

# MERCURY TRADE LINKS LIMITED

CIN : L26933MH1985PLC037213

Regd. Office : S-002B 2<sup>nd</sup> Floor, Vikas Centre,

S. V. Road, Santacruz West, Mumbai 400054

Phone : +91-22-66780132 ; Fax : 91-22-26614087

Website: [www.mercurytradelinks.com](http://www.mercurytradelinks.com); E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

REF: M/SD/16-17/051

10<sup>th</sup> October, 2016

To,  
**BOMBAY STOCK EXCHANGE LIMITED,**  
Corporate Relationship Department  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400001

Dear Sir/Madam,

Ref: Our Scrip Code 512415 BSE

Sub: Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Annual Report for the financial year 2015-16

Enclosed herewith the Annual Report for the financial year 2015-16 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members at their 31<sup>st</sup> Annual general Meeting held on 29<sup>th</sup> September, 2016.

The webcast of the 31<sup>st</sup> Annual General Meeting ('AGM') is available on the company's website i.e. [www.mercurytradelinks.com](http://www.mercurytradelinks.com)

This is for your information and records.

Thanking you,

Yours faithfully,

FOR MERCURY TRADE LINKS LIMITED



VRUNDA MAHESH BORKAR  
(CS & COMPLIANCE OFFICER)



**Shyam Malpani & Associates**

Chartered Accountants

*Annual Accounts*  
2015 -2016

*of*

*Mercury Trade Links Limited*

307, Chartered House, 7th/8th, Dr. C. B. Street, Near Marine Lines Church, Mumbai - 400 002, India.  
Tel. 91-22-4031 1901 • Fax. 91-22-4031 1191 • E-mail: malpani\_307@rediffmail.com • Website: www.ksmalpani.com

BELGAUM • BANGALORE • CHENNAI • COIMBATORE • DELHI • HYDRABAD • KOLKATA • MUMBAI • PUNE • RAIPUR

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Phone : 26613026/66780131-33 Fax : 26614087

Website: [www.mercurytradelinks.com](http://www.mercurytradelinks.com);

E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

## BOARD OF DIRECTORS:

Shri Pradeep Kumar Sarda  
Shri Gopal Ramkrishna Somani  
Shri Parag Sarda  
Shri Gaurishankar Radhakishan Damani  
Shri Krishna Kumar Moondra  
Shrimati Rita Somani

Chairman  
Non- Executive Director  
Non- Executive Director  
Independent Director  
Independent Director  
Non-Executive Woman Director

## KEY MANAGERIAL PERSONNEL:

Shri Angad Singh  
Miss Vrunda Borkar

Chief Financial Officer (CFO)  
CS & Compliance Officer

## REGISTERED OFFICE

S-002 B, 2<sup>nd</sup> Floor, Vikas Centre,  
S. V. Road, Santacruz (West),  
Mumbai – 400054  
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Website: [www.mercurytradelinks.com](http://www.mercurytradelinks.com)

## BANKERS

City Bank  
State Bank of India

## STATUTORY AUDITORS:

M/S. SHYAM MALPANI & ASSOCIATES  
307, Chartered House, 297/299,  
Dr. C. H. Street, Near Marine Lines Church,  
Mumbai 400002

## SECRETARIAL AUDITOR:

UPENDRA SHUKLA,  
504, Naavkar, Nanda Patkar Road,  
Vile parle East,  
Mumbai 400057

## REGISTRAR & SHARE TRANSFER AGENT

M/S. UNIVERSAL CAPITAL SECURITIES PRIVATE LIMITED  
21, Shakil Niwas, Opp. Satya Saibaba Temple,  
Mahakali Caves Road,  
Andheri (East), Mumbai 400093

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## NOTICE TO THE MEMBERS

NOTICE is hereby given that the 31st Annual General Meeting of the Members of MERCURY TRADE LINKS LIMITED will be held on Thursday the 29<sup>th</sup> September, 2016 at 2.30 P. M. at the Registered Office of the Company at S-002 B, 2<sup>nd</sup> Floor, Vikas Centre, S.V. Road, Santacruz (West), Mumbai 400054 to transact the following business:

### ORDINARY BUSINESS:


1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of Director's and the Auditors' thereon.
2. To appoint a Director in place of Mrs. Rita Somari (DIN: 07140006), who retires by rotation and being eligible, offers herself for re-appointment as a director.

### 3. Re-appointment of Auditors:

To consider and, if though fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and all other applicable provisions, if any of the Companies Act, 2013 and rules framed there under (including any statutory modification(s), or re-enactment thereof for the time being in force) and pursuant to the recommendations of the Audit Committee, M/S Shyam Malpani & Associates, Chartered Accountants, Mumbai (Firm Registration No.120438W) be and is hereby re-appointed as the Statutory Auditors of the Company for the financial year 2016-17 to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, on such terms and remuneration as may be fixed by the Board of Directors of the Company."

By Order of the Board of Directors



**PRADEEP KUMAR SARMA**  
CHAIRMAN  
(DIN 00021405)

Place : Mumbai

Date : 11<sup>th</sup> April, 2016

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## NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective, duly stamped, signed and completed and must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. Corporate members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from the 23<sup>rd</sup> day of September, 2016 to 29<sup>th</sup> day of September, 2016 (both days inclusive).
3. Members are requested to notify immediately any change in address to their respective Depository Participant (DPs) for the shares held in electronic form and if share are held in physical form, to the office of Universal Capital Securities Pvt. Ltd., Registrar and Share Transfer Agents of the Company situated at 21, Shakil Niwas, Mahakali Caves Road, Andheri (East), Mumbai - 400093.
4. Any query relating to Annual Accounts or otherwise must be sent to Registered Office of the Company at least 10 days before the Annual General Meeting.
5. There are no special businesses which are required to be transacted at the 31<sup>st</sup> Annual general meeting of the Company hence; it is not required to annex an explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Businesses.
6. Members holding shares in multiple folios in physical mode are requested to apply for consolidation of shares to the Company or its Registrar & Share Transfer Agent along with relevant Share Certificates.
7. All the documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days (excluding Saturday and Sunday), between 11.00 AM to 1.00 PM up to the 28th September, 2016.
8. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Registrar & Share Transfer Agent of the Company the prescribed Form (Form No. SH-13) of the Companies (Share Capital and Debentures) Rules, 2014. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participant.
9. Members are requested to notify immediately any change in their address to the Company at its Registered Office or its Registrar & Share Transfer Agent, i.e Universal Capital Securities Pvt Ltd in respect of their physical shares, if any, quoting their folio number.
10. Members are required to bring their Attendance slips to the AGM. Duplicate Attendance slips and /or copies of the Report and Accounts will not be provided at the AGM venue.
11. In terms of Section 152 of the Companies Act, 2013 Mrs. Rita Somani (DIN: 07140006), Director of the Company, retires by rotation at the Meeting and being eligible, offers herself for re-appointment. The Board of Directors of the Company recommends her re-appointment. The brief profile of Mrs. Rita Somani (DIN: 07140006), Director is given below and forms part of this Notice.

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12. The Notice of the AGM, Annual Report 2015-16 and attendance slip along with the ballot form and proxy form, is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company and/or Registrar & Share Transfer Agent, except those members who have requested for a physical copy. Physical copy of the notice of AGM, Annual Report 2015-16 and attendance slip are being sent to those members who have not registered their e-mail addresses with the Company and/or Registrar & Share Transfer Agent. Members who have received the notice of AGM, Annual Report and attendance slip in electronic mode are requested to print the Attendance Slip and submit a duly filled Attendance Slip at the registration counter to attend the AGM.
12. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in compliance with the provisions of Regulation 44 SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Secretarial Standard 2, Company is offering e-Voting facility to all the Shareholders of the Company in respect of items to be transacted at this Annual General Meeting. 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.
13. **Instructions and other information relating to e-voting are as under:**
  - (i) The voting period begins on **Monday, 26<sup>th</sup> September, 2016 (9.00 a.m. IST)** and ends on **Wednesday, 28<sup>th</sup> September, 2016 (5.00 p.m. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **22<sup>nd</sup> September, 2016** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on Shareholders.
  - (v) 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.
  - (vi) Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

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(vii) Now Enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.

(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>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 8 digits of the sequence number which is mentioned in address label as sr no affixed on Annual Report, in the PAN field.</li><li>In case the sequence 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 sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach 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.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

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- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer at e-mail ID [ucshukla@rediffmail.com](mailto:ucshukla@rediffmail.com) to verify the same.

Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the Meeting.

