



**30<sup>th</sup> Annual Report  
2014-2015**

**MAA JAGDAMBE  
TRADELINKS LIMITED**

**MAA JAGDAMBE TRADELINKS LIMITED**  
CIN- L74999MH1985PLC035104**CORPORATE INFORMATION**

<b>BOARD OF DIRECTORS</b>	:	1. Kailash Bhageria 2. Pawan Choudhary 3. Sarla Girdhar Parmar 4. Vimalkumar Agarwal 5. Ravikant Kailashchandra Modi 6. Vikash Jindal
<b>REGISTERED OFFICE</b>	:	413, V Star Plaza, Chandavarkar Road, Borivali West, Mumbai – 400 092.
<b>BANKERS</b>	:	Axis Bank Limited Mumbai.  Bank of Baroda Thane.
<b>AUDITORS</b>	:	Satya Prakash Natani & Co. Chartered Accountants
<b>SECRETARIAL AUDITORS</b>	:	Ramesh Chandra Bagdi & Associates Company Secretaries
<b>SHARE TRANSFER AGENTS</b>	:	Purva Sharegistry (India) Private Limited Unit no. 9, Shiv Shakti Industrial Estate, Gr. Floor, J. R. Bhoricha Marg, Lower Parel, Mumbai – 400 011.
<b>SHARES LISTED AT</b>	:	The Bombay Stock Exchange Limited

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## NOTICE

**NOTICE** is hereby given that the 30th Annual General Meeting of the members of **MAA JAGDAMBE TRADELINKS LIMITED** will be held on Wednesday, 30th September, 2015 at 2:30 p.m. at its Registered Office, 413, V Star Plaza, Chandavarkar Road, Borivali (West), Mumbai – 400 092, to transact the following business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date together with the report of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Kailash Bhageria (DIN 01798209) who retires by rotation and being eligible, offers him-self for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof), the reappointment of the statutory auditors, M/s. Satya Prakash Natani & Co., Chartered Accountants, Mumbai (Registration No. 115438W), as the Statutory Auditors of the Company be and is hereby ratified by the members of the Company for the financial year 2015-16 at such remuneration as may be determined by the Board of Directors of the Company.”

### 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** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Clause 49 of the Listing Agreement, Mrs. Sarla Girdhar Parmar, (DIN 00655503), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 14th April, 2015 pursuant to provisions of Section 161 (1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing her candidature for the office of the Director, be and is hereby appointed as a Non-executive Independent Director of the Company, not subject to retirement by rotation, to hold office for a term of 5 (five) consecutive years commencing from the date of her appointment as Additional Director i.e. 14th April, 2015 up to the conclusion of Annual General Meeting (AGM) to be held for the F.Y. 2019-20 or 13th April, 2020, whichever is earlier.”

REGISTERED OFFICE:  
413, V Star Plaza,  
Chandavarkar Road,  
Borivali (West),  
Mumbai – 400 092.

FOR AND ON BEHALF OF THE BOARD

**KAILASH BHAGERIA**  
DIN 01798209  
CHAIRMAN

Date: 3rd September 2015

**NOTES:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the Company.
2. Proxies in order to be effective must be delivered at the registered office of the Company not later than forty eight hours before the meeting.
3. In terms with Articles of Association, read with Section 152 of the Companies Act, 2013 Mr. Kailash Bhageria, (DIN 01798209), Director retire by rotation and being eligible, offer himself for reappointment. The Board of Directors commends his reappointment.

Mr. Vikash Jindal (DIN 06485239), Mr. Ravikant Modi (DIN 06479629) Mr. Vimalkumar Agrawal (DIN 03592756) and Ms. Sarla Girdhar Parmar (DIN 00655503), Non executive Directors of the Company were Independent Directors as per Clause 49 of the Listing Agreement with Stock Exchanges. As per Explanation to Section 152(6)(e) of the Companies Act 2013, total number of Directors for the purpose of determining directors liable to retire by rotation shall not include independent directors, whether appointed under the Companies Act, 2013 or any other law for the time being in force.

