

32ND ANNUAL REPORT 2013-2014

EXDON TRADING COMPANY LIMITED

BOARD OF DIRECTOR

ASHOK HIRALAL SHAH	- DIRECTOR
PRAJYOT JAMBEKAR	- DIRECTOR
NILESHKUMAR HASMUKLAL KHATRI	- DIRECTOR

AUDITOR

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

SHARE TRANSFER AGENT

M/s SATELLITE CORPORATE SERVICES PRIVATE LIMITED

B-302, Sony Apartment, Opp. St. Judge's High School,
Off Andheri-Kurla Road, Jarimari, Sakinaka,
Mumbai-400072 Maharashtra, INDIA
Ph No: +91-22-2852 0461 / 2852 0462
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REGISTERED OFFICE

20, Western Prabhadevi Building,
Near Kismat Cinema, Prabhadevi,
Mumbai-400004,
Maharashtra, India.

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NOTICE

NOTICE is hereby given that the **32ND ANNUAL GENERAL MEETING** of the Members of **EXDON TRADING COMPANY LIMITED** will be held at the Registered Office of the Company at **20, WESTERN PRABHADEVI BUILDING, NEAR KISMAT CINEMA, PRABHADEVI, MUMBAI-400004, MAHARASHTRA, INDIA** on **Monday, 29th day of September, 2014 at 01:00 P. M.** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Balance Sheet as at 31st March, 2014 and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of MR. NILESHKUMAR KHATRI, who retires by rotation and being eligible, offers him-self for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification, the following resolution as **ORDINARY RESOLUTION:**

"RESOLVED THAT subject to the provisions of section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, M/s. Y. D & Co., Chartered Accountants (Firm Registration No. 018846N) be and are hereby appointed as Statutory Auditors to hold office for a term of five years subject to ratification by members at every Annual General Meeting, at such remuneration as may be determined by Board of Directors of the Company from time to time."

4. To consider and if thought fit, to pass with or without modification, the following resolution as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 149, 150,152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Ashok Shah (DIN-00042482) be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term upto September 28, 2019."

5. To consider and if thought fit, to pass with or without modification, the following resolution as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. PRAJYOT JAMBEKAR (DIN-0379689) who was appointed on 25th January, 2014 as an additional director of the Company and holds office upto the date of this Annual General Meeting under section 161(1) of the Companies Act, 2013, and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to September 28, 2019."

6. To consider and if thought fit, to pass with or without modification, the following resolution as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board
For, EXDON TRADING COMPANY LIMITED

PLACE: MUMBAI
DATE: 27.08.2014

(NILESHKUMAR KHATRI)
CHAIRMAN

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolution/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights, then such proxy for any other person or shareholder.
3. Members/ proxies are requested to bring their copies of Annual Report along with duly filed and signed attendance sheets attached with it for attending the meeting.
4. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting, so as to enable the Management to keep the information ready. Replies will be provided only at the meeting.
5. The Register of Members and Share Transfer Register of the Company will remain closed from 22nd September, 2014 to 29th September, 2014.
6. M/s Satellite Corporate Services Private Limited, having registered office at B-203, Sony Apt., Opp. St. Jude's High School, 90ft Road, Jarimari, Sakinaka, Mumbai, Maharashtra – 400 072 are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.
7. Shareholders are requested to notify change of address, if any, and details of their bank account to the Registrar/Depository Participants
8. As a measure of economy, copies of the annual report will not be distributed at the annual general meeting. Shareholders are therefore requested to bring their copies of the annual report at the meeting.
9. The notice of the Annual General Meeting along with the Annual Report 2013-14 is 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 same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
10. To support the 'Green initiative', the members who have not registered their e-mail addresses are requested to register the same with Registrar/Depositories.
11. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of special business of the Notice is annexed hereto.
12. In compliance with the provisions of section 108 of the Companies Act, 2013 Rule 20 of the Companies (Management and Administration) Rules, 2014, the members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice.

Instructions for e-voting:

Pursuant to provisions of section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014 the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set out forth in the Notice convening the Annual General Meeting to be held on Monday September 29, 2014 at 1:00 P.M. The Company has engaged the services of CENTRAL DEPOSITORY SERVICES LIMITED (CDSL) to provide e-voting facility. E-voting facility is available at the link: www.evoting.cdsi.com.

