCH	As on 31.03.2010 Amount (Rs.)	As on 31.03.2009 Amount (Rs.)
<b>I) <u>SOURCES OF FUNDS :</u></b>			
<b>Shareholders Funds :</b>			
Share Capital	1	25,000,000	25,000,000
Preferential Convertible Warrants	2	11,500,000	-
Reserves & Surplus	3	259,254,065	35,054,090
<b>Loan Funds</b>			
Secured Loan	4	64,891,315	-
Unsecured Loan	5	108,028,000	4,105,126
<b>Deferred Tax Liability</b>		27,822	18,611
<b>TOTAL</b>		<b>468,701,202</b>	<b>64,177,827</b>
<b>II) <u>APPLICATION OF FUNDS :</u></b>			
<b>Fixed Assets</b>			
Gross Block	6	385,004	385,004.00
Less: Depreciation		187,165	55,272.00
Net Block		197,839	329,732
<b>Investments</b>			
	7	73,050,056	63,550,056
<b>Current Assets, Loans &amp; Advances</b>			
Cash & Bank Balances	8	65,198,647	229,072
Loans & Advances	9	330,158,974	-
Sundry Debtors	10	-	14,858
		395,357,621	243,930
<b>Less : Current Liabilities &amp; Provisions :</b>			
Current Liabilities	11	32,730	41,393
Provisions		11,000	30,460
		43,730	71,853
<b>Net Current Assets</b>		395,313,891	172,077
<b>Miscellaneous Expenditure (To the extent not written off)</b>	12	139,416	125,962
<b>TOTAL</b>		<b>468,701,202</b>	<b>64,177,827</b>
<b>Significant Accounting Policies &amp; Notes on Accounts</b>	16		

As per our Audit Report of Even Date

For, Arvind A. Thakkar & Co.  
Chartered Accountants

For and on Behalf of the Board

Arvind Thakkar  
Proprietor  
Membership No. 14334

Director

Director

Place : Ahmedabad  
Dated: 6th September, 2010

Place : Mumbai  
Dated: 4th September, 2010

**SIMPLEX TRADING AND AGENCIES LTD.**  
**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH, 2010**

PARTICULARS	SCH	2009-10 Amount (Rs.)	2008-09 Amount (Rs.)
<b>I) <u>INCOME</u></b>			
Sales		-	19,514,000
Other Income	13	442,534	6,279
<b>TOTAL</b>		<b>442,534</b>	<b>19,520,279</b>
<b>II) <u>EXPENDITURE</u></b>			
Purchases		-	19,130,000
Administrative Exp	14	192,414	125,277
Financial Exp.	15	541,315	-
Preliminary Exp		42,726	31,490
Depreciation		131,893	55,272
<b>TOTAL</b>		<b>908,348</b>	<b>19,342,039</b>
<b>III) Profit / (Loss) for the year before Tax</b>		(465,814)	178,240
Less: Provision for Taxation			
- Deferred Tax		9,211	18,611
- Current Tax		-	19,460
Profit / (Loss) after Tax		(475,025)	140,170
Add / (Less) Prior Period Adjustments		-	299,671
		(475,025)	439,841
Add : Balance Brought Forward		16,514,928	16,075,087
Balance Available for Appropriation		16,039,903	16,514,928
Surplus/(Deficit) carried to Balance Sheet		<b>16,039,903</b>	<b>16,514,928</b>
Basic/Diluted Earning per Share (Refer Note No. B 6 of Schedule 16)		(0.19)	0.14
<b>Significant Accounting Policies &amp; Notes on Accounts</b>	<b>16</b>		