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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)



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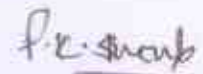
E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

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14. In case of members receiving the physical copy of the Notice of AGM:
- (i) Please follow all steps from sl. No. (i) to sl. No. (xix) above to cast vote.
15. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date (i.e. the record date), being 22<sup>nd</sup> September, 2016.
16. The Board of Directors has appointed Shri Upendra Shukla, Company Secretary, as a Scrutinizer to scrutinize the e-voting process (including voting through ballot form at the venue of AGM) in a fair and transparent manner.
17. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and will make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the meeting.
18. The Results on resolutions shall be declared at or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
19. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company ([www.mercurytradelinks.com](http://www.mercurytradelinks.com)) within two (2) days of passing of the resolutions and communication of the same shall be made to BSE Limited, where the shares of the Company are listed.
20. Redressal of complaints of Investor: The Company has designated an e-mail id: [share@sardagroup.com](mailto:share@sardagroup.com) to enable Investors to register their Complaints, if any,
21. Important Communication to Members:-

As per the provisions of the Companies Act, 2013 the service of notice/documents including Annual Report can be sent by e-mail to its members. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, Members who hold shares in physical form are requested to fill the E-Communication Mandate Form and hand over the same along with Attendance Slip at the Registration Counter of venue of Annual General Meeting for registration of Email address for receiving notice/documents including Annual Report.

By Order of the Board of Directors



PRADEEP KUMAR SARMA  
CHAIRMAN  
(DIN 00021405)

Place : Mumbai  
Date : 11<sup>th</sup> April, 2016

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## ANNEXURE TO NOTICE

Details of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting:

Name of Director	Mrs. Rita Somani (DIN : 07140006),
Age	52
Date of Appointment	29/09/2015
Expertise in specific functional areas	20 years experience in General Administration and HRD
Qualifications	B. A.
Nationality	Indian
List of Companies in which outside Directorship held	NIL
Chairman/Member of the Committees of the Board of the other Companies in which he is a Director	NIL

By Order of the Board of Directors

*P. K. Sarma*

PRADEEP KUMAR SARDA

CHAIRMAN

(DIN 00021405)

Place : Mumbai

Date : 11<sup>th</sup> April, 2016

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## DIRECTOR'S REPORT

To

The Members,

**MERCURY TRADE LINKS LIMITED**

Your Directors take pleasure in presenting the 31<sup>st</sup> Annual Report on the business & operation of your Company together with financial statement for the year ended 31<sup>st</sup> March, 2016.

## FINANCIAL SUMMARY OR HIGHLIGHTS / PERFORMANCE OF THE COMPANY

PARTICULARS	(Rs. In Lacs)	
	2015-2016	2014-2015
Gross Income	23.48	24.07
Less: Expenditure	23.21	23.29
Profit/(Loss) before Depreciation	0.27	0.78
Less: Depreciation	0.01	(0.06)
Net Profit /(Loss) before Tax and extra ordinary items	0.26	0.72
Less: Extra Ordinary Items	0.00	0.00
Net Profit / (Loss) before Tax	0.26	0.72
Less : Provision for Tax	0.00	(0.50)
Deferred Tax	0.00	0.00
Net Profit / (Loss) after Tax	0.26	0.22
Less : Income Tax Earlier years	0.00	0.00
Balance of Profit/(Loss)	0.26	0.22
Add : Profit Brought Forward	37.98	37.79
Balance of Profit carried to Balance Sheet	<b>38.68</b>	<b>37.98</b>

## OPERATIONS AND PERFORMANCE:

During the year Company has earned revenue of Rs. 23.48 Laacs (Previous year Rs. 24.07 Laacs) and earned a profit of Rs.0.26 Laacs (Previous year Profit Rs.0.22 Laacs).

## DIVIDEND

With a view to conserve the resources for business activities and working capital requirements, your Directors regret to recommend any dividend on Equity Shares for the year.

## EXTRACT OF ANNUAL RETURN

The details forming part of the Extract of the Annual Return in Form MGT-9 as required under Section 92 of the Companies Act, 2013 is included in this report as Annexure A and forms an integral part of this report.

## TRANSFER TO RESERVES:

The Company has not transferred any amount to reserves.

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## CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of business of the Company during the financial year 2015-16.

## MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAS OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

Due to volatility in the financial market and slow down in the world economy, the value of the stocks and investments of the company are likely to improve considering the facts that the Indian Economy is likely to achieve a GDP more than 7.5% as visualized by the Economist and other rating agencies. Therefore your directors visualize that the performance of the company in the first quarter may result in to improvement.

## DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

## ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

Your Company has in place, adequate internal financial controls with reference to financial statements, commensurate with the size, scale and complexity of its operations. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

## DEPOSITS:

As on 31<sup>st</sup> March, 2016, the Company held no deposits in any form from anyone. There were no deposits held by the company as on 31<sup>st</sup> March, 2016, which were overdue or unclaimed by the depositors.

## AUDITORS AND THEIR REPORTS:

### A. STATUTORY AUDITOR :

M/S. Shyam Malpani & Associates, Chartered Accountant (Firm Registration No.120438W), the statutory auditor of the company, hold office until the conclusion of the ensuing AGM. The Members of the Company at the 30<sup>th</sup> AGM held on 29<sup>th</sup> September, 2015 has approved the appointment of M/S. Shyam Malpani & Associates as the statutory auditor for the financial year 2015-16.

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As required under the provision of section 139(1) of the Companies Act, 2013, the Company has received a written consent from M/S. Shyam Malpani & Associates, Chartered Accountants for their appointment and a certificate, to the effect that their appointment, if made, would be in accordance with the Companies Act, 2013 and Rules framed thereunder and they satisfy the criteria provided in section 141 of the Companies Act, 2013. Accordingly, requisite resolution for appointing them as a statutory auditor of the Company for the financial year 2016-17 forms part of the notice convening the AGM.

The Report given by the Statutory Auditor for the Financial Statements for the year ended 31st March, 2016 read with Explanatory Notes thereon do not call for any explanation or comments from the Board under Section 134 of the Companies Act, 2013.

## **B. SECRETARIAL AUDITOR :**

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014, the Company has appointed Mr. Upendra Shukla, Practicing Company Secretary to undertake the Secretarial Audit of the Company for the financial year 2015-16 as required under provision of sub-section 1 of section 204 of the Companies Act, 2013, the Company has annexed with its Board's report, a Secretarial Audit Report given by the Secretarial Auditor.

In connection, with the auditor's observations in the report, clarification relating to non appointment of Key Managerial Personnel and non-Compliance of section 138 of the Companies Act, 2013 for appointment Internal Auditor for the F.Y. 2015-16 as required are explained in the board report.

The Board has re-appointed Mr. Upendra Shukla, Practicing Company Secretary as Secretarial auditor of the Company for the financial year 2016-17.

## **C. INTERNAL AUDITOR :**

During the financial year 2015-16, the Company has earned Income of Rs. 26,034/- through its operation. In view of insignificant scale of operations, the Company has not appointed Internal Auditors. However, the Company has adequate system of internal check and control.

## **D. COST AUDITOR :**

The requirement of Cost audit is not applicable to your Company because it is not engaged in production of goods or providing services in respect of which any order has been passed by the Central Government under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014.

# MERCURY TRADE LINKS LIMITED

CIN NO. L26933MH1985PLC037213

Registered Office : S-002 B, 2<sup>nd</sup> Floor, Vikas Centre, S. V. Road,  
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Phone : 26613026/66780131-33 Fax : 26614087

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## SHARE CAPITAL:

During the year under review, your Company has not issued any shares. Consequently, the authorized share capital of the Company is Rs.24,75,000/- comprising of 2,47,500 equity share of Rs.10/- each and the issued, subscribed and paid up Share Capital of the Company comprising of 2,47,500 equity share of Rs.10/- each fully paid up as at 31<sup>st</sup> March, 2016.

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

- i) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- ii) Issue of sweat equity shares.
- iii) Issue of employee stock options.
- iv) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees.

## FACILITY OF DEMATERIALIZATION:

Your Company has obtained the ISIN INE319T01016 from both the depositories' i.e CDSL and NSDL to facilities its promoters and shareholder to dematerialize their physical shares in to Demat Mode.

## BOARD & COMMITTEES:

### CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mrs. Rita Somani (DIN : 07140006), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment.

As per the requirement of Section 203 of the Companies Act, 2013 and on the recommendation of Nomination and Remuneration Committee, the board has appointed Miss Vrunda Mahesh Borkar (ACS 38608), as a Company Secretary with effect from 20th April, 2015 and Mr. Angad Singh, as a Chief Financial Officer with effect from 12th August, 2015 as a KMPs on its board of the Company.

Considering the size and operations of the Company, the Board of Directors were not able to get any suitable personal for the position of Managing Director or Chief Executive Officer, as a KMP on its board during the year as per the requirement of Section 203 of the Companies Act, 2013. The Board is making their constant efforts to get a suitable person for the above position.

