

**32ND ANNUAL REPORT 2012-2013
OF
SIMPLEX TRADING AND AGENCIES LIMITED**

BOARD OF DIRECTOR

ANIL CHANDULAL MISTRY	- DIRECTOR
ANAND BHATT	- DIRECTOR
HARSHAD TAWADE	- DIRECTOR

AUDITOR

M/S. Y. D. & CO.
Chartered Accountants
LUDHIANA

SHARE TRANSFER AGENT

SATELLITE CORPORATE SERVICES PRIVATE LIMITED

B-302, Sony Apartment, Opp. St. Judge's High School,
Off Andheri-Kurla Road, Jarimari, Sakinaka,
Mumbai-400072 Maharashtra, INDIA

REGISTERED OFFICE

25, SHETHIA BUILDING, GROUND FLOOR,
PLOT NO. 12, DR. D. D. SHATHE MARG,
BANAMA HALL LANE, OPERA HOUSE,
MUMBAI-400004,
MAHARASHTRA, INDIA.

N O T I C E

NOTICE is hereby given that the **32nd Annual General Meeting** of the Members of **SIMPLEX TRADING AND AGENCIES LIMITED** will be held at the Registered Office of the Company at **Shop No: 25, Shethia Building, Ground Floor, Plot No. 12, Dr. D. D. Shathe Marg, Banama Hall Lane, Opera House, Mumbai 400004** on **Monday, 30th day of September, 2013 at 01:00 P.M.** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2013** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of **Mr Anil Chandulal Mistry**, who retires by rotation and being eligible, offers him-self for re-appointment.
3. To appoint Auditor and to fix their remuneration.

SPECIAL BUSINESS:

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

"**RESOLVED THAT MR HARSHAD SHAMBHAJIROW TAWADE**, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 12th August, 2013 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **MR HARSHAD SHAMBHAJIROW TAWADE**, be and is hereby appointed as a Director, subject to retire by rotation of the Company.

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

"**RESOLVED THAT MR ANAND YASHVANTRAI BHATT**, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 12th August, 2013 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **MR ANAND YASHVANTRAI BHATT**, be and is hereby appointed as a Director, subject to retire by rotation of the Company

**By Order of the Board
For, SIMPLEX TRADING AND AGENCIES LIMITED**

**PLACE: MUMBAI
DATE: 31.08.2013**

**Sd/-
(ANIL CHANDULAL MISTRY)
CHAIRMAN**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting, so as to enable the Management to keep the information ready. Replies will be provided only at the meeting.
4. The Register of Members and Share Transfer Register of the Company will remain closed from 23rd September, 2013 to 30th September, 2013.

5. M/s. SATELLITE CORPORATE SERVICES PRIVATE LIMITED having its registered office at B-302, Sony Apartment, Opp. St. Judge's High School, Off. Andheri-Kurla Road, Jarimari, Sakinaka, Mumbai-400072 Maharashtra, INDIA are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.
6. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

Mr. Anil Chandulal Mistry is Executive Director of the Company. He has been associated with the Company w.e.f. 13th March, 2008. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. Mr. Anil Chandulal Mistry retires by rotation and being eligible offers himself for re-appointment.

ANNEXURE TO NOTICE:

**EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 173(2)
OF THE COMPANIES ACT, 1956**

The Explanatory Statement sets out all the material facts relating to the Special Business mentioned under are accompanying this notice:

Item No.4

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company MR HARSHAD SHAMBHAJIROW TAWADE, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 12th August 2013 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of MR HARSHAD SHAMBHAJIROW TAWADE, a director subject to retirement by rotation.

None of the Directors except MR HARSHAD SHAMBHAJIROW TAWADE is concerned or interested in this resolution.

Your Directors recommend this resolution for your approval.

Item No.5

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company MR ANAND YASHVANTRAI BHATT, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 12th August 2013 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of MR ANAND YASHVANTRAI BHATT, a director subject to retirement by rotation.

None of the Directors except MR ANAND YASHVANTRAI BHATT is concerned or interested in this resolution.

Your Directors recommend this resolution for your approval.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors here by present the 32nd Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2013**.

REVIEW OF OPERATIONS:

During the year under review due to sluggish market condition and financial crisis company faces huge set back. So company not in position to generate any revenue from the operation but due to some fixed cost company posted Net Loss of Rs.5243344. The management has taken measures as part of its continuous improvements to strengthen operations and viability.

DIVIDEND:

Your Directors have not declared any dividend during the year under review due to loss incurred.

FIXED DEPOSIT:

The Company has not accepted any deposit from the public pursuant to the provisions of Section 58A of the Companies Act, 1956.

