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2009-2010

ROTAM COMMERCIALS LIMITED

DIRECTORS:

CHANDRAKANT S. MALANI JAGDISH S. MALANI HASMUKH S. MALANI MUKESH N. MALANI

BANKERS : CITI BANK STANDARD CHARTERED BANK

AUDITORS : PACHORI & ASSOCIATES CHARTERED ACCOUNTANTS

REGISTRAR AND TRANSFER AGENT

ADROIT CORPORATE SERVICES PVT. LTD. 19, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Mumbai - 400 059.

> REGISTERED OFFICE : EVEREST BUILDING I-5 - 10th FLOOR, TARDEO CIRCLE, MUMBAI - 400 034.

2009-2010

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ł			NOTICE				
		end out of an agust 2010 at 2 p. m. to tran	y Forth Annual General meeting of the members of held at the Registered office of the company on Tuesday sact the following business :				
	1.	To receive and adopt the Directors r account for the year ended 31st March :					
	2.		the conclusion of this Annual General Meeting until I meeting and to fix their remuneration.				
3. To appoint a Director in place of Shri Jagdish S. Malani & Hasmukh S. Malani who retires b rotation and being eligible offers himself for reappointment.							
	Regi	istered Office :					
		rest Building,	By Order of the Board				
	1-5, -	10th Floor,	MUKESH N. MALANI				
		eo Circle,					
	Mum	bai - 400034.					
1			Director				
	Place	CMUMBAI.					
	Dated	1: The 28 th day of May 2010					
	Notes	:					
	1. ∡ i	A member entitled to attend and vote at instead of himself and a proxy need not be	the meeting is entitled to appoint a proxy to attend				
	<u>.</u>	he Register of members of the Compan August 2010 to Tuesday 31 st day of August					
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2009-2010

DIRECTORS REPORT TO THE SHAREHOLDERS

Your directors have pleasure in presenting their Twenty-Forth Annual Report and Audited Accounts for the year ended 31-3-2010

FINANCIAL RESULTS :

The working of the year ended 31st March 2010 shows a profit of Rs. 9,05,771/- after making provision for taxation, which is carried to Balance sheet along with the profit of the earlier year Rs. 1,01,32,977/-

BOARD OF DIRECTORS :

Shri Jagdish S. Malani & Hasmukh S. Malani retires by rotation and being eligible seeks reelection.

AUDITORS :

The Auditors retire from the office at this Annual General Meeting and are eligible for reappointment.

OTHER INFORMATION:

The other information required u/s 217 (2A) and 217 (1E) of the companies act 1956 are not applicable as no employee was in receipt of remuneration to the extent laid down therein.

DEMATERIALISATION OF SHARE HOLDING :

The Companies script form part of the compulsory demat segment for all investors. The company has established connectivity with both the depositories viz NSDL and CDSL through the register M/s Adroit Corporate Services Pvt. Ltd. ISIN of the company is INE 093G01014.

DIRECTORS RESPONSIABLITY STATEMENT :

Pursuant to an amendment to Section 217 of the Companies Act, 1956 your Directors give here under responsibility Statements pertaining to the accounts of the Company.

- 1. In the preparation of the Annual accounts, the applicable accounting standards have been followed along with proper explanation / statement relating to material departures.
- 2. The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company as on 31st March. 2010 and of the Profit & Loss Account of the Company for the year ended on that date.
- 3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities

3

4. These accounts have been prepared on a going concern basis.

By order of the Board

CHANDRAKANT S. MALANI

JAGDISH S. MALANE

HASMUKH S. MALANI

MUKESH N. MALANI

Place : Mumbai. Dated : The 28 th day of May 2010

Directors



2009-2010

AUDITORS REPORT TO THE SHAREHOLDERS

We have audited the attached Balance sheet of M/s Rotam Commercials Ltd. as at 31 st March, 2010 and also the Profit and Loss Account of the company for the year ended on that date, annexed there to and the Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

