

**GOLDEN PROPERTIES & TRADERS LIMITED**  
**Regd Off: 60, Bentinck Street**  
**Kolkata-700069**

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**NOTICE**

**NOTICE** is hereby given that the 29<sup>th</sup> Annual General Meeting of the Members of the Company will be held at its Registered Office on Thursday, the 25<sup>th</sup> day of August, 2011 at 11.00 A.M. to transact the following business:

**AS ORDINARY BUSINESS**

1. To receive, consider and adopt the Director's Report and Audited Balance Sheet as at 31st March 2011, the Profit & Loss Account and also Cash Flow Statement for the year ended on that date together with Auditors' Report thereon.
2. To appoint a Director in place of Mr. Sandeep Daga, who retires by rotation and being eligible offer himself for re-appointment.
3. To appoint auditors and to fix their remuneration.

**AS SPECIAL BUSINESS**

**INCREASE IN AUTHORISED CAPITAL**

"RESOLVED THAT pursuant to the provisions of section 94(1)(a) of the Companies Act, 1956, the Authorized Share Capital of the Company be and is hereby increased from Rs.184,00,000/- (Rupees One hundred eighty four lacs) divided into 18,40,000 Equity Shares of Rs.10/- each to Rs. 260,00,000/- (Rupees Two crores sixty lacs) divided into 26,00,000 Equity Shares of Rs.10/- each by creation of further 7,60,000 Equity Shares of Rs 10/- each ranking pari passu with the existing Equity Shares of the Company and accordingly Clause No. 'V' of the Memorandum of Association be substituted by the following Clause: -

'V' The Authorized Share Capital of the Company is 260,00,000/- (Rupees Two crores sixty lacs) divided into 26,00,000 Equity Shares of Rs 10/- (Rupees Ten) each with such rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and decrease the capital of the Company and to divide the shares in capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the Articles of the Company for the time being and to modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of the Company for the time being.

**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. The proxy need not be a member of the Company.
2. An instrument appointing a proxy, in order to be effective must be received by the Company at its Registered Office at least 48 hours before the commencement of the meeting.
3. The Register of Members and Share Transfer Register of the company will remain closed from 18<sup>th</sup> day of August, 2010 to 25<sup>th</sup> day of August, 2011 (both days inclusive)
4. An Explanatory Statement pursuant to Section 173(2) of the Companies Act 1956 is annexed hereto

**EXPLANATORY STATEMENT**  
**(Pursuant to Section 173(2) of the Companies Act, 1956)**

The present Authorized Share Capital of the Company is Rs. 184,00,000/- (Rupees One eighty four Lacs only) divided into 18,40,000 Equity Shares of Rs. 10/- each. Pursuant to the scheme of amalgamation of M/s Simon Vanijya Pvt. Ltd and M/s Swagath Vanijya Pvt. Ltd with the company as approved by the Hon'ble High Court, Kolkata vide order dated 11.07.2011, the company is required to issue and allot shares to the shareholders of the above Transferor Companies in the ratio of 7(seven) Equity shares of Rs10/-each credited as fully paid up in the books of the Transferee company for every 1(one) equity share of Rs10/-each fully paid up and held by shareholder in the Transferor companies. Accordingly it is desirable to increase the present authorized share capital of the company to enable fresh issue of equity shares in terms of scheme of amalgamation.

Hence, it is desirable to increase the authorized share capital of the company from its present standing as stated in the resolution to meet the obligation of the shareholders and also substitute the provisions as regards the authorized share capital contained in the Memorandum and Articles of the company.

The consent of shareholders is required as per provisions of the Companies Act, 1956. The Directors recommend the adoption of the resolution as set out in the Notice.

None of the Directors of the Company are interested / concerned in the resolution except of their interest in the company as shareholders.

Regd. Office:  
60, Bentinck Street

Kolkata - 700 069  
Dated: 30.07.2011

On Behalf of the Board



DIRECTOR

**GOLDEN PROPERTIES & TRADERS LIMITED**  
**Regd Off: 60, Bentinck Street**  
**Kolkata-700069**

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**DIRECTORS' REPORT**

To  
The Members,

Your Directors have pleasure in presenting their 29<sup>th</sup> Annual Report along with the Audited Accounts for the year ended on 31st March 2011 along with the Auditors' Report therein.

**FINANCIAL HIGHLIGHTS**

	Year ended <b><u>31-03-2011</u></b> (Rs)	Year ended <b><u>31-03-2010</u></b> (Rs)
Profit/(Loss) for the year	17,500	6,709
Less: Provision for Income tax	4,000	1,050
	=====	=====
Profit /(loss) after taxation	13,500	5,659
Less: IT /FBTfor earlier year	227	(1,521)
Add: IT excess provision W/back	-	1,662
Less: Transfer to Special reserve	2,655	1,160
	=====	=====
	10,618	4,640
Balance B/F from previous year	(344,828)	(349,468)
<b>Balance carried to Balance Sheet</b>	<b>(334,210)</b>	<b>(344,828)</b>
	=====	=====

**DEPOSITS**

During the year under review the Company has not accepted any deposits under Section 58A of Companies Act, 1956 read with Companies (Accepting of Deposits) rules, 1975.

**DIVIDEND**

In the absence of adequate profits, your directors do not recommend the payment of dividend for the year under review.

**DIRECTORS**

Pursuant to the provisions of Articles of Association of the Company Mr. Sandeep Daga retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment.

**AUDITORS**

M/S. J.B.S. & CO., Chartered Accountants retire of the ensuing Annual General Meeting and being eligible offer them selves for re-appointment.



### **AUDITORS' REPORT**

The Notes on accounts referred to the auditors' report are self-explanatory and do not call for any further explanation.

### **PARTICULARS OF EMPLOYEES:**

The particulars of employees as required to be disclosed in accordance with the provisions of Section 217 (2A) of the Companies Act, 1956 and the Companies (Particulars of Employees) Rules, 1975 as amended are not required to report as the company has no employees falling under provisions.

### **PARTICULARS OF THE TECHNOLOGY ABSORPTION, CONSERVATION OF ENERGY AND FOREIGN EXCHANGE EARNING & OUTGO:**

Conservation of Energy	:	Not Applicable
Technology Absorption	:	Not Applicable
Foreign Exchange Earnings	:	Nil
Foreign Exchange Outgo	:	Nil

### **LISTING OF EQUITY SHARES**

The Company's equity shares are listed with The Calcutta Stock Exchange Limited (CSE). The Company has paid requisite listing fees to the Stock Exchange for the financial year 2010-2011.

### **DEPOSITORY SYSTEM:**

Your Company has made arrangement for dematerialization of shares with both National securities Depository Limited (NSDL) and Central Depository Services (India) Limited.

### **AMALGAMATION**

During the year Simon Vanijya Pvt. Ltd and Swagath Vanijya Pvt. Ltd have been amalgamated with the Company as per order of Hon'ble High Court, Kolkata vide order dated: 11.07.2011 w.e.f 01.04.2010

### **CHANGE OF AUTHORISED SHARE CAPITAL**

As per order of Hon'ble High Court, Kolkata dated 11.07.2011 the Authorized Share Capital of Transferor Companies have been amalgamated with the company and increased from Rs.150 lacs to Rs.184 lacs.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

In conformity with Section 217(2AA) of the Companies Act, 1956 the Directors, states:

- 1) That in the preparation of Annual Accounts for the year ended 31-03-2011 the applicable Accounting Standards have been followed along with proper explanations relating to material departures as stated in notes on accounts;
- 2) 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 the state of affairs of the Company at the end of financial year, the Profit and also Cash Flow of the Company for the year ended on that date.

