

RADHAGOBIND COMMERCIAL LIMITED
(Formerly Known as Tejmangal Commercial Company Limited)
CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

Notice is hereby given that the **Thirty Fourth** Annual General Meeting of the members of M/s Radhagobind commercial Limited will be held on Thursday The 20th Day of August 2015 at 11.30 AM at the registered office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013, to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2015, including the audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To appoint a Director in place of Mr Santanu Chakraborty (DIN: 01691120), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 139(9) and 142(1) and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under, the appointment of M/s. Ashok Kumar Natwarlal & Co., Chartered Accountants (Registration No. 322307E) in the 33rd Annual General Meeting until 36th Annual General Meeting is hereby ratified in this Annual General Meeting till conclusion of next Annual General Meeting, with such remuneration as may be decided by the Board of Directors of the Company.”

Special Business

4. **Confirmation of Appointment of Mrs Payel Chakraborty (DIN 07156008)**

To pass with or without modification(s), the following resolution as **Ordinary Resolution**:

“RESOLVED THAT Mrs. Payel Chakraborty who is appointed as the additional director of the company by the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office upto the date of this Annual general Meeting and in respect of whom the company has received a notice in writing from the member proposing her candidature for the office of director under Section 160 of the Companies Act, is hereby appointed as director of the Company.”

5. **Appointment of Mrs. Payel Chakraborty as Non Executive Professional Director of the Company**

To pass with or without modification(s), the following resolution as **Ordinary Resolution**:

“Resolved that, pursuant to Section 152 and other applicable provisions of the Companies Act, 2013, and the Rules made there under read with Schedule IV to the Companies Act, 2013, approval be and is hereby given to the appointment of Mrs Payel Chakraborty (DIN 07156008) as an Non Executive Professional Director of the Company who is liable to retire by rotation at the Annual General Meeting.”

6. **Appointment of Mr. Pratik Jain as Independent Director**

To pass with or without modification(s), the following resolution as **Ordinary Resolution**:

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“Resolved that, pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013, approval be and is hereby given to the appointment of Mr. Pratik Jain (DIN: 06867126) as an Independent Director of the Company up to 15th December 2019.”

By Order of the Board of Directors

For Radhagobind Commercial Limited

Santanu Chakraborty

Director

July 01, 2015

Registered Office:

40, Metcalfe Street, 3rd Floor,

Room No. 339, Kolkata-700013

CIN: L51909WB1981PLC033680

E-mail: radhagobindcommercialtd@gmail.com

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Businesses to be transacted at the Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HER-SELF AND THE PROXY NEED NOT BE A MEMBER.** Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than 50 (fifty) Members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.

Proxy in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the company not less than 48 hours before the time for holding the meeting.

3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. For the convenience of members and for proper conduct of the meeting, ***entry to the place of meeting will be regulated by attendance slip, which is a part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.***

Members / proxies should bring the duly filled Attendance Slip attached herewith to attend the meeting. Duplicate Attendance Slip and / or copies of the Annual Report shall not be issued/ available at the venue of the Meeting.

Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting

5. The Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection by the members at the AGM.
6. A member desirous of getting any information on the accounts of the Company is requested to send the queries to the Company at least 10 days in advance of the meeting.

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7. The Register of Members and Share Transfer Books of the Company shall remain closed from **Friday August 14, 2015 to Thursday August 20, 2015** (both days inclusive) for the purpose of Annual General Meeting.
8. The brief profile of the Directors proposed to be appointed / re-appointed, is given in the explanatory statement to the Notice and also in the section on Corporate Governance.
9. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office and bank particulars to the Company's Registrar and Share Transfer Agent and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.

Members whose shareholding is in the electronic mode are requested to inform change of address and updates of savings bank account details to their respective depository participants. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.

10. The Notice of the AGM along with the Annual Report for 2014-15 are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the said documents. For Members who have not registered their e-mail addresses, physical copies of the above mentioned documents are being sent. All these above mentioned documents will also be available on the Company's website www.radhagobindcommercial.com for download by the Members. We, request the Members to update their email address with their depository participant to ensure that the annual reports and other documents reach them on their preferred email address. Members holding shares in physical form may intimate us their e-mail address along with name, address and folio no. for registration at radhagobindcommercialtd@gmail.com.
11. As mandated by The Securities and Exchange Board of India (SEBI), every participant in the securities market has to submit Permanent Account Number (PAN). Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / RTA.
12. **Voting through electronic means**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commences on **17th August, 2015 (9:00 am)** and ends on **19th August, 2015 (5:00 pm)**. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 13th August 2015**, may cast

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their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

- (i) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the URL: <https://www.evoting.nsd.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select “EVEN” of “Radhagobind Commercial Limited”.
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through **e-mail to evoting.pdrandar@outlook.com with a copy marked to evoting@nsdl.co.in**

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided in the Annexure or at the bottom of the Attendance Slip for this AGM (enclosed herewith).
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsd.com or call on toll free no.: 1800-222-990.

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- VII.** If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII.** You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX.** The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of 13th August , 2015.**
- X.** Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the **cut-off date i.e. 13th August, 2015** may obtain the login ID and password by sending a request at evoting@nsdl.co.in or radhagobindcommercialtd@gmail.com.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XI.** A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII.** **A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.**
- XIII.** M/S. P D Randar and Co., Practicing Chartered Accountants having Firm Registration No. 319295E of 13 Ganesh Chandra Avenue, 2nd Floor, Kolkata-700013 has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV.** The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV.** The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI.** The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.radhagobindcommercial.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to The Calcutta Stock Exchange Limited.
- 13.** Since e-voting facility is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Special business mentioned in the accompanying Notice:

Item No. 4 and 5: Appointment of Mrs Payel Chakraborty as Non Executive Professional Director

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mrs Payel Chakraborty as an Additional Directors of the Company with effect from 21st April 2015.

In terms of the provisions of Section 161(1) of the Act, Mrs. Payel Chakraborty would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from member(s) along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mrs. Anny Jain for the office of Director of the Company.

Mrs. Payel Chakraborty is not disqualified from being appointed as a Directors in terms of Section 164 of the Act and has given their consent to act as a Director.

Mrs. Payel Chakraborty possess appropriate skills, experience and knowledge.

Brief resume of Mrs. Payel Chakraborty names of companies in which she hold directorships and memberships/chairmanships of Board Committees and shareholding as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view their expertise and knowledge, it will be in the interest of the Company that Mrs. Payel Chakraborty is appointed as director of the Company.

Save and except Mrs. Payel Chakraborty and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4 and 5 of the Notice, which pertain to their respective appointments.

The Board recommends Ordinary Resolutions set out at Item Nos. 4 and 5 of the Notice for approval by the shareholders.

Item No. 6: Appointment of Mr. Pratik Jain as an Independent Director

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mr. Pratik Jain as an additional Director for the ensuing Annual General Meeting.

In terms of the provisions of Section 161(1) of the Act, Mr. Pratik Jain would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from member(s) alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Pratik Jain for the office of Director of the Company.

Mr. Pratik Jain is not disqualified from being appointed as a Directors in terms of Section 164 of the Act and has given their consent to act as a Director.

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As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

Mr. Pratik Jain possess appropriate skills, experience and knowledge.

In the opinion of the Board, Mr. Pratik Jain fulfil the conditions for their appointment as an Independent Directors as specified in the Act and the Listing Agreement. Mr. Pratik Jain are independent of the management.

Brief resume of Mr. Pratik Jain and name of companies in which he hold directorships and memberships/chairmanships of Board Committees and shareholding as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view their expertise and knowledge, it will be in the interest of the Company that Mr. Pratik Jain is appointed as Independent Directors.

Copy of the draft letters for appointment of Mr. Pratik Jain as Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Save and except Mr. Pratik Jain and his relatives, to the extent of his shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 6 of the Notice, which pertain to their respective appointments.

The Board recommends Ordinary Resolutions set out at Item Nos. 6 of the Notice for approval by the shareholders.

By Order of the Board of Directors
For, Radhagobind Commercial Limited

Santanu Chakraborty

Director

July 01, 2015

Registered Office:

40, Metcalfe Street, 3rd Floor

Room No. 339, Kolkata-700013

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Email: radhagobindcommercialtd@gmail.com

Details of Director seeking appointment/re-appointment at Annual General Meeting

Name	:	Mr. Santanu Chakraborty
Date of Birth	:	06/03/1983
Date of Appointment	:	30/06/2011
Qualifications	:	B.com
Expertise in specific functional areas	:	Finance
Directorships held in other companies (excluding foreign companies)	:	Acture Tradelink Limited Omega Vanijya Pvt Ltd Veer Multicomplex Pvt Ltd Response Infraprojects Pvt Ltd Dayanidhi Tradelink Pvt Ltd Topstar Infrastructure Pvt Ltd Radhashree Finance Limited Raincoat Tradelink Limited Treecom Dealtrade Limited Everstrong Tracom Limited Saturn Viniyog Pvt Ltd Tejmangal Dealtrade Limited Scarper Infratech Limited Radico Services Pvt Ltd
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	:	
Number of shares held in the Company	:	9860

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Details of Director seeking appointment/re-appointment at Annual General Meeting

Name	:	Mr. Pratik Jain
Date of Birth	:	05/03/1986
Date of Appointment	:	16/12/2014
Qualifications	:	MBA
Expertise in specific functional areas	:	Finance
Directorships held in other companies (excluding foreign companies)	:	Scarper Infratech Limited
		Dayanidhi Tradelink Private Limited
		Neminath Suppliers Limited
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	:	NIL
Number of shares held in the Company	:	NIL

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Details of Director seeking appointment/re-appointment at Annual General Meeting

Name	:	Mrs. Payel Chakraborty
Date of Birth	:	18/08/1989
Date of Appointment	:	21/04/2015
Qualifications	:	B.com
Expertise in specific functional areas	:	Finance
Directorships held in other companies (excluding foreign companies)	:	Radhashree Finance Limited
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	:	NIL
Number of shares held in the Company	:	NIL

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ATTENDANCE SLIP
(To be handed over at the entrance of the Meeting Hall)

Folio No.: _____ DP-ID No.: _____ Client-ID No. _____

Name of Member(s): _____

Name of the Proxy holder: _____

Registered Address: _____

Number of Shares Held: _____

I hereby record my presence of the **34th ANNUAL GENERAL MEETING** of the Company held on Thursday the 20th Day of August, 2015 at 11.30 AM at Registered Office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013.