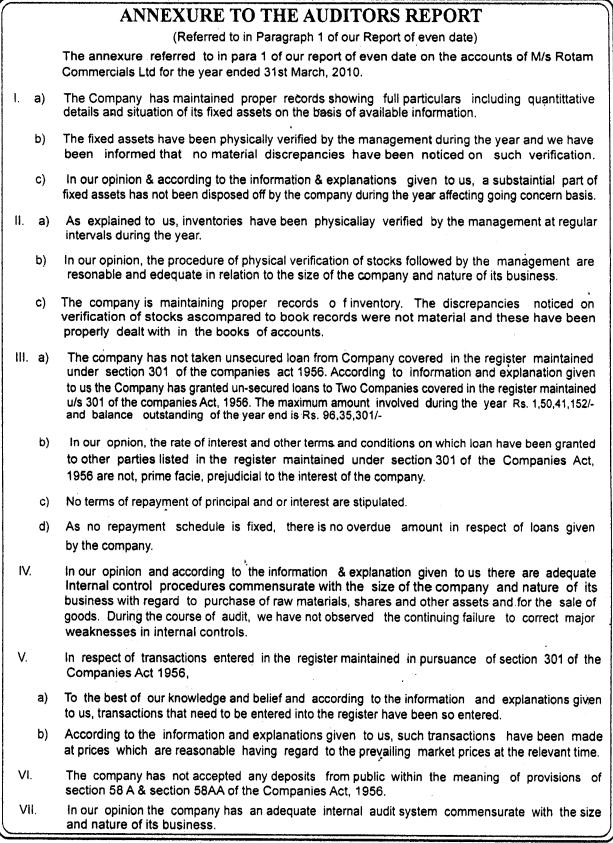
We conducted our audit in accordance with the Auditing Standards generally accepted in india. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts and disclosures in the financial statements. An audit, also includes assessing the accounting principles used and significant astimates made by management as well as evaluating the overall financial statement presentation.

We believe that our audit provides a reasonable basis for our opinion.

- 1. As required by Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexture a statement on the matters specified in paragraphs 4 and 5 of the said order.
- 2. Further to our comments in Annexure referred to in paragraph 1 above, we report that :
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books.
 - c) The Balance Sheet, the Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account, maintained at Head Office Mumbai.
 - d) On the basis of the written representations received from the directors, as on March 31, 2010, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st march, 2010 from being appointed as a director, in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - e) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
 - In our opinion and to the best of our information and according to the explanations, given to f) us, the said Balance Sheet & Profit & Loss Account read together with notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true & fair view in confirmity with the accounting principles generally accepted in India :-
 - I) In the case of Balance Sheet of the state of affairs of the Company as at 31st March, 2010 ii) In the case of Profit and Loss account of the profit for the year ended on that date.
 - iii) In case of Cash Flow Statement, of the cash flows for the year ended on that date.

4

2009-2010



- VIII. As informed to us the company is not required to maintain cost accounts and records as prescribed by Central Government under sect on 209 (1) (d) of the Companies Act, 1956.
- IX. According to the records of the company, undisputed staturoty dues including Provident Fund, Investor Education and Protection fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other statutory dues have been generally deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2010 for a period of more than six months from the date of becoming payable.
- X. The Company has no accumulated losses and has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- XI. In our opinion and according to the information and explanations given to us, the company has not taken any loans from financial institutions, ban s or debenture holders.
- XII. In our opinion and according to the information and explanation given to us, no ldans and advances have been granted by the company on the basis of security by way of pledge of Shares, debentures and other securities.
- XIII. In our opinion, the Company is not a chit fund or a nidhi/matual benefit fund/society. Therefore, clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- XIV. In our opinion, the company is dealing or trading in shares, securities, debentures and proper records of the transactions have been maintained by the company. The investment held for deriving the dividend income are in the name of the company.
- XV. The company has not raised any new term loans during the year.
- XVI. On the basis of an overall examination of the Balance Sheet of the company and according to the information and explanations given to us, in our opinion, funds raised on a short term basis have not been used for long-term investment and vice-versa.
- XVII. The company has not made any prefrential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
- XVIII. The company has not issued any debentures till date.
- XIX. The company has not raised any money by the way of public issue during the year.
- XX. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted audit practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