As per our Report of Even Date

For Arvind A. Thakkar & Co.  
Chartered Accountants

For and on behalf of the Board

Arvind Thakkar  
Proprietor  
Membership No.14334

Director

Director

Place : Ahmedabad  
Dated: 6th September, 2010

Place : Mumbai  
Dated: 4th September, 2010

**SIMPLEX TRADING AND AGENCIES LTD.**  
**SCHEDULES FORMING PART OF BALANCE SHEET AND P & L A/C**

PARTICULARS	As on 31-3-10 Amount (Rs.)	As on 31-3-09 Amount (Rs.)
<b><u>SCHEDULE :- 1</u></b>		
<b>SHARE CAPITAL</b>		
<b>Authorised:</b>		
50,00,000 Equity Shares of Rs. 10/- each		
(Previous Year 25,00,000 Equity Shares of Rs.10/- each)	50,000,000	25,000,000
<b>Issued, Subscribed and Paid Up:</b>		
25,00,000 Equity Shares of Rs. 10/- each	25,000,000	25,000,000
<b>TOTAL</b>	<b>25,000,000</b>	<b>25,000,000</b>
<b><u>SCHEDULE :- 2</u></b>		
<b>PREFERENTIAL CONVERTIBLE WARRANTS</b>		
Preferential Conv. Warrants	11,500,000	-
2500000 Preferential Conv. Warrants, Partly Paid up		
<b>TOTAL</b>	<b>11,500,000</b>	<b>-</b>
<b><u>SCHEDULE :- 3</u></b>		
<b>RESERVES AND SURPLUS</b>		
<b>i) General Reserve</b>		
As per last year's Balance Sheet	10,200,000	30,200,000
Less :Transferred to Profit & Loss Account	-	20,000,000
	10,200,000	10,200,000
<b>ii) Statutory Reserve</b>		
As per last year's Balance Sheet	8,230,000	8,230,000
	8,230,000	8,230,000
<b>iii) Capital Reserve</b>		
As per last year's Balance sheet	109,162	109,162
	109,162	109,162
<b>iv) Share Premium</b>		
Premium on Issue of Convertible Preferential Warrants	224,675,000	-
	224,675,000	-
<b>v) Profit &amp; Loss Account</b>		
Surplus/(Deficit) as per Profit and Loss Account	16,039,903	16,514,928
	16,039,903	16,514,928
<b>TOTAL</b>	<b>259,254,065</b>	<b>35,054,090</b>

**SIMPLEX TRADING AND AGENCIES LTD**  
**SCHEDULES FORMING PART OF BALANCE SHEET AND P & L A/C**

PARTICULARS	As on 31-3-10 Amount (Rs.)	As on 31-3-09 Amount (Rs.)
<b><u>SCHEDULE :- 4</u></b>		
<b>SECURED LOANS</b>		
Loan From Bank Of India (Secured against Fixed Deposit)	64,891,315	0
<b>TOTAL</b>	<u>64,891,315</u>	<u>-</u>
<b><u>SCHEDULE :- 6</u></b>		
<b>UNSECURED LOAN</b>		
From Body corporates	108,028,000	4,105,126
<b>TOTAL</b>	<u>108,028,000</u>	<u>4,105,126</u>
<b><u>SCHEDULE :- 7</u></b>		
<b>INVESTMENTS (AT COST, LONG TERM)</b>		
<b>Quoted Shares (Fully Paid Up)</b>		
3288800 Equity Shares of Amardeep Industries Ltd.	6,150,056	6,150,056
1250000 Equity Shares of XO Infotech Ltd	12,500,000	12,500,000
	[A] <u>18,650,056</u>	<u>18,650,056</u>
Market Value of Quoted Shares	43,201,544	23,665,908
<b>Non Trade UnQuoted Shares</b>		
<b>Equity Shares Fully Paid up</b>		
129500 Shares of Corporate Strategic Allianz Pvt. Ltd.	12,950,000	12,950,000
100000 Shares of Vashi Construction Pvt.Ltd.	30,000,000	30,000,000
15000 Shares of Ishan Finlease Pvt Ltd	1,950,000	1,950,000
	[B] <u>44,900,000</u>	<u>44,900,000</u>
<b>Convertible Preferential Warrant (Partly Paid Up)</b>		
10000000 Preferential Warrant of Wellworth Overseas Ltd	9,500,000	-
	[C] <u>9,500,000</u>	<u>-</u>
<b>TOTAL [A+B+C]</b>	<u>73,050,056</u>	<u>63,550,056</u>