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. • In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyyformat.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date i.e.29th August, 2014 in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <EXDON TRADING COMPANY LIMITED> on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.
- (B) The voting period begins on 25.09.2014 AT 11.00 A.M. and ends on 27.09.2014 AT 4.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 29th August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

The Company has appointed Ms. SHUBHAM AGARAWAL, Practicing Company Secretary as the Scrutinizer for purpose of E voting to count the votes casted in favour or against the resolution proposed for all the items of the Notice as mentioned in the Notice and to comply with the provisions of Section 108 of the Companies Act, 2013.

The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two (2) days of passing of the resolutions at the EGM of the Company and communicated to the BSE Limited.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

In terms of section 139 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, listed company can appoint Audit Firm for a term not exceeding five years subject to ratification by members at every AGM.

The Board of Directors at its meeting held on 27.08.2014, recommended the appointment of M/s. Y. D. Co., Chartered Accountant as statutory auditors if the company for a term of five years subject to ratification by members at every AGM from the conclusion of this AGM until from the conclusion of this AGM upto next 5 years

The Board recommends the resolution for approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives is interested or concerned in the resolution set out at item No. 3

ITEM NO. 4

Mr. Ashok Shah is Independent Director under Clause 49 of the Listing Agreement. Upon implementation of the Companies Act, 2013, ('the Act') in the opinion of the Board, each of these persons fulfill the conditions specified in the Act and the rules made thereunder and that they are each independent of management.

In view of the above position, approval of the Members is sought to formally appoint them Independent Directors for a period of five years from the conclusion Company's Annual General Meeting to next fifth year AGM.

The Board commends the resolutions to Members for acceptance. Mr. Ashok Shah was holding office as retiring Directors and, after their appointment as Independent Directors, they shall not be liable any further to retirement by rotation and shall hold office for aforesaid fixed term of five years and could be eligible for appointment for one more consecutive term of five years.

No other Director/Key Managerial personnel or any relative of the Directors or the Key Managerial personnel have any concern or interest in the aforesaid Resolutions.

ITEM NO. 5

Mr. Prajyot Jambekar (DIN – 0379689) has been appointed as an Additional Director of the Company with effect from 25th January, 2014 pursuant to the provisions of Section 161(1) of the Companies Act, 2013. Mr. Prajyot Jambekar (DIN – 0379689) holds office upto the date of ensuing Annual General Meeting of the Company.

It is proposed to appoint Mr. Prajyot Jambekar (DIN – 0379689) as Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of this Annual General Meeting of the Company.

Further, Mr. Prajyot Jambekar (DIN – 0379689) is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given their consent to act as Director.

None of the Directors and KMPL of the Company other than Mr. Prajyot Jambekar (DIN – 0379689) is interested or concerned in the resolution.

The Board accordingly recommends the resolution as set out in Item No. 5 of the Notice for the approval of the members.

ITEM NO. 6

The Articles of Association (“AOA”) of the Company as presently in force was amended from time to time since incorporation of the Company. With the coming into force of the Companies Act, 2013 (“the Act”) several regulations of the existing AOA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AOA by a new set of Articles.

The new AOA to be substituted in place of the existing AOA are based on Table ‘F’ (Articles of Association meant for a Company limited by shares) of the Act.

The Board recommends the resolution for the approval of shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, in the Special Resolution.

**For and on Behalf of the Board
For, EXDON TRADING COMPANY LIMITED**

**PLACE: MUMBAI
DATE: 27.08.2014**

**(NILESHKUMAR KHATRI)
CHAIRMAN**

DIRECTORS' REPORT**Dear Shareholders,**

Your Directors hereby present the 32nd Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2014**.

OPERATIONS REVIEW:

During the year under review due to sluggish market condition and financial crisis company faces huge set back. So company not in position to generate any revenue from the operation but after some fixed cost company gain Net Profit of Rs. 894142/-.

The management has taken measures as part of its continuous improvements to strengthen operations and viability.

DIVIDEND:

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

FIXED DEPOSIT:

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

DIRECTORS:

Mr. NILESHKUMAR KHATRI Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

Mr. PRAJYOT JAMBEKAR was appointed as an additional director of the Company w.e.f. 25.01.2014 and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to September 28, 2019. MR. ASHOK SHAH who was appointed directors of the Company whose period of office will be liable to retire by rotation and be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to September 28, 2019.

Mr. DHARMESH SHAH resigned from directorship of the company w.e.f. 25.01.2014. The Board considered and appreciated his work during the tenure of the office.