The Board of Directors has regularized the appointment of additional directors in the 30<sup>th</sup> AGM. According, Mr. Krishna Kumar Moondra (DIN 07140048) has appointed as an Independent Director and Mrs. Rita Somani (DIN 07140006) as a Non-Executive Director with effect from 29<sup>th</sup> September, 2015.

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None of the Director resigned from the directorship of the Company during the year.

## DECLARATION BY AN INDEPENDENT DIRECTOR(S)

All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013.

## BOARD EVALUATION

The board has carried out an Annual performance evaluation of its own performance, of the Directors individually as well as evaluation of the working of its various Committees. The performance evaluation of Independent Director was carried out by the entire Board excluding the Director being evaluated. The performance evaluation of the Chairman and Non-Independent Director was carried out by the Independent Director at their separate meeting.

## NUMBER OF MEETINGS

During the year four meetings of the board of directors were held on the following date's i.e 30th May, 2015, 12<sup>th</sup> August, 2015, 07th November, 2015, 11th February, 2016.  
The 30th Annual General meeting (AGM) of the company was held on 29th September, 2015.

The details of the meetings of the Board held and attended during the Financial Year 2015-16 is as under:

Name of the Director	Number of Board Meetings held	Number of Board Meetings attended	Attended last AGM
Mr. Pradeep Kumar Sarda	4	3	Yes
Mr. Gopal Ramkrishna Somani	4	3	Yes
Mr. Parag Sarda	4	3	Yes
Mr. Gaurishankar Radhakishan Damani	4	4	Yes
Mr. Krishna Kumar Moondra	4	4	Yes
Mrs. Rita Somani	4	4	Yes

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## MEETING OF INDEPENDENT DIRECTOR

The Independent Directors of the Company conducted separate meeting without the presence of the Chairman & other Non Independent Directors or any other Managerial personnel.

This meeting was conducted in an informal and flexible manner to enable the Independent Directors to discuss matter pertaining to, inter alia, review of performance of Non- Independent Directors and Board as a whole, review the performance of the Chairman of the Company, assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably.

## AUDIT COMMITTEE

Section 177 of the Companies Act 2013 has mandated the constitution of Audit Committee for the listed company; hence your Company being the listed entity has formed the said committee.

The Audit Committee comprised of Mr. Gaurishankar Radhakishan Damani, Chairman and Non Executive Independent Director, Mr. Krishna Kumar Moondra Non Executive Independent Director, Mr. Pradeep Kumar Sarma, Director.

## MEETINGS AND ATTENDANCE:

The Audit committee met Four (4) times during the Financial Year 2015-16. The Committee met on 30<sup>th</sup> May, 2015, 12<sup>th</sup> August, 2015, 07<sup>th</sup> November, 2015 and 11<sup>th</sup> February, 2016. The Necessary quorum was present for all Meetings. The Chairman of the Audit Committee was present at the last Annual General Meeting of the company. The table below provided Attendance of the Audit Committee members.

SR NO.	NAME OF THE DIRECTOR	POSITION	CATEGORY	MEETINGS ATTENDED
1.	Mr. Gurishankar Radhakishan Damani	Chairman	Non-Executive Independent	4
2.	Mr. Krishna Kumar Moondra	Member	Non-Executive Independent	4
3.	Mr. Pradeep Kumar Sarma	Member	Non- Executive Director	4

Audit Committee of the Board of Directors is entrusted with the responsibility to supervise the Company's internal financial controls and financial reporting process. The Composition and quorum are in accordance with Section 177 of the Companies Act, 2013. All members of the Audit Committee possess financial/accounting expertise/exposure.



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**The terms of reference of the Audit Committee inter alia include the following:**

1. Providing recommendation for appointment, remuneration and terms of appointment of auditors of the company;
2. Reviewing & monitoring auditor's independence and performance, and effectiveness of audit process;
3. Examining financial statement and the auditors' report thereon;
4. Approving or any subsequent modification of transactions of the company with related parties, if any
5. Scrutinizing inter-corporate loans and investments;
6. Evaluating internal financial controls & risk management systems;
7. Monitoring the end use of funds raised through public offers and related matters;
8. Valuation of undertakings or assets of the company, wherever it is necessary;
9. Any other responsibilities as may be assigned by the Board from time to time."

## **Functions of the Audit Committee:**

The Audit Committee, while reviewing the Annual Financial Statement also review the applicability of various Accounting Standards (AS) referred to in Section 133 of the Companies Act, 2013. Compliance of the Accounting Standard as applicable to the Company has been ensured in the preparation of the Financial Statement for the year ended 31<sup>st</sup> March, 2016.

The Audit Committee also oversees and reviews the functioning of Vigil Mechanism (implemented in the Company as a Risk Management Policy and Whistle Blower Policy) and review the finding of investigation in the cases of material nature and the action taken in respect thereof.

## **NOMINATION AND REMUNERATION COMMITTEE**

Section 178 of the Companies Act 2013 has mandated the constitution of Nomination and Remuneration Committee for the listed company; hence your Company being the listed entity has formed the said committee.

The Committee comprised of Mr. Gaurishankar Radhakishan Damani, Chairman and Non Executive Independent Director, Mr. Krishna Kumar Moondra Non Executive Independent Director, Mr. Gopal Ramkrishna Somani, Non-Executive Director.

The Board of Directors has adopted policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointment of Board Members. The same can be accessed on the Company's Website at [www.mercurytradelinks.com](http://www.mercurytradelinks.com)

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## MEETING AND ATTENDANCE:

The Nomination and Remuneration Committee met two times during the Financial Year 2015-16. The Committee met on 15<sup>th</sup> April, 2015 and 24<sup>th</sup> July, 2015. The necessary quorum was present for all Meetings. The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the company. The table below provided Attendance of the NR Committee members.

SR NO.	NAME OF THE DIRECTOR	POSITION	CATEGORY	MEETINGS ATTENDED
1.	Mr. Gurishankar Radhakishan Damani	Chairman	Non-Executive Independent	2
2.	Mr. Krishna Kumar Moondra	Member	Non-Executive Independent	2
3.	Mr. Gopal Krishna Somani	Member	Non- Executive Director	2

## PERSONNEL

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Due to low turnover your Company was unable to appoint on its Board a Managing Director / Whole Time Director or Manager and considering the financial conditions of the Company your director does not give any remuneration to its directors except sitting fees for attending the meetings.

The details are as under:

Sr. No	Particulars of Remuneration	Name of the Directors				Total Amount
1	Independent Directors	Gaurishankar Damani	Krishna Kumar Moondra			
	(a) Fee for attending board committee meetings	3750	3750			7500
	(b) Commission	0	0			0
	(c) Others, please specify	0	0			0
	<b>Total (1)</b>	<b>3750</b>	<b>3750</b>			<b>7500</b>

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2	Other Non Executive Directors	Pradeep Kumar Sarda	Parag Sarda	Gopal Somani	Rita Somani	
	(a) Fee for attending board committee meetings	3000	3000	3000	3750	12750
	(b) Commission	0	0	0	0	0
	(c) Others please specify,	0	0	0	0	0
	<b>Total (2)</b>	3000	3000	3000	3750	12750
	<b>Total (B)=(1+2)</b>					
	<b>Total Managerial Remuneration</b>					<b>20250</b>

As such your Company is not making any payment towards managerial remuneration except sitting fees to its Directors, hence disclosures pertaining to Remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable and therefore not given.

## POLICIES AND GOVERNANCE

### CORPORATE GOVERNANCE

The reporting relating to Corporate Governance is not mandatory for your Company as per the circular no.: CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014 issued by the Securities and Exchange Board of India and circular no.: DCS/COMP/10/2014-15 September 16, 2014, issued by the BSE Limited and SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015. As the paid up Share Capital of the Company is less than 10 crores and its Net Worth does not exceed 25 crores as on 31st March, 2016. Hence, the corporate governance Report is not included in this Report.

### VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Vigil Mechanism of the Company is incorporated under Whistle Blower Policy. Protected Disclosures can be made by a Whistle Blower through an e-mail or to the Chairman of the Audit Committee. The Policy on Vigil Mechanism and Whistle Blower Policy can be accessed on the Company's Website at [www.mercurytradelinks.com](http://www.mercurytradelinks.com).

### RISK MANAGEMENT

The Company has laid down the procedures to inform to the Board about the risk about Risk assessment and minimization procedures and the Board has formulated Risk Management policy to ensure that the Board, its Audit Committee should collectively identify risk impacting the Company's business and document, their process of risk identification and risk minimization as a part of Risk Management Policy/Strategy. The Risk Management Policy of the Company is available on Company's website at [www.mercurytradelinks.com](http://www.mercurytradelinks.com).