- 3) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- 4) The Directors have prepared the accounts for the year for the year ended on a "going concern basis".

**COMPLIANCE CERTIFICATE:**

In accordance with Section 383A of the Companies Act, 1956 and Companies' (Compliance Certificate) Rules 2001, the Company has obtained a certificate from a secretary in whole time practice confirming that the Company has complied with all the provisions of the companies Act, 1956 and a copy of such certificate is annexed to this report.

**ACKNOWLEDGEMENT**

Your Directors wish to place on record their appreciation for the valuable contribution and co-operation received by the company from its Banker, other Associates of the Company and Statutory Authorities.

Regd. Office:

60, Bentinck Street  
Kolkata - 700 069  
Dated : 30.07.2011

For & on Behalf of the Board



DIRECTORS



# J. B. S. & Company

CHARTERED ACCOUNTANTS

60, BENTINCK STREET, 4TH FLOOR

KOLKATA - 700 069

Phone : 2225 4826

2225 4829

Fax : 4007 0735

## AUDITORS' REPORT

TO  
THE MEMBERS OF  
GOLDEN PROPERTIES & TRADERS LTD

We have audited the attached Balance Sheet of M/S. GOLDEN PROPERTIES & TRADERS LTD as at 31st March, 2011, the Profit & Loss Account and also Cash Flow Statement of the company for the year ended on that date. These financial statements are the responsibilities of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

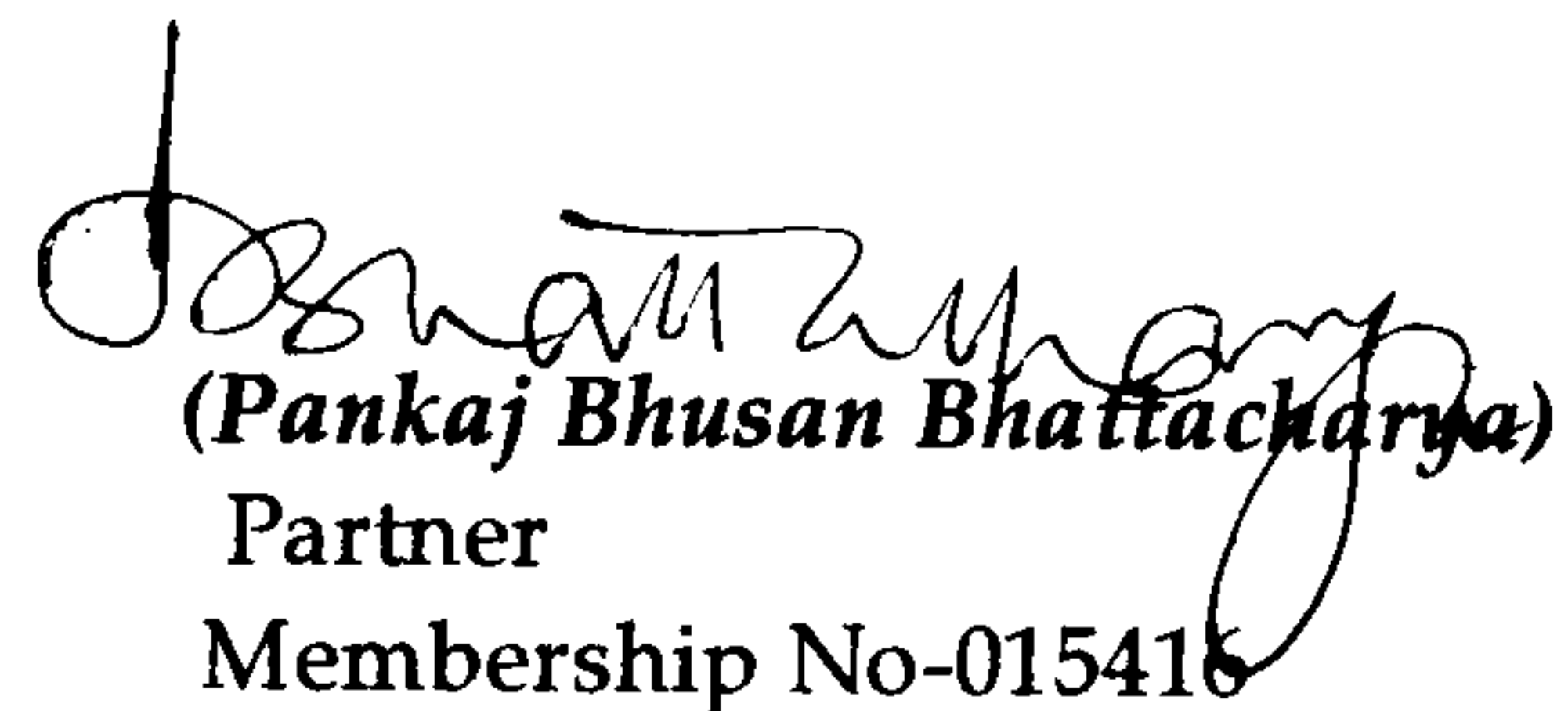
- (1) As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- (2) Further to our comments in the Annexure referred to in Paragraph (1) above :
  - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion proper books of accounts as required by Law have been kept by the company so far as appears from our examination of the books.
  - (c) The said Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the Books of accounts.
  - (d) In our opinion and to the best of our information, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-Section (3C) of Section 211 of the Companies Act, 1956.

- (e) In our opinion and according to the information and explanations given to us, no person was appointed as a director in the company during the year under audit who prima facie disqualifies from being appointed as a Director under Clause (g) of sub-section 1 of Section 274 of the Companies Act, 1956.
- (f) In our opinion and to the best of our information and according to the explanations given to us, the said statements of accounts together with the other notes appearing thereon as per Schedule-"9" annexed give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principle generally accepted in India.
- (i) in case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2011
- (ii) in the case of Profit & Loss Account, of the profit of the company for the year ended on that date

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- (iii) in the case of Cash Flow Statement, of the Cash Flow for the year ended on that date.