3/1106(R), Navjivan Society, Lamington Road, Mumbai - 400 008. For Pachori & Associates Chartered Accountants

Place : Mumbai. Dated : The 28 th day of May 2010 P.V. PACHORI Partner M. N. 38146

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2009-2010

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BALANCE	SHEET A	SAT 31ST N	IARCH, 201	0	
SOURCES OF FUNDS	HEDULE		AS AT 31.3.2010 Rs.		AS AT 31.3.2009 Rs.
Shareholders Funds :			;9,600,000		9,600,000
Share Capital	A		1,10,38,748		1,01,32,977
Reserves & Surplus		TOTAL	2,06,38,748	TOTAL	1,97,32,977
APPLICATION OF FUNDS Fixed Assets	в		1862,834		1,085,666
Current Assets, Loans and Advances	С	20,886,907		19,545,501	
Less : Current Liabilities and Provisions	D	1,110,993	19,775,914	898,190	18,647,311
and Provisions		TOTAL	20,638,748	TOTAL	19,732,97
NOTES : SCHEDULE	E	•			
As per our report of even date	•			Chandra	akant S. Malai
For PACHORI & ASSOCIATES					mukh S. Mala
Chartered Accountants					igdish S. Mala
				N	lukesh N. Mala
Partner M. NO. 38146					(DIRECTOR
Place : Mumbai. Dated : The 28 th day of May :	2010	ʻ o			•
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ROTAM COMMERCIALS LIMITED								
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2010								
INCOME		AS AT 31.3.2010 Rs.		AS AT 31.3.2009 Rs.				
Sales Interest Dividend Commission Other Income		44,502,073 1,262,683 11,562 480,000 435,130		3,251,603 1,688,081 15,400 362,393 262,500				
Closing Stock Shares Goods	7,469,270 <u>1,363,740</u> TOTAL	8,833,010 55,524,458	3,250,535 <u>896,058</u> TOTAL	4,146,593 9,726,570				
EXPENDITURE Opening Stock	•							
Shares	3,250,535		2,762,965					
Goods	896,058	4,146,593	2,010,988	4,773,953				
Purchases	-	48,257,639		2,158,039				
Interest	. -	Nil		119,648				
Salaries		806,979		948,522				
Conveyance & Travelling Exp.		82,219		144,385				
Motor Car Expenses		69,763		63,093				
Misc. Espenses		465,132		351,357				
Exhibition & Advertisement Exp.		29,142		124,769				
Auditors Remuneration :	55,150		55,150					
For Audit fess	<u>17,500</u>	72,650	<u>33,708</u>	88,858				
For other services		84,416		46,893				
Telephone Expenses		119,484		79,117				
Rent Paid Electricity Expenses		11,680		12,983				
		23,570		78,355				
Frieight Coolie & Cartage Charges	TOTAL	54,169,267	TOTAL	8,989,972				
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2009-2010

Profit before Depreciation Less : Depreciation Profit after Depreciation		AS AT 31.3.2010 Rs. 1.355,191 	AS AT 31.3.2009 Rs. 736,598 143,417 593,181
Less : Provision for taxation Less : Provision for FBT Add/Less : Income Tax for earlier year Profit after Taxation Add : Profit as per Last Balance Sheet Balance carried over to Balance Sheet		345,000 Nil 905,771 10,132,977 <u>11,038,748</u>	155,000 20,000 11,518 429,699 9,703,278 10,132,977
NOTES : SCHEDULE	E .		