Signature of the Member / Representative / Proxy Holder*

* Strike out whichever is not applicable

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

FORM OF PROXY

Folio No.: _____ DPID No. : _____ Client ID No.: _____

Name of the Member(s): _____ Email Id: _____

Registered Address: _____

I/We, being the member(s) of _____ shares of the above company hereby appoint:

1. Name: _____ E-mail Id _____
 Address: _____ or failing him/her

2. Name: _____ E-mail Id _____
 Address: _____ or failing him/her

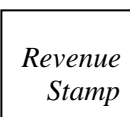
3. Name: _____ E-mail Id _____
 Address: _____

as my / our Proxy to vote for me / us, on my / our behalf at the **34th ANNUAL GENERAL MEETING** of the Company held on Thursday The 20th Day of August 2015 and at any adjournment thereof in respect of the following resolutions:

Resolution No.	Description of Resolution	FOR	AGAINST
1.	Ordinary Resolution for Adoption of Balance Sheet, Statement of Profit and Loss, Report of Auditors and Board of Directors for the year ended 31 st March 2015.		
2.	Ordinary Resolution for Re-appointment of Mr. Santanu Chakraborty (DIN 01691120) as Director who is retiring by rotation		
3.	Ordinary Resolution for Ratification for Appointment of Auditors		
4.	Ordinary Resolution for Confirmation of Appointment of Mrs Payel Chakraborty (DIN 07156008)		
5.	Ordinary Resolution for Appointment of Mrs. Payel Chakraborty as Non Executive Professional Director of the Company		
6.	Ordinary Resolution for Appointment of Mr. Pratik Jain as Independent Director		

Signed this _____ day of _____ 2015. Signature of Member _____

Signature of Proxyholder(s): 1. _____ 2. _____
 3. _____



NOTE: The Form of Proxy duly completed must be deposited at the Registered Office of the Company, 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-70001 not later than 48 hours before the time for holding the meeting.

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**ANNEXURE TO THE NOTICE FOR THE 34TH ANNUAL GENERAL MEETING OF
THE COMPANY TO BE HELD ON 20TH DAY OF AUGUST, 2015**

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID :

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Thursday, 20th day of August, 2015 at 11.30 AM. at 40 Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013 and at any adjournment thereof. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evoting.nsdl.com>.

The Electronic Voting Particulars are set out below:

EVEN (Electronic Voting Event Number)	USER – ID	PASSWORD
102203		

The E-voting facility will be available during the following voting period:

Remote e-Voting start on	Remote e-Voting end on
17 th August, 2015 at 9:00 A.M. (IST)	19 th August, 2015 at 5:00 P.M. (IST)

#Please read the instructions mentioned in point no.12 of the Notice before exercising your vote.

By Order of the Board
For Radhagobind Commercial Limited
Santanu Chakraborty
Director

Place: Kolkata

Date : July 10,2015

Encl: AGM Notice/ Attendance Slip / Proxy Form/Annual Report.

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CIN- L51909WB1981PLC033680

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Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

DIRECTORS REPORT TO THE SHARE HOLDERS

Your Directors have pleasure in presenting their report together with the audited Balance sheet as at 31st March 2015 and Statement of Profit & Loss for the year ended on that date.

Financial Results

S. No.	Particulars	Amount (In Rs.)	
		2014-2015	2013-2014
1.	Gross Income	53,98,378.03	43,62,755.00
2.	Profit Before Interest and Depreciation	5,48,042.33	2,31,866.41
3.	Profit Before Tax	2,78,890.33	80,391.41
4.	Provision for Tax	77,496.00	26,048.00
5.	Profit After tax	2,01,394.33	54,343.41
6.	Proposed Dividend on Equity Shares	NIL	NIL
7.	Balance Brought forward from Balance Sheet	27,83,598.46	27,29,255.05
8.	Balance carried forward to Balance Sheet	29,84,992.79	27,83,598.46

Management Discussion and Analysis Report

As required under clause 49 of the listing Agreement with the Stock Exchanges, the management Discussion and Analysis report is enclosed as a part of this report.

Corporate Governance and Shareholders Information

Your Company has taken adequate steps to adhere to all the stipulations laid down in Clause 49 of the listing agreement. As report on Corporate Governance is included as part of this report. Certificate from the Statutory Auditors of the Company M/s Ashok Kumar Natwarlal & Co., Chartered Accountants confirming the compliance with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is included as a part of this report.

Listing with Stock Exchanges

The Company confirms that it has paid the Annual Listing Fees for the year 2015-2016 to CSE where the Company's share are listed.

Dematerialisation of shares

96.10% of the Company's paid up Equity share Capital is in dematerialised form as on 31/03/2015 and the balance are in physical form. The Company's registrar are M/s Niche Technologies Private Limited having their registered office at D-511 Bagree Market, 5th Floor, 71, B R B Basu Road Kolkata-700001.

Number of Board Meetings Held

The Board of Directors duly met Eleven Times during the financial year from 1st April 2014 to 31st March 2015. The dates on which meetings were held are as follows:

10/04/2014, 31/05/2014, 10/06/2014, 11/07/2014, 11/08/2014, 31/10/2014, 28/11/2014, 16/12/2014, 13/01/2015, 30/03/2015, 31/03/2015.

Directors

Pursuant to the Provisions of Section 161 (1) of the Companies Act, 2013 read with the Articles of Association of the Company, Sri Pratik Jain is appointed as Additional Director of the Company with effect from 16/12/2014. Smt Anny Jain is appointed as additional director of the Company on 30/03/2015 but she resign on 22/04/2014. Smt Payel Chakraborty is appointed as Additional Non Executive professional Director of the Company on 21/04/2015 . Directors shall hold office only upto the date of this Annual General Meeting and being eligible offer herself for reappointment.

Subsidiaries

Details of the Subsidiaries are covered under MGT-9.

In accordance with the general Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss Account and other Documents of the Subsidiaries Company are not being attached with the Balance Sheet of the Company. However the information of the Subsidiaries are disclosed in compliance with the circular. The Company will provide a copy of Separate annual accounts in respect of each of its subsidiary company to any shareholder of the company who ask for it and the said annual accounts will also be kept for inspection at the registered office of the company and that of the respective subsidiary companies.

Directors Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013 Director of your company hereby state and confirm that:-

- a) In the preparation of the annual accounts for the year ended 31st March 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for the same period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the company that are adequate and were operating effectively;
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Audit Observations

Auditors' observation are suitably explained in notes to the Accounts and are self-explanatory.

Auditors:

- a) Statutory Auditors:- The Auditors M/s Ashok Kumar Natwarlal and Co. Chartered Accountants, Kolkata have been appointed as Auditor of the Company at the last Annual General Meeting held on 30.09.2014 for a period of three years subject to ratification by members at every consequent general meeting. Therefore, ratification of appointment of statutory Auditors is being sought from the members of the Company at the ensuing AGM.
- b) Secretarial Audit:- According to the Provision of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Secretarial Audit Report submitted by the Companies Secretary in Practice is enclosed as a part of this report.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Information required under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

Corporate Social Responsibility

In terms of Section 135 and Schedule VII of the Companies Act, 2013, the CSR is not applicable for the Company.

Vigil Mechanism

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 a vigil Mechanism for Directors and Employee to report genuine concerns has been established.

Related Party Transactions

Relate Party Transactions were not entered during the financial year. Therefore the requirement of Form AOC-2 is not required.

Extracts of Annual Return

The details forming part of the Extract of the Annual Return in form MGT-9 is annexed.

Particulars of Loans, Guarantees or Investments

The Company has not given Loans, Guarantees and Investments. Therefore the requirement to disclose in Notes to Accounts are not required.

Preferential Issue

During the Year the Company came out with a Preferential Issue of 12,00,000 equity shares @ of Rs. 25/- each. The issue was subscribed and shares are allotted on 10/06/2014.

Remuneration to the Directors/KMP

Sr No.	Names	Designation	Remuneration in 2014-2015	Remuneration in 2013-2014
1	Mr. Sanjay Kumar Tiwari	Managing Director	1,16,667	Nil
2	Mr. Jay Prakash Lahoti	CS (KMP)	96,667	Nil
3	Mr. Raghav Randar	CFO (KMP)	96,667	Nil

Mr. Jay Prakash Lahoti resigned from the post of Company Secretary on 31/03/2015.

Acknowledgement

Directors deeply acknowledge the trust and confidence you have placed in the company. Director would also like to thank all its Banker, Customer, Vendors and Shareholders for their Continued support to the Company. In specific, the Board would also record its sincere appreciation of the Commitment and Contribution made by all employees of the Company.