CHANGES IN CAPITAL STRUCTURE:**☆ Issued and Paid-up Share Capital**

The Company in its Board Meeting held on 13.01.2014 converted and allotted 9550000 convertibles fully paid warrant in to equal number of equity shares of Rs.10/- each per share on preferential basis to other then promoters. Accordingly, after said allotment, the issued and paid-up share Capital of the Company stood at Rs.32,05,00,000 comprising of 3,20,50,000 equity share of Rs.10/-(Rupees Ten Only) each.

AUDITORS AND AUDITORS' REPORT:

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

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

MANAGEMENT DISCUSSION AND ANALYSIS:

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

CORPORATE GOVERNANCE REPORT:

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

PARTICULARS OF EMPLOYEES:

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

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

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

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

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) Directors have prepared the accounts on a "going concern basis".

ACKNOWLEDGEMENT:

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

**For and on Behalf of the Board
For, EXDON TRADING COMPANY LIMITED**

**PLACE: MUMBAI
DATE: 27.08.2014**

**(NILESHKUMAR KHATRI)
CHAIRMAN**

Annexure to Director's Report**MANAGEMENT DISCUSSION ANALYSIS REPORT****Outlook:**

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

Internal Controls Systems and their adequacy:

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

Human Resources:

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

Cautionary Statement:

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

REPORT ON CORPORATE GOVERNANCE**1. THE CORPORATE GOVERNANCE PHILOSOPHY**

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

2. BOARD OF DIRECTORS

The Board of Directors is having non-executive and independent directors as on 31st March, 2014. The Board of Directors is consisting of Three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

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

During the financial year 2013-14 the Board met 8 (Eight) times on 14.05.2013, 25.05.2013, 01.08.2013, 30.08.2013, 11.11.2013, 13.01.2014, 25.01.2014 and 12.02.2014. The maximum gap between two meetings was not more than 4 months.

Attendance at the Board Meetings and general Meeting of each Director is as under:

Name of the Director	No. of Board Meetings		Last AGM attendance
	Held	Attended	
ASHOK SHAH	8	8	Yes
NILESHKUMAR KHATRI	8	8	Yes
*DHARMESH SHAH	8	--	No
#PRAJYOT JAMBEKAR	8	1	No

Appointed on 25.01.2014 * Resigned on 25.01.2014

3. AUDIT COMMITTEE

The Audit Committee of the Company presently comprises of three Directors being Mr. NILESHUMAR KHATRI, MR. ASHOK SHAH and MR. PRAJYOT JAMBEKAR.

Mr. PRAJYOT JAMBEKAR is Chairman of the Committee.

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

Role/ Functions of the Committee:

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

Powers of the Committee:

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

Attendance at the Audit Committee Meetings- 2014

During the year the Audit Committee met 4 times on 25.05.2013, 01.08.2013, 11.11.2013 and 12.02.2014 attendance of the members as under:

Name	No. of Meeting attended	
	Held	Attended
ASHOK SHAH	4	4
NILESHKUMAR KHATRI	4	4
*DHARMESH SHAH	4	--
#PRAJYOT JAMBEKAR	4	1

Appointed on 25.01.2014 * Resigned on 25.01.2014

4. REMUNERATION COMMITTEE

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

5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE

This committee presently consists of three directors namely, Mr. NILESHUMAR KHATRI, MR. ASHOK SHAH and MR. PRAJYOT JAMBEKAR.

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

Mr. NILESHUMAR KHATRI has been appointed as the Compliance Officer of the Company by the Board of Directors.

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

6. GENERAL BODY MEETINGS

Location and time for last 3 years Annual General Meetings:

Financial Year	Location	Date	Time A.M./ P.M.
31st 2012-2013	At Registered office of the company	30.09.2013	02.00 P.M.
30th 2011-2012	At Registered office of the company	31.08.2012	02.00 P.M.
29th 2010-11	At Registered office of the company	15.06.2011	11.30 A.M.

No Special Resolution was passed during the last three Annual General Meeting. No special resolution was required to be carried out through postal ballot during the last year. No resolution is proposed by postal ballot at the ensuing Annual general meeting.