As per our report of even date

For PACHORI & ASSOCIATES Chartered Accountants

P.V. PACHORI Partner M. NO. 38146

Place : Mumbai. Dated : The 28 th day of May 2010

Chandrakant S. Malani

Hasmukh S. Malani

Jagdish S. Malani

Mukesh N. Malani

(DIRECTORS)

2009-2010

ROTAM COMM	ERCIALS LIMITED	n demonstration in the strategies and the state of the strategies of the strategies of the strategies of the st
SCHEDULE 'A-E' FORMING PARTIOF TH	E BALANCE SHEET AS AT 31ST MARCH	1, 2010
SCHEDULE 'A' SHARE CAPITAL	AS AT 31.3.2010 Rs.	AS AT 31.3.2009 Rs.
AUTHORISED		
10,00,000 Equity shares of Rs. 10/- each	1000000	1000000
ISSUED, SUBSCRIBED & PAID UP		
9,60,000 Equity Shares of Rs. 10/- each fully paid up in cash	9600000	9600000
The Man		

SCHEDULE 'B' FIXED ASSETS :

PARTICULARS		GROSS	BLOCK		DEP	NET BLOCK			
	As at 1.4.2009	Deduction during the Year	As at 31.3.2010	As at 1.4.2009	Withdrawn on deletion	For the year	Total	As at 31.3.2010	As at 31.3.2009
Office Premises	2309616	NIL	2309616	1597010	NIL	71261	1668271	641345	712606
Motor Car	1490345	1490345	NIL	1370899	1370899	NIL	NIL	NIL	119446
Furniture & Fixture	414456	NIL	414456	237719	NIL	17674	255393	159063	176737
Office Equipment	68255	NIL	68255	51554	NIL	1670	53224	15031	16701
Computer	263549	NIL	263549	25,5203	NIL	5007	260210	3339	8346
Air Conditioner	79770	NIL	79770	66595	NIL	1976	68571	11199	13175
Refrigarator	7400	NIL	7400	6179	NIL	183	6362	1038	1221
Water Purifier	6352	NIL	6352	4377	NIL	296	4673	1679	1975
Mobile Phone	50438	NIL	50438	14979	NIL	5319	20298	30140	. 35459
TOTAL Rs.	4690181	1490345	3199836	3604515	1370899	103386	2337002	862834	1085666
Previous Yr. Rs.	4688829	1352	4690181	3461098	NIL	143417	3604515	1085666	1227731

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CHEDULE 'C' CURRENT ASSETS, LOANS & ADVANCES	AS AT 31,3.2010	AS AT 31.3.2009
	31.3.2010 Rs.	Rs.
A. <u>CURRENT ASSETS</u>	8,833,010 🗸	4,146,593
Stock in trade	₹703,833	246,774
Sundry Debtors (Unsecured considered good)	31,932	52,148
Cash on hand	393,999	314,672
Balance with Schedule Bank	5,000	11,859
Prepaid Expenses TOTAL A	9,967,774	4,772,046
B. LOANS & ADVANCES	9,635,301 -	13,731,152
Loans	100,000 √	135,000
Advance Tax	669.791	266,743
Advance recoverable in cash or Kind		203,000
Deposits	253,000-	437,560
Income Tax deducted at source	<u>261,041</u> 10,919,133	14,773,455
Total B Total A + B	20,886,907	19,545,501
SCHEDULE 'D' CURRENT LIABILITIES AND PROVISION		
A. CURRENT LIABILITIES		
Sundry Creditors - For Goods	597,646	544,917
For Expenses	49,635∨	61,493 100,000
Security Deposit for Rent	100,000	36,780
Statutory Dues Payable	<u>18,712</u> <u>765,993</u>	743,190
B. PROVISION		
Provision for taxation	345,000	155,000
	<u> 1,110,993</u>	
As per our report of even date		Chandrakant'S. Mala
For PACHORI & ASSOCIATES		Hasmukh S. Mala
Chartered Accountants		Jagdish S. Mala
P.V. PACHORI		Mukesh N. Mal
Partner .		
M. NO. 38146		
Place : Mumbai. Dated : The 28 th day of May 2010		(DIRECTOR