**For J.B.S & Company**  
Chartered Accountants  
FRN : 323734E

  
(Pankaj Bhusan Bhattacharya)  
Partner  
Membership No-015416

Place: Kolkata

Dated: 30.07.2011

**Annexure to the Auditors' Report****Referred to in Paragraph 1 of our Report of even date**

With reference to the Annexure referred to in Paragraph 1 of the Auditors' Report to the Members **M/S. GOLDEN PROPERTIES & TRADERS LTD** on the financial statements for the year ended 31<sup>st</sup> March 2011, we report the followings:

- 1) Since the company has no fixed assets as on date therefore, the Provisions of clause 4 (i) of the Order are not applicable to the Company.
- 2) Since the company has no inventory as on date therefore, the Provisions of clause 4 (ii) of the Order is not applicable to the Company.
- 3) According to the information and explanations given to us, there are no contracts or arrangements referred to in section 301 of the Companies Act, 1956 during the year that need to have been entered in the register maintained under that section.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business for the Investments made by the Company. There is no continuing failure to correct major weaknesses in internal control.
- 5) The Company has neither taken nor given any secured or unsecured loan from/ to companies, firm or other parties covered in the register maintained under section 301 of the companies Act, 1956.
- 6) The company has not accepted any deposits from the public and consequently , the Directions issued by Reserve Bank of India and the provision of sections 58A and 58AA of the Companies Act, 1956t and the rules framed there under are not applicable.
- 7) In our opinion and explanation given to us, the Company has own internal audit system commensurate with the size and nature of its business.
- 8) In our opinion and according to the information and explanations given to us , the Central Government has not prescribed for maintenance of the Cost Records under Clause-(d) of subsection-(1) of Section-209 of the Companies Act 1956 in respect of products of the company.

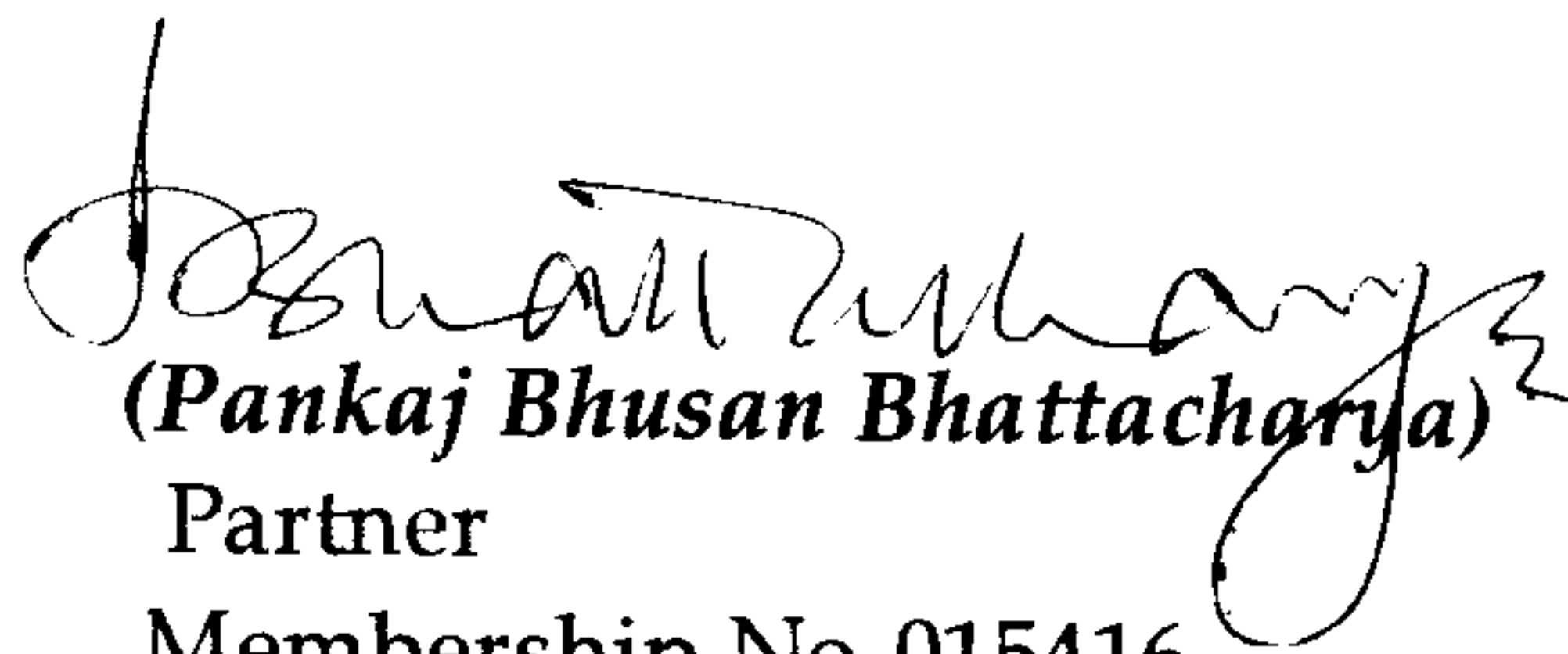


- 9) a) According to the information and explanations given to us and on basis of our examination of the books of account, the company has been regular in depositing undisputed statutory dues including Income Tax and any other material statutory dues with the appropriate authorities during the year.
- b) There were no undisputed amounts payable in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax and other statutory dues in arrears as at 31st march, 2011 for a period exceeding six months from the date they become payable.
- c) According to the information and explanation given to us, there are no dues of income tax, sales tax, wealth tax, service tax, customs duty and excise duty which have not been deposited on account of any dispute.
- 10) The company has accumulated losses at the end of the financial year which does not exceed fifty percent of its net worth. The Company has not incurred cash losses during the financial year covered under audit and in the immediately preceding financial year.
- 11) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution or bank.
- 12) In our opinion and according to the explanations given to us and based on the information available, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion and according to the information and explanations given to us, the Company is not a Chit fund/ Nidhi/Mutual benefit fund/society. Therefore, the provisions of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.
- 14) The Company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other investments and timely entries have been made therein. All shares, securities, debentures and other investments have been held by the Company in its own name.
- 15) According to the information and explanations given to us, the company has not given any guarantee for loans taken by other from banks or financial institutions.

- 16) According to the information and explanations given to us and on the basis of examination, the Company has not taken term loan during the period. Therefore, the Provisions of clause 4 (xvi) of the Order are not applicable to the Company.
- 17) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that there are no funds raised on short term basis that have been used for long term investments.
- 18) The Company has not made any preferential allotment of share to companies/firm/parties covered in the register maintained under section-301 of the Companies Act, 1956.
- 19) The Company has not issued any debenture during the financial year. Therefore, the Provisions of clause 4 (xix) of the Order are not applicable to the Company.
- 20) The Company has not raised any money by way of public issues during the year.
- 21) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the period.

**For J.B.S & Company**  
Chartered Accountants  
FRN : 323734E

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(Pankaj Bhusan Bhattacharya)  
Partner  
Membership No-015416