Kolkata

BY ORDER OF THE BOARD

RADHAGOBIND COMMERCIAL LIMITED
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EXTRACT OF ANNUAL RETURN

FORM MGT-9

(Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014)

Financial Year ended on 31.03.2015

REGISTRATION AND OTHER DETAILS		
1	CIN	: L51909WB1981PLC033680
2	REGISTRATION DATE	: 21/05/1981
3	NAME OF THE COMPANY	: RADHAGOBIND COMMERCIAL LIMITED
4	CATEGORY/SUB CATEGORY OF THE COMPANY	: COMPANY HAVING SHARE CAPITAL
5	ADDRESS OF THE REGISTERED OFFICE	: 40, METCALFE STREET, 3 RD FLOOR, ROOM NO. 339, KOLKATA-700013
6	WHETHER LISTED COMPANY	: YES (LISTED IN BSE)
7	NAME ADDRESS AND CONTACT DETAILS OF REGISTRAR AND TRANSFER AGENT	: NICHE TECHNOLOGIES PRIVATE LIMITED D-511, BAGREE MARKET, 71 B R B BASU ROAD KOLKATA-700001 PHONE:- 033-2235-7270/7271 EMAIL:- nichetechpl@nichetechpl.com

2. PRINCIPLE BUSINESS ACTIVITIES OF THE COMPANY

All the Business activities contributing 10 % or more of the turnover of the Company shall be stated

Sl No.	Name and Discription of Main Products/Services	NIC Code of the Product/Service	% of total turnover of the Company
1	Trading of Saree	46411	100%

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl No.	NAME AND ADDRESS OF THE COMPANY	CIN	HOLDING/SUBSIDIARY	% OF SHARE HELD	APPLICABLE SECTION
1	Acture Tradelink Limited 40 Metcalfe Street, 3 rd floor, Kolkata-700013	U51909WB2013PLC190835	Subsidiary	100%	2 (46)
2	Nirmalkunj Distributors Limited 77, N S Road, 3 rd Floor, Kolkata-700001	U51909WB2012PLC187351	Subsidiary	100%	2(46)
3	Nirmalkunj Vincom Limited Dakhinee Apartment, D H Road, Khariberia, Bishnupur, Dist South 24 Parganas	U51909WB2012PLC187355	Subsidiary	100%	2(46)
4	Nirmalkunj Vintrade Limited 12, Alipore Park Road, Kolkata-700027	U51909WB2012PLC187353	Subsidiary	100%	2(46)
5	Raincoat Tradelink Limited 40, Metcalfe Street, 3 rd Floor, Kolkata-700013	U51909WB2013PLC190255	Subsidiary	100%	2(46)
6	Scarper Infratech Limited 40, Metcalfe Street, 3 rd Floor, Kolkata-700013	U51909WB2013PLC191522	Subsidiary	100%	2(46)

4. SHAREHOLDING PATTERN

Category of Shareholders	No. of shares held at the beginning of the Year				No. of shares held at the end of the Year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian	0	0	0	0	0	0	0	0	0	0
a) Individual/HUF	0	0	0	0	0	0	0	0	0	0
b) Central or State Govt	0	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	00	0	0	0	0
d) Bank/FI	0	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (1)	0	0	0	0	0	0	0	0	0	0
(2) Foreign										
a) NRI Individuals	0	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0	0
c) Bodies. Corp	0	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	0	0	0	0	0	0	0	0	0	0
B Public Shareholding										
(1) Institutions										
a) Mutual Funds	0	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0	0
c) Central or Sate Govt	0	0	0	0	0	0	0	0	0	0
d) Venture Capital Fund	0	0	0	0	0	0	0	0	0	0
e) Insurance Co.	0	0	0	0	0	0	0	0	0	0
f) FIIS	0	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1)	0	0	0	0	0	0	0	0	0	0
(2) Non Institutions										
a) Bodies Corporate	0	33900	33900	14.13	1200960	33900	1234860	85.76	0	0
b) Individual Shareholders										
Having nominal Capital Upto One Lakhs	0	54800	54800	22.83	87870	0	87870	6.10	0	0
Having Nominal Capital more than One Lakhs	0	151300	151300	63.04	94960	22310	117270	8.14	0	0
c) Any other Clearing Member	0	0	0	0	0	0	0	0	0	0
SUBTOTAL (B)(2)	0	240000	240000	100	1383790	56210	1440000	100	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	240000	240000	100	1383790	56210	1440000	100	0	0
SHARES HELD BY CUSTODIAN (C)	0	0	0	0	0	0	0	0	0	0
TOTAL (A)+(B)+(C)	0	240000	240000	100	1383790	56210	1440000	100	0	0

SHAREHOLDING OF PROMOTERS

SI No.	Shareholder Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% Change in the Shareholding
		No . of Shares	% of Total Shares of the Company	% of Shares pledged encumbered to total shares	No . of Shares	% of Total Shares of the Company	% of Shares pledged encumbered to total shares	
	Nil	0	0	0	0	0	0	0

CHANGE IN PROMOTERS SHAREHOLDING

SI No.		Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of total Shares of the Company
1	At the beginning of the Year	No changes in Promoter shareholding during the period			
2	Date wise Increase/decrease in Promoters Shareholding during the year Specifying the Reasons for Increase/decrease	No changes in Promoter shareholding during the period			
3	At the end of the Year	No changes in Promoter shareholding during the period			

SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS, DIRECTORS ETC)

SI No.	For TOP TEN SHAREHOLDERS	SHAREHOLDING AT THE BEGINNING OF THE YEAR		SHAREHOLDING AT THE END OF THE YEAR	
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1	Binod Kumar Singh	21150	9.04	21150	1.47
2	Samrat Vinimay Pvt Ltd	33900	14.16	33900	2.35
3	Anurodh Infrastructure Pvt Ltd	0	0	120000	8.33
4	Burnpur Power Pvt Ltd	0	0	120000	8.33
5	Faithful Cloth Merchants Pvt Ltd	0	0	120000	8.33
6	Jaguar Infra Developers Pvt Ltd	0	0	120000	8.33
7	Multifold plastic Marketing Pvt Ltd	0	0	120000	8.33
8	Original Fashion Traders Pvt Ltd	0	0	120000	8.33
9	Pears Mercantiles Pvt Ltd	0	0	120000	8.33
10	Shreyans Embroidary Machine Pvt Ltd	0	0	120000	8.33
11	Fastner MachineryDealers Pvt Ltd	0	0	120000	8.33
12	Wonderland Paper Suppliers Pvt Ltd	0	0	120000	8.33

SHAREHOLDING OF KMP AND DIRECTORS

SI No.	For TOP TEN SHAREHOLDERS	SHAREHOLDING AT THE BEGINNING OF THE YEAR		SHAREHOLDING AT THE END OF THE YEAR	
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1	Sanjay Kumar Tiwari	0	0	50	.003
2	Santanu Chakraborty	0	0	9860	.685
3	Pratik Jain	0	0	0	0
4	Radheshyam Mishra	0	0	0	0
5	Raghav Randar	0	0	50	.003
6	Anny Jain	0	0	0	0
7	Payel Chakraborty	0	0	0	0

5. INDEBTNESS OF THE COMPANY INCLUDING INTEREST:- Nil

6. REMUNERATION OF THE DIRECTORS AND KMP

SI No.	Particulars of Remuneration	KEY MANAGERIAL PERSON			
		Mr. S K Tiwari	Mr. J P Lahoti	Mr. R Randar	Total
1	Salary	116667	96,667	96,667	3,10,001
	Total	116667	96667	96667	3,10,001

7. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Secton of the Companies Act	Brief Driscription	Details of Penalty/punishment	Authority(RD/NCLT/COURT)	Appeal Made
A. COMPANY					
Penalty Punishment Compounding			NONE		
B. DIRECTORS					
Penalty Punishment Compounding			NONE		
Penalty Punishment Compounding			NONE		

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CHAIRMAN & CFO CERTIFICATION

We Pratik jain , Chairman and Raghav Randar, Chief Financial Officer of M/s Radhagobind Commercial Limited , to the best of our knowledge and belief, certify that :

- a) We have reviewed the Financial Statements and Cash Flow Statements for The year ended 31st March 2015 and to the best of our Knowledge and belief:
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations
- b) There are, to the best of our Knowledge and belief, no transaction entered into by the Company during the Year which are fraudulent, illegal or violate of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal control for the financial reporting and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee :
- (i) Significant Changes in Internal Control during the Year;
 - (ii) Significant Changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of he management or an employee having a significant role in the company's internal control.

Chairman

Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

REPORT ON CORPORATE GOVERNANCE

A) Company's Philosophy

The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. These policies, practices are required periodically to ensure its effective compliance. The Composition of Board of Directors is well balanced with a view to manage the affairs of the Company efficiently and professionally.

B) Board of Directors

The Board of Directors of the Company have an optimum combination of Executive, Non Executive and Independent Directors who have in depth knowledge of the business. consist The Board of Director consist of Five Directors. Mr Santanu Chakraborty , Director of the company is retiring by rotation and is eligible for re-appointment.

(i)Composition and category as on 31st March 2015

Category	No. of Directors	%
Executive Director	1	20%
Non Executive and Independent Directors	2	40%
Non Executive and Non Independent Director	2	40%
Total	5	100%

(ii) Particulars of Directorship of other Companies

Name and Designation of Director	Name of the Company	Position
Pratik Jain, Chairman	Dayanidhi Tradelink Limited	Director
	Scarper Infratech Limited	Director
	Neminath Suppliers Limited	Director
	Radhashree Finance Limited	CFO
Sanjay Kumar Tiwari, Managing Director	Radhashree Finance Limited	Director
	Response Infraprojects private limited	Director
	Veer Multicomplex Pvt Ltd	Director
	Topstar Infrastructure Private Limited	Director
	Raincoat Tradelink Limited	Director
	Treecom Dealtrade Limited	Director
	Tejmangal Dealtrade Limited	Director
	Acture Tradelink Limited	Director
	Everstrong Tracom Limited	Director
	Scarper Infratech Limited	Director
Santanu Chakraborty	Radhashree Finance Limited	Managing Director
	Response Infraprojects private limited	Director
	Veer Multicomplex Pvt Ltd	Director
	Dayanidhi Tradelink Private Limited	Director
	Omega Vanijya Pvt Ltd	Director
	Topstar Infrastructure Private Limited	Director
	Raincoat Tradelink Limited	Director
	Treecom Dealtrade Limited	Director
	Tejmangal Dealtrade Limited	Director
	Acture Tradelink Limited	Director
	Everstrong Tracom Limited	Director
	Scarper Infratech Limited	Director
Mr. Radheshyam Mishra	Real Touch Finance Limited	Chairman
Smt Payel Chakraborty	Radhashree Finance Limited	Director

C) Meetings and Attendance

The Meeting of the Board are generally held at the Corporate office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013. During the year under review, Eleven meetings were held on during the financial year from 1st April 2014 to 31st March 2015. The dates on which meetings were held are as follows:

10/04/2014, 31/05/2014, 10/06/2014, 11/07/2014, 11/08/2014, 31/10/2014, 28/11/2014, 16/12/2014, 13/01/2015, 30/03/2015, 31/03/2015.