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	Signifi	cant Accounting policies :					ndituro
	Α.	The company follows the ac except dividend which is ac	CODUMED ON LOOP			•	
	₿.	Fixed assets are valued at c rates prescribed under Inco	ost and depreciati me Tax Act 1961	on is provide	d on written dov	vn value metno	
	C.	Inventories are valued at o	cost.				
2.	Bala	nce of debtors and creditors a	re subject to confi	rmations.			
3.	Estin	nated amount of contracts rer	naining to be exec	uted on capi	tal account and	not provided fo	or Rs. Nil.
4.	a.	Previous year's figures h			r necessary.		
	b.	Figures in brackets relate	e to the previous	/ear.			
5.		enditure in foreign currency f					· .
6.	C.I.I	F. value of imports Rs. 9,69,0)75/-				ble to the
7.	As con	per the management provi	sion of gratuity a	ct and provid	ient fund act a	re not applica	Die to the
8.	Sa	les are exclusive of Sales Ta	x.				
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24 T	H ANNUAL REPO	RT		2009-2010					
9.	RELATED PARTY DIS (Based On disclosure r		r the Companies Act, 1956)						
	LIST OF RELATED PARTIES								
A)	KEY MANAGEMENT PERSONNEL								
	CHANDRAKANT S. MALANI								
]	MUKESH N. MALANI			-					
ļ	HASMUKH S. MALAN	1		- T					
	JAGDISH S. MALANI			4 1					
B)	ENTERPRISES IN W	HICH KEY MANAGEM	INT PERSONNEL HAVE SIGNIFICA	ANT INFLUENCE					
	1. SHAMANJWALI	METALS PVT LTD.							
	2. CUPID TRADES	& FINANCE LTD.	,						
	Details of Transactions :-								
	Particulars	Key Management Personnel	Enterprises in which key Management personnel have significant Infuence	Relatives of					
	Interest Received	Nil	1260406	Nil					
	Commission Received	Nil	480000	Nil					
	Office rent paid	84000	Nil	24000					
	Directors Sitting fees	baid 5000	Nil	Nil					
	Sale of Goods	Nil	507067	Nii					
	Purchase of Goods	Nil	172397	Nil					
	<u>Loan Given</u> Maximum Outstanding	, Nil	15,041,152	Nil					
	Outstanding Receivat For Loan	Nil Nil	9,635,301	Nil					
	Deposit for Godown	50000	Nil	Nil					

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10. Particulars in respect of goods traded in :

		Openi	ng Stock	Ρι	irchases	Clos	ing Stock	Tu	rnover
Class of Goods	UNIT	י י י	VALUE	QTY	VALUE .	QTY	VALUE	QTY	VALUE
Electrical Bulbs \	Pcs	7146	896058	2100	1429356	985	1363740	8261	1339829
Fittings \ Fixtures		(23447)	(2010988)	(2888)	(495270)	(7146)	(896058)	(19189)	(1923758)
Shares	Nos	335270 (362055)	3250535 (2762965)	8474 <u>0</u> (4635)	€ 361340 (1∩62768)	404065 (335270)	7469270 (3250535)	15945 (31420)	2596041 (1327846)
DEPB Licence	Pcs	(Nil) (Nil)	(Nil) (Nil)	41790028 (Nil)	40≋66943 (√iL)	(Nil) (Nil)	(Nil) (Nil)	41790028 (Nil)	40566203 , (Nil)

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11. Additional information (s) required vide schedule VI of the companies act 1956 is either nil or not applicable.