Location and time where Extraordinary General Meetings were held for last three years:

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2012-13	101, Samedh Building, Adj. Associated Petrol Pump, Nr. Panchwati Circle, C. G. Road, Ahmedabad-380006.	06.02.2013	12.00 NOON	- Increased Authorized Capital - Alteration in MOA & AOA - Issue of Convertible Warrants on Preferential Basis
2011-12	--	--	--	--
2010-11	--	--	--	--

The above resolution which was put to vote by show of hands was passed unanimously.

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

8. DISCLOSURES

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

9. MEANS OF COMMUNICATION

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

10. GENERAL SHAREHOLDERS INFORMATION

Financial Year	1st April, to 31st March		
Date and time of Annual General Meeting	29th September, 2014 and 01:00 P.M.		
Venue of Annual General Meeting	20, Western Prabhadevi Building, Near Kismat Cinema, Prabhadevi, Mumbai-400004, Maharashtra, India.		
Dates of Book Closure	22.09.2014 to 29.09.2014		
Listing on Stock Exchange	BSE Limited, Mumbai		
Stock Code and Scrip ID	512017 (BSE) and EXDONTR (BSE)		
Demat ISIN No.	INE204I01013		
Financial for Reporting 2014-2015 (tentative schedule)			
Quarterly Financial Results	Date of Board Meeting	Quarterly Financial Results	Date of Board Meeting
First Quarter Results	Before 15.08.2014	Third Quarter Results	Before 15.02.2015
Second Quarter Results	Before 15.11.2014	Fourth Quarter Results	Before 15.05.2015

11. CATEGORIES OF SHAREOWNERS AS ON 31.03.2014

Category	No. of Shares Held	Voting Strength (%)
Promoters	466725	1.46
Resident Individuals		
-Share capital up to Rs. 1 lakh	785773	2.45
-Share capital in excess of Rs. 1 lakh	14298050	44.61
Bodies Corporate	15466512	48.26
Others(HUF)	1032940	3.22
Total	32050000	100.00

12. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2014

Shareholding of	Holders	% of Total	Total Shares	% of Total
0001- 5000	30	7.79	3489	0.01
5001- 10000	3	0.78	1871	0.01
10001- 20000	3	0.78	4565	0.01
20001- 30000	14	3.64	34750	0.11
30001- 40000	24	6.23	86000	0.27
40001- 50000	60	15.58	290050	0.90
40001- 100000	61	15.84	531780	1.66
100001 and above	190	49.35	31097495	97.03
Total	385	100.00	32050000	100.00

13. STOCK MARKET DATA

During the financial year, the no trades took place on stock exchange so the stock price data is not available.

Month	High Price	Low Price
May-13	1.81	1.69
Jun-13	2.18	1.84
Jul-13	2.60	2.22
Aug-13	3.75	2.65
Sep-13	4.35	3.82
Oct-13	6.34	4.43
Nov-13	9.29	6.46
Dec-13	12.41	9.47
Jan-14	13.94	12.65
Feb-14	14.35	14.21

14. REGISTRAR AND SHARE TRANSFER AGENT

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

15. SHARE TRANSFER SYSTEM:

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

16. DEMATERIALIZATION OF SHARES AND LIQUIDITY

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

17. ADDRESS FOR CORRESPONDENCE:

20, Western Prabhadevi Building, Near Kismat Cinema, Prabhadevi, Mumbai-400004.

Investors Correspondence/ Complaints to be address to:

Mr. NILESHKUMAR KHATRI Director and Compliance Officer

E-mail: exdontrading@yahoo.co.in

18. DECLARATION:

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

To
The Members of EXDON TRADING COMPANY LIMITED
Mumbai

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

The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2014 as envisaged in Clause 49 of the Listing agreement with Stock Exchanges.

For and on Behalf of the Board
For, EXDON TRADING COMPANY LIMITED

PLACE: MUMBAI
DATE: 27.08.2014

(NILESHKUMAR KHATRI)
CHAIRMAN

CERTIFICATION ON CORPORATE GOVERNANCE

To the members of EXDON TRADING COMPANY LIMITED:

We have examined the compliance of conditions of Corporate Governance by **EXDON TRADING COMPANY LIMITED** for the year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

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

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

PLACE: LUDHIANA
DATE: 27.08.2014

CA RAKESH PURI
PARTNER
M. No.: 92728

Independent AUDITORS' REPORT TO THE MEMBERS OF EXDON TRADING COMPANY LIMITED**Report on the Financial Statements**