Place: Kolkata

Dated: 30.07.2011

# J. B. S. & Company

**CHARTERED ACCOUNTANTS**

**60, BENTINCK STREET, 4TH FLOOR**

**KOLKATA - 700 069**

Phone : 2225 4826

2225 4829

Fax : 4007 0735

**AUDITORS' REPORT UNDER DIRECTION FROM RESERVE BANK OF INDIA  
FOR PUBLIC DEPOSITS**

To  
The Board of Directors of  
GOLDEN PROPERTIES & TRADERS LTD

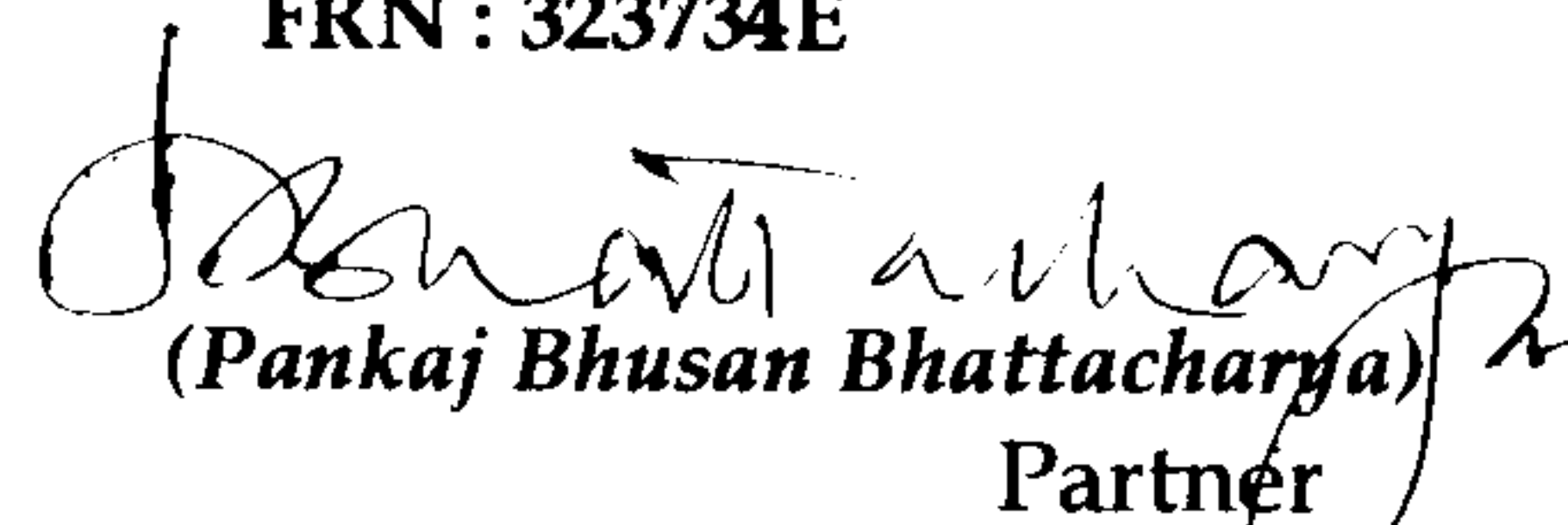
As required by the "Non Banking Financial Companies Auditors' Report (Reserve Bank) Directions, 1998" issued by Reserve Bank of India in terms of Sub-Section(1A) of Section 45MA of the Reserve Bank of India Act, 1934 (2 of 1934) and on the basis of such checks, as we considered appropriate, we hereby state that :

1. The Company is engaged in the business of Non-Banking Financial Institution and has obtained a certificate from Reserve Bank of India in terms of Section 45IA of the Reserve Bank of India Act, 1934 (2 of 1934) vide certificate No 05-02810 dated : 04-09-1998.
2. That company is entitled to continue to hold the Certificate of Registration in terms of its asset/income pattern as on 31<sup>st</sup> March 2011
3. The Board of Directors has passed a resolution on 25<sup>th</sup> day of April, 2010 for non- acceptance of any public deposits.
4. The company has not accepted any public deposits during the relevant period/year.
5. The company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non- Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.
6. The company has complied with the prudential norms in respect of Systemically Important Non-deposit taking NBFCs as defined in paragraph 2(1)(xix) of the Non-Banking Financial (Non- Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

For J B S & COMPANY

Chartered Accountants

FRN : 323734E

  
(Pankaj Bhusan Bhattacharya)  
Partner

Membership No: 015416

Place: Kolkata

Dated: 30<sup>th</sup> day of July, 2011



# GOLDEN PROPERTIES & TRADERS LIMITED

## Balance Sheet as at 31st March, 2011

<u>Particulars</u>	<u>Sche dule</u>	<u>As At 31-03-2011</u>	<u>As At 31-03-2010</u>
		Rs.	Rs.
<b><u>SOURCES OF FUNDS</u></b>			
<b>Shareholders' Fund</b>			
Share Capital	1	25,326,800.00	14,812,800.00
Reserves & Surplus	2	88,876,225.50	25,213,098.82
<b>TOTAL</b>		<b>114,203,025.50</b>	<b>40,025,898.82</b>
 <b><u>APPLICATION OF FUNDS</u></b>			
<b>Investments</b>	3	90,076,047.01	27,806,547.01
<b><u>Current Assets, Loans &amp; Advances</u></b>			
Sundry Debtors	4	10,936,000.00	1,357,920.00
Cash & Bank Balances	5	2,689,705.60	92,750.10
Loans & Advances	6	61,691,922.00	11,192,099.00
		<u>75,317,627.60</u>	<u>12,642,769.10</u>
<b>Current Liabilities and Provisions</b>	7	51,602,059.33	817,046.24
<b>Net Current Assets</b>		<u>23,715,568.28</u>	<u>11,825,722.86</u>
 <b>Miscellaneous Expenditure</b> (To the extent not written off or adjusted)			
Preliminary Expenses		36,600.00	48,800.00
Amalgamation Expenses		40,600.00	-
<b>Profit &amp; Loss Account</b> (As per annexed accounts)		334,210.22	344,828.95
<b>TOTAL</b>		<b>114,203,025.50</b>	<b>40,025,898.82</b>

**Significant accounting policies and notes on accounts**

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*As per our Report of even date Annexed*

**For J.B.S. & Company**  
Chartered Accountants

*(Signature)*  
**(Pankaj Bhusan Bhattacharya)**  
**Partner**

**Place : Kolkata**  
**Date : 30.07.2011**

**For & on behalf of the Board**

*(Signature)*

*(Signature)*

**DIRECTORS**

# **GOLDEN PROPERTIES & TRADERS LIMITED**

## **Profit & Loss Account for the year ended 31st March, 2011**

<b><u>PARTICULARS</u></b>	<b><u>Sched ule</u></b>	<b><u>Year Ended 31-03-2011</u></b>	<b><u>Year Ended 31-03-2010</u></b>
		Rs.	Rs.
<b><u>INCOME</u></b>			
Sales		-	26,410.00
Dividend		325.00	325.00
Interest from I.T. Refund		-	17,025.00
Profit on Sale of Investments		185,000.00	92,500.00
<b>TOTAL</b>		<b><u>185,325.00</u></b>	<b><u>136,260.00</u></b>
<b><u>EXPENDITURE</u></b>			
Opening Stock of shares & Units		-	26,410.00
Administrative & office Expenses	8	117,143.00	90,940.45
Preliminary Exp Written off		12,200.00	12,200.00
Provision for standard Asset		38,481.59	-
<b>TOTAL</b>		<b><u>167,824.59</u></b>	<b><u>129,550.45</u></b>
Profit / (Loss) for the year		17,500.42	6,709.55
Less: Provision for Income Tax		4,000.00	1,050.00
Profit / (Loss) after Tax		13,500.42	5,659.55
Less: FBT for earlier year		227.00	-
Less: Income tax for earlier year		-	1,521.00
Add: Income tax excess provision W/Back		-	1,662.00
		13,273.42	5,800.55
Less: Transfer to special reserve account		2,654.68	1,160.00
		10,618.73	4,640.55
Balance brought forward from Previous Year		(344,828.95)	(349,469.50)
<b>Balance carried to Balance Sheet</b>		<b><u>(334,210.22)</u></b>	<b><u>(344,828.95)</u></b>