D) Board Agenda

The Board meeting are scheduled well in time and Board members are given a notice of more than a month before the meeting date except in case of emergent meeting. The Board members are provided with well structured and comprehensive agenda papers.

E) Independent Directors

The Company has complied with the definitions of Independence as per Clause 49 of the Listing Agreement and according to the Provisions of Section 149(6) of the Companies Act, 2013.

F) Shareholding of Directors

Names	No. of Shares held
Sanjay Kumar Tiwari	50
Santanu Chakraborty	9860
Payel Chakraborty	NIL
Radhe Shyam Mishra	NIL
Pratik Jain	NIL

G) General Body Meetings

The last three Annual General Meetings of the Company were held as under:

Financial Year	Date	Location
2011-2012	29/09/2012	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013
2012-2013	28/06/2013	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013
2013-2014	30/09/2014	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013

During the years, the company had taken shareholders approval by way of special resolution as per details below

Financial Year	Date	Purpose
2014-15	10/04/2014	Increase in Authorised Share Capital
2014-15	10/04/2014	Change in Articles of Association
2014-15	10/04/2014	Issue of Equity shares on Preferential Basis
2014-15	30/09/2014	Alteration of articles of the Company
2014-15	30/09/2014	Appointment of Mr.Sanjay Kumar Tiwari as Managing Director

H) Disclosures

There are no materially significant transactions with the related parties viz. promoters, directors, relatives, the management, subsidiaries etc that may have a potential conflict with the interest of the company at large.

No penalties have been imposed on the company by the Stock Exchange or SEBI or any other authority in any matter related to capital markets, for non compliance by the company.

I) Means of Communication

The Company regularly interacts with the shareholders through multiple channels of communication such as publication of results on quarterly, half yearly basis and yearly basis. The results are not sent individually to Shareholders.

The company has developed its website. All information relating to shareholder and public at large can be viewed by logging into the Website.

J) Code of Conduct

The Company has laid down the code of conduct for its directors. The object of the code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty.

K) Registrar and Transfer Agents and Share Transfer System

M/s Niche Technologies Pvt Ltd is your Company's Share Transfer Agent. Share transfer in physical form and other communications regarding shares, Change of Address etc may be addressed to

M/s Niche Technologies Pvt Ltd
D-511, Bagree Market
71, B R B Basu Road
Kolkata-700001

Trading in Equity shares of the Company is permitted as demat as well as physical form. Shares sent for transfer in physical form are registered and returned with in a period of 30 Days from the date of receipt of the documents, provided the documents are valid and complete in all respects. With a view to expediting the process of share transfers, Mr Raghav Randar , is hereby appointed to to approve transfer of equity shares and the same shall be ratified in the next meeting of shareholders/ Investors Grievance Committee. The shareholders/ Investors Grievance Committee meets as and when required to consider the other transfer, transmission of shares etc and to attend shareholder Grievance.

L) Distribution of Shareholding

The Distribution of shareholding as on March 31, 2015 was as follows:

SI No.	No. of Equity Shares held	No. of Share Holders	% of total Shareholders	No. of Shares held	% of total Shares
1	1-500	480	94.1176	7840	.5444
2	501-1000	0	0.0000	0	0.0000
3	1001-5000	1	0.1961	4880	.3389
4	5001-10000	8	1.5686	76110	5.2855
5.	10001-50000	11	2.1569	151170	10.4979
6.	50001-100000	0	0.0000	0	0.0000
7.	100001- And above	10	1.9608	1200000	83.3333
	Totals	510	100.00	1440000	100.00

M)Details of Shareholding as on March 31, 2015 was as under:-

SI No.	Category	No. of Shares Held	Shareholding
1	Promoters	0	00.00
2	Non Institution- Bodies Corporate	1234860	85.75
3	Non Institution-Individual	205140	14.25
		<hr/>	<hr/>
		1440000	100.00

N) General Shareholder Information

Annual General Meeting:

Date	20-08-2015
Time	12.30 PM
Venue	40 Metcalfe Street, 3 rd Floor ,Kolkata-700013
Financial Year	2014-2015
Book Closure Date	17 th August 2015 to 20 th August 2015
Listing on Stock Exchange	CSE
ISIN No.	INE792P01012

The Company has paid listing fees to the Exchange.

O) Shareholder'/Investors' Grievance Committee

The shareholder'/Investors' Grievance Committee of the Board has been constituted to look into complaints like transfer of shares, Non-receipt of Dividend etc. The committee is headed by Mr. Pratik Jain , as Chairman and Mr. Radhey Shyam Mishra , Non Executive Independent Director and Mr. Santanu Chakraborty Non Executive Professional Director.. No complaint had been received during the year.

P) Audit Committee

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of accounting, auditing and reporting practice of the company and its compliance with legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the company, the audit of the Company's Financial Statements, the appointments of Auditor, Independent Performance and remuneration of the Statutory Auditors.

During the year under review, four meetings of the committee were held during the year ended 10.06.2014, 11.08.2014, 05.11.2014 and 05.02.2014. The composition of the committee and attendance at its meeting is given below:

Name of Director	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Radhey Syam Mishra	Non Executive Independent Director	4	4
Mr. Maheswar Nayak	Non Executive Independent Director	3	3
Mr. Pratik Jain	Non Executive Independent Director	1	1
Mr. Santanu Chakraborty	Non Executive Professional Director	4	4

Q) Nomination and Remuneration Committee

The Committee shall identify the persons who are qualified to become Directors of the Company/ who may be appointed in Senior management in accordance with the Criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a policy, relating to the remuneration, Key Managerial personnel and other employees.

The Nomination and Remuneration committee of the Company consist of three Directors.

No. of Board Meeting

During the year the Committee had One Meeting i.e on 22.12.2014

Name, Composition and attendance during the Year

Name of the Director	Position	No. of Meetings Held	No. of Meeting Attended
1.Mr. Pratik Jain	Chairman	1	1
2.Mr. Radhey Shyam Mishra	Member	1	1
3.Mr. Santanu Chakraborty	Member	1	1

R) SEBI Complaints Redressal Systems (SCORES)

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online Redressal of all the shareholders complaints. The Company is in compliance with the Scores and redressed the shareholders complaints well within the stipulated time.

S) Adress of Registered Office

40, Metcalfe Street, 3rd Floor, Room No.339, Kolkata-700013

T) Reconciliation of Share Capital Audit:-

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to redconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited and the total issued and paid up Capital. The audit is carried out every quarter and the report thereon is submitted to the Stock Exchange and is placed before the Board of Directors of the Company.

U) Corporae Identity Number

Corporate Identity Number (CIN) of the Company, allotted by the Ministry of Corporate affairs, Government of India is L51909WB1981PLC033680

V) Green Initiative in the Corporate Governance

As part of the Green Initiative process, the Company has taken an initiative of Sending Documents Like Notice calling of Annual General Meeting, Corporate Governance report, Directors Report, audited financial Statements, Auditor's Report etc. Physical Copies are sent only to those shareholders whose email address are not registered with the Company. Shareholders are requested to register their email id with the registrar and share transfer Agent/Concerned Depository to enable the Company to send the Documents in electronic form or inform the Company in case they wish to receive the above documents in paper mode.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The key areas of Management Discussion and Analysis are given below.

INDUSTRY STRUCTURE & DEVELOPMENTS

India is set to become the World fastest growing major economy by 2016 ahead of China, the International Monetary Fund said in its recent latest forecast. India is expected to grow 6.3 percent in 2015 and 6.5 percent in 2016 by when it is likely to cross china's projected growth rate, the IMF said in the latest update of its world Economic outlook.

SEGMENT WISE PERFORMANCE

The Company is engaged IN Trading of Clothes and accordingly there are no separate reportable segments.

OUTLOOK

The economic slowdown had a significant bearing on the functioning and profitability trading businesses in the medium term. But it has been estimated that in the long run there are vast opportunities for trading entities. Hence, the Company is expecting to improve its performance and profitability in years to come.

OPPORTUNITIES

Business opportunities for trading companies are enormous as the new areas and segments are being explored. Your Company on its part is also well poised to seize new opportunities as they come. New opportunities like introduction of new fashionable items, expanding its product range may take the Company to new scales of success.

WEAKNESS

As your company is a Kolkata based Company it has little presence outside Kolkata. The Company does not have all India based network and establishments to reach out to large segment of people in the country in both semi-urban and rural areas.

THREATS

The major threat being faced by trading companies are change in taste & preference of customers, fall in demand, high inflation etc. The Company is also facing stiff competition from competitors due to their ability to procure materials at a lower cost which enables them to provide materials at much cheaper rate.

RISKS & CONCERNS

your Company's growth and profitability are dependent on the functioning of economy. The Company is exposed to several market risks like inflation, rise in operating cost etc. The volatility of the market in which your Company operates is also a major cause of concern to the Company.

INTERNAL CONTROL SYSTEM AND ADEQUACY

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

HUMAN RESOURCES

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented

FINANCIAL PERFORMANCE

The financial performance of the Company for the year under review is discussed in detail in the Directors Report. For and on behalf of board of directors

By order of the Board

Place:- Kolkata

Date:- 30th May 2015

Auditors' Certificate on Corporate Governance

To the Members of

M/S RADHAGOBIND COMMERCIAL LIMITED

We have examined the compliance of conditions of corporate governance by **M/s RADHAGOBIND COMMERCIAL LIMITED (formerly TEJMANGAL COMMERCIAL CO. LIMITED)** ('the Company') for the year ended on March 31, 2015 as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us and representation made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month as on 31st March ,2015 against the Company as per the records maintained by the Investors Grievance Committee.

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

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

Dated: The 30th Day of May 2015

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

INDEPENDENT AUDITOR'S REPORT

To The Members

M/S. RADHAGOBIND COMMERCIAL LIMITED (FORMERLY TEJMANGAL COMMERCIAL CO. LIMITED)

Report on Financial Statements

Management Responsibility for the Financial Statements

The Company board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with provision of the Act for safeguarding the asset of the Company and for preventing and detecting frauds and other regularities; selection and application of the appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the auditor report under the provision of the Act and the rules made there under.