**SIMPLEX TRADING AND AGENCIES LTD**  
**SCHEDULES FORMING PART OF BALANCE SHEET AND P & L A/C**

PARTICULARS	As on 31-3-10 Amount (Rs.)	As on 31-3-09 Amount (Rs.)
<b><u>SCHEDULE :- 8</u></b>		
<b>CASH AND BANK BALANCES</b>		
Cash On Hand (As taken and Certified by the Management)	165,874	186,823
Bank Balance		
-In Current Account with Scheduled Bank	32,773	42,249
-In Fixed Deposit with Scheduled Bank	65,000,000	-
<b>TOTAL</b>	<b>65,198,647</b>	<b>229,072</b>
<b><u>SCHEDULE :- 9</u></b>		
<b>LOANS AND ADVANCES :</b>		
(Unsecured, Considered Good)		
Accrued Interest on Bank FD	442,534	-
Loan to Corporates	329,672,190	-
TDS Receivable A.Y. 2010-11	44,250	-
<b>TOTAL</b>	<b>330,158,974</b>	<b>-</b>
<b><u>SCHEDULE :- 10</u></b>		
<b>SUNDRY DEBTORS</b>		
(Unsecured, Considered Good)		
Outstanding for less than six months	-	14,858
<b>TOTAL</b>	<b>-</b>	<b>14,858</b>
<b><u>SCHEDULE :- 11</u></b>		
<b>CURRENT LIABILITIES &amp; PROVISIONS</b>		
<b>(i) CURRENT LIABILITIES</b>		
- Creditors For Expenses	32,500	41,163
- Unclaimed Dividend	230	230
<b>TOTAL</b>	<b>32,730</b>	<b>41,393</b>
<b>(ii) PROVISIONS</b>		
Income Tax (A.Y. 2008-09)	11,000	11,000
Income Tax (A.Y. 2009-10)	-	19,460
	<b>11,000</b>	<b>30,460</b>

**SIMPLEX TRADING AND AGENCIES LTD**  
**SCHEDULES FORMING PART OF BALANCE SHEET AND P & L A/C**

PARTICULARS	As on 31-3-10 Amount (Rs.)	As on 31-3-09 Amount (Rs.)
<b><u>SCHEDULE :- 12</u></b>		
<b>MISCELLANEOUS EXPENDITURE</b>		
( to the extent not written off or adjusted)		
Preliminary Expenses	139,416	125,962
<b>TOTAL</b>	<b>139,416</b>	<b>125,962</b>

**SCHEDULE :- 13**  
**OTHER INCOME**

Interest on I.Tax Refund	0	6275
Interest on F. D.	442534	0
Kasar & vatav	0	4
<b>TOTAL</b>	<b>442534</b>	<b>6279</b>

**SCHEDULE 14**  
**ADMINISTRATIVE EXPENSES**

Accounting Charges	5000	0
Annual Custody Fees	13236	13495
Listing & Filing Fees	11030	24,568
Auditors' Remuneration	10000	12,500
Bank charges	1596	65
Demat charges	0	1,105.51
Professional charges	20214	0
Advertisement	0	3,707
Printing & Stationery	1300	7843
Processing fees	0	28090
Roc Filing Fees	4500	2000
RTA Expenses	10538	15903
Salary	115000	16000
	<b>192414</b>	<b>125276.51</b>