Significant accounting policies and notes

on accounts

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***As per our Report of even date Annexed***

**For J.B.S. & Company**

Chartered Accountants

(Pankaj Bhusan Bhattacharya)

**Partner**

Place : Kolkata

Date : 30.07.2011

**For & on behalf of the Board**

**DIRECTORS**

**GOLDEN PROPERTIES & TRADERS LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011**

PARTICULARS	YEAR ENDED 31-03-2011		YEAR ENDED 31-03-2010	
	Amount(Rs.)	Amount(Rs.)	Amount(Rs.)	Amount(Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/(loss) before Tax and Extra Ordinary Items		17,500.42		6,709.55
Add:				
Adjustment for Depreciation	-	-	-	-
Loss on sale of investments	-	-	-	-
		17,500.42		6,709.55
Less:				
Interest received	-	-	-	-
Dividend received	325.00		325.00	
Provision for taxation	4,000.00		1,050.00	
Profit on sale of investments	185,000.00	189,325.00	92,500.00	93,875.00
<b>Operating Profit before Working Capital changes</b>		<b>(171,824.59)</b>		<b>(87,165.45)</b>
<b>Adjustments for</b>				
Trade Receivable	(9,578,080.00)		(1,357,920.00)	
Loans & advances	(50,499,823.00)		5,045,637.00	
Trade Payables & provisions	50,785,013.09		681,878.01	
Preliminary expenses	12,200.00		12,200.00	
Deferred revenue expenses	(40,600.00)		-	
Inventories	-	(9,321,289.92)	-	4,381,795.01
<b>Cash generated from Operations</b>		<b>(9,493,114.50)</b>		<b>4,294,629.56</b>
<b>Extra-ordinary items</b>				
Income tax/FBT for earlier year		(227.00)		(1,521.00)
Add: Income tax excess provision W/Back		-		1,662.00
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>(9,493,341.50)</b>		<b>4,294,770.56</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Interest received	-	-	-	-
Dividend received	325.00		325.00	
Sale of investments	57,752,500.00		39,419,920.00	
Purchase of investments	(119,837,000.00)	(62,084,175.00)	(43,672,000.00)	(4,251,755.00)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>(62,084,175.00)</b>		<b>(4,251,755.00)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Securities Premium account	63,660,472.00		-	
Proceeds of share capital	10,514,000.00	74,174,472.00	-	
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>74,174,472.00</b>		<b>-</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)</b>		<b>2,596,955.50</b>		<b>43,015.56</b>
<b>OPENING CASH &amp; CASH EQUIVALENTS</b>		<b>92,750.10</b>		<b>49,734.54</b>
<b>CLOSING CASH &amp; CASH EQUIVALENTS</b>		<b>2,689,705.60</b>		<b>92,750.10</b>

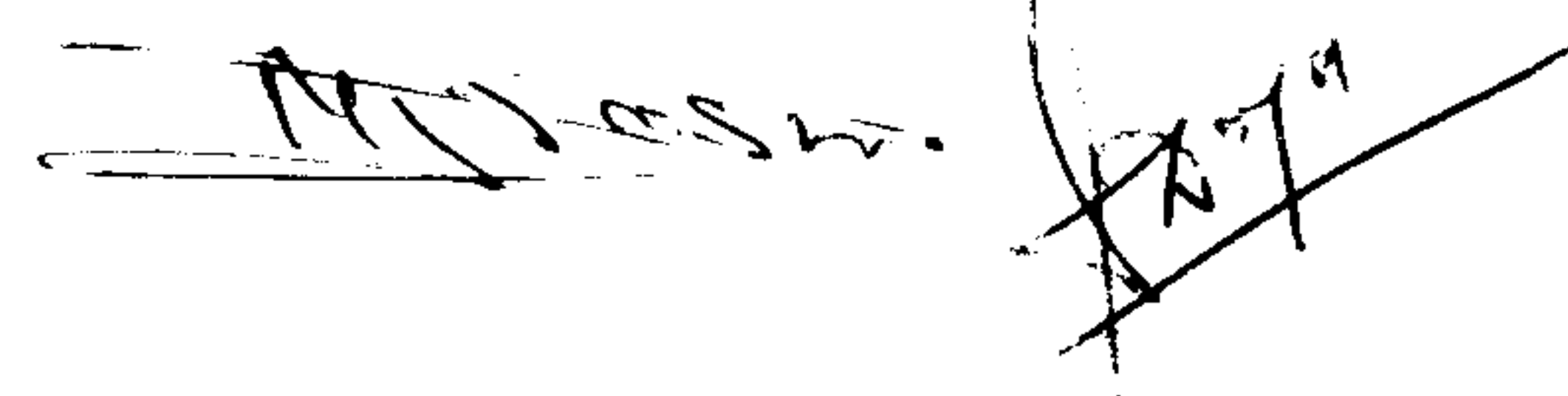
*This is the cash flow statement referred to in our report on even date*

For J.B.S. & Company  
Chartered Accountants

  
(Pankaj Bhushan Bhattacharva)  
Partner

Place: Kolkata  
Date: 30.07.2011

For & on behalf of the Board



**DIRECTORS**



**GOLDEN PROPERTIES & TRADERS LIMITED**  
**Schedules annexed to and forming parts of Balance Sheet as at 31-03-2011**

	As 31-03-2011	At 31-03-2010
	Rs	Rs
<b>Schedule - 1</b>		
<b>Share Capital</b>		
<b>1) Authorised Capital</b>		
18,40,000 (P.Y. 15,00,000) Equity Shares of Rs.10/- each (Refer Note No (B1d) of Schedule.9)	18,400,000.00	15,000,000.00
<b>TOTAL</b>	<b>18,400,000.00</b>	<b>15,000,000.00</b>
<b>2) Issued, Subscribed and paid up Capital</b>		
11,81,280 Equity shares of Rs. 10/- each fully paid up in cash (Out of the above 11,01,580 equity shares of Rs 10/- each were issued pursuant to scheme of amalgamation)	14,812,800.00	11,812,800.00
<b>Share Capital Suspense Account</b> 10,51,400 Equity shares (P.Y. NIL) of Rs10/-each to be issued to the shareholders of erstwhile Transferor companies pursuant to scheme of amalgamation (Refer Note No (B1c) of Schedule.9)	10,514,000.00	
<b>TOTAL</b>	<b>25,326,800.00</b>	<b>14,812,800.00</b>
<b>Schedule - 2</b>		
<b>Reserves &amp; Surplus</b>		
<b>Capital Reserve Account</b>		
As per last Account	2,396,286.56	2,396,286.56
Special Reserve Account (U/s 151C of RBI Act, 1934)		
As per last Account	83,836.00	83,836.00
Add: Addition during the year	2,654.68	86,490.68
<b>Securities Premium Account</b>		
As per last account	22,732,976.26	22,732,976.26
Add: Acquired upon amalgamation refer note no.9(B1b)	63,660,472.00	86,393,448.26
<b>TOTAL</b>	<b>88,876,225.50</b>	<b>25,213,098.82</b>