We conducted our audit in accordance with the standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on auditor's judgement, 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 auditors consider internal control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Director, as well as evaluating the overall presentation of financial statements.

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

Opinion

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

- (a) in case of the Balance sheet, of the state of affairs of the company as at March 31, 2015;
- (b) In the case of profit and loss Account, of the **PROFIT** for the Year ended on that date; and
- © in the case of the Cash flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2015 ("the Order")', issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraphs 30 and 4 of the order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of your Knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance sheet, the statement of Profit and Loss and the cash flow statement dealt with by this report are in agreement with books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the accounting Standard Specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014;
 - e) On the basis of the written representation received from the Directors as on 31st March, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director, in terms of Section 164(2) of the Act; and
 - f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our Information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations on its financial position in its financial Statements;
 - (ii) The Company does not have any requirement for making provision under the applicable law or Accounting standards;
 - (iii) The company does not have any requirement to transfer any amount to Investor Education and Protection fund by the Company.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

Dated: The 30th Day of May 2015

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

The Annexure referred to in our Audit Report to the Members of the Company on the standalone financial Statements for the year ended 31st March 2015, we report that:

- 1 a) The Company is maintaining proper records showing full particulars including quantitative details and situation of Fixed Assets.
b) All the fixed Assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- 2 a) The Company have been physically verified at reasonable intervals by the Management.
b) In our opinion and according to the information and explanation given to us, the procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
c) In our opinion and according to the information and explanation given to us, the Company is maintaining proper records of its inventories and no material discrepancies were noticed on such physical verification.
- 3 The Company has not granted Loans and Advances to Parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- 4 In our opinion and according to the information and explanations given to us, there is an adequate internal control procedures commensurate with the size of the company and the nature of business with regard to purchase and sale of shares & securities, and services. During the course of our Audit, we have not observed any major weakness in the internal control system during the course of audit.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of Cost records under Section 148(1) of the Act, for any of the Business rendered by the Company.
7. As explained to us, the provident Fund Scheme, Sales Tax, Excise Duty, Custom Duty, wealth Tax, Value Added Tax and Employees State Insurance Scheme are not applicable to the Company.
b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax were outstanding as at 31ST March 2015 for a period of more than six months from the sate they become payable.
8. The Company does not have any accumulated loss at the end of the Year. The Company has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
9. The Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the Balance Sheet date.
10. The Company has not given any guarantee for loans taken by others from banks or financial institutions.
11. In our opinion and according to the information and explanations given to us, the Company has not taken any long term loans during the year.
12. According to the information and explanations given no fraud on or by the Company has been noticed or reported during the year.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

Dated: The 30th Day of May 2015

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Note No.	AS AT MARCH 31,2015	AS AT MARCH 31, 2014
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	1	14,400,000.00	2,400,000.00
(b) Reserves and Surplus	2	20,984,992.79	2,783,598.46
<u>(2) Non Current Liabilities</u>			
(a) Deferred Tax Liabilities		1,889.00	2,303.00
<u>(3) Current Liabilities</u>			
(a) Short Term Loans	3	-	2,777,670.00
(b) Trade Payable	4	2,329,950.00	-
(c) Other Current Liabilities	5	138,685.00	19,062.00
(d) Short-Term Provisions	6	88,890.00	38,890.00
Total Equity & Liabilities		37,944,406.79	8,021,523.46
II.ASSETS			
<u>(1) Non-current assets</u>			
(a) Fixed Assets	7	25,971.00	12,263.00
<u>(2) Current Assets</u>			
(a) Current investments	8	18,112,150.80	6,740,000.00
(b) Inventories	9	75,140.00	191,140.00
(c) Trade Receivables	10	2,729,450.00	
(d) Other Receivable	11	4,693,272.25	
(e) Cash and cash equivalents	12	585,931.12	137,164.84
(f) Short-term loans and advances	13	11,722,491.62	940,955.62
Total Assets		37,944,406.79	8,021,523.46

NOTES TO ACCOUNTS

The accompanying notes 1 to 30 are the integral part of Financial Statements.

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

Ashok Kumar Agarwal
Proprietor
Membership No. 056189
Firm Registration No. 322307E
PLACE: KOLKATA
DATED: THE 30TH DAY OF MAY 2015

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2015

Sr. No	Particulars	Note No.	For the year ended March 31,2015	For the year ended March 31,2014
I	Revenue from operations	14	3,749,450.00	4,288,475.00
II	Other Income	15	1,648,928.03	74,280.00
III	III. Total Revenue (I +II)		5,398,378.03	4,362,755.00
IV	Expenses:			
	Cost of materials consumed	16	3,339,950.00	4,111,350.00
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	116,000.00	(116,000.00)
	Employee Benefit Expense	18	330,000.00	12,000.00
	Financial Costs	19	98,490.00	143,300.00
	Depreciation and Amortization Expense	20	170,662.00	8,175.00
	Other Expenses	21	1,064,385.70	123,538.59
	Total Expenses (IV)		5,119,487.70	4,282,363.59
V	Profit before exceptional and extraordinary items and tax	(III - IV)	278,890.33	80,391.41
VI	Profit before extraordinary items and tax (V)		278,890.33	80,391.41
VII	Profit before tax (VI)		278,890.33	80,391.41
VIII	Tax expense:			
	(1) Current tax		75,000.00	25,000.00
	(2) Tax for earlier year		2,910.00	1,345.00
	Deferred Tax Liabilities (written back)		(414.00)	(297.00)
IX	Profit(Loss) after Tax	(VII-VIII)	201,394.33	54,343.41
X	Earning per equity share:			
	(1) Basic	22	0.84	0.23
	(2) Diluted		0.84	0.23

The accompanying notes 1 to 30 are the integral part of Financial Statements.

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

Ashok Kumar Agarwal
Proprietor
Membership No : 056189
Firm Registration No. 322307E
PLACE: KOLKATA
DATED: THE 30TH DAY OF MAY 2015

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED
Cash Flow Statement for the year ended 31st March 2015

	Particulars	Amount(Rs.)	As at 31.03.2015	As at 31.03.2014
A	CASH FLOW FROM OPERATING ACTIVITIES			
	Net Profit Before Tax		278,890.33	80,391.41
	Adjustments for:			
	Depreciation	170,662.00		8,175.00
	Interest Received	-	170,662.00	-
	Operating Profit before Working Capital Changes		449,552.33	88,566.41
	Adjustments for:			
	Decrease/(Increase) in Receivables	(2,729,450.00)		
	Decrease/(Increase) in other Receivables	(4,693,272.25)		
	Increase/(Decrease) in Payables	2,329,950.00		
	Increase/(Decrease) in other Liabilities	119,623.00		11,467.00
	(Increase)/Decrease in Stock	116,000.00		(116,000.00)
	Cash generated from operations		(4,407,596.92)	(15,966.59)
	Less:- Taxes Paid		27,910.00	13,560.00
	cash flow from operating Activities		(4,435,506.92)	(29,526.59)
B	CASH FLOW FROM INVESTING ACTIVITIES			
	Purchase of Fixed Assets	(25,620.00)		-
	(Increase)/Decrease in Investment	(11,372,150.80)		(2,100,000.00)
	Loans & Advances given	(10,781,536.00)		(63,800.00)
	Net Cash used in Investing activities		(22,179,306.80)	(2,163,800.00)
C	CASH FLOW FROM FINANCING ACTIVITIES			
	Proceeds/(Repayment of Loans) from short Term Loans	(2,777,670.00)		1,276,560.00
	Proceeds from Prefeential Issue	30,000,000.00		
	Expenses for further Issue	(158,750.00)		
	Net Cash used in financing activities		27,063,580.00	1,276,560.00
	Net increase in cash & Cash Equivalents (A+B+C)		448,766.28	(916,766.59)
	Opening Cash and Cash equivalents		137,164.84	1,053,931.43
	Closing Cash and Cash equivalents		585,931.12	137,164.84
	Statement of Cash & Cash Equivalents		31.03.2015	31.03.2014
	Cash in Hand		13,273.00	124,522.00
	Cash at Bank		572,658.12	12,642.84
	Total		585,931.12	137,164.84

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Ashok Kumar Agarwal

Proprietor

M No : 056189

Firm Regn. No. 322307E

Place:- Kolkata

Dated:- 30TH DAY OF MAY 2015

Anny Jain
Company Secretary

Raghav Randar
Chief financial Officer

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 1 Share Capital

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
		No. of Shares	Value	No. of Shares	Value
1	AUTHORISED CAPITAL Equity Shares of Rs. 10/- each.	1,450,000	14,500,000.00	250,000	2,500,000.00
		1,450,000	14,500,000.00	250,000	2,500,000.00
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment	1,440,000	14,400,000.00	240,000	2,400,000.00
		1,440,000	14,400,000.00	240,000	2,400,000.00
Total		1,440,000	14,400,000.00	240,000	2,400,000.00

(a) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Sr. No	Name Of the Shareholder	No. of Shares	% Held	No. of Shares	% Held
1	Binod Kumar Singh	21150	1.47	21700	9.04
2	Samrat Vinimay Pvt Ltd	33900	2.35	33900	14.13
3	Anurodh Infrastructure Pvt Ltd	120000	8.33	-	-
4	Burnpur Power Pvt Ltd	120000	8.33	-	-
5	Faithful Cloth Merchants Pvt Ltd	120000	8.33	-	-
6	Jaguar Infra Developers Pvt Ltd	120000	8.33	-	-
7	Multifold plastic Marketing Pvt Ltd	120000	8.33	-	-
8	Original Fashion Traders Pvt Ltd	120000	8.33	-	-
9	Pears Mercantiles Pvt Ltd	120000	8.33	-	-
10	Shreyans Embroidary Machine Pvt Ltd	120000	8.33	-	-
11	Fastner MachineryDealers Pvt Ltd	120000	8.33	-	-
12	Wonderland Paper Suppliers Pvt Ltd	120000	8.33	-	-

(b) Reconciliation of the Number of Shares and Amount Outstanding as at the Beginning and at the End of the Year

Sr. No	Equity shares	Number	Amount	Number	Amount
	Outstanding at the Beginning of the Year	240,000	2,400,000.00	240,000	2,400,000.00
	Issued During the Year	1,200,000	12,000,000.00	-	-
	Outstanding at the End of the Year	1,440,000	14,400,000.00	240,000	2,400,000.00

(c) Terms/Rights Attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and ranks pari passu.