We have audited the accompanying financial statements of **EXDON TRADING COMPANY LIMITED** (the Company), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these 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 Standards notified under the Companies Act, 1956 (the Act) read with the [General Circular 15/2013 dated 13th September, 2013](#) of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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

- i) in the case of the balance sheet, of the state of affairs of the Company as at 31 March 2014;
- ii) in the case of the statement of profit and loss, of the profit for the year ended on that date;
- iii) In the case of cash flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003, as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

- c. The Balance Sheet, Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the Balance Sheet & Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956; and
- e. On the basis of written representations received from the directors as on 31 March 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

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

PLACE: LUDHIANA
DATE: 21.05.2014

CA RAKESH PURI
PARTNER
M. No.: 092728

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of M/s EXDON TRADING COMPANY LIMITED on the accounts of the company for the year ended 31st March, 2014.

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

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

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

(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. (a) The inventories have been physically verified by the management at reasonable intervals during the year.

(b) The Procedures of physical verification followed by the Management as explained to us are, in our opinion, reasonable and adequate in relation to the size of the company and the nature of its business.

(c) As per information and explanation given to us, the discrepancies noticed on physical verification of inventories have been properly dealt with in the books of accounts.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

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

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

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

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

PLACE: LUDHIANA
DATE: 21.05.2014

CA RAKESH PURI
PARTNER
M. No.: 092728

BALANCE SHEET AS AT 31ST MARCH 2014		(Amount in Rupees)	
Particulars	Notes	March 31, 2014	March 31, 2013
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	320500000	225000000
(b) Reserves and Surplus	3	-1214934	-306992
(C) Money received against share warrants		0	23875000
<u>(2) Share Application money pending allotment</u>		0	0
<u>(3) Non-Current Liabilities</u>			
(a) Long-Term Borrowings		0	0
(b) Deferred Tax Liabilities (Net)		91007	91007
<u>(4) Current Liabilities</u>			
(a) Short-Term Borrowings		0	0
(b) Trade Payables	4	2038051	36309
(c) Other Current Liabilities	5	0	12220000
(d) Short-Term Provisions	6	23800	10000
Total Equity & Liabilities		321437924	260925324
II. ASSETS			
<u>(1) Non-Current Assets</u>			
(a) Fixed Assets	7		
(i) Gross Block		3011500	1022500
(ii) Depreciation		972523	939205
(iii) Net Block		2038977	83295
(b) Non-current investments	8	85610000	10010000
(c) Deferred tax assets (net)		0	0
(d) Long term loans and advances	9	34720750	30765000
(e) Other non-current assets	10	320965	677390
<u>(2) Current Assets</u>			
(a) Current investments	11	0	146669258
(b) Inventories	12	8495511	8495511
(c) Trade receivables	13	44931051	59757200
(d) Cash and cash equivalents	14	87286	4467669
(e) Short-term loans and advances	15	145233384	0
Total Assets		321437925	260925324
Notes to Accounts		1 to 29	
<i>Schedules referred to above and notes attached there to form an integral part of Balance Sheet</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
For Y. D. & Co.		FOR AND ON BEHALF OF THE BOARD	
CHARTERED ACCOUNTANTS			
Firm Reg. No. 018846 N			
(CA RAKESH PURI)		NILESHKUMAR KHATRI	ASHOK SHAH
PARTNER/ Membership No. 092728		(DIRECTOR)	(DIRECTOR)
Place: Ludhiana		Place: Mumbai	
Date: 21.05.2014		Date: 21.05.2014	