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## CORPORATE SOCIAL RESPONSIBILITY (CSR):

Considering the lower turnover of the Company, provision of Section 135 of the Companies Act, 2013 is not applicable to your Company. Hence it is not required to formulate Corporate Social Responsibility policy during the year 2015-16.

## POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS / INFORMATION:

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015, every listed entity shall frame a policy for determination of materiality based on criteria specified in Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 duly approved by its board of directors. Accordingly your Company has adopted the same and made available on Company's website at [www.mercurytradelinks.com](http://www.mercurytradelinks.com).

## DOCUMENT RETENTION AND ARCHIVAL POLICY:

Pursuant to Regulation 9 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015, every listed entity shall have a policy for preservation of documents, duly approved by its board of directors. Accordingly your Company has adopted the same and made available on Company's website at [www.mercurytradelinks.com](http://www.mercurytradelinks.com).

## CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy has lays down the guidelines and procedures to be followed, and disclosures to be made while dealing with the shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of Insider Trading is available on our website [www.mercurytradelinks.com](http://www.mercurytradelinks.com)

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

As the Company is not engaged in any manufacturing activities and there was no technology absorption and no foreign exchange earnings or outgo, during the year under review. Hence, the information as required under Section 134(3)(m) of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014 is to be regarded as Nil.

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## RELATED PARTY TRANSACTIONS

During the Financial Year 2015-16, your Company has not entered into transactions with Related Parties as defined under sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions. Hence, there are no details of such transaction.

## SUBSIDIARY COMPANY:

As on March 31, 2016, the Company does not have any subsidiary.

## PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED

Loans, Guarantees and Investments covered under Companies Act, 2013 is not applicable for the financial year 2015-16.

## DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013

Your Company is committed to provide a safe & conducive work environment to its employees and has formulated 'Policy for Prevention of Sexual Harassment' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide the procedure for the redressal of complaints pertaining to sexual harassment, thereby providing a safe and healthy work environment. During the year under review, no case of sexual harassment was reported.

## DIRECTORS RESPONSIBILITY STATEMENT

As required under Section 134(3)(c) of the Companies Act, 2013 with respect to the Director's Responsibility Statement, it is hereby confirmed:

- i) That in preparation of Annual Accounts for the Year ended 31<sup>st</sup> March, 2016, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- ii) That the Directors 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 state of affairs of the Company at the end of the Financial Year and of the Profit & 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, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors have prepared the Annual Accounts on a going concern basis.
- v) The Directors had laid down Internal Financial Control to be followed by the Company and such internal financial controls are adequate and were operating effectively.
- vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

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## LISTING AGREEMENT:

The Securities and Exchange Board of India (SEBI), on September 2, 2015 issued SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 with the aim to consolidate and streamline the provision of the Listing Agreement for segment of capital market to ensure better enforceability. The said regulation was effective December 1, 2015. Accordingly, all listed entities were required to enter in to the Listing Agreement within six months from the effective date. The Company entered in to Listing Agreement with Bombay Stock Exchange Limited during February, 2016.


## ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation of the continued support and valuable co-operation received from the Company's Bankers, Institutions, Customers, Suppliers and Shareholders.

Your Directors also wish to place on record their appreciation of the devoted services of the company's employee, which have in great way contributed to the Company's progress.

By Order of the Board of Directors

Place : Mumbai  
Date : 11<sup>th</sup> April, 2016

  
PRADEEP KUMAR SARMA  
CHAIRMAN  
(DIN 00021405)

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## ANNEXURE "A"

### FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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

#### I. REGISTRATION & OTHER DETAILS :

i	CIN	L26933MH1985PLC037213
ii	Registration Date	20/08/1985
iii	Name of the Company	MERCURY TRADE LINKS LIMITED
iv	Category/Sub-category of the Company	Public Company / Limited by shares
v	Address of the Registered office & contact details	Address : S-002 B, 2ND FLOOR, VIKAS CENTRE, S. V. ROAD, SANTACRUZ (WEST), MUMBAI 400054, Maharashtra Contact No : 26613026/66780131-33 Fax : 26614087 Email : <a href="mailto:share@sardagroup.com">share@sardagroup.com</a>
vi	Whether listed company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name : UNVERSAL CAPITAL SECURITIES PRIVATE LIMITED Address : 21, SHAKIL NIWAS, OPP. SATYA SAIBABA TEMPLE, MAHAKALI CAVES ROAD, ANDHERI (EAST), MUMBAI 400093 Contact No: 91-22-28207203 Email : <a href="mailto:info@unisec.in">info@unisec.in</a> Fax : 91-(22)28207207

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## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Not Applicable	NIL	NIL

## III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Not Applicable	NIL	NIL	NIL	NIL



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## IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity) (a) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2014)				No. of Shares held at the end of the year (As on 31st March, 2015)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/HUF	0	175625	175625	70.96	0	175625	175625	70.96	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	10000	10000	4.04	0	10000	10000	4.04	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL:(A) (1)</b>	<b>0</b>	<b>185625</b>	<b>185625</b>	<b>75.00</b>	<b>0</b>	<b>185625</b>	<b>185625</b>	<b>75.00</b>	<b>0</b>
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>0</b>	<b>185625</b>	<b>185625</b>	<b>75.00</b>	<b>0</b>	<b>185625</b>	<b>185625</b>	<b>75.00</b>	<b>0</b>



# MERCURY TRADE LINKS LIMITED

CIN NO. L26933MH1985PLC037213

Registered Office : S-002 B, 2<sup>nd</sup> Floor, Vikas Centre, S. V. Road,  
Santa Cruz (West), Mumbai – 400 054

Phone : 26613026/66780131-33 Fax : 26614087

Website: [www.mercurytradelinks.com](http://www.mercurytradelinks.com);

E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

SUB TOTAL (B)(2):	0	61875	61875	25.00	0	61875	61875	25.00	0
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	61875	61875	25.00	25	61875	61875	25.00	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	247500	247500	100.00	0	247500	247500	100.00	0

## (b) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		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	
1	PRADEEP KUMAR SARDA	175625	70.96	0	175625	70.96	0	0
2	SUVIMAL PROPERTIES PVT LTD	10000	4.04	0	10000	4.04	0	0
	Total	185625	75.00	0	185625	75.00	0	0

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### (C) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	<b>PRADEEP KUMAR SARDA</b>				
	At the beginning of the year	175625	70.96	175625	70.96
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year	175625	70.96	175625	70.96
2	<b>SUVIMAL PROPERTIES PVT LTD</b>				
	At the beginning of the year	10000	4.04	10000	4.04
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year	10000	4.04	10000	4.04

### (d) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No		Shareholding at the end 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
	For Each of the Top 10 Shareholders				

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<b>1</b>	<b>PRADEEP JHAVAR</b>				
	At the beginning of the year	12000	4.85	12000	4.85
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	12000	4.85	12000	4.85
<b>2</b>	<b>GOPAL SOMANI</b>				
	At the beginning of the year	10000	4.04	10000	4.04
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	10000	4.04	10000	4.04
<b>3</b>	<b>ANAND PODDAR</b>				
	At the beginning of the year	10000	4.04	10000	4.04
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	10000	4.04	10000	4.04
<b>4</b>	<b>UTTAM JHAVAR</b>				
	At the beginning of the year	8900	3.60	8900	3.60
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	8900	3.60	8900	3.60

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5	<b>LALITA SOMANI</b>				
	At the beginning of the year	4475	1.81	4475	1.81
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	4475	1.81	4475	1.81
6	<b>ANAND KUMAR PODDAR</b>				
	At the beginning of the year	1200	0.48	1200	0.48
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	1200	0.48	1200	0.48
7	<b>ARUN KUMAR JAIN</b>				
	At the beginning of the year	500	0.20	500	0.20
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	500	0.20	500	0.20
8	<b>GANESH G CHHABRIA</b>				
	At the beginning of the year	400	0.16	400	0.16
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	400	0.16	400	0.16

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9	<b>SUMAT KUMAR SINGHANIA</b>				
	At the beginning of the year	400	0.16	400	0.16
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	400	0.16	400	0.16
10	<b>CHANDRA P VORA</b>				
	At the beginning of the year	200	0.08	200	0.08
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	200	0.08	200	0.08

(e) **Shareholding of Directors and Key Managerial Personnel:**

Sl. No		Shareholding at the end 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	<b>PRADEEP KUMAR SARDA</b>				
	At the beginning of the year	175625	70.96	175625	70.96
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year	175625	70.96	175625	70.96

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2	<b>GOPAL SOMANI</b>				
	At the beginning of the year	10000	4.04	10000	4.04
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year	10000	4.04	10000	4.04
3	<b>GAURISHANKAR DAMANI</b>				
	At the beginning of the year	400	0.16	400	0.16
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year	400	0.16	400	0.16
NOTE : Mr. Parag Sarada, Mr. Krishna Kumar Moondra and Mrs. Rita Somani did not held any shares of the Company during the financial year 2015-16.					