Raghav Randar
Chief financial Officer

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 2 Reserve & Surplus

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Securities Premium Opening Balance	-			
	Add:- Addition during the Year	18,000,000.00	18,000,000.00		-
2	Surplus (Profit & Loss Account) Opening balance	2,783,598.46		2,729,255.05	
	Add: Surplus in the Statement of Profit & Loss	201,394.33		54,343.41	
			2,984,992.79		2,783,598.46
	Total		20,984,992.79		2,783,598.46

Note : 3 Short term Loans

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Khanij Metals Pvt Ltd		-		1,622,610.00
2	Associated Cereals Limited		-		1,155,060.00
	Total		-		2,777,670.00

Note : 4 Trade Payables

Sr. No	Total	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Micro Small and Medium Enterprises		2,329,950.00		-
	Total		2,329,950.00		-

Note : 5 Other Current Liabilities

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Audit Fees Payable		5,000.00		5,000.00
2	Salary Payable		70,000.00		-
3	Tax Deducted at Source Payable		50,000.00		14,062.00
4	P D Randar & Co.		11,185.00		-
5	Professional Tax Payable		2,500.00		-
	Total		138,685.00		19,062.00

Note :6 Short Term Provisions

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Others Provision for Taxation		88,890.00		38,890.00
	Total		88,890.00		38,890.00

Raghav Randar
Chief financial Officer

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

RADHAGOBIND COMMERCIAL CO. LTD
40 METCALFE STREET, 3RD FLOOR, KOLKATA-700013

Note: 7 Fixed Assets

Notes forming part of Financial Statements

Sr. No	Particulars	Useful Life	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 31.03.2015	WDV as on 31.03.2014
	Tangible Assets											
1	Laptop and Computers	3 Years	30,056.00	25,620.00	-	55,676.00	17,793.00	11,912.00	-	29,705.00	25,971.00	12,263.00
					-	-	-	-	-	-	-	-
	Total in ` (Current Year)		30,056.00	25,620.00	-	55,676.00	17,793.00	11,912.00	-	29,705.00	25,971.00	12,263.00
	Total in ` (Previous Year)		30,056.00	-	-	30,056.00	9,168.00	8,175.00	-	17,343.00	20,348.00	20,438.00

Raghav Randar
Chief Financial Officer

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note :8 Current Investment

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
		No.	Value	No.	Value
	Investment in Equity				
	QUOTED				
1	Ankit Metal	3,000	25,992.51	-	-
2	Associated Cereals Ltd	137,515	1,730,110.30	-	-
3	Econo Trade India Limited	11,350	1,909,578.03	-	-
4	Panorama Capital Market Limited	23,332	233,320.00	-	-
5	Parasnath	10,000	204,600.00	-	-
6	Syncom	20,000	109,832.15	-	-
7	Urja Global	40,000	1,008,504.00	-	-
8	Vakranghee Software	25,000	3,187,978.81	-	-
9	Vikash Global	400,000	3,191,600.00	-	-
10	Jaiprakash Associates	10,000	270,635.00	-	-
	UNQUOTED				
1	Scarper Infratech Limited	100,000	1,000,000.00	100,000	1,000,000.00
2	JECO Feed Chem Pvt Ltd	-	-	175,000	1,750,000.00
3	Acture Tradelink Limited	149,000	1,490,000.00	149,000	1,490,000.00
4	Nirmalkunj Distributors Limited	50,000	500,000.00	50,000	500,000.00
5	Nirmalkunj Vincom Limited	50,000	500,000.00	50,000	500,000.00
6	Nirmalkunj Vintrade Limited	105,000	1,050,000.00	50,000	500,000.00
7	Raincoat Tradelink Limited	100,000	1,000,000.00	100,000	1,000,000.00
8	Anand Shakti Cement Pvt Ltd	200	500,000.00	-	-
9	Anand Potato Cold Storage Pvt Ltd	100	200,000.00	-	-
	Total	1,234,497	18,112,150.80	674,000	6,740,000.00

600 Equity shares of Rs. 10 each of each Wholly owned wholly owned Subsidiary Company are held by Nominees on behalf of Radhagobind Commercial Limited.

The Market Value of Quoted Shares is Rs. 90,64,063.50/-

Note : 9 Inventories

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Stock in trade				
	Ambuja Cement Ltd	80	5,800.00	80	5,800.00
	Dewan Tyres Limited	4500	69,340.00	4500	69,340.00
2	Cloth				
	Embroidary Fancy Saree	0	-	20.00	116,000.00
	Total	4,580	75,140.00	4,580	191,140.00

In the absense of Market Value of Dewan Tyres Ltd, Book Value is taken as Market Value. The Market Value of Shares is Rs. 89,760/- .

Note : 10 Trade Receivables

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Outstanding for More than Six Months		-	-	-
2	Others				
	Considered Secure		2,729,450.00	-	-
	Total	-	2,729,450.00	-	-

Note : 11 Other Receivables

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Ashika Stock Broking Limited		4,693,272.25	-	-
	Total	-	4,693,272.25	-	-

Raghav Randar
Chief financial Officer

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 12 Cash & Cash Equivalent

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Cash-in-Hand Cash Balance		13,273.00		124,522.00
	Sub Total (A)		13,273.00		124,522.00
2	Bank Balance The Lakshmi Vilas Bank(O/D) Uco Bank(O/D) ICICI Bank		536,859.52 1,689.75 34,108.85		10,953.09 1,689.75 -
	Sub Total (B)		572,658.12		12,642.84
	Total [A + B]		585,931.12		137,164.84

Note :13 Short Terms Loans and Advances

Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
	Loans		11,606,046.00		902,898.00
	Advances Tax Deducted at Source		116,445.62 -		38,057.62 -
	Total		11,722,491.62		940,955.62

Raghav Randar
Chief financial Officer

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note : 14 Revenue from Operations

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
	Sales of Fabrics	3,749,450.00	4,288,475.00
	Total	3,749,450.00	4,288,475.00

Note : 15 Other Income

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
1	Dividend	-	480.00
2	Interest Received on Loan	891,957.00	73,800.00
3	Speculation Profit	1,450.00	
4	Profit on sale of shares	755,521.03	
	Total	1,648,928.03	74,280.00

Note : 16 Cost of Material Consumed

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
	<u>PURCHASES</u>		
	Purchases of Fabrics	3,339,950.00	4,111,350.00
	Total	3,339,950.00	4,111,350.00

Note : 17 Change in Inventories

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
1	Opening Stock	191,140.00	75,140.00
2	Closing Stock	75,140.00	191,140.00
	Total	116,000.00	- 116,000.00

Note : 18 Employment Benefit Expenses

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
	Director's Salary	116,666.00	-
	Salary	213,334.00	12,000.00
	Total	330,000.00	12,000.00

Note :19 Financial Cost

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
	Interest paid	94,118.00	143,300.00
	Interest on Delayed Payment	4,372.00	-
	Total	98,490.00	143,300.00

Note :20 Depreciation and Amortization

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
1	Depreciation	11,912.00	8,175.00
2	Preliminary Expense Written off	158,750.00	-
	Total	170,662.00	8,175.00

Raghav Randar
Chief Financial Officer

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note : 21 Other Expenses

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
a.	Administrative Expenses		
1	Advertisement & Publicity	18,420.00	20,760.00
2	Bank Charges	1,953.75	1,867.59
3	Compliance fees	1,000.00	1,100.00
4	Depository Charges	27,529.00	44,944.00
5	Demat Charges	1,324.38	-
6	General Charges	4,374.00	-
7	Listing Fees	725,723.40	-
8	Professional Fees	75,180.00	1,000.00
9	Professional Tax	2,500.00	2,525.00
10	Filing Fees	34,900.00	11,000.00
11	Telephone Expenses	5,381.06	9,861.00
12	Printing And Stationary	9,946.00	8,977.00
13	Register Fees	16,285.00	16,504.00
14	Website Expenses	14,500.00	-
15	STT and other Expenses	120,369.11	-
b.	Payment to Statutory Auditor		
1	Audit Fees	5,000.00	5,000.00
	Total	1,064,385.70	123,538.59

Note:- 22 Earning Per share

Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
	Profit after Tax	201,394.33	54,343.41
	Weighted Average No. of Equity Shares	1,209,863	240,000
	$\frac{240000 * 70}{365} + \frac{1440000 * 295}{365}$		
	Earning per share	0.17	0.23
	Face Value per Share (in Rs.)	10.00	10.00

23. Contingent Liabilities:- Nil

24. Earning in Foreign Exchange:- Nil

25. Expenditure in Foreign Exchange:- Nil

26. No provision has been made on account of leave salary as there are no leave to the credit of employees at the end of that Year.

27. No provision has been made on account of fall in the Market Value of quoted Investment held Long Term as the fall is considered to be temporary in Nature.as

28. The Figures of Previous Year have been regrouped and/or re-arranged wherever necessary.

29. The Company is engaged in the Business of Trading of Clothes and there is no Separate reportable segment as per Accounting Standard 17- "Segmant Reporting" Notified by the Companies Accounting Standard Rules, 2006.

RADHAGOBIND COMMERCIAL LIMITED

NOTE : 30

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2015 AND PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON THAT DATE

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

The financial statements are prepared on a going concern assumption and under the historical cost convention and in compliance with mandatory accounting standards as notified in the Companies (Accounting Standards) Rules 2006 and the relevant provisions of the Companies Act, 2013.

2. Use of Estimates:

The preparation of Financial Statements requires certain estimates and assumption to be made that effect the reported amount of assets and liabilities as on date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

3. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. In addition, the following criteria must also be met before revenue is recognized:

- Interest and other dues are accounted on accrual basis.

4. Investments

Current Investment are valued at cost.

