

**CHANDRIKA TRADERS LIMITED**  
**Regd. Office: A-308, LGF, Defence Colony, New Delhi 10024.**

Annual General Meeting to be held on 15.09.2012 at 10.00 A.M. at B-612, Vasant Kunj Enclave,  
New Delhi-110 070

**ATTENDANCE SLIP**

Registered Folio No.:..... (or)  
Demat Account No.:..... D.P. ID No.:.....  
Name of the Shareholder:.....

I/we hereby certify that I am/we are Member/s/ Proxy of the Member/s of the Company holding ..... Shares.

.....  
**Signature of Member/s/ Proxy**

- A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.
- Name of the Proxy in Block Letters.....  
(in case a Proxy attends the meeting)
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

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**CHANDRIKA TRADERS LIMITED**  
**Regd. Office: A-308, LGF, Defence Colony, New Delhi 10024.**

Annual General Meeting to be held on 15.09.2012 at 10.00 A.M. at B-612, Vasant Kunj Enclave,  
New Delhi-110 070

**PROXY FORM**

I/We .....  
\of .....

Member / Members of CHANDRIKA TRADERS LIMITED hereby appoint.....

of .....of failing him/ her.....

of .....as my/ our Proxy to attend and vote for me/us on my/ our behalf at the Annual General Meeting of the Company to be held on 15.09.2012 at 10:00 A.M. at **at B-612, Vasant Kunj Enclave, New Delhi-110 070** and at any adjournment thereof.

Signed on this .....day of .....2012.



Ref. Folio No.....

Signature .....

Demat Account No..... D.P. ID No.....

No. of Shares held.....

- The Proxy form should be signed by the member across the stamp.
- A member intending to appoint a Proxy should complete the Proxy Form and deposit it at the Company's Regd. Office, at least 48 before the time.
- Those who hold shares in demat form to quote their Demat A/c. No. and Depository Participant (D.P.) ID No.

**Note"22"** Figures are rounded off to nearest rupee.

**Note"23"** Accounting for Taxes on income –

In accordance with the requirements under the Accounting Standard 22-“Accounting for taxes on income”, the Company has created Deferred Tax Assets of Rs. 45174/-- during the year.

Deferred Tax Assets & Liabilities as on 31 <sup>st</sup> March, 2012 are as under	2011-12	2010-2011
<b>Deferred Tax Liability</b>		
Accumulated Depreciation 9,687 2,21,092	5349	9687
<b>Deferred Tax Assets</b>		
Unabsorbed depreciation	152533	102446
Business Losses	333146	342398
Net deferred Tax Assets/(Liabilities)	480331	435157

**Note"24"** The deferred tax assets arisen on account of unabsorbed depreciation and Carry Forward Losses have been recognized and carried forward only to the extent where there is reasonable extent & where there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be adjusted. The deferred tax liability has arisen principally on account of the time difference between the depreciation admissible under the Income Tax Act and the depreciation adjusted in the accounts.

**Note"25"** There was no due as at 31.03.2012 under Micro Small and Medium Enterprises Act. 2006

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

(CA RAKESH PURI)  
PARTNER/ M. No. 092728  
Place: Ludhiana  
Date: 14.08.2012

FOR AND ON BEHALF OF THE BOARD

RAJIV BANSAL      MAHENDRA SOLNKI  
(DIRECTOR)          (DIRECTOR)  
Place: Delhi  
Date: 14.08.2012

## **Note "1" SIGNIFICANT ACCOUNTING POLICIES**

### 1. ACCOUNTING CONVENTIONS:

- The financial statements are prepared under the historical cost convention, in accordance with the generally accepted accounting principles and the provision of the Companies Act, 1956
- The company generally follows mercantile system of accounting and recognizes significant items of income & expenditure on actual basis.

### 2. FIXED ASSETS AND DEPRECIATION:

Fixed assets are recorded at their actual cost, freight and incidental expenses related thereto. Depreciation on fixed assets is charged from the date of installation in accordance with the rates specified under Schedule XIV to the Companies Act, 1956, on W.D.V. method.

### 3. INVESTMENTS:

Investment in shares, securities are valued at cost. The market value of quoted investment is not ascertained.

### 4. DEFERRED REVENUE EXPENSES:

Preliminary expenses are written off over a period of ten year from the year of payment.

### 5. INVENTORIES:

Inventories are valued at cost or market price whichever is less

### 6. STAFF BENEFITS:

- The payment of Gratuity Act is not applicable to the company as the number of persons employed or were employed is below the limit fixed under the Act.
- Provisions of Employees Provident Fund & Miscellaneous Act, 1952 and Provisions of ESI Act, 1948 are not applicable to the company.

### **Note "17" Director Remuneration**

	31.03.2012	31.03.2011
Salary	NIL	NIL

**Note "18"** Investments have been verified and certified by the management. Investments of the company in the form of shares and Govt. securities are either lodged or transferred or held with valid transfer forms as certified.