## V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
<b>Indebtness at the beginning of the financial year</b>					
i) Principal Amount	0	0	0	0	0
ii) Interest due but not paid	0	0	0	0	0
iii) Interest accrued but not due	0	0	0	0	0
<b>Total (i+ii+iii)</b>	0	0	0	0	0
<b>Change in Indebtedness during the financial year</b>					
Additions	0	0	0	0	0
Reduction	0	0	0	0	0
<b>Net Change</b>	0	0	0	0	0
<b>Indebtedness at the end of the financial year</b>					
i) Principal Amount	0	0	0	0	0
ii) Interest due but not paid	0	0	0	0	0
iii) Interest accrued but not due	0	0	0	0	0
<b>Total (i+ii+iii)</b>	0	0	0	0	0



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## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount
1	<b>Gross salary</b>					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.					
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock option					
3	Sweat Equity					
4	Commission as % of profit others (specify)					
5	Others, please specify					
	Total (A)					
	Ceiling as per the Act					

Note: Considering the size and operation of the Company, the Board of Directors was not able to get any suitable personal for the position of MD / WTD / Manager during the financial year 2015-16.

### B. Remuneration to other directors :

Sl.No	Particulars of Remuneration	Name of the Directors				Total Amount
1	<b>Independent Directors</b>	Gaurishankar Damani	Krishna Kumar Moondra			
	(a) Fee for attending board committee meetings	3750	3750			7500
	(b) Commission	0	0			0
	(c) Others, please specify	0	0			0
	<b>Total (1)</b>	3750	3750			7500
2	<b>Other Non Executive Directors</b>	Pradeep Kumar Sarda	Parag Sarda	Gopal Somani	Rita Somani	
	(a) Fee for attending board committee meetings	3000	3000	3000	3750	12750
	(b) Commission	0	0	0	0	0
	(c) Others, please specify.	0	0	0	0	0
	<b>Total (2)</b>	3000	3000	3000	3750	12750
	<b>Total (B)=(1+2)</b>					
	<b>Total Managerial Remuneration</b>					20250
	<b>Overall Ceiling as per the Act.</b>					-

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## C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD:

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	Company Secretary	CFO	Total	
1	Gross Salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0	23400	0	23400	23400
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0	0
2	Stock Option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
	as % of profit	0	0	0	0	0
	others, specify	0	0	0	0	0
5	Others, please specify	0	0	0	0	0
	Total		23400		23400	23400

Note: Considering the size and operation of the Company, the boards of Directors were not able to get any suitable personal for the position of CEO during the financial year 2015-16.

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## VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

By Order of the Board of Directors

Place : Mumbai  
Date : 11<sup>th</sup> April, 2016

*P.K. Sarma*  
PRADEEP KUMAR SARDA  
CHAIRMAN  
(DIN 00021405)

**UPENDRA SHUKLA**

B. Com., F. C. S.

Company Secretary

504, Navkar,  
Nandapatkar Road,  
Vile Parle East, Mumbai - 400 057  
Resi : 2611 8257  
Mob.: 98211 25848  
E-mail : ucshukla@rediffmail.com

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2016**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule no.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
Mercury Trade Links Limited,

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Mercury Trade Links Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Mercury Trade Links Limited for the financial year ended on 31<sup>st</sup> March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing - *not applicable since the Company does not have any FDI, ODI or ECB;*
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14<sup>th</sup> May, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effect from 15<sup>th</sup> May, 2015).

I report that during the year under review there was no action/event in pursuance of –

- a) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- b) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998; and
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d) The Securities and Exchange Board of India (Issue and Listing of Debts Securities) Regulations, 2008;
- e) The Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 and/or SEBI (Share Based Employee Benefits) Regulations, 2014.
- f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client.
- (vi) The Acts / Guidelines specifically applicable to the Company: The management has confirmed that there is no specific law as identified and applicable to the Company.

I have also examined compliance with the applicable clauses of the following:

- a) Secretarial Standards with regard to Meeting of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of the Company Secretaries of India (effective from 1<sup>st</sup> July, 2015); and
- b) Listing Agreement entered into by the Company with the Stock Exchange in India and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (w.e.f. 1<sup>st</sup> December, 2015).

I report that during the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards mentioned above subject to the following observations:

- *Company has not appointed Internal Auditor during the Financial year under review;*
- *Company has not appointed CEO/MD as required under section 203 of the Companies Act, 2013;*
- *There was a marginal delay of 1 day in submission of the Certificate under Clause 47-C of the Listing Agreement for the six months' period ended on 30/09/2015.*



I further report that—

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings; agenda and detailed proposal on agenda were sent in advance duly complying with the time limits specified and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- As per the minutes of the meeting duly recorded and signed by the chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I further report that based on the information provided by the Company, its officers and authorised representatives during the conduct of the audit, in my opinion adequate systems and processes and control mechanism exists commensurate with the size and operation of the Company to monitor and ensure compliance with applicable general laws, rules, regulations and guidelines.

I further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws has not been reviewed in this audit since the same has been subject to review by statutory financial audit and other designated professionals.

I further report that during the audit period, there was no other specific event/action in pursuance of the above referred laws, rules, regulations, guidelines, etc. referred to above, having major bearing on the Company's affairs.



  
(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654

Place: Mumbai  
Date: 11/04/2016

# MERCURY TRADE LINKS LIMITED

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REF: M/SD/16-17/024

09<sup>th</sup> June, 2016

To,  
The Secretary,  
BOMBAY STOCK EXCHANGE LIMITED  
Corporate Relationship Department  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Dear Sir,

Ref: Our Scrip Code 512415 BSE

SUB: DECLARATION WITH RESPECT TO CIRCULAR DCS/COMP/04/2016-17 DATED 01ST JUNE, 2016 AND CIR/CFD/CMD/56/2016 DATED 27TH MAY, 2016

We hereby give our declaration as per the requirement of the above circular that our Auditor has provided audit reports with unmodified opinion(s) for the period ended March 31, 2016.

Please note that we had already submitted our audited financial results with audit report for the year ended 31<sup>st</sup> March, 2016 to the Bombay Stock Exchange Limited dated 11<sup>th</sup> April, 2016.

Kindly consider this and acknowledge the same.

Thanking you,

Yours truly,

FOR MERCURY TRADE LINKS LIMITED

*G.R. Damani*



GAURISHANKAR DAMANI  
CHAIRMAN (AUDIT COMMITTEE)

## Independent Auditors' Report

To the Members  
Mercury Trade Links Limited

### I. Report on the Financial Statements

We have audited the attached financial statements of Mercury Trade Links Limited (hereinafter referred to as the Company), comprising of the Balance Sheet as at 31<sup>st</sup> March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year ended along with the Significant Accounting Policies and other explanatory information forming an integral part thereof.

### II. Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to 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 referred to in Section 133 of the Companies Act, 2013 (hereinafter referred to as the Act), read with Rule 7 of the Companies (Accounts) Rules, 2014 and in accordance with the accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, 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.

### III. Auditors' Responsibility

Our responsibility is to express an opinion on these 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 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 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, 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 reasonable basis for our audit opinion.

#### IV. 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, of the state of affairs of the Company as at 31<sup>st</sup> March 2016 and its Profit and its cash flows for the year ended on that date.

#### V. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we enclose in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable to the Company during the year under audit.
2. Further to our comments in the Annexure referred to in 1. above as per the requirements of Section 143(3) of the Act, we report as follows:
  - (a) We have sought and 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, the Statement of Profit and Loss and the Cash Flow Statement 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 and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the respective directors as on 31<sup>st</sup> March 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2016 from being appointed as a director in terms of sub-section (2) of Section 164 of the Act;



# Shyam Malpani & Associates

- (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 which would impact its financial position;
  - ii) The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



For Shyam Malpani & Associates  
Chartered Accountants  
Firm Registration No. 12M38 W

A handwritten signature in black ink, appearing to be "Shyam Malpani".