5. Fixed Assets & Depreciation

Fixed Assets are stated at Cost net of Cenvet Credit less accumulated Depreciation. Depreciation is systematically allocated over the useful life of Assets stated in part C of Schedule II of the Companies Act, 2013.

6. Preliminary Expenses

Preliminary Expenditure are amortised during the Year.

7. Retirement and Other Benefits

The provisions of payment of Gratuity Act are not applicable to the employees of the Company for the year under review.

8. Taxes on Income

- a) Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.
- b) Deferred tax is recognised on timing differences; being the differences between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

9. Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standards-20, *Earnings per Share*, issued by the Institute of Chartered Accountants of India. Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.

10. Provisions and Contingencies

- A Provision is recognized when the company has a present obligation as a result of Past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation as at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed separately.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

Dated: The 30th Day of May 2015

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

AUDITOR'S REPORT
TO
THE BOARD OF DIRECTORS OF M/S. RADHAGOBIND COMMERCIAL LIMITED

Report on Consolidated Financial Statements

We have audited the accompanying Consolidated financial statement of RADHAGOBIND COMMERCIAL LIMITED, (the Company) and its Subsidiaries (the Company and its Subsidiaries Constitute the Group) which comprises the Consolidated Balance sheet as at 31st March, 2015 and Consolidated statement of Profit and Loss and Consolidated Cash Flow for the year then ended, and a summary of Significant accounting policies and other explanatory information.

Management Responsibility for the consolidated financial Financial Statements

The Holding's Company board of Directors is responsible for the preparation of these financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the group (the Company and its Subsidiaries constitute the Group) in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) rules, 2014. The respective Board of Directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with provision of the Act for safeguarding the asset of the Group and for preventing and detecting frauds and other regularities; selection and application of the appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated financial statements by the Directors of the Holding the Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated financial statements based on our audit. While conducting the audit, we have taken into the account the Provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made thereunder.

We conducted our audit in accordance with the standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated financial statement. The procedures selected depend on auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal financial control relevant to the Holding company's preparation and fair presentation of the Consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the holding Company has an adequate financial control system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on the financial statement of the subsidiaries referred to below in other Matter Paragraph, the aforesaid Consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In case of the Consolidated Balance sheet, of the state of affairs of the group as at March 31, 2015;
- (b) In the case of profit and loss Account, of the **Profit** for the Year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that Date.

Other Matter

We did not audit the financial Statement of Six Subsidiaries, whose Financial Statement reflect total assets of Rs. 60,44,450.99 as at 31st March 2015, total loss of Rs. 18,420/- for the year ended on that date, as considered in the consolidated financial Statements. The Consolidated Financial Statements also include the Group's share of Net Profit of Rs. 1,81,916.33 for the year ended 31st March 2015. These Financial Statements have been audited by other auditors whose report have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these Subsidiaries, is based solely on the reports of the other auditors.

Our opinion is not qualified in respect of this matter.

Report on other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2015 (" the order"), issued by the central Government of India in terms of Sub Section (11) of Section 143 of the Act, based on the comments in the auditor's reports of the Holding Company, Subsidiary Company Incorporated in India.
- 2 As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of other entities.
 - c) The consolidated balance sheet , the consolidated statement of profit and loss and the consolidated cash flow statement dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated financial Statements.
 - d) In our Opinion, the aforesaid Consolidated financial statements comply with the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (ACCOUNTS) Rules 2014.
 - e) On the basis of the written representations received from the directors of the Holding Company and the reports of the Statutory Auditors of its Subsidiary Companies, None of the Directors of the Group Company is disqualified as on 31st March 2015 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to other matters to be included in the Auditor's report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rule 2014 , in our opinion and to the best of our information and according to the explanations given to us:-
 - i) There were no pending litigations which would impact the Company.
 - ii) The Group did not have any material foreseeable losses .
 - iii) There were no amounts which are required to be transferred to Investor Education and Protection Fund by the Holding Company and its Subsidiaries.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

Dated :

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Note No.	AS AT MARCH 31,2015	AS AT MARCH 31, 2014
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	1	1,44,00,000.00	24,00,000.00
(b) Reserves and Surplus	2	2,07,61,060.22	25,65,178.89
<u>(3) Current Liabilities</u>			
(a) Short Term Loans	3	-	27,77,670.00
(b) Other Current Liabilities	4	3,34,598.56	99,927.00
© Trade Payables	5	28,59,970.00	
(d) Short-Term Provisions	6	91,340.00	38,890.00
Total Equity & Liabilities		3,84,46,968.78	78,81,665.89
II.ASSETS			
<u>(1) Non-current assets</u>			
(a) Fixed Assets	7	25,971.00	12,263.00
(b) Deffered Tax Assets		25,418.00	23,607.00
<u>(2) Current Assets</u>			
(a) Current investments	8	1,65,99,900.80	45,52,250.00
(b) Inventories	9	75,140.00	1,91,140.00
(c) Trade receivables	10	32,82,450.00	-
(d) Other Receivables	11	46,93,272.25	
(e) Cash and cash equivalents	12	20,22,325.11	14,74,650.27
(f) Short-term loans and advances	13	1,17,22,491.62	15,80,955.62
(g) Preliminary Expenses		-	46,800.00
Total Assets		3,84,46,968.78	78,81,665.89

NOTES TO ACCOUNTS

The accompanying notes are the integral part of Financial Statements.

For, Ashok Kumar Natwarlal & Co.

Chartered Accountants

Ashok Kumar Agarwal

Proprietor

M No : 056189

Firm Regn. No. 322307E

Place: Kolkata

Dated:-30-05-2015

FOR, RADHAGOBIND COMMERCIAL LTD

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

CONSOLIDATED PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2015

Sr. No	Particulars	Note No.	For the year ended March 31,2015	For the year ended March 31,2014
I	Revenue from operations	14	43,02,450.00	42,88,475.00
II	Other Income	15	16,53,616.03	82,380.00
III	III. Total Revenue (I +II)		59,56,066.03	43,70,855.00
IV	Expenses:			
	Cost of materials consumed	16	38,69,970.00	41,11,350.00
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	1,16,000.00 -	1,16,000.00
	Employee Benefit Expense	18	3,30,000.00	12,000.00
	Financial Costs	19	98,490.00	1,43,300.00
	Depreciation and Amortization Expense	20	1,87,162.00	1,09,717.00
	Other Expenses	21	10,93,978.70	1,91,819.97
	Total Expenses (IV)		56,95,600.70	44,52,186.97
V	Profit before exceptional and extraordinary items and tax	(III - IV)	2,60,465.33 -	81,331.97
VI	Profit before extraordinary items and tax (V)		2,60,465.33 -	81,331.97
VII	Profit before tax (VI)		2,60,465.33 -	81,331.97
VIII	Tax expense:			
	(1) Current tax		77,450.00	25,000.00
	(2) Tax for earlier year		2,910.00	1,340.00
	(3) Deferred Tax		1,811.00	7,667.00
IX	Profit after Tax	(VII-VIII)	1,81,916.33 -	1,00,004.97
X	Earning per equity share:			
	(1) Basic		0.76 -	0.42
	(2) Diluted		0.76 -	0.42

NOTES TO ACCOUNTS

The accompanying notes are the integral part of Financial Statements.

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Ashok Kumar Agarwal
Proprietor
M No : 056189
Firm Regn. No. 322307E
Place:- Kolkata
Date:- 30-05-2015

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

Note : 1 Share Capital

Sr. No	Particulars	AS AT MARCH 31, 2015		AS AT MARCH 31, 2014	
		No. of Shares	Value	No. of Shares	Value
1	AUTHORISED CAPITAL Equity Shares of Rs. 10/- each.	14,50,000	1,45,00,000.00	2,50,000	25,00,000.00
		14,50,000	1,45,00,000.00	2,50,000	25,00,000.00
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment	14,40,000	1,44,00,000.00	2,40,000	24,00,000.00
	Total	14,40,000	1,44,00,000.00	2,40,000	24,00,000.00

Note : 2 Reserve & Surplus

Sr. No	Particulars	AS AT MARCH 31, 2015		AS AT MARCH 31, 2014	
1	Securities Premium		1,80,00,000.00		-
2	Surplus (Profit and Loss Account)				
	Opening balance	25,65,178.89		26,65,779.84	
	Add: Surplus in the Statement of Profit & Loss	1,81,916.33		- 1,00,004.97	
	Add:- Profit on sale of Subsidiary	13,965.00		- 595.98	
			27,61,060.22		25,65,178.89
	Total		2,07,61,060.22		25,65,178.89

Note : 3 Short term Loans

Sr. No	Particulars	AS AT MARCH 31, 2015		AS AT MARCH 31, 2014	
	Khanij Metals Pvt Ltd		-		16,22,610.00
	Associated Cereals limited		-		11,55,060.00
	Total		-		27,77,670.00

Note : 4 Trade Payables

Sr. No	Particulars	AS AT MARCH 31, 2015		AS AT MARCH 31, 2014	
	Micro Small Medium Enterprises		28,59,970.00		
	Total		28,59,970.00		-

Note : 5 Other Current Liabilities

Sr. No	Particulars	AS AT MARCH 31, 2015		AS AT MARCH 31, 2014	
1	Audit Fees Payable		12,000.00		24,865.00
2	Liabilities for Expenses		70,000.00		-
3	Tax Deducted at Source Payable		50,000.00		14,062.00
4	Professional Tax Payable		2,500.00		2,500.00
5	Others Payable		21,609.00		58,500.00
6	Bank Overdraft		1,78,489.56		
	Total		3,34,598.56		99,927.00

Note : 6 Short Term Provisions

Sr. No	Particulars	AS AT MARCH 31, 2015		AS AT MARCH 31, 2014	
1	Others Provision for Taxation		91,340.00		38,890.00
	Total		91,340.00		38,890.00

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Director

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LTD
40 METCALFE STREET, 3RD FLOOR, KOLKATA-700013