**SCHEDULE 15**  
**FINANCIAL EXPENSES**

Interest On Loan	541315	0
	<b>541315</b>	<b>0</b>



**SCHEDULE :5 : FIXED ASSETS**

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	AS ON 01.04.09	ADDITION	DELETION	AS ON 31.03.10	AS ON 01.04.09	CURRENT YEAR	AS ON 31.03.10	AS ON 31.03.10	AS ON 31.03.09
Computer Equipments	385,004	0	0	385,004	55,272	131,893	187,165	197,839	329,732
<b>TOTAL</b>	<b>385,004</b>	<b>0</b>	<b>0</b>	<b>385,004</b>	<b>55,272</b>	<b>131,893</b>	<b>187,165</b>	<b>197,839</b>	<b>329,732</b>
Previous Year	0	385,004	0	385,004	0	55,272	55,272	329,732	0

**SIMPLEX TRADING AND AGENCIES LTD.**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2010**

PARTICULARS	As on 31-3-10	As on 31-3-09
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit after Tax and Extraordinary Items:	(475,025)	439,841
<b>Adjustment for:</b>		
Depreciation	131,893	55,272
Provision for Taxation	-	
<b>Operating Profit before working capital changes</b>	<b>(343,132)</b>	<b>495,113</b>
<b>Adjustment for:</b>		
Decrease/(Increase) in Receivables	(330,144,116)	8,419,420
(Decrease)/Increase in Current Liabilities & Provisions	(28,123)	(879,225)
Change in deferred Tax	9,211	18,611
Increase in Misc. Exp	(13,454)	(125,962)
<b>Cash generated from operations</b>	<b>(330,519,614)</b>	<b>7,927,957</b>
Income Tax paid	-	-
<b>Net cash from Operating activities</b>	<b>(330,519,614)</b>	<b>7,927,957</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Proceeds from borrowings	168,814,189	4,105,126
Purchases of Fixed Assets	-	(385,004)
Purchase of Investment	(9,500,000)	(11,700,000)
Sale of Investments		
<b>Net cash from Investing activities</b>	<b>159,314,189</b>	<b>(7,979,878)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Fresh Issue	236,175,000	-
Dividends paid	-	-
Corporate Tax on Dividend	-	-
<b>Net cash used in Financing Activities</b>	<b>236,175,000</b>	<b>-</b>
<b>Net increase in cash and cash equivalents</b>	<b>64,969,575</b>	<b>(51,921)</b>
<b>Cash and cash equivalents at beginning of period</b>	<b>229,072</b>	<b>280,993</b>
<b>Cash and cash equivalents at end of period</b>	<b>65,198,647</b>	<b>229,072</b>

Notes :

- 1 Above Statements have been prepared in the indirect method.
- 2 Cash & Cash equivalents represent Cash and Bank Balances only.
- 3 Previous year's figures have been regrouped and reclassified wherever necessary.

**For and on behalf of Board of Directors**

Place : Mumbai  
Dated: 4th September, 2010

**Director                      Director**

Auditors Certificate

We have verified the above cash flow statement of Simplex Trading Company Ltd derived from the audited annual financial statements for the year ended 31st March 2010 and found the same to be drawn in accordance there with and also with the requirement of Clause 32 of the listing agreement with Stock Exchange Mumbai.

For Arvind A. Thakkar & Co.  
Chartered Accountants  
Firm Rdf. No. 100571W

Place : Ahmedabad  
Date : 6th September, 2010

Arvind Thakkar  
Proprietor  
Membership no 014334

## **SCHEDULE 16**

### **SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF ACCOUNTS.**

#### **A. SIGNIFICANT ACCOUNTING POLICIES**

##### **1. Basis of Accounting :-**

The Accounts have been prepared on historical cost basis and accrual system of accounting unless otherwise stated.

##### **2. Income Recognition :-**

2.1 Interest on investments is accounted for on accrual basis.

2.2 Dividend income is accounted for on receipt basis.

2.3 Profit or loss on sale of investments is accounted for as and when the transactions are entered into.

##### **3. Expenses :-**

The Company provides for all expenses on accrual basis.