4. Brief resume of all Directors proposed to be re-appointed / appointed, nature of their expertise in specific functional areas, names of the companies in which they hold directorships, memberships / chairmanships for Board / Committees, shareholding and relationship between Directors inter-se as stipulated in Clause 49 of the Listing Agreement with Stock Exchanges are provided in the annexure to the notice.
5. Explanatory Statement under section 102 of the Companies Act, 2013 is annexed hereto.
6. The Register of Members and the Share Transfer Books of the Company will be closed from 26-09-2015 to 30-09-2015 (both days inclusive).
7. Member desirous of obtaining information with respect of the accounts of the Company are requested to send queries in writing to the Company at its registered office so as to reach at least seven days before the date of Meeting.
8. Members are requested to furnish their bank account details, change of address and all other required details to the Registrar & Share Transfer Agent in respect of shares if held in physical form. In case of shares held in electronic form, these details should be furnished to the respective Depository Participants (DPs).
9. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers / copies of PAN card to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent, M/s. Purva Sharegistry (India) Private Ltd.
10. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013 (corresponding to Section 109A of the Companies Act, 1956). Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH 13 duly filled in to M/s. Purva Sharegistry (India) Private Ltd. at the Registered Office of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

11. As per the Companies Act, 2013 and rules made thereunder all documents to be sent to shareholders like General Meeting Notices (including AGM), Audited Financial Statements, Directors' Report, Auditors' Report, etc. henceforth will be sent to the shareholders in electronic form, to the e-mail address provided by them and made available to us by the Depositories. The physical copies of the annual report will also be available at our Registered Office for inspection during office hours. Members are also requested to register/update their email addresses, with the depository participant (in case of shares held in dematerialized form) or with Company/M/s. Purva Sharegistry (India) Private Ltd., Registrar and Share Transfer Agent of the Company (in case of Shares held in physical form).
12. Electronic copy of the annual report for 2015 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the annual report for 2015 is being sent in the permitted mode.
13. For convenience of the members and for proper conduct of the meeting, entry to the place of the meeting will be regulated by way of attendance slip, which is annexed to this Notice. Members are requested to bring their Attendance Slip, sign the same at the place provided and hand it over at the entrance of the venue.
14. Electronic copy of the Notice of the 30th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 30th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
15. Members may please note that the Notice of the 30th Annual General Meeting and the Annual Report for 2015 will also be available on the Company's website [www.maajtl.com](http://www.maajtl.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [investor@maajtl.com](mailto:investor@maajtl.com)
16. Voting through electronic means  
In case of members receiving e-mail:
  - (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - (ii) Click on "Shareholders" tab.
  - (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
  - (iv) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN*</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 100 then enter RA00000100 in the PAN field.</li> </ul>
<b>Dividend Bank Detail OR Date of Birth (DOB)</b>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant company <MAA JAGDAMBE TRADELINKS LTD.> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on <September 27, 2015 (9.00 a.m.)> and ends on < September 29, 2015 (5.00 p.m.)>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <September 23, 2015>, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai, has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (D) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**ANNEXURE TO THE NOTICE:****Explanatory Statement under section 102 of the Companies Act, 2013 and details pursuant to clause 49 of the Listing Agreement.****ITEM NO. 4:**

Mrs. Sarla Girdhar Parmar, aged about 65 years, has joined the Board as Non-executive Woman Independent Director with effect from April 14, 2015. Mrs. Sarla Girdhar Parmar holds directorship in 2 other Companies as follows:

<b>Name of the Company</b>	<b>Designation</b>
Lunkad Textiles Private Limited	Director
Manthan Mercantile Private Limited	Director

The Company has received from Mrs. Sarla Girdhar Parmar:

- (i) Consent in writing to act as Woman Independent Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014.
- (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and
- (iii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that Mrs. Sarla Girdhar Parmar fulfills the conditions specified in the Act and the Rules made thereunder and also the provisions as laid down in Listing Agreement to be eligible to be appointed as Woman Independent Director pursuant to the provisions of section 149 of the Act. The Board of Directors of your Company is also of the opinion that Mrs. Sarla Girdhar Parmar is independent of the management of the Company.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Sarla Girdhar Parmar as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Sarla Girdhar Parmar as Woman Independent Director of the Company for a term of 5 years pursuant to provisions of section 149 read with Schedule IV of the Act for the approval by the shareholders of the Company. In terms of provisions of section 149(13) of the Act, Mrs. Sarla Girdhar Parmar shall not be liable to retire by rotation.