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**GOLDEN PROPERTIES & TRADERS LIMITED**  
Schedules annexed to and forming parts of Balance Sheet as at 31-03-2011

	As At 31-03-2011		As At 31-03-2010	
Schedule - "3" Investment (Non Trade- Long Term)	As on 31-03-2011		As on 31-03-2010	
Name of Companies	Nos.	Amount(in Rs.)	Nos.	Amount(in Rs.)
<b>A) EQUITY SHARES: (QUOTED)</b>				
<b>(Rs 10/- each)</b>				
Satvam Projects Limited	70,695	340,547.01	70,695	340,547.01
		<b>340,547.01</b>		<b>340,547.01</b>
<b>B) EQUITY SHARES : (UNQUOTED)</b>				
<b>(Rs 10/- each)</b>				
✓Cindrella commotrade Pvt. Ltd	5,000	500,000.00	5,000	500,000.00
✓Longview Estates Pvt. Ltd	17,000	1,700,000.00	5,000	500,000.00
✓Lotus Biomedicals Pvt. Ltd	1,000	100,000.00	38,000	3,800,000.00
Morgan Walkar Infrastructure Ltd	-	-	22,500	4,450,000.00
DH Infratech Pvt. Ltd	-	-	1,000	100,000.00
Maxwins Exim Pvt. Ltd (Formerly Impression Sales Pvt. Ltd)	2,000	200,000.00	2,000	200,000.00
Omatic Vyapaar Pvt. Ltd	20,000	2,000,000.00	20,000	2,000,000.00
Tanjore properties pvt. Ltd	2,000	200,000.00	2,000	200,000.00
True Man estates Pvt. Ltd	24,000	2,400,000.00	24,000	2,400,000.00
Aisley properties Ltd	-	-	33,600	336,000.00
Arwin Impex Pvt. Ltd	3,000	300,000.00	3,000	300,000.00
Banana Estates Developers Pvt. Ltd	7,000	700,000.00	20,000	2,000,000.00
Blossom Real Estates Pvt. Ltd	-	-	187,500	750,000.00
Prakash Estates Pvt. Ltd	-	-	100	10,000.00
Jolen Marketing Pvt. Ltd	-	-	32,000	3,200,000.00
KMSR Kothari Infradev Pvt. Ltd	5,800	700,000.00	5,800	700,000.00
Mooncity Real Estates Pvt. Ltd	11,000	1,100,000.00	11,000	1,100,000.00
Maxwins Tradecomm Pvt. Ltd (Formerly Prestige Tradecomm Pvt. Ltd)	48,000	4,800,000.00	27,000	2,700,000.00
Prithvi Suppliers Pvt. Ltd	3,000	300,000.00	3,000	300,000.00
Soverign Global Projects Pvt. Ltd	-	-	4,000	400,000.00
Tradex Ltd	8,000	800,000.00	8,000	800,000.00
Moonshine Sales Pvt. Ltd	2,000	200,000.00	2,000	200,000.00
Lazona Tie-up Pvt. Ltd	-	-	2,080	520,000.00
BMG Itech Pvt. Ltd	13,000	1,300,000.00	-	-
Extreme Supplier Pvt. Ltd	1,000	100,000.00	-	-
Global Exim pvt. Ltd	180,000	3,600,000.00	-	-
Jaya Mercantiles pvt. Ltd	24,000	1,200,000.00	-	-
Knowledge infradev pvt. Ltd	10,000	1,000,000.00	-	-
Minniepan consultants pvt. Ltd	5,400	540,000.00	-	-
Mohan Jute Ltd	300,100	3,001,000.00	-	-
Namaskar fashion pvt. Ltd	20,000	2,000,000.00	-	-
Bharosa Vanijya Pvt. Ltd	17,200	4,300,000.00	-	-
Brilliant Sales Pvt. Ltd	18,000	4,500,000.00	-	-
Deepsons vanijya Pvt. Ltd	10,400	2,600,000.00	-	-
Elpro vanijya Pvt. Ltd	12,400	3,100,000.00	-	-
Intehan vanijya Pvt. Ltd	7,800	1,950,000.00	-	-
Lyska Agencies pvt. Ltd	18,000	4,500,000.00	-	-
Mastermind vinimay Pvt. Ltd	17,800	4,450,000.00	-	-
Regent Vyapaar Pvt. Ltd	12,800	3,200,000.00	-	-
Royal Vanijya Pvt. Ltd	20,000	5,000,000.00	-	-
Solex Vanijya Pvt. Ltd	22,800	5,700,000.00	-	-
Galla Vanijya Pvt. Ltd	20,000	5,000,000.00	-	-
Jai Matadi vanijya Pvt. Ltd	13,200	3,300,000.00	-	-
Madrid Traders Pvt. Ltd	7,200	1,800,000.00	-	-
Nissan Vanijya Pvt. Ltd	10,400	2,600,000.00	-	-
Vijeta Vanijya Pvt. Ltd	15,400	3,850,000.00	-	-
Oriental Vyapaar Pvt. Ltd	16,578	4,144,500.00	-	-
Blossom Vinimay Pvt. Ltd	4,000	1,000,000.00	-	-
		<b>89,735,500.00</b>		<b>27,466,000.00</b>
<b>GRAND TOTAL(A+B)</b>		<b>90,076,047.01</b>		<b>27,806,547.01</b>
Market value of quoted investments		<b>318,127.50</b>		<b>318,127.50</b>

**GOLDEN PROPERTIES & TRADERS LIMITED**  
**Schedules annexed to and forming parts of Balance Sheet as at 31-03-2011**

	<u>As</u>	<u>At</u>	<u>As</u>	<u>At</u>
	<u>31-03-2011</u>		<u>31-03-2010</u>	
<b>Schedule - "4"</b>				
<b><u>Sundry Debtors</u></b>				
(Unsecured, considered good)				
Debts outstanding for a period exceeding six months		-		-
Other Debts	10,936,000.00		1,357,920.00	
	<u>10,936,000.00</u>		<u>1,357,920.00</u>	
<b>Schedule - "5"</b>				
<b><u>Cash &amp; Bank Balances</u></b>				
Cash in Hand	174,603.66		81,281.66	
(As Certified by the Management)				
Balances with Scheduled Banks in Current Accounts	2,515,101.94		11,468.44	
	<u>2,689,705.60</u>		<u>92,750.10</u>	
<b>Schedule - "6"</b>				
<b><u>Loans &amp; Advances</u></b>				
Advances	4,456,634.00		4,556,634.00	
(recoverable in cash or in kind or for value to be received)				
Advance against property	47,200,000.00		-	
Share application given	9,998,000.00		6,598,000.00	
Advance Income Tax and TDS	37,288.00		37,465.00	
	<u>61,691,922.00</u>		<u>11,192,099.00</u>	
<b>Schedule - "7"</b>				
<b><u>Current Liabilities and Provisions</u></b>				
<b><u>A) Current Liabilities</u></b>				
Sundry Advances	51,500,000.00		-	
Liability for Expenses	27,787.74		34,266.24	
Sundry Creditors			750,000.00	
<b>TOTAL (A)</b>	<u>51,527,787.74</u>		<u>784,266.24</u>	
<b><u>B) Provision</u></b>				
Provision for I.T.	35,050.00		31,050.00	
Provision for F.B.T	740.00		1,730.00	
For Standard Assets (As per NBFC prudential Norms)	38,481.59		-	
<b>(Refer Note no B-3 of Schedule-9)</b>	<u>74,271.59</u>		<u>32,780.00</u>	
<b>TOTAL (B)</b>				
<b>TOTAL (A+B)</b>	<u>51,602,059.33</u>		<u>817,046.24</u>	
<b>Schedule - "8"</b>				
<b><u>ADMINISTRATIVE &amp; OFFICE EXPENSES</u></b>				
Salary and Bonus	18,000.00		6,500.00	
Annual Custody Fees	13,306.00		-	
Staff Welfare	425.00		530.00	
Legal and Professional Fees	2,206.00		2,803.00	
Conveyance Expenses	182.00		235.00	
Filing Fees	15,350.00		2,800.00	
General Expenses	293.00		328.95	
Bank Charges	4,488.00		721.00	
Directors Fees	4,000.00		-	
Bad Debt	-		3,500.00	
Listing Fees	11,030.00		35,919.50	
Rates & Taxes	6,750.00		6,750.00	
Printing & Stationary	4,100.00		800.00	
Audit Fees	5,515.00		5,515.00	
Advertisement Expenses	16,560.00		9,600.00	
RTA Charges	14,938.00		14,938.00	
	<u>117,143.00</u>		<u>90,940.45</u>	