SCHEDULE 'A' to 'E' AUTHENTICATED :

As per our report of even date

For PACHORI & ASSOCIATES Chartered Accountants

P.V. PACHORI Partner M. NO. 38146

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Place : Mumbai. Dated : The 28 th day of May 2010

Chandrakant S. Malani

Hasmukh S. Malani

Jagdish S. Malani

Mukesh N. Malani

(DIRECTORS)

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	CASH FLOW STEMENT FOR THE YE	AR ENDED 31ST MARCH	2010
A	CONTROL OF CALING ACTIVITIES	24.02.40	
	Net Pront before tax & Extra-ordinary items	31.03.10	31.03.09
	Add :- Depreciation	1,251,805	593,181
		103,386	143,417
	Less : Income/Expenses treated separately		
	Divided Income	(11,562)	(45.400)
	Interest Expenses	NIL	(15,400)
	Balance Written back	(1,034)	119,648
	Interest Income	(1,262,683)	11,518
1	Operating Profit before Working Capital Charges	79.912	(1.688.081)
		79,912	(835,717)
	Changes in Working Capital		
	Changes in Inventories	(4,686,417)	007.000
	Changes in Receivables	(4,000,417)	627,360
	Changes in Current Liabilities	(132,197)	513,206
	Changes in Loans, Advances Tax/TDS	3,854,322	(3,623,075)
	Net Changes in working capital	(1,421,351)	2,627,310
		(1,421,351)	144,801
	Cash Flow from Operating activities		
		(1,341,439)	(690,916)
В.	CASH FLOW FROM INVESTMENT ACTIVITIES		
}	Sales of Fixed Assets	110 110	
	Addition to Fixed Assets	119,446	NIL
	Interest Income	NIL	(1,352)
	Dividend Income	1,262,683	1,688,081
	interest Expenses	\$1,562	15,400
	Net Cash Flow in Investment Activities	NIL 1,393,691	<u>(119,648)</u>
		1,393,591	1,582,481
C.	Changes In Borrowing	A .01	
	-	NIL	(1,265,000)
	Net increase in cash & cash equivalent	52,252	
		02,202	(373,435)
	Opening cash & cash equivalent	270 070	
	· .	378,679	752,114
	Closing cash & cash equivalent	430,931	·····
	•	430,331	378,679
		Char	idrakant S. Malani
For	PACHORI & ASSOCIATES	L	nonukh C. Malasi

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Piace : Mumbai. Dated : The 28 th day of May 2010

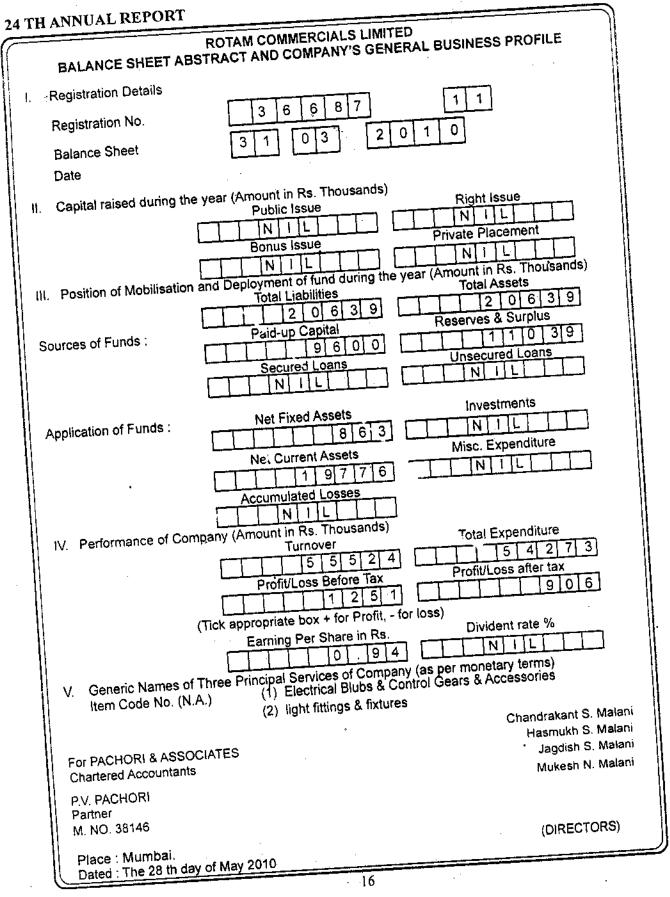
(DIRECTORS)

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2009-2010

2009-2010



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