**Note "19"** No provision has been made of interest on short term loans and advances given.

**Note "20"** No deposit has been accepted from the public under Section 58(A) of the Companies Act 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

**Note"21"** Previous year figures have been regrouped or rearranged wherever necessary

**Note :11 Short Terms Loans and Advances**

Sr. No	Particulars	Current Year	Previous Year
1	Others Advance Income Tax/Refund Due	375,550	0.00
	<b>Total in</b>	<b>375,550</b>	<b>0.00</b>

**Note : 12 Revenue from Operations**

Sr. No	Particulars	Current Year	Previous Year
1	Operational Income	1,210,000	505,000
	<b>Total in</b>	<b>1,210,000</b>	<b>505,000</b>

**Note : 13 Employment Benefit Expenses**

Sr. No	Particulars	Current Year	Previous Year
1	Salaries, Bonus, PF & ESIC	36,000	36000
	<b>Total in</b>	<b>36,000</b>	<b>36,000</b>

**Note :14 Financial Cost**

Sr. No	Particulars	Current Year	Previous Year
1	Bank Charges	100	1642
	<b>Total in</b>	<b>100</b>	<b>1,642</b>

**Note : 15 Depreciation & Amortised Cost**

Sr. No	Particulars	Current Year	Previous Year
1	Depreciation	888,670	1,210,348
2	Misc. Expenses W/O	779,836	779836
	<b>Total in</b>	<b>1,668,506</b>	<b>1,990,184</b>

**Note : 16 Other Expenses**

Sr. No	Particulars	Current Year	Previous Year
1	Office Rent	102000	0
2	Auditors Remuneration	15000	15000
3	Printing Exp.	24615	24552
4	Car Insurance	21500	14304
5	Depository & Legal Charges	206979	228383
6	Postage Telegram & Courier Charges	4368	5526
	<b>Total in</b>	<b>374462</b>	<b>287,765</b>

**Notes forming part of the financial statements**

**Note : 7 Non Current Investment**

Sr. No	Particulars	Current Year	Previous Year
1	Investment in Property	0.00	0.00
2	Investment in Equity Instrument( At Cost)	-	-
	<b>Quoted</b>		
	OK Play Ltd.	14500000	14500000
	GS Auto Ltd.	9500000	9500000
	Sahas Cement Ltd.	11909995	11909995
	Hid.Dev.Corp.Ltd.	100000	100000
	Daurala Orgc Chem Ltd.	500	500
	Kenzil Indian Samay Ltd.	10000	10000
	Sangi Ployesters Ltd.	30000	30000
	Lanesda Steel Ltd.	600	600
	Oswal Agro mill Ltd.	20000	20000
		<b>36,071,095</b>	<b>36,071,095</b>
	<b>Unquoted</b>		
	Gala Finance & Investment (P) Ltd.	26,000,000	26000000
	Aahaar Finvest P.Ltd.	10,497,750	10497750
	GS Auto Leasing Ltd.	30,000,000	30000000
	Shakti Hotel (P) Ltd.	9,059,500	9059500
	NCML Industries Ltd.	7,400,000	7400000
	Securocrop Securities I (P) Ltd.	18,500,000	18500000
		<b>101,457,250</b>	<b>101,457,250</b>
	Market Value Of Quoted Investment		
	<b>Total in</b>	<b>137,528,345</b>	<b>137,528,345</b>

**Note : 8 Long Term Loans and Advances**

Sr. No	Particulars	Current Year	Previous Year
1	Advance to suppliers	170,771,952	230,255,952
2	Other Loans & Advances	58,480,000	0.00
	<b>Total in</b>	<b>229,251,952</b>	<b>230,255,952</b>

**Note : 9 Other Non Current Assets**

Sr. No	Particulars	Current Year	Previous Year
1	Others (It includes preliminary exp to the extent not written off)	2,339,508	3,119,344
	<b>Total in</b>	<b>2,339,508</b>	<b>3,119,344</b>

**Note : 10 Cash & Cash Equivalent**

Sr. No	Particulars	Current Year	Previous Year
1	<b>Cash-in-Hand</b> Cash Balance	72,657	320615
	<b>Sub Total (A)</b>	<b>72,657</b>	<b>320,615</b>
2	<b>Bank Balance</b>	71,111	75,265
	<b>Sub Total (B)</b>	<b>71,111</b>	<b>75,265</b>
	<b>Total [ A + B ]</b>	<b>143,768</b>	<b>395,880</b>

**Note : 6 Fixed Asset**  
**I. Fixed Asset**

Sr. No	Particulars	Rate	Gross Block			Depreciaton			Net Block			
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2011	
<b>I</b>	<b><u>Tangible Assets</u></b>											
	Building	5.00%	7,524,600	-	-	7,524,600	3,122,572	220,101	-	3,342,673	4,181,927	4,402,028
	Car	25.89%	1,674,356	422,000	-	2,096,356	989,098	225,007	-	1,214,105	882,251	685,258
	Computer	40.00%	6,855,973	-	-	6,855,973	5,859,440	398,613	-	6,258,053	597,920	996,533
<b>II</b>	<b><u>Intangible Assets</u></b>											
	-											
	Software	40.00%	1,660,000	-	-	1,660,000	1,547,629	44,948	-	1,592,577	67,423	112,371
	Goodwill		9,735,480	-	-	9,735,480	-	-	-	-	9,735,480	9,735,480
	<b>SUB TOTAL (A)</b>		<b>27,450,409</b>	<b>422,000</b>	<b>-</b>	<b>27,872,409</b>	<b>11,518,739</b>	<b>888,670</b>	<b>-</b>	<b>12,407,409</b>	<b>15,465,000</b>	<b>15,931,670</b>
	<b>(Previous Year)</b>		<b>27,450,409</b>	<b>-</b>	<b>-</b>	<b>27,450,409</b>	<b>10,308,391</b>	<b>1,210,348</b>	<b>-</b>	<b>11,518,739</b>	<b>15,931,670</b>	<b>17,142,018</b>