Shyam Malpani  
Proprietor

Membership No. F-34171

Mumbai, dated 11<sup>th</sup> April 2016

## Annexure to the Auditors' Report

*(Referred to in paragraph V(1) of our report of even date)*

- (i) As per the records verified by us, the Company has not availed any loan/facility from banks/financial institutions/Government and hence the question of default in repayment of the same does not arise. Further, no amounts were borrowed by the Company through Debentures.
- (ii) The Company has not raised any money during the year through initial / further public offer (including debt instruments). Also, the Company has not availed any term loans during the current or earlier years and hence the matter of application of the same doesn't arise.
- (iii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing 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 or its officers, noticed or reported during the year, nor have we been informed of such case by the management.
- (iv) As per the Company's records, no managerial remuneration has been paid/provided for during the year under review.
- (v) The Company is not a Nidhi company during the year under review and hence, the criteria as stipulated under Nidhi Rules 2014 is not applicable to the Company.
- (vi) As per the information and explanations given during the course of our verification, in our opinion, all transactions with the related parties made by the Company were in compliance with Sections 177 and 188 of the Act, to the extent applicable to the Company during the year. The relevant details in respect of the same have been appropriately disclosed as per the requirements of the Accounting Standard.
- (vii) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures and hence the requirements of Section 42 of the Act are not applicable.
- (viii) As per the information and explanations provided to us, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with the directors within the purview of Section 192 of the Act are not applicable.
- (ix) As per the information and explanations provided to us and based on the overall operations of the Company, during the year, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.



For Shyam Malpani & Associates  
Chartered Accountants  
Firm Registration No. 120438 W

  
Shyam Malpani  
Proprietor  
Membership No. F-34171

Mumbai, dated 11<sup>th</sup> April 2016

## Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Mercury Trade Links Limited ("the Company") as of 31<sup>st</sup> March, 2016 in conjunction with our audit of the financial statements of the Company comprising of the Balance Sheet as at March 31st, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the period then ended.

### Management's Responsibility for Internal Financial Controls :

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility :

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting and the Standards on Auditing, issued by the ICAI deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. These standards and the Guidance Note that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



## Meaning of Internal Financial Controls over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls over Financial Reporting:

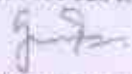
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion:

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



For Shyam Malpani & Associates  
Chartered Accountants  
Firm Registration No. 120438 W

  
Shyam Malpani  
Proprietor

Membership No. F-34171

Mumbai, dated 11<sup>th</sup> April 2016

# MERCURY TRADE LINKS LIMITED

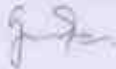
## Balance Sheet as at 31st March, 2016

Particulars	Notes	As at 31st March 2016 Amount (Rs)	As at 31st March 2015 Amount (Rs)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's Funds</b>			
Share Capital			
Reserves and Surplus	2	2,475,000	2,475,000
	3	3,868,265	3,797,794
<b>Current Liabilities</b>			
Trade Payables			
Other Current Liabilities	4	40,196	66,914
	5	36,002	36,728
<b>Total</b>		6,419,463	6,376,436
<b>Assets</b>			
<b>Non-current assets</b>			
<b>Fixed Assets</b>			
Non-current Investments	6	51	554
Long term Loans and Advances	7	216,143	216,143
	8	-	500
<b>Current assets</b>			
Current Investments			
Inventories	9	-	2,988,506
Cash & Bank Balances	10	2,843,701	2,741,091
Short-term loans and advances	11	2,985,246	349,644
	12	374,322	79,998
<b>Total</b>		6,419,463	6,376,436

Notes form an integral part of the Financial Statements

As per our report of even date attached,

**For Shyam Malpani & Associates**  
Chartered Accountants.



Shyam Malpani  
Proprietor



**For MERCURY TRADE LINKS LIMITED**

  
Pradeep Kumar Sarda  
Chairman  
(00021405)

  
Gopal Somani  
Director  
(00009523)

  
Vrunda Borkar  
CS (A38608)

  
Angad Singh  
CFO

Place : Mumbai  
Date : 11th April 2016

## MERCURY TRADE LINKS LIMITED

### Statement of Profit and Loss for the Year ended 31st March, 2016

Particulars	Notes	For the year ended 31.03.2016 Amount (Rs)	For the year ended 31.03.2015 Amount (Rs)
Revenue from operations		1,860,705	2,198,809
Other Income		487,515	208,453
<b>Total Revenue</b>	13	<b>2,348,220</b>	<b>2,407,262</b>
<b>Expenses:</b>			
Purchase of Stock-in-Trade		1,533,097	2,158,819
Changes in inventories		(102,610)	(477,483)
Depreciation and amortization expense	14	503	5,935
Net Loss on sale of investment		-	147,654
PMS Fees		126,187	103,236
Stock Exchange Listing Fees		224,720	112,360
Employee Benefits Expenses		275,843	67,290
Other expenses		264,446	217,237
<b>Total Expenses</b>	15	<b>2,322,185</b>	<b>2,325,047</b>
Profit before exceptional and extraordinary items and tax		26,034	72,215
Exceptional & Extraordinary Items		-	-
Profit before tax		26,034	72,215
Tax expense:			
Current tax		-	50,000
Deferred tax		-	-
Profit for the year		<b>26,034</b>	<b>22,215</b>
Earning per equity share:			
Basic & Diluted	16	0.11	0.09

Notes form an integral part of the Financial Statements

As per our report of even date attached.

For Shyam Malpani & Associates  
Chartered Accountants.

*[Signature]*

Shyam Malpani  
Proprietor



For MERCURY TRADE LINKS LIMITED

*[Signature]*  
Pradeep Kumar Sarda  
Chairman  
(00021405)

*[Signature]*  
Gopal Somani  
Director  
(00009523)

*[Signature]*  
Vrunda Borkar  
CS (A38608)

*[Signature]*  
Angad Singh  
CFO

Place : Mumbai  
Date : 11th April 2016


# MERCURY TRADE LINKS LTD.

## Cash Flow Statement for the Year ended 31st March, 2016

	Amount (Rs.)	For the year ended 31.03.2016 Amount (Rs.)	Amount (Rs.)	For the year ended 31.03.2015 Amount (Rs.)
<b>Profit as per Statement of Profit &amp; Loss before Provision for Taxation</b>		26,034		77,215
Add: a) Depreciation	503		5,935	
b) Profit on Sale of Investments	(399,814)		147,654	
c) Dividend Received	(61,683)		(50,711)	
d) Interest Received	(26,018)		(149,742)	
<b>Cash Flow from Operating Activities</b>	(487,012)		(54,864)	
Add: a) Increase in Trade Payables	(26,717)		(44,899)	
b) Increase in Other Current Liabilities	(726)		12,331	
c) Increase in Inventories	(102,610)		(477,483)	
d) Decrease in Trade Receivables	(257,766)		(13,084)	
e) Increase in Advances	(3,878)		42,853	
Less: Income Tax Paid	(379,941)	(866,953)	(560,260)	(820,652)
<b>Cash Flow from Investment Activities</b>		(840,919)		(948,437)
Add: a) Dividend Received	61,683		58,711	
b) Interest Received	26,018		149,742	
c) Sale Proceeds of Investments	2,988,506		200,000	
d) Increase in Fixed Deposits	(24,215)		(23,006)	
e) Loans and Advances	500		3,285,137	
f) Profit on sale of Investments	399,814		(147,654)	
Less: a) Purchase of Investments	-		(2,988,506)	
		3,452,306		534,424
<b>Net Increase/(Decrease) in Cash Flow</b>		2,611,387		(14,023)
Change in Cash and Cash equivalents				
Opening Balance of Cash & Cash Equivalents	51,465		65,478	
Closing Balance of Cash & Cash Equivalents	2,662,852	2,611,387	51,465	(14,023)

As per our report of even date attached.

For Shyam Malpani & Associates  
Chartered Accountants.

  
Shyam Malpani  
Proprietor



For MERCURY TRADE LINKS LIMITED

  
Pradeep Kumar 53753  
Chairman  
(00021405)

  
Gopal Somani  
Director  
(00009523)

  
Vrunda Borkar  
CS (A38608)

  
Angad Singh  
CFO

Place: Mumbai  
Date: 11th April 2016



## Mercury Trade Links Limited

### Significant Accounting Policies and Notes on Accounts: 31.03.2016

#### Note 1: Significant Accounting Policies

##### 1.1. Basis of Accounting

The Financial Statements have been prepared on accrual basis, except wherever otherwise stated, under the historical cost convention, in accordance with the accounting principles generally accepted in India and comply with the Accounting Standards as referred to in the Companies (Accounts) Rules 2014 issued by the Central Government in exercise of power conferred under Section 135 and the relevant provisions of the Companies Act, 2013. Dividend on Investments in Mutual Funds is consistently accounted for on receipt basis.

##### 1.2. Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

##### 1.3. Depreciation

Depreciation is provided on the fixed assets as per the Written down Value method and in the manner prescribed in Schedule II to the Companies Act, 2013.

##### 1.4. Investments

Investments are valued at cost. All investments are of long term nature. Diminution other than temporary in the book value of Investment is charged to revenue.