Except Mrs. Sarla Girdhar Parmar, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

REGISTERED OFFICE:  
413, V Star Plaza,  
Chandravarkar Road,  
Borivli (West),  
Mumbai – 400 092.

FOR AND ON BEHALF OF THE BOARD

**KAILASH BHAGERIA**  
DIN 01798209  
CHAIRMAN

Date: 3rd September 2015



## DIRECTORS' REPORT

To,  
The Members,  
**Maa Jagdambe Tradelinks Limited**

Your Directors have pleasure in presenting their Thirtieth Annual Report together with the Audited Accounts of the Company for the year ended on 31st March, 2015.

### 1. FINANCIAL RESULTS:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
A Total Revenue	1,22,65.30	28,20.62
B Total Expenses	1,21,49.90	2,746.54
C Profit/(Loss) Before Tax	115.40	74.08
D Tax expense		
- Current Tax	39.00	15.00
- Deferred Tax	0.06	0.00
E Profit/(Loss) after Tax	76.34	59.08

### 2. Financial Performance

During the year under review, the Company has earned Total Revenue of ₹ 12,265.30 lakh in comparison to ₹ 2,820.62 lakh during the previous year. The Company has earned net profit after tax of ₹ 76.34 lakh in comparison of ₹ 59.08 lakh during the previous year. Your directors are hopeful of better performance in the forthcoming year. There was no change in the nature of the business of the Company during the year.

### 3. Dividend & Reserves

Your Directors abstain from declaring any dividend for the year and no amount of profit earned during the year was transferred to General Reserve.

### 4. Management Discussion & Analysis

Management Discussion & Analysis report is being given under Corporate Governance Report. There are no material changes between the end of the financial year and the date of the report which may affect the financial position of the Company.

### 5. Listing With Stock Exchanges

At Present, the Equity shares of the Company are listed at Bombay Stock Exchange Ltd.

### 6. Dematerialization of Shares

99.22% of the Company's paid up Equity Share Capital is in dematerialized form as on 31st March, 2015 and balance 0.78% is in physical form. The Company's Registrar and Transfer Agent is Purva Shareregistry (India) Private Limited. having their registered office at No.9, Shiv Shakti Industrial Estate, Ground Floor, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel, Mumbai - 400 011.

**7. Internal Financial Controls**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

**8. Finance & Accounts**

The Company has not raised any finance by issue of any securities during the year. The Company has adequate financial resources at its disposal for carrying on its business. Details of transactions are given in the Notes to the Financial Statements.

Your Company prepares its financial statements in compliance with the requirements of Companies Act, 2013 and the Generally Accepted Accounting Principles (GAAP) in India. The financial statements have been prepared on historical cost basis. The estimates and judgments relating to financial statements are made on prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs and profit for the year ended 31st March, 2015.

**9. Subsidiaries, Joint Ventures and Associates Companies**

The Company does not have any Subsidiary/Joint Ventures/Associate Companies.

**10. Deposits**

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014

**11. Extract of the Annual Return**

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as "Annexure A".

**12. Statutory Auditors**

- (a) Comments and notes by auditors in the opinion of the management are self-explanatory and do not require any further comments.
- (b) M/s. Satya Prakash Natani & Co., Chartered Accountants, Mumbai, retire at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

**13. Secretarial Auditors**

In terms of Section 204 of the Act and Rules made there under, M/s. Ramesh Chandra Bagdi & Associates, Practicing Company Secretary have been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor is annexed as "Annexure B" to this report. The report is self-explanatory and do not call for any further comments.