**Notes forming part of the financial statements**

**Note : 2 Share Capital**

Sr. No	Particulars	Current Year	Previous Year
1	<b>AUTHORIZED CAPITAL</b> 8,00,00,000 Equity Shares of Rs.10/- Each	800,000,000	800,000,000
		800,000,000	800,000,000
2	<b>ISSUED , SUBSCRIBED &amp; PAID UP CAPITAL</b> 33,456,348 Equity Shares of Rs. 10/- Each	334,563,480	334,563,480
	<b>Total in</b>	<b>334,563,480</b>	<b>334,563,480</b>

**Note : 3 Reserve & Surplus**

Sr. No	Particulars	Current Year	Previous Year
1	Capital Reserve	10,924,100	10,924,100
2	Securities Premium reserve	24,300,000	24,300,000
3	Other Reserve (General Reserve)	17,908,644	17,908,644
4	Amalgamation Reserve	0.00	0.00
5	Surplus (Profit & Loss Account)	(2,286,770)	(1,462,876)
	Balance brought forward from previous year	(1,462,876)	(146,750)
	Less: Tax on Regular Assessment Paid	0.00	0.00
	Add: Profit for the period	(823,894)	(1,316,126)
	<b>Total in</b>	<b>50,845,974</b>	<b>51,669,868</b>

**Note : 4 Trades Payable**

Sr. No	Particulars	Current Year	Previous Year
	-Sundry Creditors for Services: Sundry Creditors	0.00	1,258,000
	<b>Total in</b>	<b>0.00</b>	<b>1,258,000</b>

**Note : 5 Short Term Provisions**

Sr. No	Particulars	Current Year	Previous Year
	Provision for Taxation	160,000	160,000
	Audit Fees Payable	15,000	15,000
	<b>Total in</b>	<b>175,000</b>	<b>175,000</b>

<b>CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012</b>		
	<b>( Rupees in Lacs)</b>	
	<b>2011-12</b>	<b>2010-11</b>
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(8.69)	(18.11)
<b><u>Adjustments for</u></b>		
Depreciation	8.89	12.10
Interest	0.00	0.00
Preliminary Expenses written off	0.00	0.00
Profit on sale of shares	0.00	0.00
<b>Operating Profit before Working Capital Changes</b>	<b>0.20</b>	<b>(6.00)</b>
<b><u>Adjustments for</u></b>		
(Increase) / Decrease in Sundry Debtors	0.00	0.00
(Increase)/ Decrease in Loans & Advances & Other assets	14.08	(1711.68)
Increase/ (Decrease) in Current Laibilities	(12.58)	(0.18)
(Increase) / Decrease in Working Capital	1.50	(1711.86)
Increase in Preliminary Exp.	0.00	(38.99)
<b>Cash generated from Operations</b>	<b>1.70</b>	<b>(1756.85)</b>
Short/excess provision of earlier year	0.00	0.00
Direct Taxes paid	0.00	0.00
<b>Net cash from Operating Activities</b>	<b>1.70</b>	<b>(1756.85)</b>
<b>B CASH FLOWS FROM INVESTING ACTIVITIES :</b>		
Purchase of Fixed Assets	(4.22)	0.00
Interest Received	0.00	0.00
Sale of Investment	0.00	(248.00)
Dividend Received	0.00	0.00
Loss on sales of Shares	0.00	0.00
Profit on sale of Mutual Fund Units	0.00	0.00
<b>Net cash flow from Investing Activities</b>	<b>(4.22)</b>	<b>(248.00)</b>
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from Share Capital Calls , Interest & forfeiture	0.00	2000.00
Proceeds from issue of Equity Shares	0.00	0.00
Premium on Issue of Equity Shares on Preferential Basis	0.00	0.00
Interest Received	0.00	0.00
Bank Borrowings (Net)	0.00	0.00
Dividend Received	0.00	0.00
Proceeds from Unsecured loans	0.00	0.00
<b>Net cash flow from Financing Activities</b>	<b>0.00</b>	<b>2000.00</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalent</b>	<b>(2.52)</b>	<b>(4.85)</b>
Cash & Cash Equivalents at the beginning of the year	3.96	1.02
Cash & Cash Equivalents at the end of the year	1.44	3.96
	<b>(2.52)</b>	<b>2.94</b>
<b>Note: Previous Year figures have been regrouped/rearranged, wherever necessary.</b>		
<b>For Y. D. &amp; Co.</b>	<b>FOR AND ON BEHALF OF THE BOARD</b>	
<b>CHARTERED ACCOUNTANTS</b>		
<b>Firm Reg. No. 018846 N</b>	<b>RAJIV BANSAL</b>	<b>MAHENDRA SOLANKI</b>
<b>(CA RAKESH PURI)</b>	<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>
<b>PARTNER/ M. No. 092728</b>		
<b>Place: Ludhiana, Date: 14.08.2012</b>	<b>Place: Delhi</b>	<b>Date: 14.08.2012</b>