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2014				
(Amount in Rupees)				
Sr. No	Particulars	Notes	2013-14	2012-13
I	Revenue from operations	16	0	1710000
II	Other Income		0	0
III	III. Total Revenue (I + II)		0	1710000
IV	Expenses:			
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	0	527249
	Employee Benefit Expense	18	0	80000
	Financial Costs	19	521	2580
	Depreciation and Amortization Expense	20	389743	429478
	Other Expenses	21	503878	611805
	Total Expenses (IV)		894142	1651112
V	Profit before exceptional and extraordinary items and tax	(III - IV)	(894142)	58888
VI	Exceptional Items (Excess provision Added Back)		00	00
VII	Profit before extraordinary items and tax	(V - VI)	(894142)	58888
VIII	Extraordinary Items		00	00
IX	Profit before tax (VII - VIII)		(894142)	58888
X	Tax expense:		00	00
XI	Profit(Loss) from the period from continuing operations	(IX-X)	(894142)	58888
XII	Profit/(Loss) from discontinuing operations		00	00
XIII	Tax expense of earlier period		00	00
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	(894142)	58888
XV	Profit/(Loss) for the period (XI + XIV)		(894142)	58888
XVI	Earning per equity share:			
	(1) Basic		0.00	0.00
	(2) Diluted		0.00	0.00
Notes to Accounts 1 to 29				
<i>Schedules referred to above and notes attached there to form an integral part of Balance Sheet</i>				
<i>This is the Balance Sheet referred to in our Report of even date.</i>				
For Y. D. & Co. CHARTERED ACCOUNTANTS Firm Reg. No. 018846 N			FOR AND ON BEHALF OF THE BOARD	
(CA RAKESH PURI) PARTNER/ Membership No. 092728 Place: Ludhiana Date: 21.05.2014		NILESHKUMAR KHATRI (DIRECTOR) Place: Mumbai Date: 21.05.2014	ASHOK SHAH (DIRECTOR)	

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014		
(Amount in Rupees)		
	2013-14	2012-13
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax and Extra Ordinary Items	-894142	58888
Adjustments For Depreciation	33318	55530
Operating Profit before Working Capital Changes	-860824	114418
Adjustment For		
Inventories	0	527249
Other Current Assets	-145233384	55150
Trade Payables & Provisions	-10218258	11221183
Cash Generated From Operations	-155451642	11276333
Net cash from Operating Activities	-156312466	11390751
Tax paid	00	00
	-156312466	11390751
B CASH FLOWS FROM INVESTING ACTIVITIES :		
Purchases of Fixed Assets	-1989000	0
Purchases of Investment	71069258	-116418940
Dividend received	00	00
Net cash flow from Investing Activities	69080258	-116418940
C Cash Flow From Financing Activities		
Taken/Repayment of borrowings	00	00
Loans & Advances and Other Non Current Assets	-3599325	144654621
Proceeds From Issue of Shares	-23875000	23875000
Warrant converted to equity	00	00
Net Cash Received From Financing Activities	-27474325	168529621
Net Increase/(Decrease) in Cash & Cash Equivalent	-114706533	63501432
Opening cash & cash equivalent	4467669	196188
Closing cash & cash equivalent	87286	4467669
Note: Previous Year figures have been regrouped/ rearranged, wherever necessary.		
For Y. D. & Co. CHARTERED ACCOUNTANTS Firm Reg. No. 018846 N	FOR AND ON BEHALF OF THE BOARD	
(CA RAKESH PURI) PARTNER/ Membership No. 092728 Place: Ludhiana Date: 21.05.2014	NILESHKUMAR KHATRI (DIRECTOR) Place: Mumbai Date: 21.05.2014	ASHOK SHAH (DIRECTOR)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS**NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES:****a) General:**

- i) Accounting policies not specifically referred to otherwise are in consistence with earlier year and in consonance with generally accepted accounting principles.
- ii) Expenses and income considered payable and receivable respectively are accounted for on accrual basis.

b) Sales: Sales are accounted on mercantile basis, when the sale of goods is completed.

c) Valuation of Inventories: Inventories are valued at cost.

d) Fixed assets and depreciation:

a. Fixed assets are capitalized at cost inclusive of interest, freight, duties, taxes and all incidental expenses related thereto.

b. Depreciation on assets has been provided on Written Down Value Method at the rates prescribed by schedule XIV to the Companies Act 1956 depreciation in respect of additions to / and deletion from assets has been charged on pro-rata basis to the month of addition or deletion.

e) Investments: Investments are valued at cost.

f) Foreign currency Transactions: There is no foreign currency transaction.

g) Retirement Benefits: Provident fund and employees state insurance scheme contribution is not applicable to the company.

h) Taxes on Income:

Current Tax: Provision for Income-Tax is determined in accordance with the provisions of Income-tax Act 1961.