**14. Particulars Regarding Conservation of Energy, Technology Absorption**

Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 requires disclosure of the particulars regarding conservation of Energy and Technology absorption. The Company is not having manufacturing facilities of its own; therefore information required under this clause is not applicable to the Company.

**15. Foreign Exchange Earnings / Outgo**

The Company has neither incurred any expenditure nor earned any income in foreign exchange.

**16. Corporate Social Responsibility (CSR)**

The Company does not fall under the prescribed class of companies' u/s 135(2) of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014. Hence CSR is not applicable to the Company.

**17. Human Resources**

Your Company treats its "human resources" as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

**18. Directors and Key Managerial Personnel****i. Appointment of Directors retiring by rotation:**

Mr. Kailash Bhageria, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment.

**ii. Declaration by Independent Directors:**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Clause 49 of the Listing Agreement with the Stock Exchanges.

**19. Meetings of the Board**

The Board of Directors duly met 8 times during the financial year, the details of the same are being given in the Corporate Governance Report.

**20. Vigil Mechanism**

In order to ensure that activities of Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the Company has adopted a vigil mechanism policy.

**21. Particulars of Loans, Guarantees or Investments**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

**22. Related Party Transactions**

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and that the provisions of Section 188 of the Companies Act, 2013 are not attracted. Thus disclosure in Form AOC 2 is not required. During the year, no material related party transactions were entered into with related parties by the Company. Details of transactions with related parties are given in the Notes to the Financial Statements.

**23. Risk Management:**

The Company has adequate internal controls in place at various functional levels and does not foresee any major risk such as financial, credit, legal, regulatory and other risk keeping in view the nature and size of its business.

**24. Safety:**

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**25. Significant and Material Orders Passed by the Regulators or Courts:**

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

**26. Material changes and commitments:**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates on the date of this report.

**27. Board Evaluation:-**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India under Clause 49 of the Listing Agreements.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the Board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

**28. Audit Committee:**

The Audit Committee was constituted on 14th March, 2013. The Audit Committee is comprised of three Independent Directors. The composition of the Audit Committee is as follows:-

Sr. No.	Members
1	Shri Vikash Jindal – Chairman
2	Shri Vimal Agrawal
3	Shri Ravikant Modi

**All the recommendations made by the Audit Committee were accepted by the Board.**

**29. Corporate Governance:**

Corporate Governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. It is imperative that our company affairs are managed in fair and transparent manner. This is vital to gain and retain the trust of our stakeholders.

We comply with the Securities and Exchange Board of India (SEBI)'s guidelines on corporate governance. We have documented our internal policies on corporate governance. Several aspects of the act such as Whistle Blower Policy and Code of Conduct and Ethics, have been incorporated into our policies. A report on a Corporate Governance as required under clause 49 of the listing agreement with the Stock Exchange is appended as annexure to this report.

**30. Ratio of Remuneration:**

The information required pursuant to Section 197(12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

Sr. No.	Name	Designation	Remuneration FY 2014-15	% increase from previous year	Ratio/Times per Median of Employee Remuneration
1.	Kailash Bhageria	Whole Time Director	6,00,000	N. A.	40
2.	Pawan Kumar Choudhary	Whole Time Director	4,80,000	21%	32

The particulars of the employees as required under Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company as none of the employees of the Company was in receipt of remuneration as prescribed under the said Rules.

**31. Share Capital**

**A) Buy Back of Securities**

The Company has not bought back any of its securities during the year under review.

**B) Sweat Equity**

The Company has not issued any Sweat Equity Shares during the year under review.

**C) Bonus Shares**

No Bonus Shares were issued during the year under review.

**D) Employees Stock Option Plan**

The Company has not provided any stock option plan during the year under review.

**32. Directors Responsibility Statement:-**

According to the provisions of section 134(3)(c) of the Companies Act, 2013, the directors confirm that:

- a) in the preparation of annual accounts for the financial year ended 31st March, 2015, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the accounting policies as selected are consistently applied and made judgements and estimates that are reasonable and prudent manner so as to ensure true and fair view of the state of affairs of the Company as at 31st March, 2015 and of the profit of the Company for the year ended on that date.
- c) adequate accounting records are maintained in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) financial statements have been drawn up on a going concern basis.
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**33. Acknowledgment**

Your directors take the opportunity to record their deep sense of gratitude for the valuable support and cooperation extended to the Company by its shareholders and bankers.