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## **GOLDEN PROPERTIES & TRADERS LTD**

### **Schedule - "9"**

#### **(Schedule Annexed to and forming part of Accounts for the year ended 31<sup>st</sup> March 2011)**

#### **Significant Accounting policies and Notes on Accounts**

#### **A) Significant Accounting Policies**

##### **1. General :**

- a) The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and the Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provision of the Companies Act, 1956 as adopted consistently by the Company.
- b) Accounting policies not specifically referred to are in consonance with the generally accepted accounting principles followed by the Company.
- c) Revenue and Expenses are being accounted for on Mercantile Basis.

##### **2. Basis of Accounting :**

All the Income and Expenditures are recognized on Accrual Basis except Rates & Taxes that is accounted for on Cash Basis.

##### **3. Investments :**

Investments being long terms and non trade investment are valued at cost and provisions for diminution, if any other than temporary is made to recognize decline in the value of investments on the basis of market/break up value as applicable.

#### **B) Notes on Accounts :**

1. Amalgamation of Simon Vanijya Pvt. Ltd and Swagath Vanijya Pvt. Ltd with the Company.
  - a) Pursuant to the scheme of Amalgamation erstwhile Simon Vanijya Pvt. Ltd and Swagath Vanijya Pvt. Ltd with the Company, w.e.f. 1<sup>st</sup> April, 2010 as approved by the Hon'ble High Court of Kolkata vide order dated 11<sup>th</sup> day of July, 2011. In terms of the said scheme all the Assets & Liabilities of the erstwhile Transferor Companies were transferred to and vested in the Company w.e.f 1<sup>st</sup> April, 2010 at their respective book value. The effect for the same have been given in these Accounts accordingly and in consonance with Accounting Policies followed by the Transferee Company.

- b) All the Assets & Liabilities of Transferor Companies have been recorded in these accounts at their respective book values. Excess of Assets taken over and above the Liabilities and Share Capital issued to the shareholders of erstwhile transferor companies has been credited to Securities Premium Account in terms of Scheme as approved by the Hon' able High court of Kolkata.
- c) Pursuant to scheme as referred to in (a) above 10,51,400 Equity Shares of Rs. 10/- is to be issued to the shareholders of erstwhile Simon Vanijya Pvt. Ltd and Swagath Vanijya Pvt. Ltd, Pending Allotment for the same has been credited to Share Capital Suspense Account
- d) As per order of Hon'ble High Court, Kolkata dated 11.07.2011 the Authorized Share Capital of Transferor Companies have been amalgamated with the company and increased from Rs.150 lacs to Rs.184 lacs.
- e) 173,400 Equity Shares of Rs. 10/- each were cancelled in respect to Scheme of Amalgamation as read in 1 (a) above.
2. During the year the company has transferred Rs.2,654.68/- (P.Y.Rs.1160/-) to Special Reserve Account in accordance with 45IC of RBI Act, 1934.
3. During the year the company has made a provision of Rs.38,481.59/- on Standard Assets as per NBFC Prudential Norms under notification number DNBS.222 CGM(US)2011 and DNBS.223 CGM(US)2011 dated January,17,2011
4. The company having Deferred Tax Assets due to carry forward losses as per AS-22, the same has not been recognized in the accounts as a matter of prudence.
5. In the opinion of the Board the Current Assets, Loans & Advances have realization value in the ordinary course of business at least equal to which they are stated in Balance Sheet.
6. The Outstanding balance of Sundry Creditors, Deposits and Advances are subject to confirmation and reconciliation, if any.
7. The company has no related party transaction during the year.
8. The company has only one segment i.e. Finance and Investment Activities hence no segment reporting is given as required under AS-17 issued by ICAI.

9. Earning per Share	<u>31.03.2011</u>	<u>31.03.2010</u>
Profit/(loss) after taxation	Rs. 17,500	Rs. 5,660
No. of shares	14,81,280	14,81,280
Basic earning per share	Rs. 0.012	Rs. 0.003
Diluted earning per share	Rs. 0.012	Rs. 0.003
Nominal value of equity share	Rs. 10.00	Rs. 10.00

10. Figures for the current year include figures for the erstwhile Simon Vanijya Pvt. Ltd and Swagath Vanijya Pvt. Ltd 1<sup>st</sup> April, 2010 to 31<sup>st</sup> March, 2011. The current year figures are accordingly not comparable to those of previous years.

11. Schedules '1 to 9' annexed herewith are forming part of Balance Sheet and Profit & Loss Account and have been duly authenticated.

12. Additional Information pursuant to Part IV of the Schedule VI to the Companies Act, 1956 is as per Annexure - I

13. The Additional information as required in terms of Paragraph-13 of Non Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is as per Annexure-II.

As per our Report of even date Annexed  
For JBS & Company  
Chartered Accountants

  
(Pankaj Bhusan Bhattacharya)  
Partner

For & on behalf of the Board

DIRECTORS

Place: Kolkata  
Date: 30.07.2011



# GOLDEN PROPERTIES & TRADERS LIMITED

Annexure - I

Balance Sheet abstract and Company's General Business Profile  
As per Schedule VI, Part IV of The Companies Act, 1956

### 1) Registration Details

Registration No.	34972	State Code	21
Balance Sheet Date	31-3-2011		

### 2) Capital Raised During the year (Amount Rs.'000)

Public issue	-	Bonus Issue	-
Right Issue	-	Private Placement	10,514

### 3) Position of Mobilisation and Deployment of Funds (Amount in Rs.'000)

Total Liabilities	114,203	Total Assets	114,203
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#### a) Sources of Funds

Paid up Capital	14,813	Secured Loan	-
Share Capital Suspense	10,514	Unsecured Loan	-
Reserves & Surplus	114,203		

#### b) Application of Funds

Net Fixed Assets	-	Net Current assets	23,716
Investments	90,076	Misc. Expenditure	77
Accumulated Loss	334	Deferred Tax	-