Deferred Tax Provision: Deferred tax is recognized, on timing difference, being the difference between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Note : 2 Share Capital

Sr. No	Particulars	Rs.	
		Current Year	Previous Year
1	AUTHORIZED CAPITAL 3,27,50,000 (2,27,50,000) Equity Shares of Rs. 10/- each	327500000	227500000
		327500000	227500000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL 7,35,000 Equity Shares of Rs.10/- each fully paid-up (out of the above 490000 E.S are issued as bonus Shares) 21765000 ES Converted from convertible Warrants 9550000 Preferential warrant converted to equity	7350000 217650000 95500000	7350000 217650000 0
	Total in	320500000	225000000

Note : 3 Reserve & Surplus

1	Surplus (Profit & Loss Account)	-1214934	-306992
	Balance brought forward from previous year	-306992	-365880
	Less: Prior Period Item TDS written Off	-13800	0
	Less: Tax on Regular Assessment Paid	00	00
	Add: Profit for the period	-894142	58888
	Total in	-1214934	-306992

Note : 4 Trades Payable

Sr. No	Particulars	Rs.	
		Current Year	Previous Year
1	Sundry Creditors for Materiel/Supplies	2000000	0
2	Sundry Creditors for Services:	38051	36309
	Total in	2038051	36309

Note : 5 Other Current Liabilities

1	Others	0	12220000
	Total in `	0	12220000

Note : 6 Short Term Provisions

1	Audit Fees Provisions	10000	10000
	Income Tax Provision	13800	0
	Total in	23800	10000

Note: 8 Non Current Investment

1	Investment in Equity Instrument (At Cost)		
	Quoted		
	1000000 Es of Rs 10 each of Xo infotech Ltd (A)	0	10000000
	2400000 E.S. of Sun & Shine Worldwide Trade Ltd	24000000	0
		24000000	10000000
	UNQUOTED (F.V. Rs.10/- each)		
	Auro Gold Jewellery	61600000	0
		61600000	0
2	Other		
	National Saving Certificate (C)	10000	10000
	Total in `	85610000	10010000

Note : 9 Long Term Loans and Advances

1	Other Loans & Advances	34720750	30765000
	The loans & advances are given to other corporates		
	Total in `	34720750	30765000

Note : 10 Other Non Current Assets

1	Long Term Trade Recievables		
	a) Secured, Considered Good :	00	00
	b) Unsecured, Considered Good :	00	00
	c) Doubtful	00	00
2	Others	320965	677390
	Total in	320965	677390

Note: 11 Current Investment

	Investment in mutual Fund	0	146669258
	National Saving Certificate (C)	0	0
	Total in	0	146669258

Note : 7 Fixed Asset**I. Fixed Asset `**

Sr. No	Particulars	Rate	Gross Block				Depreciation				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	31.03.2014	WDV as on 31.03.2013
I	<u>Tangible Assets</u>	40.00%										
	Computer		1022500	0	0	1022500	939205	33318	0	972523	49977	83295
	Car		0	1989000	0	1989000	0	0	0	1989000	0	
	SUB TOTAL (A)		1022500	1989000	0	3011500	939205	33318	0	972523	2038977	83295
	(Previous Year)		1022500	0	0	1022500	883675	55530	0	939205	83295	138825

Note : 12 Inventories

Sr. No	Particulars	Rs.	
		Current Year	Previous Year
1	Stock-in-Trade	8495511	8495511
	Total in	8495511	8495511

Note : 13 Trade Recievables

1	Others		
	a) Secured, Considered Good :	0	0
	b) Unsecured, Considered Good :	44931051	59757200
	c) Doubtful	0	0
	Total in `	44931051	59757200

Note : 14 Cash & Cash Equivalent

1	Cash-in-Hand		
	Cash Balance	27952	62603
	Sub Total (A)	27952	62603
	Bank Balance		
	Bank of India 2323	53690	4399423
	Hdfc 219	5644	5643
	Sub Total (B)	59334	4405066
	Total [A + B + C]	87286	4467669

Note :15 Short Terms Loans and Advances

1	Loans & Advances from related parties		
2	Loan To Corporates	145219584	0
	Advance Recoverable in cash or in kind or for value to be considered good	13800	
3	Prepaid Expenses	0	0
	Total in `	145233384	0

Note : 16 Revenue from Operations

1	Sales	0	1710000
	Total in	0	1710000

Note : 17 Change in Inventories

1	Opening Stock	8495511	9022760
	Closing Stock	8495511	8495511
	Total in	0	527249

Note : 18 Employment Benefit Expenses

1	Salaries, Bonus, PF & ESIC	0	80000
	Total in	0	80000

Note : 19 Financial Cost

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	Bank Charges	521	2580
	Total in `	521	2580