<b>PROFIT &amp; LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2012</b>				
<b>Sr. No</b>	<b>Particulars</b>	<b>Note. No.</b>	<b>Figures as at the end of current reporting period</b>	<b>Figures as at the end of previous reporting period</b>
I	Revenue from operations	12	1,210,000	505,000
II	Other Income		0.00	0.00
III	<b>III. Total Revenue (I +II)</b>		<b>1,210,000</b>	<b>505,000</b>
IV	<b>Expenses:</b>			
	Employee Benefit Expense	13	36,000	36,000
	Financial Costs	14	100	1,642
	Depreciation and Amortization Expense	15	1,668,506	1,990,184
	Other Expenses	16	374,462	287,765
	<b>Total Expenses (IV)</b>		<b>2,079,068</b>	<b>2,315,591</b>
V	Profit before exceptional and extraordinary items and tax	(III - IV)	<b>(869,068)</b>	<b>(1,810,591)</b>
VI	Exceptional Items		0.00	0.00
VII	Profit before extraordinary items and tax (V - VI)		<b>(869,068)</b>	<b>(1,810,591)</b>
VIII	Extraordinary Items		0.00	0.00
IX	Profit before tax (VII - VIII)		<b>(869,068)</b>	<b>(1,810,591)</b>
X	<b>Tax expense:</b>			
	(1) Current tax		0.00	0.00
	(2) Deferred tax		(45,174)	(494,465)
XI	Profit(Loss) from the perid from continuing operations	(IX-X)	<b>(823,894)</b>	<b>(1,316,126)</b>
XII	Earning per equity share:			
	(1) Basic		(0.02)	(0.04)
	(2) Diluted		(0.02)	(0.04)
<b>NOTES TO ACCOUNTS</b>		1 to 26		
<i>Notes referred to above and attached there to form an integral part of Profit &amp; Loss Statement</i>				
<i>This is the Profit &amp; Loss Statement referred to in our Report of even date.</i>				
<b>For Y. D. &amp; Co.</b>		<b>FOR AND ON BEHALF OF THE BOARD</b>		
<b>CHARTERED ACCOUNTANTS</b>				
Firm Reg. No. 018846 N				
<b>(CA RAKESH PURI)</b>		<b>RAJIV BANSAL</b>	<b>MAHENDRA SOLANKI</b>	
<b>PARTNER/ M. No. 092728</b>		<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>	
Place: Ludhiana		Place: Delhi		
Date: 14.08.2012		Date: 14.08.2012		

**BALANCE SHEET AS AT 31ST MARCH, 2012**

Particulars	Note. No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
<b>I. EQUITY AND LIABILITIES</b>			
<b><u>(1) Shareholder's Funds</u></b>			
(a) Share Capital	2	334,563,480	334,563,480
(b) Reserves and Surplus	3	50,845,974	51,669,868
(c) Money received against share warrants		0.00	0.00
<b><u>(2) Share Application money pending allotment</u></b>		0.00	0.00
<b><u>(3) Non-Current Liabilities</u></b>			
(a) Long-Term Borrowings		0.00	0.00
(b) Deferred Tax Liabilities (Net)		0.00	0.00
(c) Other Long Term Liabilities		0.00	0.00
(d) Long Term Provisions		0.00	0.00
<b><u>(4) Current Liabilities</u></b>			
(a) Short-Term Borrowings		0.00	0.00
(b) Trade Payables	4	0.00	1,258,000
(c) Other Current Liabilities		0.00	0.00
(d) Short-Term Provisions	5	175,000	175,000
<b>Total Equity &amp; Liabilities</b>		<b>385,584,454</b>	<b>387,666,348</b>
<b>II.ASSETS</b>			
<b><u>(1) Non-Current Assets</u></b>			
<b><u>(a) Fixed Assets</u></b>			
(i) Gross Block	6	27,872,409	27,450,409
(ii) Depreciation		12,407,409	11,518,739
(iii) Net Block		15,465,000	15,931,670
(b) Non-current investments	7	137,528,345	137,528,345
(c) Deferred tax assets (net)		480,331	435,157
(d) Long term loans and advances	8	229,251,952	230,255,952
(e) Other non-current assets	9	2,339,508	3,119,344
<b><u>(2) Current Assets</u></b>			
(a) Current investments		0.00	0.00
(d) Cash and cash equivalents	10	143,768	395,880
(e) Short-term loans and advances	11	375,550	0.00
(f) Other current assets		0.00	0.00
<b>Total Assets</b>		<b>385,584,454</b>	<b>387,666,348</b>
<b>NOTES TO ACCOUNTS</b>		1 to 26	
<i>Note s referred to above and attached there to form part of Balance Sheet</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
<b>For Y. D. &amp; Co.</b>		<b>FOR AND ON BEHALF OF THE BOARD</b>	
<b>CHARTERED ACCOUNTANTS</b>			
<b>Firm Reg. No. 018846 N</b>			
<b>(CA RAKESH PURI)</b>		<b>RAJIV BANSAL</b>	<b>MAHENDRA SOLANKI</b>
<b>PARTNER/ M. No. 092728</b>		<b>(DIRECTOR)</b>	<b>(DIRECTOR)</b>
<b>Place: Ludhiana</b>		<b>Place: Delhi</b>	
<b>Date: 14.08.2012</b>		<b>Date: 14.08.2012</b>	