##### 1.5. Inventories

Shares and Mutual Fund Unquoted held as inventories are valued at cost or market price (NAV) whichever is lower.

##### 1.6. Accounting for Taxes on Income

Provision for current income tax is made on the basis of the assessable income under the Income-tax Act, 1961. Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income-tax Act, 1961.

Deferred tax is recognized on timing differences; being the differences between the taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognized 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 realized. The tax effect is calculated on the accumulated timing difference at the year end based on the tax rates and laws enacted or substantially enacted as on the Balance Sheet date.



1.7 Impairment of Assets

The Company identifies assets to be impaired based on cash generating unit concept at the yearend in terms of paragraphs 5 to 13 of the Accounting Standard 29 issued by the Institute of Chartered Accountants of India for the purpose of arriving at Impairment loss there on, if any, being the difference between the book value and recoverable value of relevant assets. Impairment loss when crystallizes is charged against the revenue of the year.

1.8 Revenue recognition:

The Company follows the Mercantile System of Accounting and recognizes income and expenditure on accrual basis except taxes due on assessment.

1.9 Contingent Liabilities and Provisions

Disputed liabilities and claims against the Company including claims raised by the revenue authorities pending in appeal for which no reliable estimate can be made of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes on accounts.

However, present obligation as a result of past event with possibility of outflow of resources, when reliably estimated, is recognized in accounts, wherever applicable.



## MERCURY TRADE LINKS LIMITED

Notes Forming Part of the Financial Statements as at 31st March, 2016

### Note : 2 Share Capital

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
<b>Authorized Capital</b> 2,47,500 of Equity Shares of Rs.10/- each.	2,475,000	2,475,000
	<b>2,475,000</b>	<b>2,475,000</b>
<b>Issued, Subscribed &amp; Paid Up Capital</b> 2,47,500 of Equity Shares of Rs.10/- each, Fully Paid up	2,475,000	2,475,000
<b>Total</b>	<b>2,475,000</b>	<b>2,475,000</b>

The company has one class of equity shares having a par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share.

### Reconciliation of Nos. Of Shares

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Number of Equity Shares at the beginning	247,500	247,500
Add: Number of Shares Issued	-	-
Number of Equity Shares at the end	<b>247,500</b>	<b>247,500</b>

### Details of shareholders holding more than 5% of Shares

Name	Class of Share	No. of Share Holding as on 31.03.2016	% of Holding	No. of Share Holding as on 31.03.2015
Pradheep Kumar Sardas	Equity	175,625	70.96	175,625

### Note : 3 Reserve & Surplus

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Surplus balance as per Statement of Profit & Loss		
Balance Brought Forward from earlier year		3,779,065
Add: Surplus for the year	3,797,794	22,215
Less: Asset Written Off (Mobile)	26,034	(3,506)
Add: Excess Provision of Income Tax reverse	44,436	-
<b>Total</b>	<b>3,868,265</b>	<b>3,797,794</b>

### Note : 4 Trade Payables

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Trade Payables	40,196	66,914
<b>Total</b>	<b>40,196</b>	<b>66,914</b>

The balances of Trade Payables, as appearing in the accounts are subject to the confirmation from the respective parties and consequential reconciliation, if any. However the Company anticipates no significant variations from its book values as on the Balance Sheet date.

### Note : 5 Other Current Liabilities

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Statutory Dues	13,531	25,454
Outstanding expenses	22,471	11,274
<b>Total</b>	<b>36,002</b>	<b>36,728</b>



**MERCURY TRADE LINKS LTD.**

Notes Forming Part of the Financial Statements as at 31st March, 2016

**Note : 6 Fixed Assets**

Sr. No	Particulars	Rate	Gross Block		Depreciation			Net Block		
			As at 01-Apr-2015	Addition /Deductions during the year	As at 31-03-2016	As at 01-Apr-2015	Provided during the year	Deduction during the year	WDV as on 31.03.2016	WDV as on 31.03.2015
1	Tangible Assets Office Equipments		17,692	-	17,692	17,138	503	-	17,641	554
2	Mobile Phone	13,91	13,800	-	13,800	13,800	-	-	13,800	-
	<b>Total (Current Year)</b>		<b>31,492</b>	<b>-</b>	<b>31,492</b>	<b>30,939</b>	<b>503</b>	<b>-</b>	<b>31,442</b>	<b>554</b>
	<b>(Previous Year)</b>		<b>31,492</b>	<b>-</b>	<b>31,492</b>	<b>21,498</b>	<b>9,441</b>	<b>-</b>	<b>30,939</b>	<b>-</b>



## MERCURY TRADE LINKS LIMITED

Notes Forming Part of the Financial Statements as at 31st March, 2016

### Note : 7 Non Current Investment

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Investment in Equity Instrument (Long term, Non trade, at cost) (Market Value- Rs1,71,176 Previous Year- Rs.2,79,947)	216,143	216,143
<b>Total</b>	<b>216,143</b>	<b>216,143</b>

No adjustment is considered necessary in respect of erosion in the book value of investments as the said investments are of long term nature.

### Note : 8 Long Term Loans and Advances

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
(Unsecured, Considered Good) Deposits	-	500
<b>Total</b>	<b>-</b>	<b>500</b>

The balances of Loans and Advances, as appearing in the accounts are subject to the confirmation from the respective parties and consequential reconciliation, if any. However the Company anticipates no significant variations from its book values as on the Balance Sheet date.

### Note : 9 Current Investments

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Investment in Mutual Fund	-	2,988,506
<b>Total</b>	<b>-</b>	<b>2,988,506</b>

### Note : 10 Inventories

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
Stock-in-Trade	2,843,701	2,741,091
<b>Total</b>	<b>2,843,701</b>	<b>2,741,091</b>

The income from trading in shares of year has been shown as business profit/losses considering shares as stock in trade. Closing stock of Shares have been valued at Cost or market price whichever is low

### Note : 11 Cash & Bank Balances

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
<b>Cash &amp; Cash Equivalents</b>		
Cash-in-Hand	8,055	12,701
Balance With Banks in Current Account	2,654,798	38,765
	2,662,852	51,465
<b>Other Bank Balances</b>		
Bank deposits with less than 12 months Maturity	322,394	298,179
<b>Total</b>	<b>2,985,246</b>	<b>349,644</b>

### Note : 12 Short Terms Loans and Advances

Particulars	As at 31.03.2016 Amount (Rs)	As at 31.03.2015 Amount (Rs)
(Unsecured, Considered Good)		
<b>Loans &amp; Advances from non-related parties</b>		
Interest Receivable on Fixed Deposit	10,473	10,602
Refund Receivable	4,501	9,097
TDS Receivable	10,000	10,000
Prepaid Expenses	12,000	-
Other Advances Recoverable	250,491	-
<b>Others</b>		
Advance Payment of Taxes (Net of Provision)	86,857	50,299
<b>Total</b>	<b>374,322</b>	<b>79,998</b>

The balances of Loans and Advances, as appearing in the accounts are subject to the confirmation from the respective parties and consequential reconciliation, if any. However the Company anticipates no significant variations from its book values as on the Balance Sheet date.



## MERCURY TRADE LINKS LIMITED

Notes Forming Part of the Financial Statements for the year ended 31.03.2016

**Note : 13 Other Income**

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Interest Income	26,019	149,742
Dividend Income	61,683	58,711
Net gain on sale of investments	300,814	-
<b>Total</b>	<b>487,515</b>	<b>208,453</b>

**Note : 14 Change in Inventories**

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
<b>Opening Stock :</b>		
Equity shares	2,439,033	2,099,563
Mutual Funds	302,058	204,044
	<u>2,741,091</u>	<u>2,303,607</u>
<b>Closing Stock :</b>		
Equity shares	2,840,533	2,439,033
Mutual Funds	3,168	302,058
	<u>2,843,701</u>	<u>2,741,091</u>
<b>Total</b>	<b>(102,610)</b>	<b>(477,483)</b>

**Note : 15 Other Expenses**

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Audit Fees	1,435	3,902
Advertisement Expenses	40,328	37,287
Legal & Professional Charges	92,230	23,319
Board Sitting Fees	20,250	18,540
Share Transfer expenses	13,887	19,035
Website Maintenance Charges	2,783	12,000
Miscellaneous Expenses	75,033	30,075
Office and Maintenance Expenses	7,500	73,090
<b>Total</b>	<b>264,446</b>	<b>217,237</b>



Notes Forming Part of the Financial Statements for the year ended 31.03.2016 (contd....)