### 4) Performance of the Company (Amount in Rs.'000)

Turnover	185	Total Expenditure	168
Profit before Tax	17	Profit after Tax	14
Earning per Share (Rs.)	0.009	Dividend Rate (%)	-

### 5) Generic names of principle products/services of the Company


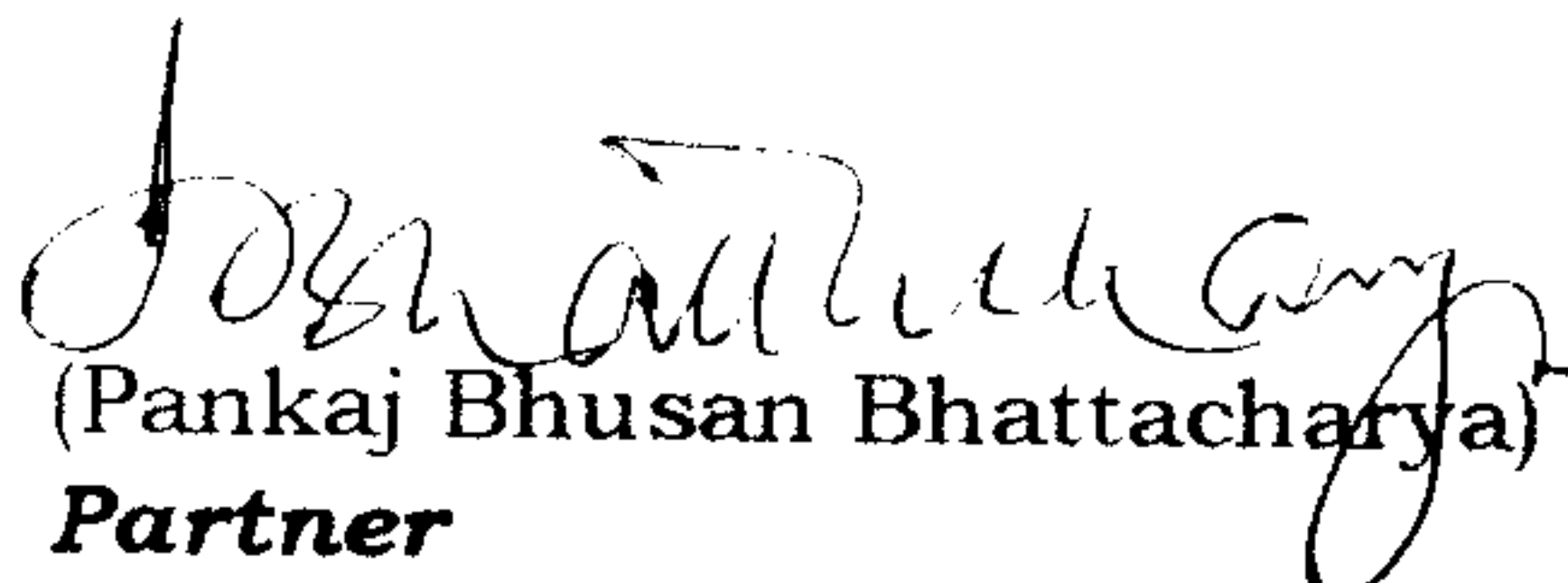
(As per Monetary Terms)

Item Code	NIL
Product Description	Investment Activity

**As per our Report of this date Annexed**

**For J.B.S. & Company**

Chartered Accountants

  
  
(Pankaj Bhusan Bhattacharya)  
**Partner**

Place : Kolkata

Date : 30.07.2011

**For & on behalf of the Board**


**DIRECTORS**

**Schedule to the Balance Sheet as at 31.03.2011 of  
GOLDEN PROPERTIES & TRADERS LIMITED, a non-  
deposit taking Non-Banking Financial Company**

*[As Required in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007]*

		( Rs. in Lakhs )	
		Amount Outstanding	Amount Overdue
LIABILITIES SIDE :			
(1)	Loans and Advances availed by the NBFCs inclusive of interest accrued thereon but not paid :		
	(a) Debentures Secured	-	-
	Unsecured	-	-
	(Other than falling within the meaning of public deposits)		
	(b) Deferred Credits	-	-
	(c) Term Loans	-	-
	(d) Inter-Corporate Loans & Borrowings	-	-
	(e) Commercial Paper	-	-
	(f) Public Deposits	-	-
	(g) Other Loans (Specify nature) – Unsecured Loans from Directors / Shareholders Overdraft from Bank		-
(2)	Break-up of 1(:) above (outstanding public deposits inclusive of interest accrued thereon but not paid) :		
	(a) In the form of Unsecured Debentures	-	-
	(b) In the form of partly secured debentures, i.e., debentures where there is a shortfall in the value of security	-	-
	(c) Other Public Deposits	-	-

*dh*

ASSETS SIDE :		Amount Outstanding
(3)	Break-up of Loans and Advances including Bills Receivable (Other than those included (4) below) :	
	(a) Secured	-
	(b) Unsecured	616.91
(4)	Break-up of Leased Assets and Stock on Hire and Hypothecation Loans counting towards EL / HP activities :	Amount Outstanding
	(i) Lease Assets including Lease Rentals under Sundry Debtors	
	(a) Financial Lease	-
	(b) Operating Lease	-
	(ii) Stock on Hire including Hire Charges under Sundry Debtors	
	(a) Assets on Hire	-
	(b) Repossessed Assets	-
	(iii) Hypothecation Loans counting towards EL / HP activities	
	(a) Loans where assets have been repossessed	-
	(b) Loans other than (a) above	-
(5)	Break-up of Investments :	
	Current Investments	
	1. Quoted :	
	(i) Shares (a) Equity	-
	(b) Preference	-
	(ii) Debentures and Bonds	-
	(iii) Units of Mutual Funds	-
	(iv) Government Securities	-
	(v) Others (specify)	-



2. Unquoted :		
(i) Shares	(a) Equity	737.35
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (specify)		-
Long Term Investments		
1. Quoted :		
(i) Shares	(a) Equity	3.40
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (specify)		-
2. Unquoted :		
(i) Shares	(a) Equity	160.01
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (specify)		-

(6)	Borrower group-wise classification of all leased assets, Stock-on-hire and loans and advances			
	Category	Amount net of provision		
		Secured	Unsecured	Total
	1. Related Parties			
	(a) Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other related parties	-	-	-
	2. Other than related parties	-	-	-
	Total	-	-	-

1,509,321

2005-2006  
2009-2010

(7)	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)		
	Category	Market Value/Break-up or fair value or NAV	Book Value (Net of Advances)
	1. Related Parties		
	(a) Subsidiaries	-	-
	(b) Companies in the same group	-	-
	(c) Other related parties		
	2. Other than related parties		900.76
	Total		900.76

(8)	Other Information	
	Particulars	Amount
	(i) Gross Non-Performing Assets :	
	(a) Related Parties	-
	(b) Other than related parties	-
	(ii) Net Non-Performing Assets :	
	(a) Related Parties	-
	(b) Other than related parties	-
	(iii) Assets acquired in satisfaction of debts	-

*[Handwritten signature]*

1,509,321

2005-2006  
2009-2010