DIRECTORS:

MR ANIL CHANDULAL MISTRY Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

MR ANAND YASHVANTRAI BHATT and MR HARSHAD SHAMBHAJIROW TAWADE were appointed as additional directors of the Company with effect from 12.08.2013 and are eligible for re-appointment as directors of the Company at the forthcoming Annual General Meeting and whose period of office will be liable to retire by rotation.

MR NILANG PRAVINCHANDRA VAIDYA and MR ANKIT ASHOK SAVLA were ceased as a Director of the Company with effect from 12.08.2013 due to resignation. The management appreciated the services given by him during the tenure of the office as a Director.

AUDITORS AND AUDITORS' REPORT:

M/s. Y. D. & Co., Chartered Accountants, Ludhiana, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

The observations made by the Auditors' in their Auditors' Report and the Notes on Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

CHANGE OF REGISTRED OFFICE:

During the year under review, company in their EGM held on 02.05.2013 obtain approval of member for shifting of registered office form State of Maharashtra to State of Gujarat and made application to CLB for the approval.

SECRETARIAL COMPLIANCE CERTIFICATE:

In accordance with the Section 383A of the Companies Act, 1956 and Companies (Appointment and Qualifications of Secretary) Amendment Rules, 2009, the Company has obtained a certificate from a secretary in whole-time practice confirming that the Company has complied with the provisions of the Companies Act, 1956.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement forming part of this report is annexed herewith. The Audit Committee of the Company has regularly reviewed internal Control System of the company.

CORPORATE GOVERNANCE REPORT:

Your Company has complied with the requirements of Clause 49 of the Listing Agreement on Corporate Governance. Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Report on Corporate Governance along with the Auditors' Certificate on its compliance is annexed separately to this Annual Report.

PARTICULARS OF EMPLOYEES:

The statement showing particulars of employees under section 217(2A) of the Companies Act, 1956, read with the companies (Particulars of Employees) Rules, 1975, as amended, is not required to be given as there were no employees coming within the purview of this section.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The details of conservation of energy, technology absorption etc. as required to be given under Section 217(1)(e) of the Companies Act 1956, are not applicable to our Company, as our Company in not engage in manufacturing activities.

The foreign exchange earning on account of the operation of the Company during the year was Rs. Nil.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 217(2AA) of the Companies Act, 1956, the Directors of your Company confirm that:

- i) in the preparation of the annual accounts, 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 were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) Directors have prepared the accounts on a "going concern basis".

ACKNOWLEDGEMENT:

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, and Shareholders during the year. Your directors also wish to take on record their deep sense of appreciation for the committed services of the employees at all levels, which has made our Company successful in the business.

PLACE: MUMBAI

DATE: 31.08.2013

**For and on Behalf of the Board
For, SIMPLEX TRADING AND AGENCIES LIMITED**

**Sd/-
(ANIL CHANDULAL MISTRY)
CHAIRMAN**

MANAGEMENT DISCUSSION ANALYSIS REPORT

Outlook:

The company is confident in spite of the possible recessionary conditions in the industry it will perform better in view of the strong fundamentals of the Indian companies and hope to improve its Turnover.

Internal Controls Systems and their adequacy:

The company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of law and regulations. The internal control system is supported by the internal audit process. The Internal Auditor reviews and ensures that the audit observations are acted upon. The Audit Committee of the Board reviews the Internal Audit reports and the adequacy and effectiveness of internal controls.

Human Resources

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent. The company places emphasis on training and development of employees at all levels and has introduced methods and practices for Human Resource Development.

Cautionary Statement:

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

Annexure to Director's Report

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2013

1. THE CORPORATE GOVERNANCE PHILOSOPHY

Corporate Governance at the Company is by the need to “enhance shareholder value, keeping in view the interests of other stakeholders”. This definition places emphasis on the need to strike a balance at all times between the need to enhance shareholders’ wealth whilst not being detrimental to other stakeholders’ interests. The imperative for Corporate Governance lies not merely in drafting a code of Corporate Governance, but in practicing it to achieve desired results.

2. BOARD OF DIRECTORS

The Board of Directors is having non-executive and independent directors as on 31st March, 2013. The Board of Directors is consisting of three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

Numbers of Board Meetings held and the dates on which such meetings were held:

During the financial year 2012-13 the Board met 8 (Eight) times on 02.04.2012, 24.05.2012, 03.08.2012, 07.08.2012, 10.11.2012, 02.02.2013, 26.02.2013, 30.03.2013. The maximum gap between two meetings was not more than 4 months.