**Note 16: Computation of Earnings per Share (Basic and Diluted)**

Particulars	Current Year	Previous Year
Amounts used as numerator in calculating EPS (Rs.)	26,034	22,215
No. of Equity shares used as Denominator	247,500	247,500
Nominal value per Equity Share (Rs.)	10	10
Earnings/(Loss) per share (Basic and Diluted)	0.11	0.09

**Note 17: Contingent Liability**

Contingent liabilities as may arise on account of non/delayed compliance of certain fiscal statutes - Amount unascertainable (Previous year - Amount unascertainable)

**Note 18: Segment Accounting**

Since the Company has only one business segment, segment information as per Accounting Standard 17 is not required to be disclosed during the year (Previous Year - Not Applicable).

**Note 19: Related party Transactions**

(A) Names of the related parties and nature of relationship which exists:

(i) Subsidiaries: None.

(ii) Associates: None.

(iii) Key Managerial personnel and their relatives

(a)	Shri Pradeep Kumar Sarda	Chairman
(b)	Shri Gopal Somani	Director
(c)	Shri Parag Sarda (Son of Shri Pradeep Kumar Sarda)	Director
(d)	Rita Somani	Director
(e)	Shri Angad Singh	Chief Financial Officer
(f)	Miss Vrunda Borkar	Company Secretary

(B) Transactions with Related Parties during the year and their year end balances are as follows :-

Nature of Transactions	Subsidiaries/ Beneficiary	Associates	Key Managerial Personnel / Relative	Total
<b>Balance at the close of the year (Payable)</b>	-	-	-	-

Note : Related party relationships are identified by the Company and relied upon by the auditors.

Note 20: Taxation

(a) No provision towards current taxation has been made, in view of non-availability of taxable income in the current year, as per the law prevailing under the Income Tax Act, 1961.

(b) Deferred Tax Assets/Liabilities have been provided for in the accounts during the year, since there are no timing differences either during the year or as at the end of the year (Previous Year - Nil).

Note 21: Micro, Small and Medium Enterprises Development Act, 2006:


There were no dues to Micro, Small and Medium Enterprises in the Current as well in the Previous Financial Year, on the basis of information provided by the Company and relied upon by the Auditors.


Note 22: Retirement Benefits:

No provision is considered necessary in the accounts towards Gratuity and Leave encashment since there are no eligible employees with the Company.

Note 23: The previous year's figures have been reworked/regrouped/rearranged/reclassified wherever considered necessary.

For Mercury Trade Links Limited

  
Pradeep Kumar Sarda  
Director  
(DIN 00021405)

  
Gopal Somani  
Director  
(DIN 00009523)

  
Vrunda Borkar  
CS (A38608)

  
Angad Singh  
CFO

Place: Mumbai  
Date : 11<sup>th</sup> April, 2016





# MERCURY TRADE LINKS LIMITED

CIN NO. L26933MH1985PLC037213

Registered Office : S-002 B, 2<sup>nd</sup> Floor, Vikas Centre, S. V. Road,  
Santacruz (West), Mumbai – 400 054

Phone : 26613026/66780131-33 Fax : 26614087

Website: [www.mercurytradelinks.com](http://www.mercurytradelinks.com);

E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

## BALLOT PAPER

### ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1.	Name(s) & Registered Address of the sole / first named Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No. [Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual general Meeting dated September 29, 2015, by conveying my/ our assent or dissent to the resolutions by placing tick ( v ) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of Annual Accounts and Reports thereon for the financial year ended March 31, 2016.		
2.	Appointment of Director in place of Mrs. Rita Somani (DIN: 07140006), Director retiring by rotation and eligible herself for re-appointment.		
3.	Appointment of M/s. Shyam Malpani & Associates as Statutory Auditors of the Company and to fix their remuneration.		

Place:

Date:

\_\_\_\_\_  
Signature of the Member

Or

\_\_\_\_\_  
Authorized Representative

#### Notes:

- If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- Last date for receipt of Assent/ Dissent Form: **September 28, 2016 (5.00 pm IST)**
- Please read the instructions printed overleaf carefully before exercising your vote.

## General Instructions

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent/dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be treated as valid.
2. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

## Instructions for voting physically on Assent / Dissent Form

1. A member desiring to exercise vote by Assent/ Dissent should complete this (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 p.m. on Wednesday, September 28, 2016. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (v) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

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E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

## PROXY FORM

Folio No.	DP ID:	Client ID:
No. of Shares		

I/We \_\_\_\_\_

of \_\_\_\_\_

being a member/members of hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or  
failing him \_\_\_\_\_ of \_\_\_\_\_ as my/our Proxy to vote for  
me/us and on my/our behalf at the 31<sup>st</sup> Annual General Meeting of the Company to be held on Thursday the 29<sup>th</sup>  
September, 2016 at 2.30 p.m. and any adjournment thereof.

Resolution No.	Resolution	For	Against
1	Adoption of the Audited Financial Statements for the Year ended 31 <sup>st</sup> March, 2016 together with the reports of the Board of Directors and Auditors.		
2	Re-appointment of Mrs. Rita Somani (DIN: 07140006) who retires by rotation and being eligible, offers herself for re-appointment.		
3	Appointment of Statutory Auditors M/s. Shyam Malpani & Associates.		

Please Affix  
1 Revenue  
Stamps

\_\_\_\_\_  
Signature of the Shareholder (s)

\_\_\_\_\_  
Signature of the Proxy holder(s)

.....  
NOTE: The Proxy Form must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid Meeting.

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E-mail: [share@sardagroup.com](mailto:share@sardagroup.com)

## Attendance Slip

Registered Folio / DP ID & Client ID	
Name	
Address of Shareholder	

I/We hereby record my/our presence at the 31<sup>st</sup> Annual General Meeting of the Company at its Registered Office at S-002 B, 2nd Floor, Vikas Centre, S. V. Road, Santacruz (West), Mumbai 400054 on Thursday the 29th day of September, 2016 at 2.30 P. M.

Signature of Shareholder / Proxy Present.....

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy please bring copy of notice and annual report for reference at the meeting.

# MERCURY TRADE LINKS LIMITED

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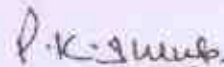
## ADDENDUM TO THE NOTICE OF 31ST ANNUAL GENERAL MEETING

Mercury Trade Links Limited ("the Company") had approved a Notice dated 11<sup>th</sup> April, 2016 ("AGM Notice") for convening of the 31<sup>st</sup> Annual General Meeting ("AGM") of the Members of the Company scheduled to be held on 29<sup>th</sup> September, 2016 in which the Company has approved the re-appointment of Shyam Malpani & Associates, Chartered Accountants, Mumbai (Firm Registration No.120438W) by passing the ordinary resolution as the Statutory Auditors of the Company for the financial year 2016-17 to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, on such terms and remuneration as may be fixed by the Board of Directors subject to approval from the members of the company at the Annual General Meeting.

On 05<sup>th</sup> August, 2016, the Company has received the letter from Shyam Malpani & Associates, Chartered Accountants, Mumbai stating that they have changed the name of their firm from Shyam Malpani & Associates to S M M P & Associates, Chartered Accountants. Accordingly the board needs to modify the resolution for re-appointment of Auditors approved in the board meeting dated 11<sup>th</sup> April, 2016, by passing the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and all other applicable provisions, if any of the Companies Act, 2013 and rules framed there under (including any statutory modification(s), or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee, M/S. S M M P & Associates, (formerly known as Shyam Malpani & Associates) Chartered Accountants, Mumbai (Firm Registration No.120438W) be and is hereby re-appointed as the Statutory Auditors of the Company for the financial year 2016-17 to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company, on such terms and remuneration as may be fixed by the Board of Directors of the Company."

By Order of the Board of Directors



PRADEEP KUMAR SARDA  
CHAIRMAN  
(DIN 00021405)

Place : Mumbai  
Date : 12<sup>th</sup> August, 2016

# S M M P & Associates

Chartered Accountants

05<sup>th</sup> August 2016

To  
Mercury Trade Links Ltd.,  
S-002B, 2<sup>nd</sup> Floor,  
Vikas Centre,  
S V Road, Santacruz (West),  
Mumbai - 400 054.

Dear Sirs,

Re: Change in Name of the Firm to S M M P & Associates

Please note, vide Letter dated 22<sup>nd</sup> July 2016 of the Institute of Chartered Accountants of India, our firm's name had been changed from Shyam Malpani & Associates to S M M P & Associates. A copy of the letter received from the Institute is enclosed herewith for your ready reference. However, it may be noted that the Firm's Permanent Account Number (ADBFS6640Q) as well as the Firm's Registration No.(120438 W) remain unchanged.

We request you to take cognizance of the above change in your records.

Assuring you of our best services.

Thanking you,  
Yours faithfully,

For S M M P & Associates

*S M M P & Associates*  
Chartered Accountants