19. The company has no Secured Debentures during the year.

20. The company has not raised any money by public issue during the year.

21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

Further to our comments referred to in paragraph above, we report that:

i) We have obtained all the information and explanation which to the best of our knowledge and belief are necessary for the purpose of our audit.

ii) In our opinion proper books of accounts as required by law have been kept by the company so far as appears from our examination of such books.

iii) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the books of account.

iv) In our opinion , the Balance Sheet and Profit & Loss Account dealt with by this report have been prepared in compliance with the accounting standards referred to in sub section (3C) of Section 211 of the Companies Act,1956.

v) On the basis of written representations received from the Directors, as on March 31, 2012 and taken on record by the Board of Directors of the Company, none of the directors is disqualified as on March 31, 2012 from being appointed as director in terms of clause (g) of sub section (1) of Section 274 of the Companies Act, 1956.

vi) In our opinion and to the best of our knowledge and according to the explanation given to us, the said accounts together with the notes thereon and attached thereto give in the prescribed manner the information required by the Companies Act,1956 and give a true and fair view in conformity with the accounting principles generally accepted in India ;

a) in the case of the Balance Sheet, of the state of affairs of the company as at 31stMarch,2012

b) in the case of the Profit & Loss Account, of the loss for the year ended on that date.

c) In the case of cash flow statement, of the cash flow for the year ended on that date.

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

**PLACE: LUDHIANA**

**DATE: 14.08.2012**

**CA RAKESH PURI**  
**PARTNER**  
**M. No.: 092728**

6. In our opinion and according to the information and explanation given to us, the company has not accepted any deposits from the public and accordingly, the provisions of Sections 58 and 58 A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the Company.

7. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.

8. The company is not engaged in production, processing, manufacturing or mining activities. Therefore, the provisions of clause 4 (viii) of paragraph 4 of the Order are not applicable.

9. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income tax, Sales-tax, Wealth tax, Custom Duty, Excise duty, cess and any other statutory dues have generally been deposited regularly during the year with the appropriate authorities.

(b) Further, there are no dues of income tax, wealth tax, custom duty and cess which have been deposited on account of any dispute.

10. The Company has accumulated losses of Rs.2331944/- as at year end. The company has not incurred cash loss during the current financial year under audit and during the preceding financial year.

11. According to the information and explanations given to us, the company has not defaulted in the repayment of dues to the financial institutions or banks. Further, there are no debenture holders.

12. According to the information and explanation given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. The company is not a chit fund or a nidhi / mutual benefit fund /society. Therefore provisions of clause 4 (xiii) of paragraph 4 of the Order are not applicable.

14. The company has kept adequate records of its transactions and contract in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other investments are held in the name of company or are in process of being transferred in the company's name.

15. The company has not given any guarantee for loans taken by others from banks or financial institutions.

16. We have been informed that no term loans obtained during the year by the Company.

17. According to the records examined by us and the information and explanation given to us, on an overall basis, funds raised on short term basis have not, prima facie, been used during the year for long term investments and vice versa.

18. According to the information and explanation given to us, the company has made preferential allotment of shares to persons other than Promoters and Promoter Group on cash basis.

## **AUDITORS' REPORT TO THE MEMBERS OF CHANDRIKA TRADERS LIMITED**

We have audited the attached Balance Sheet of CHANDRIKA TRADERS LIMITED as at 31st March, 2012, the Profit & Loss Account and the Cash Flow Statement of the Company for the period ended on that date annexed thereto, which we have signed under reference to this report.

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We have conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An Audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An Audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation; we believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956 (The Act) and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, in terms of the matters specified in paragraph 4 and 5 of the said Order, we state that

1 (a) The Company has maintained proper records to show full particulars including quantitative details and situation of fixed assets.

(b) All tangible fixed assets of the company have been physically verified by the Management at reasonable intervals and no material discrepancies were noticed on such physical verification.

(c) In our opinion and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed off by the Company during the year.

2. The inventories have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable and

i) In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.

ii) The company has maintained proper records of inventories. No discrepancy has been noticed on physical verification of stock as compared to books records.

3. The company has not granted or taken loans, secured or unsecured to/ from the companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956

4. There is an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods.

5. The transactions that need to be entered into register in pursuance of Section 301 of the Act have been so entered in the register. Each of these transactions have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.

## **CERTIFICATION ON CORPORATE GOVERNANCE**

### **To the members of CHANDRIKA TRADERS LIMITED:**

We have examined the compliance of conditions of Corporate Governance by CHANDRIKA TRADERS LIMITED for the year ended 31st March, 2012, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

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

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

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

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

**For, Y. D. & Co  
CHARTERED ACCOUNTANTS**

**PLACE: LUDHIANA**

**DATE: 14.08.2012**

**CA RAKESH PURI  
PARTNER  
M. No.: 092728**

## CEO/CFO CERTIFICATE

The Board of Director  
**CHANDRIKA TRADERS LIMITED**  
New Delhi

I Rajiv Bansal, CFO and Director of CHANDRIKA TRADERS LIMITED, to the best of my knowledge and belief certify that:

1. I have reviewed the Balance Sheet, Profit & Loss Account and its schedules & notes on accounts as well as the Cash Flow Statement and Directors' Report for the year ended 31st March, 2012 and that to the best of my knowledge and belief.
  - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:
  - These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. I also certify that to the best of my knowledge and the information provided to me, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. I am responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
4. I have indicated to the Auditors and the Audit Committee:
  - significant changes in internal control, if any, over financial reporting during the year;
  - significant changes, if any, in accounting policies during the year and that the financial statements; and
  - instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or any employee having a significant role in the company's internal control system.
5. I further declare that all Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year ended on 31st March, 2012.