Attendance record of Directors attending the Board meetings and Annual General Meetings

Name of the Director	Designation/ Category	No. of Board Meetings		Last AGM attended
		Held	Attended	
Mr. Anil Chandulal Mistry	Executive & Non Independent	8	8	Yes
*Mr. Ankit Ashok Savla	Non Executive & Independent	8	8	Yes
*Mr. Nilang P. Vaidya	Non Executive & Independent	8	8	Yes
#Mr. ANAND BHATT	Non Executive & Independent	8	--	No
#Mr. HARSHAD TAWADE	Non Executive & Independent	8	--	No

*** Ceased as Director as on 12.08.2013 # Appointed as Director as 12.08.2013**

None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.

3. AUDIT COMMITTEE

The Audit Committee of the Company presently comprises of three Directors being Mr. Anand Bhatt, Mr. Harshad Tawade and Mr. Anil Chandulal Mistry

Mr. Harshad Tawade is Chairman of the Committee.

The role, terms of reference, authority and powers of the audit committee are in conformity with the requirement of Companies Act, 1956, and Listing Agreement.

Role/ Functions of the Committee:

- Reviewing with management the annual financial statements before submission to the Board.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Review of policies relating to risk management – operational and financial.
- Reviewing with the management, external auditors and the adequacy of the internal control system.

Powers of the Committee:

- To investigate any activity within its terms of reference.
- To secure attendance of and seek any information from any employee including representative of the prime shareholders (subject to their internal approvals).
- Compliance with accounting standards.
- To obtain outside legal or other professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Compliance with Stock Exchange and legal requirements concerning financial statements.

Attendance at the Audit Committee Meetings- 2013

During the year the Audit Committee met 4 times on 24.05.2012, 07.08.2012, 10.11.2012, 02.02.2013 attendance of the members as under:

Name	No. of Meeting attended	
	Held	Attended
Mr. Anil Chandulal Mistry	4	4
*Mr. Ankit Ashok Savla	4	4
*Mr. Nilang P. Vaidya	4	4
#Mr. ANAND BHATT	4	--
#Mr. HARSHAD TAWADE	4	--

* Ceased as Director as on 12.08.2013 # Appointed as Director as 12.08.2013

4. REMUNERATION COMMITTEE

As neither remuneration nor sitting fee paid to the director as no remuneration Committee has been set up.

5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE

This committee presently consists of three directors namely, Mr. Anand Bhatt, Mr. Harshad Tawade and Mr. Anil Chandulal Mistry

MR ANIL CHANDULAL MISTRY is Chairman of the Committee. The committee was constituted to redress shareholders'/ investors' complaints etc. relating to delay in transfer of shares, non-receipt of annual accounts, delay in balance sheet, split-up share certificate, issue duplicate certificate, transmission of shares, dematerialization of shares etc. relating to the shares issued by the Company. MR ANIL CHANDULAL MISTRY, Director of the Company has been authorized by the Board to approve such transfers within the time stipulated under the Listing Agreement. Further the complaints of the above nature are promptly attended by the Compliance Officer. MR ANIL CHANDULAL MISTRY has been appointed as the Compliance Officer of the Company by the Board of Directors.

There is no pending, unsolved complaint of Shareholders of the Company and no pending Share Transfer.

6. GENERAL BODY MEETINGS

Location and time for last 3 years Annual General Meetings:

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2011-12	23, Pragnya Society, Above Dena bank, Nr. ESI Hospital, Akruli Road, Kandiwali (E), Mumbai – 400101	31.08.2012	10.00 A.M.	No Special Resolution was passed in the meeting
2010-11	23, Pragnya Society, Above Dena bank, Nr. ESI Hospital, Akruli Road, Kandiwali (E), Mumbai – 400101	30.06.2011	11.30 A.M.	No Special Resolution was passed in the meeting
2009-10	23, Pragnya Society, Above Dena bank, Nr. ESI Hospital, Akruli Road, Kandiwali (E), Mumbai – 400101	29.09.2010	10.30 A.M.	No Special Resolution was passed in the meeting

The above resolution which was put to vote by show of hands, was passed unanimously. No special resolution was required to be carried out through postal ballot during the last year. No resolution is proposed by postal ballot at the ensuing Annual general meeting.

7. DISCLOSURES

- There are no materially significant related party transactions i.e. transactions of the Company of material natures, with its promoters, the directors or the managements, their subsidiaries or relatives etc., that may have potential conflict with interest of the Company at large.
- No penalties or strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markers, during the last three years.
- The Company has complied with various rules and regulations prescribed by the Stock Exchange and SEBI during the last three years. No penalties or strictures have been imposed by them on the Company.

8. CEO / CFO Certification under clause 41 and clause 49 of the Listing Agreement with Stock Exchanges have been submitted to the Board by the CEO and CFO.

9. MEANS OF COMMUNICATION

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as website of the company immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company.