##### **4. Investments :-**

(a) Long term investments are valued at cost.

(b) All investments have been classified as long term investments.

##### **5. Taxation**

5.1 Provision for current tax is made on the estimated taxable income at the tax rate applicable to the relevant assessment year. Deferred tax assets and deferred tax liabilities are calculated by applying the rate and tax laws that have been enacted or substantively enacted as on balance sheet date. Deferred tax assets are reviewed at each Balance sheet date.

5.2 Deferred Tax Assets arising mainly on account of brought forward losses and unabsorbed depreciation under Tax laws are recognised, only to the extent of a virtual certainty of its realisation. Deferred Tax Assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation.

##### **6. Contingent Liabilities: -**

All known liabilities are provided for in the books of account except liabilities of contingent nature which have been adequately disclosed by way of "Notes to the Account".

7. **Other Accounting Policies :-**

These are consistent with the generally accepted accounting policies.

**B. NOTES ON ACCOUNTS**

1. The Company has not accepted any public deposits during the year.
2. Based on information available, the Company is of the opinion that as on the Balance Sheet date, no amounts are payable to Small Scale undertakings.
4. The company has only one business segment .In view of the AS-17 "Segment Reporting" issued by The Institute of Chartered Accountant of India, is not applicable.

5. The disclosures required under AS-18 on "Related Party Disclosures":-

The company has not entered into any Related party transaction during the year.

6. **Earning Per Share:**

Earning per share is calculated by dividing profit/(loss) attributable to the equity share holder by the weighted average number of equity shares outstanding during the period.

<b>Particulars</b>	<b>31.03.2010</b>	<b>31.03.2009</b>
Profit/(Loss) after taxation (Rs.)	-475025	140170
Weighted Avg. No. of Shares outstanding during the year (Nos.)	2500000	10,00,000
Basic / diluted earnings per share (Rs.)	-0.19	0.14

7. In the opinion of the board, the value of the realisation of Current Assets, Loans and Advances, in the ordinary course of the business would not be less than the amount at which they are stated in the Balance Sheet and the provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

8. Quantitative Information in respect of Sales, Opening Stock and Closing Stock:

<b>Item</b>	<b>Grain (2010)</b>		<b>Grain (2009)</b>	
	<b>Qty.</b>	<b>Value</b>	<b>Qty.</b>	<b>Value</b>
Opening Stock	0	0	0	0
Purchases	0	0	2500	19130000
Sales	0	0	2500	19514000
Closing Stock	0	0	0	0

9. Auditors Remuneration :

(In Rs.)

Particulars	2009-10	2008-09
For Audit	10000	12500

10

Particulars	2009-10	2008-09
a. Value of Import (on CIF basis)	Nil	Nil
b. Expenditure in Foreign Currency	Nil	Nil
c. Remittance in Foreign Currency	Nil	Nil
d. Earnings in Foreign Exchange	Nil	Nil
e. Exports of Goods on FOB Basis	Nil	Nil
f. Value of Imports & Indigenous	Nil	Nil
g. Material Consumption	Nil	Nil

11. The company has made investment in other companies amounting to Rs. 7,30,50,056 and Inter corporate Loans and Deposits of Rs. 32,96,72,190 as on 31<sup>st</sup> March, 2010.

12. Previous year's figures have been regrouped, rearranged and reclassified, wherever necessary.

13. Figures have been rounded off to the nearest rupee.

**Signatures to schedules 1 to 16**

**As per our report of even date annexed**

**For Arvind A Thakkar & Co.**

**Chartered Accountants**

**For and on behalf of the Board**

**(Arvind Thakkar)**

**Proprietor**

**Membership No. 014334**

**(Director)**

**(Director)**

**Place: Ahmedabad**

**Dated: 6<sup>th</sup> September, 2010**

**Place: Mumbai**

**Dated: 4<sup>th</sup> September, 2010**