**PLACE: NEW DELHI**

**DATE: 14.08.2012**

**(RAJIV BANSAL)**  
**CFO AND DIRECTOR**

**16. ADDRESS FOR CORRESPONDENCE**

A-308, LGF, Defence Colony, New Delhi

**Investors Correspondence/ Complaints to be address to:**

Mr. Rajiv Bansal  
Director and Compliance Officer  
E-mail: [ctradres@yahoo.com](mailto:ctradres@yahoo.com)

**17. DECLARATION:**

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**DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT OF THE COMPANY**

In the above regards, I declare as follows:

1. The company does have a code of conduct approved by its board of directors, which would be posted on its website shortly.
2. All the members of the board of directors and all the members of the Senior Management of the Company have individually submitted statements of affirmation of compliance with the code of conduct as applicable to the financial year ended on March 31st 2012.

**For and on Behalf of the Board  
For, CHANDRIKA TRADERS LIMITED**

**PLACE: NEW DELHI**

**DATE: 14.08.2012**

**(RAJIV BANSAL)  
CHAIRMAN**



## 11. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2012

Share Balance	Holders	% of Total	Total Shares	% of Total
001- 05000	3358	77.12	534643	1.60
5001- 10000	419	9.62	314794	0.94
10001- 20000	232	5.33	353351	1.06
20001- 30000	68	1.56	179584	0.54
30001-40000	48	1.10	167167	0.50
40001- 50000	37	0.85	177781	0.53
50001- 100000	75	1.72	517841	1.55
100001 and above	117	2.69	31210737	93.29
<b>Total</b>	<b>4354</b>	<b>100.00</b>	<b>33456348</b>	<b>100</b>

## 12. STOCK MARKET DATA

The monthly movement of Equity Share prices on BSE during the year is summarized below:

Month	Highest (Rs)	Lowest (Rs)
April, 2011	4.25	3.08
May, 2011	5.28	2.80
June, 2011	5.37	4.89
July, 2011	4.66	2.55
August, 2011	3.39	2.43
September, 2011	3.65	3.05
October, 2011	3.75	3.49
November, 2011	3.56	3.10
December, 2011	4.15	3.00
Jan, 2012	4.56	4.09
Feb., 2012	5.83	4.51
March, 2012	4.78	4.35

## 13. REGISTRAR AND SHARE TRANSFER AGENT

M/s. RCMC Share Registry Private Limited having its registered office at B-106, Sector 2, Noida (UP), INDIA is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

## 14. SHARE TRANSFER SYSTEM

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

## 15. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Equity Shares of your company are traded in compulsory dematerialization form by all investors. The company has entered into agreements with existing Depository, Central Depository System Limited (CDSL) and National Securities Depository Limited (NSDL) enabling the investors to hold shares of the company in electronic form through the depository of their choice. As on 31st March 2012, 6688246 Equity Shares (20%) of the Company was held in dematerialized form.

## 8. MEANS OF COMMUNICATION

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as website of the company immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company. The quarterly results are published in the newspapers and are not being sent to each household of shareholders. The results are usually published in Rastiriya Sahara/Veer Arjun (in Hindi) and Pioneer (in English). The website of Company is under construction & will be operational shortly.

## 9. GENERAL SHAREHOLDERS INFORMATION

Financial Year	1st April, 2011 to 31st March, 2012.
Date and time of Annual General Meeting	15th September, 2012, and 10:00 A.M.
Venue of Annual General Meeting	B-612, Vasant Kunj Enclave, New Delhi-110 070
Dates of Book Closure	8th September, 2012 to 15th September, 2012
Listing on Stock Exchange	BSE Limited, Mumbai Delhi Stock Exchange Association Limited, Delhi
Stock Code and Scrip ID	512624 (BSE) and CAHNDRITR (BSE) 03164 (DSE)
Demat ISIN No.	INE769D01016
<b>Financial Year Calendar (tentative and subject to change) (01.04.2012 to 31.03.2013)</b>	
Financial reporting for the First quarter ending on 30th June, 2012	Last week of July, 2012
Financial reporting for the Half year ending on 30th September, 2012	Last week of October, 2012
Financial reporting for the Third quarter ending on 31st December, 2012	Last week of January, 2013
Financial reporting for the Year ending on 31st March, 2013	Last week of April, 2013
Annual General Meeting for the year ending on 31st March, 2013	Last week of September 2013

## 10. CATEGORIES OF SHAREOWNERS AS ON 31-03-2012

Category	No. of Shares Held	Voting Strength (%)
Promoters	7969905	23.82%
Resident Individuals	4292888	12.84%
Financial Institutions/ Banks	Nil	Nil
Bodies Corporate	21119849	63.13%
NRIs/ OCBs	2116	Nil
Others	71590	0.21%
<b>Total</b>	<b>33456348</b>	<b>100.00</b>

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

Mr. Rajiv Bansal has been appointed as the Compliance Officer of the Company by the Board of Directors.