Note : 20 Depreciation & Amortized Cost

1	Depreciation	33318	55530
2	Preliminary Expenses W/O	356425	373948
	Total in `	389743	429478

Note : 21 Other Expenses

1	Audit Fees	10000	10000
2	Annual Custody Fees	114608	111330
3	Demat Charges	3066	17
4	Listing Fees	81461	185777
5	Misc. Exp	12500	0
6	Printing & Stationery	0	2200
7	Professional Fees	0	4000
8	RTA Expenses	0	26966
9	Filing Fees	1500	6000
10	Rent	212000	265000
11	Loss on sale of Investment	68743	515
	Total in `	503878	611805

Note: 22 Balances of Sundry Debtors, Creditors, Loans and Advances are subject to confirmation and reconciliation.

Note: 23 In the opinion of the Board of directors, the current assets, Loans & advances are approximately of the value stated if realized in the ordinary course of business. The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.

Note: 24 a)The computation of net profit for the purpose of calculation of director's remuneration u/s 349 of the companies Act 1956 is not enumerated since no commission has been paid to any director.

	2013-2014	2012-2013
b) Director's remuneration:	Nil	Nil

Note: 25 **Related Party Transaction:** No related party transaction were carried out during the year

Note: 26 Segment Information: There is no reportable segment as per the contention of the management.

Note: 27 Basic and Diluted Earning per share (EPS) computed in accordance with Accounting Standard (AS) .20 "Earning Per Share"

Particulars	31.03.2013	31.03.2012
	Rs.	Rs.
Numerator Profit / (Loss) after Tax	-894142	58888
Denominator Weighted average number of Equity shares	32050000	22500000
EPS (Basic & Diluted)	0.00	0.00

Note: 28	Payment to Auditor's	2013-14	2012-13
	For Audit	Rs. 10,000	Rs 10,000

Note: 29 previous years figures have been regrouped and recasted wherever necessary.

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

FOR AND ON BEHALF OF THE BOARD

(CA RAKESH PURI)
PARTNER/ Membership No. 092728
Place: Ludhiana
Date: 21.05.2014

NILESHKUMAR KHATRI
(DIRECTOR)
Place: Mumbai
Date: 21.05.2014

ASHOK SHAH
(DIRECTOR)

EXDON TRADING COMPANY LIMITED

20, WESTERN PRABHADEVI BUILDING, NR. KISMAT CINEMA, PRABHADEVI, MUMBAI-400 004

CIN: L51900MH1982PLC039616, E Mail: exdontrading@yahoo.co.in

ANNUAL GENERAL MEETING On 29.09.2014 at 1.00 P.M. at registered office of the company

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a registered shareholder / proxy for the registered shareholder of the Company. I/We hereby record my/our presence at the 32nd Annual General Meeting of the Company

*Signature of Member/s/ Proxy***NOTE:** A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

✂-----Cut Here-----

PROXY FORM

Form No MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the companies (Management and Administration) Rules, 2014)

CIN	L51900MH1982PLC039616
Name of Company	EXDON TRADING COMPANY LIMITED
Reg. Office Address	20, WESTERN PRABHADEVI BUILDING, NR. KISMAT CINEMA, PRABHADEVI, MUMBAI – 400 004
Name of the Member	
Registered Address	
E Mail Id	
Folio No./Client ID	

I/We, being the member (s) of EXDON TRADING COMPANY LIMITED hereby appoint

Name	
Address	
E mail Id	Signature

OR FAILING HIM

Name	
Address	
E mail Id	Signature

As my/ our Proxy to attend and vote for me/us on my/ our behalf at the Annual General Meeting of the Company to be held on 29.09.2014 at 1:00 p.m. at registered office of the company and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
01	Adaption of Financial Statement for the year ended 31.03.2014		
02	Re Appointment of Mr. Nilesh Khatri who retires by rotation		
03	Appointment of Auditor and Fix their remuneration		
04	Appointment of Mr. Ashok Shahas Independent Director		
05	Appointment of Mr. Prajyot Jambekar as an Independent Director		
06	Adoption of New Set of Articles of Association		

Signed on thisday of2014.

Signature of shareholder/ Signature of Proxy

Affix
Revenue
Stamp**NOTE:**

- The Proxy need NOT be a Member.
- The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

BOOK-POST

To,

If undelivered, please return to:

Reg. Office: 20, WESTERN PRABHADEVI BUILDING, NR. KISMAT CINEMA, PRABHADEVI, MUMBAI-400 004