Registered Office:  
413 V Star Plaza,  
Chandavarkar Road,  
Borivali (West),  
Mumbai – 400 092.

For and on behalf of the Board

Kailash Bhageria  
DIN: 01798209  
Chairman

Dated: 30th May 2015

**ANNEXURE “A”****FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

as on financial year ended on 31.03.2015

**[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration ) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	L74999MH1985PLC035104
ii)	Registration Date	18-01-1985
iii)	Name of the Company	Maa Jagdambe Tradelinks Limited
iv)	Category / Sub-Category of the Company	Company Limited by Shares/Indian Non-Government Company
v)	Address of the Registered office and	413, V Star Plaza, Chandavarkar Road, Borivali (East), Mumbai - 400092.
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details	<b>Purva Share Registry (India) Pvt. Ltd.,</b> Unit No. 9, Shiv Shakti Industrial Estate, J R Borich Marg, Opp. Kasturba Hospital Lane, Lower Parel (East), Mumbai - 400011.

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Textile Fabric	5131	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES– NOT APPLICABLE**

SR. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	%of shares held	Applicable Section
NONE					

**IV. SHAREHOLDING PATTERN (Equity Share capital Break up as percentage of Total Equity)****i) Category-Wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	4,90,035	4,90,035	0.62	0	4,90,035	4,90,035	0.62	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (1) :-	0	4,90,035	4,90,035	0.62	0	4,90,035	4,90,035	0.62	0.00
(2) Foreign									
a) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other...	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (2) :-	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter (A)= (A)(1) + (A)(2)	0	4,90,035	4,90,035	0.62	0	4,90,035	4,90,035	0.62	0.00
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
C) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s).	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(1) :-	0	0	0	0.00	0	0	0	0.00	0.00



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non Institutions									
a) Bodies corporates									
i) Indian	7,95,348	0	7,95,348	1.01	1,48,12,274	0	1,48,12,274	18.89	17.87
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	11,21,206	5,41,715	16,62,921	2.12	13,25,877	61,000	13,86,877	1.77	(0.35)
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	7,10,18,271	12,74,000	7,22,92,271	92.18	6,04,55,191	62,500	6,05,17,691	77.17	(15.01)
c) Others (specify)									
NRI	1,525	0	1,525	0.00	25	0	25	0.00	(0.00)
HUF	30,25,540	0	30,25,540	3.86	10,25,409	0	10,25,409	1.31	(2.55)
Clearing Members	1,57,360	0	1,57,360	0.20	1,92,689	0	1,92,689	0.25	0.05
SUB TOTAL (B)(2) :-	7,61,19,250	18,15,715	7,79,34,965	99.38	7,78,11,465	1,23,500	7,79,34,965	99.38	0.00
Total Public Shareholding(B)= (B)(1)+(B)(2)	7,61,19,250	18,15,715	7,79,34,965	99.38	7,78,11,465	1,23,500	7,79,34,965	99.38	0.00
C. Shares held by									
Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	7,61,19,250	23,05,750	7,84,25,000	100.00	7,78,11,465	6,13,535	7,84,25,000	100.00	0.00

**(ii) SHARE HOLDING OF PROMOTERS**

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change In share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Omprakash Parasrampurua HUF	4,75,000	0.61	0.00	4,75,000	0.61	0.00	0.00
2	Satyabhama Parasrampurua	15,000	0.02	0.00	15,000	0.02	0.00	0.00
3	Shantilal Jain	5	0.00	0.00	5	0.00	0.00	0.00
4	Hema Ram	5	0.00	0.00	5	0.00	0.00	0.00
5	Ram Gopal Verma	5	0.00	0.00	5	0.00	0.00	0.00
6	Alok Sharma	5	0.00	0.00	5	0.00	0.00	0.00
7	Raj Kumar Kedia	5	0.00	0.00	5	0.00	0.00	0.00
8	Padmavati Balkrishna	5	0.00	0.00	5	0.00	0.00	0.00
9	Jhumarmal Baid	5	0.00	0.00	5	0.00	0.00	0.00
	Total	4,90,035	0.62	0.00	4,90,035	0.62	0.00	0.00