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

## 6. GENERAL BODY MEETINGS

### Location and time for last 3 years Annual General Meetings:

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2010-11	B-612, Vasant Kunj Enclave, New Delhi-110 070	29.09.2011	10.00 A.M.	Nil
2009-10	40/56, 2nd Floor, C. R. Park, New Delhi-110 019	10.07.2010	10:00 A.M	-Consolidation of Shares and amendment in Memorandum and Articles - Increase in authorized capital and amendment in Memorandum and Articles -Issue of Shares on Preferential basis -Further Issue of Securities
2008-09	K-1/77, LGF, C. R. Park, New Delhi-110 019.	30.09.2009	10:00 A.M	-Splitting of Equity Shares from Rs. 10/- to Rs. 1/-. -Change of objects of the Company. -Change of Name of the Company. <b>Note:</b> - These resolutions were not implemented and shareholders were informed.

## 7. DISCLOSURES

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

Mr. Ajeet Kumar is Chairman of the Committee.

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

**Role/ Functions of the Committee:**

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

**Powers of the Committee:**

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

**Attendance at the Audit Committee Meetings- 2012**

During the year the Audit Committee met 4 times on 29.04.2011, 06.08.2011, 31.10.2011, 30.01.2012. Attendance of the members is as under:

Name	Designation/ Category	No. of Meeting attended	
		Held	Attended
Mr. Rajiv Bansal	Executive Director	4	4
Mr. Mahendra A. Solanki**	Independent/ Non-Executive Director	0	0
Mr. Ajeet Kumar	Independent/ Non-Executive Director	4	4
Mr. Anindo Banerji*	Independent/ Non-Executive Director	4	4
Mr. Sarabjeet Singh Arora*	Independent/ Non-Executive Director	4	4

\*Resigned from directorship w.e.f. 23/02/2012

\*\*Appointed as director of the Company W.e.f.23/02/2012

**4. REMUNERATION COMMITTEE**

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

**5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE**

This committee consists of three directors namely, Mr. Rajiv Bansal, Mr. Mahendra A. Solanki and Mr. Ajeet Kumar.

## **Annexure to Director's Report**

### **REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2012**

#### **1. THE CORPORATE GOVERNANCE PHILOSOPHY**

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

#### **2. BOARD OF DIRECTORS**

The Board of Directors is having non-executive and independent directors as on 31st March, 2012. The Board of Directors is consisting of Three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

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

During the financial year 2011-12 the Board met 6 (Six) times on 29.04.2011, 06.08.2011, 27.08.2011, 31.10.2011, 30.01.2012 and 23.02.2012. The maximum gap between two meetings was not more than 4 months.

##### **Attendance record of Directors attending the Board meetings and Annual General Meetings during the year 2011-12**

Name of the Director	Designation/ Category	No. of Board Meetings		Last AGM attended
		Held	Attended	
Mr. Rajiv Bansal	Executive	6	6	Yes
Mr. Ajeet Kumar	Non Executive & Independent	6	6	Yes
Mr. Anindo Banerji*	Non Executive & Independent	6	5	Yes
Mr. Sarabjeet Singh Arora*	Non Executive & Independent	6	5	Yes
Mr. Mahendra A. Solanki**	Non Executive & Independent	0	0	No

\*Resigned from directorship w.e.f. 23/02/2012

\*\*Appointed as director of the Company W.e.f.23/02/2012

None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.

#### **3. AUDIT COMMITTEE**

The Audit Committee of the Company presently comprises of two independent non-executive directors being Mr. Ajeet Kumar and Mr. Mahendra Solanki and executive director being Mr. Rajiv Bansal.

**MANAGEMENT DISCUSSION ANALYSIS REPORT**

**Outlook:**

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

**Internal Controls Systems and their adequacy:**

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

**Human Resources**

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

**Cautionary Statement:**

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

**DIRECTORS' RESPONSIBILITY STATEMENT:**

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

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

**ACKNOWLEDGEMENT:**

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

**For and on Behalf of the Board  
For, CHANDRIKA TRADERS LIMITED**

**PLACE: NEW DELHI**

**DATE: 14.08.2012**

**(RAJIV BANSAL)  
CHAIRMAN**

**AUDITORS AND AUDITORS' REPORT:**

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

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

**MANAGEMENT DISCUSSION AND ANALYSIS:**

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

**PARTICULARS OF EMPLOYEES:**

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

**CORPORATE GOVERNANCE REPORT:**

Your Company perceives Corporate Governance as an endeavor for transparency and a wholehearted approach towards continuous enhancement of shareholders' value. Your Company has been complying with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement. Further, the Board of Directors of your Company constituted a Committee known as Corporate Governance Committee, which recommends the best practices in the Corporate Governance.

A separate report on Corporate Governance along with Auditors' Certificate on compliance with the Corporate Governance norms and stipulated in Clause 49 of the Listing Agreement, forming part of this report is annexed herewith.