Note: 7 Fixed Assets

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2015

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 31.03.2015	WDV as on 31.03.2014
	Tangible Assets											
1	Laptop	40.00%	30,056.00	25,620.00	-	55,676.00	17,793.00	11,912.00	-	29,705.00	25,971.00	12,263.00
					-	-	-	-	-	-	-	-
	Total in ₹ (Current Year)		30,056.00	25,620.00	-	55,676.00	17,793.00	11,912.00	-	29,705.00	25,971.00	12,263.00
	Total in ₹ (Previous Year)			-	-	-	-	-	-	-	-	-

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Director

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

Note :8 Current Investment

		₹		₹	
Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
		No.	Value	No.	Value
	Investment in Equity QUOTED				
1	Ankit Metal	3,000.00	25,992.51		
2	Associated Cereals Ilimited	1,37,515.00	17,30,110.30		
3	Econo Trade India Limited	11,350.00	19,09,578.03		
4	Panorama Capital Market Limited	23,332.00	2,33,320.00		
5	Parasnath	10,000.00	2,04,600.00		
6	Syncom	20,000.00	1,09,832.15		
7	Urja Global	40,000.00	10,08,504.00		
8	Vakrangee Software	25,000.00	31,87,978.81		
9	Vikash Global	4,00,000.00	31,91,600.00		
10	Jaiprakash Associates	10,000.00	2,70,635.00		
	UNQUOTED				
1	Anand Shakti Cement Pvt Ltd	200	5,00,000.00	-	-
2	Anand Potato Cold Storage Pvt Ltd	100	2,00,000.00	-	-
3	Jeco Nutri Products Pvt Ltd		-	-	15,14,500.00
4	Dayanidhi Tradelink Pvt Ltd	2,07,500	8,22,500.00	2,07,500	8,22,500.00
5	Veer Multicomplex Pvt Ltd	80,725	8,07,250.00	80,725	8,07,250.00
6	Response Infraprojects Pvt Ltd	1,33,800	13,38,000.00	82,800	8,28,000.00
7	Eastman Merchants Pvt Ltd	10,000	1,00,000.00	10,000	1,00,000.00
8	Timeless Vintrade Pvt Ltd	96,000	9,60,000.00	48,000	4,80,000.00
	Total		1,65,99,900.80		45,52,250.00

Note : 9 Inventories

		₹		₹	
Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	Stock in trade				
	Ambuja Cement Ltd	80	5,800.00	80.00	5,800.00
	Dewan Tyres Limited	4500	69,340.00	4,500.00	69,340.00
	Cloth				
	Embroidary Fancy Saree		-		1,16,000.00
	Total		75,140.00		1,91,140.00

In the absense of Market Value of Dewan Tyres Ltd, Book Value is taken as Market Value. The Market Value of Shares is Rs. 83,216/- .

Note : 10 Trade Recievables

		₹		₹	
Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
1	<u>Outstanding for more than Six Months</u>				
	a) Unsecured, Considered Good :		-		-
2	<u>Others</u>				
	a) Unsecured, Considered Good :	32,82,450.00			-
	Total		32,82,450.00		-

Note : 11 Other Receivable Recievables

		₹		₹	
Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014	
	Ashika Stock Broking Pvt Ltd		46,93,272.25		-
	Total		46,93,272.25		-

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Director

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

Note : 12 Cash & Cash Equivalent

		₹		₹
Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014
1	Cash-in-Hand Cash Balance	10,35,393.00	-	11,65,742.00
	Sub Total (A)	10,35,393.00		11,65,742.00
2	Bank Balance The Lakshmi Vilas Bank(O/D)	5,36,859.52		10,953.09
	Uco Bank(O/D)	1,689.75		1,689.75
	ICICI Bank	34,108.85		-
	Bank of Subsidiary Companies	4,14,273.99		2,96,265.43
	Sub Total (B)	9,86,932.11		3,08,908.27
	Total [A + B]	20,22,325.11		14,74,650.27

Note :13 Short Terms Loans and Advances

		₹		₹
Sr. No	Particulars	AS AT MARCH 31,2015		AS AT MARCH 31, 2014
	Loans	1,16,06,046.00		15,42,898.00
	Advances Tax Deducted at Source	1,16,445.62		38,057.62
	Scarper Infratech Limited	-		-
	Total	1,17,22,491.62		15,80,955.62

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Director

Anny Jain
Company Secretary

Raghav Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

Note : 14 Revenue from Operations

Sr. No	Particulars	₹ For the year ended March 31,2015	₹ For the year ended March 31,2014
	Sales of Fabrics	43,02,450.00	42,88,475.00
	Total	43,02,450.00	42,88,475.00

Note : 15 Other Income

Sr. No	Particulars	₹ For the year ended March 31,2015	₹ For the year ended March 31,2014
1	Dividend		480.00
2	Interest Received on Loan	8,96,645.00	73,800.00
3	Speculation Profit	1,450.00	-
4	Profit on sale of shares	7,55,521.03	
5	Other Income	-	8,100.00
6	Profit on sale of Subsidiary		-
	Total	16,53,616.03	82,380.00

Note : 16 Cost of Material Consumed

Sr. No	Particulars	₹ For the year ended March 31,2015	₹ For the year ended March 31,2014
	<u>PURCHASES</u>		-
	Purchases of Fabrics	38,69,970.00	41,11,350.00
	Total	38,69,970.00	41,11,350.00

Note : 17 Change in Inventories

Sr. No	Particulars	₹ For the year ended March 31,2015	₹ For the year ended March 31,2014
1	Opening Stock	1,91,140.00	75,140.00
2	Closing Stock	75,140.00	1,91,140.00
	Total	1,16,000.00	- 1,16,000.00

Note : 18 Employment Benefit Expenses

Sr. No	Particulars	₹ For the year ended March 31,2015	₹ For the year ended March 31,2014
	Salary	3,30,000.00	12,000.00
	Total	3,30,000.00	12,000.00

Note :19 Financial Cost

Sr. No	Particulars	₹ For the year ended March 31,2015	₹ For the year ended March 31,2014
	Interest paid	98,490.00	1,43,300.00
	Total	98,490.00	1,43,300.00

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Raghan Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

Note: 20 Depreciation and Amortization Expenses

		₹	₹
Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
	Preliminary Expenses Written/off	1,75,250.00	1,09,717.00
	Depreciation written off	11,912.00	-
	Total	1,87,162.00	1,09,717.00

Note : 21 Other Expenses

		₹	₹
Sr. No	Particulars	For the year ended March 31,2015	For the year ended March 31,2014
a.	Administrative Expenses		
1	Advertisement & Publicity	18,420.00	20,760.00
2	Bank Charges	4,522.75	3,523.97
3	Compliance fees	3,000.00	2,200.00
4	Listing fees	7,25,723.40	-
5	Professional Charges	79,680.00	19,000.00
6	Professional Tax	2,500.00	2,525.00
7	Filing Fees	49,300.00	37,400.00
8	Telephone Expenses	5,381.06	9,861.00
9	General Expenses	4,374.00	760.00
10	Depository Charges	27,529.00	42,697.00
11	Printing Stationary	9,946.00	9,477.00
12	Registrar Fees	16,285.00	16,504.00
13	Demat Charges	1,324.38	2,247.00
14	Website Expenses	14,500.00	-
15	STT and other Expenses	1,20,369.11	-
b.	Payment to Statutory Auditor		
1	Audit Fees	11,124.00	24,865.00
	Total	10,93,978.70	1,91,819.97

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Raghan Randar
Chief Financial Officer

RADHAGOBIND COMMERCIAL LIMITED

NOTE - 22

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2015 AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Consolidation

The Consolidated Financial Statements are prepared in accordance with Accounting Standards (AS)- 21 on consolidated Financial Statements, as notified by the Rule 7 of Companies (Accounts) Rules 2014 . Reference in these notes to the Company, holding Company, Companies or Group shall mean to include Radhagobind Commercial Ltd and/or any of its Subsidiaries, unless or otherwise stated.

2. Principles of Consolidation

- The Consolidated Financial Statements relate to Radhagobind Commercial Limited (the 'Company' 'parent') and its direct Subsidiaries. The Consolidated Financial Statements have been prepared using uniform accounting policies and on the following basis:-
 - (i) The Financial Statements of the Company and its Subsidiaries have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances and resultant unrealized profit/losses.
 - (ii) The Financial Statement of the Subsidiaries used in the Consolidated Financial Statements are consolidated from the Date of Acquisition and are drawn upto the same reporting date as of the Company.

3. Companies Included in Consolidation

Name of Subsidiaries	Country of Incorporation	Year End	Proportion of Ownership Interest	Statutory Auditor
Acture Tradelink Limited	India	31/03/2015	100%	P D Randar and co.
Raincoat Tradelink Limited	India	31/03/2015	100%	P D Randar and Co.
Scarper Infratech Limited	India	31/03/2015	100%	M K S AND Associates
Nirmalkunj Distributors Limited	India	31/03/2015	100%	M K S AND Associates
Nirmalkunj Vintrade Limited	India	31/03/2015	100%	P D Randar and Co.
Nirmalkunj Vincom Limited	India	31/03/2015	100%	P D Randar and Co.

4. Fixed Assets and Depreciation

Fixed Assets are stated at cost of acquisition less depreciation. Depreciation is systematically allocated over the useful life of Assets stated in part C of Schedule II of the Companies Act, 2013..

5. Current Investment

Current Investment are stated at cost.

6. Accounting of Purchase and sale of Trading Items

Purchase and sale of trading items are accounted for as and when the deliveries are affected.

7. Interest

Interest accrues, on the time basis determined by the amount outstanding and the rate applicable.

8. Miscellaneous Expenditure

Miscellaneous Expenditure including Share Issue Expenses is amortized during the year .

9. Taxes on Income

- a) Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.
- b) Deferred tax is recognised on timing differences; being the differences between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

10. Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standards-20, *Earnings per Share*, issued by the Institute of Chartered Accountants of India. Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.

11. Provisions and Contingencies

Other Provisions

- A Provision is recognized when the company has a present obligation as a result of Past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation as at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed separately.

12. Previous year figures has been re-arranged or re-cast wherever necessary, however the same are not strictly comparable with that of the current year as the previous year.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

ASHOK KUMAR AGARWAL
Proprietor

Membership No. 056189
Firm Regn No.322307E

Dated: