ARTH TRADING PRIVATE LIMITED

(CIN: U55909GJ1986PTC008849)
Reg. office: 309, Third Floor, Jalaram Complex,,
Gita Mandir Road, Ahmedabad
Gujarat-380022

BOARDS' REPORT

To,
The Member,
Arth Trading Private Limited.

Your Directors have pleasure in presenting their 29th Annual Report on the business and operations of the Company along with the accounts for the Financial Year ended March 31, 2015.

1. FINANCIAL RESULTS

The Company's Financial performance, for the year ended March 31, 2015, is summarized below:

(Rupees in Lacs)

Particulars	2014-15	2013-14
Revenue from Operation	6412.96	2835.16
Other Income	0.14	0.01
Total Revenue	**6413.10**	**2835.17**
Less Expenditure excluding depreciation & amortization exp.	6335.08	2827.82
Profit/ (Loss) before depreciation, amortization exp and tax etc	78.02	7.35
Less: Depreciation & amortization exp.	0.35	0.13
Profit/ (Loss) before tax	**77.67**	**7.22**
Less Tax Expenses- Current Tax	24.75	1.42
Profit/(Loss) for the year	**52.92**	**5.80**
Balance brought forward from previous year	**(91.64)**	**(97.44)**
Balance carried to balance sheet	**(38.72)**	**(91.64)**

2. DIVIDEND

Your directors have decided not to declare any dividend on Equity Shares of the company for the year ended on 31st March, 2015, due to huge accumulated Loss.

3. RESERVES

In view of the utilization of fund for future business activities, the entire amount of profit of the year has been transferred to Reserve and Surplus Account.

4. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

During the year under review, the income from business activities is increased to Rs.6412.96 Lacs as compared to previous year Rs. 2835.16 Lacs. During the year the company posted higher Profit After Tax of Rs. 52.91 Lacs as compared to previous year of Rs. 5.80 Lacs. Your directors are hopeful for better performance in the years to come.

5. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, no company has become or ceased to be Company's Subsidiary/Joint Venture/ Associate Company. Further, there is no Subsidiary, Joint Venture, Associate Company as on 31st March, 2015, pursuant to section 129(3) of the Companies Act, 2013.

6. MATERILA CHANGES AND COMMITMENTS , IF ANY AFFECTING THE FINANCIAL CONDITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE TO THE DATE OF THE REPORT

There is no material changes and commitment which affecting the financial condition of the company occurred between the end of the Financial Year and date of this report.

7. DEPOSITS

The Company did not accept any deposit from public or members of Company during the Financial Year.

8. SHARE CAPITAL

During the year under review, there is no change in Authorized, Issued, Subscribed and Paid Up share capital of the Company.

9. ISSUE OF OPTIONALLY FULLY CONVERTIBLE DEBENTURES (OFCDs)

During the year under review, the company has issued 4,00,000 Optionally Fully Convertible Debenture (OFCDs) of Rs. 10/- each aggregating amount of Rs.40,00,000/-. Conversion option in relation to OFCDs to be exercised at any time after one year from the date of allotment of the OFCDs but with in an overall tenure of 10 years of OFCDs. If the conversion option is not exercised by the holder, it shall be redeemed after completion of 10 years from the date of allotment.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, there were no appointment or cessation of directors were made pursuant to the provisions of the Companies Act, 2013

11. DECLARATION OF INDEPENDENT DIRECTOR

The provisions of section 149 of the Companies Act, 2013, pertaining to the appointment of Independent Directors do not apply to the company.

12. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

a) In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
b) The directors had 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 and of the profit of the company for that period;
c) The directors had taken proper and sufficient care to the extent possible 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;
d) The directors had prepared the annual accounts on a going concern basis; and
e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively, to the extent possible

13. MEETINGS

During the year total Nine Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

14. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report as per **ANNEXURE 1.**

15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

Pursuant to Section 186 of the Companies Act, 2013, the details of loans given, investments made by the company as at 31st March 2015 have been disclosed in the Notes to Financial Statements. There are no security provided by the company during the said period.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES.

The members may note that all the transactions entered into by the Company with the Related Parties were on arm's length basis and in the ordinary course of business. However, the said transactions are not covered u/s 188 (1) of the Companies Act, 2013. Thus, disclosures in FORM AOC-2 is not required

17. PARTICULARS OF EMPLOYEES

As Company is a Private Company. Therefore, section 197 (12) and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees is not applicable to the Company.

18. INFORMATION REGARDING CONSERVATION OF ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE

Your company is not engaged in any manufacturing activity and as such has no particulars u/s 134 (3) (m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, regarding the information relating to Conservation of Energy, Technology Absorption.

The Details of Foreign Exchange earning & outgo forms part of the report are NIL.

19. RISK MANAGEMENT

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence is very minimal.

20. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable to Company.

21. STATUTORY AUDITORS

The Statutory Auditors, M/s Dhirubhai Shah & Doshi, Chartered Accountants, Ahmedabad retires at the ensuing Annual General Meeting and, being eligible; offer themselves for reappointment from the conclusion of this Annual General Meeting [AGM] till the conclusion of next AGM.

22. AUDITORS' REPORT

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

23. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

a. Issue of equity shares with differential rights as to dividend, voting or otherwise
b. Issue of shares (including sweat equity shares) to employees of the Company under any scheme including Employee Stock Option Scheme.
c. Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees.

There were no significant and material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

24. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Directors state that during the year under review, there were no cases filed pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

25. ACKNOWLEDGEMENT

Your directors wish to place on record their deep sense of appreciation for the continued co-operation and support given by the banks and other various authorities.

Registered Office
309, Third Floor, Jalaram Complex, Gita Mandir Road, Ahmedabad Gujarat-380022

For & on behalf of Board of Directors of Arth Trading Private Limited

Harish G. Setalvad	**Maganbhai B. Patel**
Director	**Director**
(DIN : 00168606)	**(DIN: 02455357)**

Place: Ahmedabad
Date : 01st September, 2015