10. GENERAL SHAREHOLDERS INFORMATION

Financial Year	1st April, 2012 to 31st March, 2013.
Date and time of Annual General Meeting	30.09.2013 at 1:00 P.M.
Venue of Annual General Meeting	25, Shethia Building, Ground Floor, Plot No.12, Dr. D. D. Shathe Marg, Banama Hall Lane, Opera House, Mumbai 400004
Dates of Book Closure	23.09.2013 to 30.09.2013
Listing on Stock Exchange	BSE Limited, Mumbai
Stock Code and Scrip ID	504382 (BSE) and SMPLXTR (BSE)
Demat ISIN No.	INE518H01018
Tentative Calendar for financial year ending 31st March, 2014:	
Quarterly Financial Results	Date of Board Meeting
First Quarterly Results	Last week of July, 2013
Second Quarterly Results	Last week of October, 2013
Third Quarterly Results	Last week of January, 2014
Fourth Quarterly Results	Last week of April, 2014

11. CATEGORIES OF SHAREOWNERS AS ON 31.03.2013

Category	No. of Shares Held	Voting Strength (%)
Promoters	Nil	0.00
Resident Individuals	314103	6.28
Financial Institutions/ Banks	Nil	0.00
Bodies Corporate	4685897	93.72
NRIs/ OCBs	Nil	0.00
Directors Relatives	Nil	0.00
Others	Nil	0.00
Total	50,00,000	100.00

12. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2013

Share Balance	Holders	% of Total	Total Shares	% of Total
0001- 5000	1057	96.18	19883	0.40
5001- 10000	9	0.82	7121	0.14
10001- 20000	2	0.18	3723	0.07
20001- 30000	1	0.09	2200	0.04
30001- 40000	Nil	0.00	Nil	0.00
40001- 50000	1	0.09	4085	0.08
50001-100000	Nil	0.00	Nil	0.00
100001 and above	29	2.64	4962988	99.26
Total	1099	100.00	5000000	100.00

13. STOCK MARKET DATA:

Month	Highest (Rs)	Lowest (Rs)
April, 2012	141.00	120.10
May, 2012	117.70	115.35
June, 2012	113.05	100.30
July, 2012	100.00	72.30
August, 2012	71.00	53.45
September, 2012	79.00	68.35
October, 2012	72.00	49.30
November, 2012	47.05	37.10
December, 2012	42.85	40.85
Jan, 2013	54.50	44.95
Feb., 2013	65.65	51.55
March, 2013	101.75	68.90

14. REGISTRAR AND SHARE TRANSFER AGENT

M/s **SATELLITE CORPORATE SERVICES PRIVATE LIMITED** having its registered office at B-302, Sony Apartment, Opp. St. Judge's High School, Off Andheri-Kurla Road, Jarimari, Sakinaka, Mumbai-400072 Maharashtra, INDIA is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

15. SHARE TRANSFER SYSTEM:

Transfer of Shares in Physical form are registered and dispatched within 3 weeks from the date of their receipts, subject to the documents being valid and complete in all respects. Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Investor / Shareholders Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 15 days from the date of receipt, if the relevant documents are complete in all respect.

16. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Equity Shares of your company are traded in compulsory dematerialization form by all investors. The company has entered into agreements with both existing Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) enabling the investors to hold shares of the company in electronic form through the depository of their choice.

17. ADDRESS FOR CORRESPONDENCE: 25, Shethia Building, Ground Floor, Plot No.12, Dr. D. D. Shathe Marg, Banama Hall Lane, Opera House, Mumbai 400004

Investors Correspondence/ Complaints to be address to:

MR ANIL CHANDULAL MISTRY-Director and Compliance Officer

E-mail: simplextrading2007@gmail.com

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT FOR BOARD OF DIRECTORS

To

The Members of **SIMPLEX TRADING AND AGENCIES LIMITED**
Mumbai

This is to confirm that the Board has laid down a Code of Conduct for all Board members and Senior Management of the Company.

The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2013, as envisaged in Clause 49 of the Listing agreement with Stock Exchanges.

For and on Behalf of the Board
For, SIMPLEX TRADING AND AGENCIES LIMITED

PLACE: MUMBAI
DATE: 31.08.2013

Sd/-
(ANIL CHANDULAL MISTRY)
CHAIRMAN

CERTIFICATION ON CORPORATE GOVERNANCE

To the members of SIMPLEX TRADING AND AGENCIES LIMITED:

We have examined the compliance of conditions of Corporate Governance by **SIMPLEX TRADING AND AGENCIES LIMITED** for the year ended 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

The compliance of condition 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 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 explanation 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 have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

We further state that such compliances 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: LUDHIANA
DATE: 31.08.2013

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

Sd/-
CA RAKESH PURI
PARTNER
M. No.: 092728

Report on the Financial Statements

We have audited the accompanying financial statements of **SIMPLEX TRADING AND AGENCIES LIMITED** which comprise the Balance Sheet as at 31 March 2013 and the Statement of Profit and Loss and for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