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

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

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



## DIRECTORS' REPORT

*Dear Shareholders,*

Your Directors here by present the Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2012**.

### FINANCIAL PERFORMANCE:

Key aspects of Company' financial performance for the year 2011-12 is tabulated below:

[Amount in Rupees]

Particular	2011-12	2010-11
Total Income	12,10,000	5,05,000
Total Expenditure	20,79,068	23,15,591
Profit/(Loss) Before Depreciation and Taxation	7,99,438	1,79,593
Depreciation	16,68,506	19,90,184
Profit/(Loss) before Tax (PBT)	(8,69,068)	(18,10,591)
Less: current Tax including Differed Tax	Nil	4,94,465
Net Profit/(Loss) after Tax for the year	(8,69,068)	(13,16,126)

### REVIEW OF OPERATIONS:

During the year under review due to sluggish market condition and financial crisis company faces huge set back. So company unable to generate targeted revenue from the operation the Company hence total Income was stood at Rs. 12,10,000/- against Rs. 5,05,000/- in the previous year and after providing depreciation and tax company posted net loss of Rs. 8,69,068/- for the year ended 31st March, 2012.

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

### DIVIDEND:

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

### FIXED DEPOSIT:

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

### DIRECTORS:

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

Mr Mahendra Atamarambhai Solanki was appointed as additional directors of the Company with effect from 23.02.2012 and is eligible for re-appointment as directors of the Company at the forthcoming Annual General Meeting and whose period of office will be liable to retire by rotation.

Mr Sarabjeet Singh Arora and Mr Anindo Anchinto Banerji were ceased as a Director of the Company with effect from 23.02.2012 due to resignation. The management appreciated the services given by him during the tenure of the office as a Director.

3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting, so as to enable the Management to keep the information ready. Replies will be provided only at the meeting.
5. Members are requested to notify the Company of any change in their address (in full) with the postal area pin code number, quoting their folio numbers.
6. The Register of Members and Share Transfer Register of the Company will remain closed from 8th September, 2012 to 15th September, 2012 (both days inclusive).
7. M/s. RCMC Share Registry Pvt Ltd having its registered office at B-106, Sector 2, Noida (UP), INDIA are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.
8. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

Mr Ajeet Kumar is Non-Executive Independent Director of the Company. He has been associated with the Company w.e.f. 19th January, 2011. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. Mr Ajeet Kumar retires by rotation and being eligible offers himself for re-appointment.

#### **ANNEXURE TO NOTICE:**

#### **EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956**

The Explanatory Statement sets out all the material facts relating to the Special Business mentioned under are accompanying this notice:

#### **Item No.4**

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company Mr Mahendra Atamarambhai Solanki, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 23rd February 2012 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of Mr Mahendra Atamarambhai Solanki, a director subject to retirement by rotation.

None of the Directors except Mr Mahendra Atamarambhai Solanki is concerned or interested in this resolution.

Your Directors recommend this resolution for your approval.

**By Order of the Board  
For, CHANDRIKA TRADERS LIMITED**

**PLACE: NEW DELHI**

**DATE: 14.08.2012**

**(RAJIV BANSAL)  
CHAIRMAN**

## **N O T I C E**

**NOTICE** is hereby given that the **Annual General Meeting** of the Members of **CHANDRIKA TRADERS LIMITED** will be held at **B-612, Vasant Kunj Enclave, New Delhi-110 070** on **Saturday, 15th day of September, 2012 at 10:00 A. M.** to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2012** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of **Mr Ajeet Kumar**, who retires by rotation and being eligible, offers him-self for re-appointment.
3. To appoint Auditor and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT M/s. Y. D. & Co., Chartered Accountants, Ludhiana [FRN: 018846N]** be and are hereby appointed as the Statutory Auditors of the Company for the financial year **2012-13**, to hold office as such from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting at a remuneration as to be decided by the Board of Directors in consultation with them, apart from out-of-pocket expenses that may be incurred by them for the purpose of audit."

### **SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT Mr Mahendra Atamarambhai Solanki**, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 23rd February, 2012 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **Mr Mahendra Atamarambhai Solanki**, be and is hereby appointed as a Director, subject to retire by rotation of the Company

**By Order of the Board  
For, CHANDRIKA TRADERS LIMITED**

**PLACE: NEW DELHI**

**DATE: 14.08.2012**

**(RAJIV BANSAL)  
CHAIRMAN**

### **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Members/ proxies are requested to bring their copies of Annual Report along with duly filed and signed attendance sheets attached with it for attending the meeting.

## **ANNUAL REPORT**

**2011- 2012**

### **BOARD OF DIRECTORS**

<b>MAHENDRA SOLANKI</b>	<b>DIRECTOR</b>
<b>RAJIV BANSAL</b>	<b>DIRECTOR</b>
<b>AJEET KUMAR</b>	<b>DIRECTOR</b>

### **AUDITORS**

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

### **SHARE TRANSFER AGENT**

**RCMC Share Registry Private Limited**  
**B-106, Sector 2, Noida (UP)**

### **REGISTERED OFFICE**

**A-308, LGF, Defence Colony,**  
**New Delhi-100024**

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**CHANDRIKA TRADERS LIMITED**

**CHANDRIKA**