- i) in the case of the balance sheet, of the state of affairs of the Company as at 31 March 2013;
- ii) in the case of the statement of profit and loss, of the profit for the year ended on that date;
- iii) In the case of 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 (Auditor's Report) Order, 2003, as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. the Balance Sheet, Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - d. in our opinion, the Balance Sheet & Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956; and

- e. on the basis of written representations received from the directors as on 31 March 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

PLACE: LUDHIANA
DATE: 31.08.2013

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

Sd/-
CA RAKESH PURI
PARTNER
M. No.: 092728

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of SIMPLEX TRADING AND AGENCIES LIMITED on the accounts of the company for the year ended 31st March, 2013.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. Company does not have inventories during the year hence other sub clause not applicable.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
5. a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

b) As per information & explanations given to us and in our opinion, the transaction entered into by the company with parties covered u/s 301 of the Act does not exceeds five lacs rupees in a financial year therefore requirement of reasonableness of transactions does not arises.
6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8. As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.
9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2013 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

10. The accumulated losses at the end of the financial year are not more than 50% of its net worth and it has incurred cash losses of Rs 51,40,923/- during the financial year under report and it has also incurred cash losses in the immediately preceding financial year.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2013, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

PLACE: LUDHIANA
DATE: 31.08.2013

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

Sd/-
CA RAKESH PURI
PARTNER
M. No.: 092728

BALANCE SHEET AS AT 31ST MARCH, 2013

(Amount in Rupees)

Particulars	Notes	31.03.2013	31.03.2012
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	50000000	50000000
(b) Reserves and Surplus	3	517458385	522701729
<u>(2) Share Application money pending Allotment</u>		00	00
<u>(3) Non-Current Liabilities</u>			
(a) Long-Term Borrowings	4	00	108028000
(b) Deferred Tax Liabilities (Net)		23355	23355
<u>(4) Current Liabilities</u>			
(a) Short-Term Borrowings	5	1712500	6000000
(b) Trade Payables	6	40000	21001
(c) Other Current Liabilities	7	230	230
(d) Short-Term Provisions	8	21000	21000
Total Equity & Liabilities		569255470	686795315
II. ASSETS			
<u>(1) Non-Current Assets</u>			
(a) Fixed Assets	9		
(i) Gross Block		385004	385004
(ii) Depreciation		342271	313782
(iii) Net Block		42733	71222
(b) Non-current investments	10	72950000	41600056
(c) Long term loans and advances	11	00	348817018
(e) Other non-current assets	12	423649	497581
<u>(2) Current Assets</u>			
(a) Current investments	13	373754266	48521629
(c) Trade receivables	14	76358986	246939800
(d) Cash and cash equivalents	15	25149564	285372
(e) Short-term loans and advances	16	20576271	62637
Total Assets		569255470	686795315

NOTES TO ACCOUNTS

1 to 32

Schedules referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For Y. D. & Co.

FOR AND ON BEHALF OF THE BOARD

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

Sd/-

(CA RAKESH PURI)

PARTNER/M. No. 092728

Place: Ludhiana

Date: 31.08.2013

Sd/-

HARSHAD TAWADE

(DIRECTOR)

Place: Mumbai

Date: 31.08.2013

Sd/-

ANIL MISTRY

(DIRECTOR)

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2013

(Amount in Rupees)

Sr. No	Particulars	Notes	2012-13	2011-12
I	Revenue from operations	17	00	46717125
II	Other Income	18	(4866650)	66629
III	III. Total Revenue (I +II)		(4866650)	46783754
IV	Expenses:			
	Purchase of Stock-in-Trade		00	46163125
	Employee Benefit Expense	19	60000	286000
	Financial Costs	20	3261	68570
	Depreciation and Amortization Expense	21	102421	121413
	Other Administrative Expenses	22	211012	301179
	Total Expenses (IV)		376694	46940287
V	Profit before exceptional and extraordinary items and tax	(III - IV)	(5243344)	(156533)
VI	Exceptional Items		00	00
VII	Profit before extraordinary items and tax	(V - VI)	(5243344)	(156533)
VIII	Extraordinary Items		00	00
IX	Profit before tax (VII - VIII)		(5243344)	(156533)
X	Tax expense:			
	(2) Deferred tax		00	(4467)
XI	Profit(Loss) from the period from continuing operations	(IX-X)	(5243344)	(156533)
XII	Profit/(Loss) from discontinuing operations		00	00
XIII	Tax expense of discounting operations		00	00
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	00	00
XV	Profit/(Loss) for the period (XI + XIV)		(5243344)	(156533)
XVI	Earning per equity share:			
	(1) Basic		(0.10)	00
	(2) Diluted		(0.10)	00

NOTES TO ACCOUNTS

1 to 32

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement
This is the Profit & Loss Statement referred to in our Report of even date.

For Y. D. & Co.

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

Sd/-

(CA RAKESH PURI)

PARTNER/M. No. 092728

Place: Ludhiana

Date: 31.08.2013

FOR AND ON BEHALF OF THE BOARD

Sd/-

HARSHAD TAWADE

(DIRECTOR)

Place: Mumbai

Date: 31.08.2013

Sd/-

ANIL MISTRY

(DIRECTOR)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013**(Rupees in Lacs)**

	2012-13	2011-12
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(5243344)	(156533)
Adjustments for		
Depreciation	28489	47481
Operating Profit before Working Capital Changes	(5214855)	(109052)
Adjustments for		
Increase/ (Decrease) in Receivables	170580814	(246939800)
(Decrease)/Increase in Current Liabilities & Provisions	61001	21001
Change in Current assets, Loans& Advances	(20513634)	00
Cash generated from Operations	144913326	(247027851)
Direct Taxes paid	00	00
Net cash from Operating Activities	144913326	(247027851)
B CASH FLOWS FROM INVESTING ACTIVITIES :		
Proceeds from borrowings	(4287500)	5201700
Purchases of Investment	(356582581)	199034171
Net cash flow from Investing Activities	(360870081)	204235871
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue	00	00
Proceeds from Non-Current assets ,Loans& advances	348890950	42882343
Net cash flow from Financing Activities	348890950	42882343
Net Increase/(Decrease) in Cash & Cash Equivalent	132934195	90363
Cash & Cash Equivalents at the beginning of the year	285371	201669
Cash & Cash Equivalents at the end of the year	25149564	285371

Note: 1. Above Statements have been prepared in the indirect method.

2. Cash & Cash equivalents represent Cash and Bank Balances only.

3. Previous Year figures have been regrouped/rearranged, wherever necessary.

For Y. D. & Co.

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

Sd/-

(CA RAKESH PURI)

PARTNER/M. No. 092728

Place: Ludhiana

Date: 31.08.2013

FOR AND ON BEHALF OF THE BOARD

Sd/-

HARSHAD TAWADE

(DIRECTOR)

Place: Mumbai

Date: 31.08.2013

Sd/-

ANIL MISTRY

(DIRECTOR)

NOTES ANNEXED TO AND FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2013

Note 1: 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**: - Investments are valued at cost.
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.

Note: 2 Share Capital held by the company

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	<u>AUTHORIZED CAPITAL</u> 50,00,000 Equity Shares of Rs. 10/- each	50,000,000	50,000,000
		50,000,000	50,000,000
2	<u>ISSUED , SUBSCRIBED & PAID UP CAPITAL</u> Paid up Share capital 2500000 Equity shares of Rs.10 each fully paid up) 2500000 Pref. warrant converted to equity	25,000,000 25,000,000	25,000,000 25,000,000
	Total in	50,000,000	50,000,000
3	The company has allotted 2000000 Shares as fully paid up bonus shares in Jan 2009 by utilization of General Reserve (during 5 years preceding 31st March ,2013)		

Note : 3 Reserve & Surplus

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	Capital Reserve	109,162	109,162
2	Securities Premium reserve	488,400,000	488,400,000
	Statutory Reserve	8,230,000	8,230,000
3	General Reserve	10,200,000	10,200,000
4	Surplus (Profit & Loss Account)	10,919,223	15,762,567
	Balance brought forward from previous year	15,762,567	15,919,100
	Less: Prior Period Item TDS written Off	00	00
	Less: Tax on Regular Assessment Paid	00	00
	Add: Profit for the period	(52,43,344)	(156,533)
	Total in	517,458,385	522,701,729

Note : 4 Long Term Borrowings (Unsecured) includes following

1	Other Loans & Advances	00	108,028,000
	Total in `	00	108,028,000

Note : 5 Short Term Borrowings (Unsecured)

1	Others These are inter corporate borrowings	1,712,500	6,000,000
	Total in `	1,712,500	6,000,000

Note: 6 Trades Payable related to

1	-Sundry Creditors for Services:	40,000	21,001
	Total in `	40,000	21,001

Note : 7 Other Current Liabilities

1	Other Payables Other Payable includes unclaimed dividend of Unclaimed Dividend	230	230
	Total in `	230	230

Note : 8 Short Term Provisions includes following -

1	Provision for Taxation A/Y 2008-09	11,000	11,000
2	Other Provision Other provision includes provision for audit fees	10,000 00	10,000 00
	Total in `	21,000	21,000

Note: 9 Fixed Asset includes following

Sr. No	Particulars	Rate	Gross Block				Depreciaton				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.12.2013	WDV as on 31.03.2012
I	<u>Tangible Assets</u>											
	Computer	40.00%	385,004	--	--	385,004	313,782	28,489	--	342,271	42,733	71,222
	SUB TOTAL (A)	--	385,004	--	--	385,004	313,782	28,489	--	342,271	42,733	71,222
	(Previous Year)		385,004	--	--	385,004	266,301	47,481	--	313,782	71,222	118,703

Note : 10 Non Current Investment consist of the following-

Sr. No	Particulars	Current Year	Previous Year
1	Investment in Equity Instrument(At Cost)		
i	Quoted		
	3288800 Equity Shares of Amardeep Industries Ltd.	00	6,150,056
	1250000 Equity Shares of XO Infotech Ltd	125,00,000	125,00,000
	10000000 Eq Shares of wellworth Overseas Ltd	10,00,000	10,00,000
		22,500,000	28,650,056
ii	UNQUOTED (F.V. Rs.10/- each)		
	129500 Shares of Corporate Strategic Allianz Pvt. Ltd.	12,950,000	12,950,000
	50000 Angel Finvest Pvt Ltd	5,000,000	00
	2600 Shiva Texfabs Ltd.(Ludhiyana)	26,000,000	00
	Naam Dhari Ind P.Ltd	1,500,000	00
	12500 United Plastomers Pvt Ltd	5,000,000	00
		50,450,000	12,950,000
	Total in `	72,950,000	41,600,056

Note : 11 Long Term Loans and Advances consist of following -

1	Other Loans & Advances	00	348,817,018
	other Loans& advances considered good includes inter corporated loans	00	00
	Total in `	00	348,817,018

Note : 12 Other Non Current Assets includes following -

1	Others	423649	497581
	Total in `	423649	497581

Note :13 Current Investment includes following

1	Investment in Equity		
	<u>Quoted</u>		
	Turbotech Engineering Limited	96,000,000	
		96,000,000	00
	<u>Unquoted</u>		
	Induram Developers Pvt Ltd.	1197000	00
	Shares of Pratik Minerals P.Ltd	30,000,000	00
	Shares of Shankheshwar Metals Pvt Ltd	30,000,000	00
	50000 Angel Finvest Pvt Ltd	00	5,000,000
	6110 HCS Food Ltd	00	3,055,000
	2600 Shiva Texfabs Ltd. Ludhiyana	00	26,000,000
	5000 Madhur Knitcraft P.Ltd	00	2,500,000
	Naam Dhari Ind P.Ltd	00	1,500,000
	12500 United Plastomers Pvt Ltd	00	5,000,000
	Aurogold	120,000,000	00
	Divine impex	13,320,000	00
	Prakusali	62,500,000	00
	Sitashree	4,631,250	00
	Viking	15,000,000	00
		276,648,250	43,055,000
2	In Short term Fixed Deposits with bank of India	00	5,466,629
	In Short term Fixed Deposits with Central bank of India	1,106,016	00
		1,106,016	5,466,629
		373,754,266	48,521,629

Note : 14 Trade Recievables (unsecured)consist of-

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	Outstanding for more than six months		
2	Others		
	a) Secured, Considered Good :	00	00
	b) Unsecured, Considered Good : (Related to balance of Investment)	76,358,986	246,939,800
	c) Doubtful	00	00
	Total in `	76,358,986	246,939,800

Note : 15 Cash & Cash Equivalent

1	Cash-in-Hand		
	Cash Balance	5,918	6,114
	Sub Total (A)	5,918	6,114
2	Bank Balance		
	Bank Balance with Scheduled Banks		
	(i) In Current Accounts	25,143,646	279,257
	Sub Total (B)	25,143,646	279,257
	Total [A + B]	25,149,564	285,371

Note :16 Short Terms Loans and Advances includes followings

1	Others		
	Advance Recoverable in cash or in kind or for value to be considered good	80,862	62,637
	Advance Income Tax/Refund Due	00	00
	Others	20,495,409	00
	Total in `	20,576,271	62,637

Note : 17 Revenue from Operations

1	Sales	00	46,717,125
	Total in `	00	46,717,125

Note : 18 Other Income includes following

1	Interest on FDR's	357820	66,629
2	Income From tanisk Property	50000	00
3	Loss on Sale of Investments	(5,274,470)	00
	Total in `	(4,866,650)	66,629

Note : 19 Employment Benefit Expenses includes :-

1	Salaries & Wages	60,000	286,000
	Total in `	60,000	286,000

Note :20 Financial Cost consist of following-

1	Interest on Other loans	00	00
2	Bank Charges	3,261	68,570
	Total in `	3,261	68,570

Note : 21 Depreciation & Amortised Cost

Sr. No	Particulars	Rs.	
		Current Year	Previous Year
1	Depreciation	28,489	47,481
2	Preliminary Expenses W/O	73,932	73,932
	Total in	102,421	121,413

Note : 22 Other Expenses consist of following-

1	Advertising Exp	9,053	3,076
2	Audit Fees	10,000	10,000
3	Annual Custody Fees	19,100	13,236
4	Computer Exp	00	19,720
5	Conveyance Exp	3,650	11,720
6	Listing Fees	16,854	16,545
7	Misc. Exp	00	120,577
8	Printing & Stationery	8,264	43,601
9	Legal & Professional Fees	79,750	42,120
10	Roc Exp.	10,000	2,000
11	RTA Expenses	50,441	18,584
12	Website Exp	3,900	00
	Total in `	211,012	301,179

Note: 23 The Company has not accepted any public deposits during the year.

Note: 24 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.

Note: 25 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.

Note: 26 The disclosures required under AS-18 on "Related Party Disclosures":- No Related party Transactions during the year.

Note: 27 **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.

Particulars	31.03.2013	31.03.2012
Profit/(Loss) after taxation (Rs.)	-5243344	-156533
Weighted Avg. No. of Shares outstanding during the year (Nos.)	5000000	5000000
Basic / diluted earnings per share (Rs.)	0.00	0.00

Note: 28 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.

Note: 29 Auditors Remuneration:

Particulars	(In Rs.)	
	2012-13	2011-12
For Audit	10000	10000

Note: 30

Particulars	2012-13	2011-12
Value of Import (on CIF basis)	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil
Remittance in Foreign Currency	Nil	Nil
Earnings in Foreign Exchange	Nil	Nil
Exports of Goods on FOB Basis	Nil	Nil
Value of Imports & Indigenous	Nil	Nil
Material Consumption	Nil	Nil

Note: 31 Previous year's figures have been regrouped, rearranged and reclassified, wherever necessary.

Note: 32 Figures have been rounded off to the nearest rupee.

As per our report of even date annexed

For Y. D. & Co.
CHARTERED ACCOUNTANTS
Firm Reg. No. 018846 N

Sd/-
(CA RAKESH PURI)
PARTNER/M. No. 092728
Place: Ludhiana
Date: 31.08.2013

FOR AND ON BEHALF OF THE BOARD

Sd/-
HARSHAD TAWADE
(DIRECTOR)
Place: Mumbai
Date: 31.08.2013

Sd/-
ANIL MISTRY
(DIRECTOR)

SIMPLEX TRADING AND AGENCIES LIMITED

Regd. Office: Shop No: 25, Shethia Building, Ground Floor, Plot No. 12, Dr. D. D. Shathe Marg,
Banama Hall Lane, Opera House, Mumbai 400004

32nd Annual General Meeting to be held on 30.09.2013 at 1:00 P.M. at Registered office of the company

ATTENDANCE SLIP

Registered Folio No.:..... (or)

Demat Account No.:..... D.P. ID No.:.....

Name of the Shareholder:.....

I/we hereby certify that I am/we are Member/s/ Proxy of the Member/s of the Company holding Shares.

.....
Signature of Member/s/ Proxy

- A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.
- Name of the Proxy in Block Letters.....
(in case a Proxy attends the meeting)
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

✂-----Cut Here-----

SIMPLEX TRADING AND AGENCIES LIMITED

Regd. Office: Shop No: 25, Shethia Building, Ground Floor, Plot No. 12, Dr. D. D. Shathe Marg,
Banama Hall Lane, Opera House, Mumbai 400004

32nd Annual General Meeting to be held on 30.09.2013 at 1:00 P.M. at Registered office of the company

PROXY FORM

I/We

\of

Member / Members of **SIMPLEX TRADING AND AGENCIES LIMITED** hereby appoint..... ofof failing him/her..... ofas my/our Proxy to attend and vote for me/us on my/ our behalf at the 32nd Annual General Meeting of the Company to be held on 30.09.2013 at 1:00 P.M. at registered office of the company and at any adjournment thereof.

Signed on thisday of2013.

Affix
Revenue
Stamp

Ref. Folio No.....

Signature

Demat Account No..... D.P. ID No.....

No. of Shares held.....

- The Proxy form should be signed by the member across the stamp.
- A member intending to appoint a Proxy should complete the Proxy Form and deposit it at the Company's Regd. Office, at least 48 before the time.
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

BOOK-POST



If undelivered, please return to:

**Reg. Office:
Shop No: 25, Shethia Building, Ground Floor, Plot No. 12,
Dr. D. D. Shathe Marg, Banama Hall Lane,
Opera House, Mumbai 400004.**