**(iii) CHANGE IN PROMOTERS' SHAREHOLDING ( PLEASE SPECIFY, IF THERE IS NO CHANGE)**

Sl. No.	Particulars	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	No changes in Promoters shareholding during the year			
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	No changes in Promoters shareholding during the year			
3	At the end of the year	No changes in Promoters shareholding during the year			

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)**

Sl. No.	For Each of the Top 10 Shareholders	Share holding at the beginning of the Year		Shareholding at the end of the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Bhupendra Murji Shah	62,50,000	7.97	47,57,922	6.07
2	Kirtikumar Mitesh Bhangdiya	31,25,000	3.98	31,25,000	3.98
3	Sonal Kirtikumar Bhangdiya	31,25,000	3.98	31,25,000	3.98
4	Abdulkarim Ibrahim Jaka	15,00,000	1.91	15,00,000	1.91
5	Salim Ibrahimbhai Jaka	15,00,000	1.91	15,00,000	1.91
6	Skung Tradelink Limited	27,300	0.03	14,90,000	1.90
7	Kamalkishore Harnarayan Vyas	13,35,000	1.70	13,05,070	1.66
8	Rajesh Ramanlal Shah	0	0.00	12,89,646	1.64
9	Rajesh Babulal Vardhan	12,50,000	1.59	12,50,000	1.59
10	Ramesh Babulal Vardhan	12,50,000	1.59	12,50,000	1.59

**(v) Shareholding of Directors & Key Managerial Personnel**

Sl. No.	Particulars	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year (Mr. Pawan Kumar Choudhary)	1500	0.002	1500	0.002
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	Not Applicable			
3	At the end of the year (Mr. Pawan Kumar Choudhary)	1500	0.002	1500	0.002

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
I) Principal Amount	0	0	1,24,91,971	1,24,91,971
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	1,24,91,971	1,24,91,971
Change in Indebtedness during the financial year				
Additions	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	1,24,91,971	1,24,91,971
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	1,24,91,971	1,24,91,971

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
		WTD	WTD	
		Shri Kailash Bhageria	Shri Pawan Kumar Choudhary	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	6,00,000	4,80,000	10,80,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0
2	Stock option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0	0	0
	-as % of profit	0	0	0
	-others, Specify....	0	0	0
5	Others, please specify	0	0	0
	<b>Total (A)</b>	<b>6,00,000</b>	<b>4,80,000</b>	<b>10,80,000</b>

**B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
1.	Independent Directors	NIL	NIL
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c ) Others, please specify		
	<b>Total (1)</b>		
2.	Other Non Executive Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c ) Others, please specify.		
	<b>Total (2)</b>		
	<b>Total (B)=(1+2)</b>		
	Total Managerial Remuneration		

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

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

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT /Court)	Appeal made, if any (give details)
<b>A. COMPANY</b>					
Penalty			None		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			None		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			None		
Punishment					
Compounding					

**Annexure B****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015.****[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
**Maa Jagdambe Tradelinks Limited**  
413, V Star Plaza,  
Chandavarkar Road,  
Borivali (West),  
Mumbai – 400 092.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Maa Jagdambe Tradelinks Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2015** ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2015** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not applicable to the Company during the Audit Period**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not applicable to the Company during the Audit Period**);

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28th October, 2014 **(Not applicable to the Company during the Audit Period);**
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);** and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit Period);**
- (vi) We have relied on the information and representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under the other applicable Acts, Laws and Regulations to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India **(Not applicable to the Company during the Audit Period).**
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. Non-appointment of Company Secretary under section 203 of The Companies Act, 2013.
2. Pursuant to the provisions of Clause 49 of the listing agreement and second proviso to Section 149(1) of the Companies Act, 2013, the Company was required to appoint woman director on the Board of the Company upto 31st March, 2015, however the appointment was made w.e.f. 15/04/2015.

### **We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period there were no specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. having a major bearing on the Company's affairs.

For **Ramesh Chandra Bagdi & Associates**  
Company Secretaries

Place: Indore  
Dated: 30th May 2015

**R. C. Bagdi**  
Proprietor  
C. P. No. – 2871

**Encl: Annexure “1” forming an integral part of this Report.**



**Annexure 1**

To,  
The Members,  
**Maa Jagdambe Tradelinks Limited**

**Our Report of even date is to be read alongwith this letter.**

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation with respect to compliance of laws, rules and regulations and of significant events during the year.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis to the extent applicable to the Company.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Ramesh Chandra Bagdi & Associates**  
Company Secretaries

Place: Indore  
Dated: 30th May 2015

**R. C. Bagdi**  
Proprietor  
C. P. No. – 2871

## CORPORATE GOVERNANCE REPORT

### RREPORT ON CORPORATE GOVERNANCE

Corporate Governance is the application of best management practices, compliance of law and adherence to ethical standards to achieve the Company's objective of maximizing stakeholder's value and discharge of social responsibility. The Corporate Governance structure in the Company assigns responsibilities and entrusts authority among different participants in the organization. The Company has adopted the requirement of Corporate Governance under Clause 49 of the Listing Agreement, the disclosure requirements of which are given below:

#### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance is to observe the highest level of ethics in all its dealings to ensure the efficient conduct of the affairs of the Company to achieve its goal of maximizing value for all its stakeholders.

#### 2. BOARD OF DIRECTORS

##### (i) Composition of Board, Directorships and Committees position held in other Companies as at 31st March 2015.

Director	Executive / Non-Executive/ Independent	No. of outside Directorship Held	Outside Committees#	
			As Chairman	As member
Shri Vimalkumar Agrawal	*Non-Executive	-	None	None
Shri Ravikant Modi	*Non-Executive	-	None	None
Shri Vikash Jindal	*Non Executive	-	None	None
Shri Kailash Bhageria	Executive	1	None	None
Shri Pawan Choudhary	Executive	-	None	None

\* Also Independent.

# Only three Committees viz. Audit Committee, shareholders' Grievance Committee and Remuneration committee are considered for this purpose

Independent Director is defined as one, who apart from receiving sitting fee as a Director, does not have any other material pecuniary relationship or transactions in his personal capacity with the Company, its promoters & management.

The Non-Executive Directors have no material pecuniary relationship or transactions in their personal capacity with the Company.

##### (ii) Board Meetings:

In financial year 2014-15, the Board met 8 times. The meetings were held on 31.05.2014, 14.08.2014, 03.09.2014, 14.11.2014, 16.01.2015, 06.02.2015, 14.02.2015 and on 30.03.2015.

**Attendance of Directors in meetings held during the financial year 2014-2015.**

<b>Name of Directors</b>	<b>No. of Board Meeting attended in F.Y. 2014-2015</b>	<b>Attendance AGM</b>
Shri Vimalkumar Agrawal	8	Yes
Shri Ravikant Modi	8	No
Shri Vikash Jindal	8	Yes
Shri Kailash Bhageria	8	Yes
Shri Pawan Choudhary	8	No

None of the Directors are nominee of any Institutions

The Board of Directors meets at least once in a quarter to review the quarterly financial results and operations of the company. In addition to the above, the Board also meets as and when necessary to address specific issue relating to the business.

**3. AUDIT COMMITTEE****(I) Terms of Reference**

The Audit Committee has been mandated with the terms of reference as specified in Clause 49 of the Listing agreement with the Stock Exchange, Mumbai & enumerated in section 177 of the Companies Act, 2013 and covers all the aspects stipulated by the SEBI Guidelines.

**(ii) Composition, Name of Members and Chairman**

The Audit Committee was constituted on 14th March, 2013. The Audit Committee is comprised of three Independent Directors. The composition of the Audit Committee is as follows:-

<b>Sr. No.</b>	<b>Members</b>
1	Shri Vikash Jindal – Chairman
2	Shri Vimal Agrawal
3	Shri Ravikant Modi

(iii) Invitee: (being entitled to attend as per relevant provisions of applicable laws / rules and / or as and when felt necessary)

(a) The Statutory Auditors viz. M/s. Satyaprakash Natani & Co.

(iv) All the members of the Audit Committee are practicing Chartered Accountants and are having vast experience of accounting, auditing, corporate finance and corporate governance.

(v) The Chairman of the Audit Committee attended the Annual General Meeting held on 30th September, 2014 and provided clarifications to the members of the Company on the matters relating to Accounts and finance.

(vi) An Audit Committee meeting was held on 31st May, 2014 where the Annual Financial Statements for the year ended 31st March, 2014 were reviewed and examined by the members of the Audit Committee before recommending the same to the Board of Directors for their perusal and adoption.

The Audit Committee reviewed the Quarterly / Half Yearly Un-Audited Financial Results on the following dates before recommending the same to the Board.

<b>Financial Reporting</b>	<b>Date of Approval by Audit Committee</b>
Quarter / Year ended 31st March, 2014	31st May, 2014
Quarter ended 30th June, 2014	14th August, 2014
Quarter/Half Year ended 30th Sept. 2014	14th November, 2014
Quarter ended 31st December, 2014	14th February, 2015

#### **4. NOMINATION AND REMUNERATION COMMITTEE**

In accordance with the provisions of Section 178 of the Companies Act, 2013 and requirements of Clause 49 of Listing Agreement, The Remuneration Committee was renamed and reconstituted as Nomination and Remuneration Committee by the Board of Directors at its Meeting held on 31st May, 2014 and adopted new terms of reference.

(i) Terms of Reference

To review, assess and recommend the appointment of Executive and Non-Executive Directors and, to review their remuneration package, to recommend compensation to the Non-Executive Directors in accordance with the provisions of the Companies Act, 2013.

(ii) Remuneration Policy

The Company's remuneration policy aims to attract and retain talent and is in accordance with the industries practices. The policy ensures equity, fairness and consistency in rewarding the employees on the basis of performance against earmarked objectives.

The components of the total remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by him.

The Nomination and Remuneration Committee is comprised of three Non-executive independent Directors. During the financial year 2014-15, One Committee Meeting was held. The composition of the Nomination and Remuneration Committee and the attendance of each Director at their meetings are as follows:-

<b>Sr. No.</b>	<b>Members</b>
1	Mr. Ravikant Modi
2	Mr. Vimal Kumar Agarwal
3	Mr. Vikash Jindal

#### **5. SHAREHOLDERS COMMITTEE**

In accordance with the provisions of Section 178(5) of the Companies Act, 2013 and requirements of Clause 49 of Listing Agreement, The Shareholders Committee was renamed and reconstituted as Stakeholders Relationship Committee by the Board of Directors at its Meeting held on 31st May, 2014 and adopted new terms of reference.

- (i) The Company has a 'Stakeholders Relationship Committee' to approve transfer and transmission of securities, issue of duplicate certificates, review of share dematerialization and rematerialization, monitoring the performance of company's Registrar and Transfer Agent and deals with other Shareholder related issues.

- (ii) The Committee headed by Mr. Vimal Kumar Agarwal, Non-executive Director to specifically look into redressing of Shareholders' and Investors' complaints. The Committee comprises of Two Non-executive and Independent Directors and One Executive Director, Details of composition are as under:

Sr. No.	Members
1	Mr. Vimal Kumar Agarwal
2	Mr. Vikash Jindal
3	Mr. Pawan Kumar Choudhary

Shri Kailash Bhageria has been designated by the Board as the 'Compliance Officer' of the Company for complying the requirements under the Listing Agreement with the Stock Exchange, Mumbai.

- (iii) Number of Shareholders' complaints received during the year : One  
 Number not solved to the satisfaction of the Shareholders : Nil  
 Number of pending share Transfers : Nil

## 6. WHISTLE BLOWER POLICY

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

## 7. (i) DETAILS OF GENERAL MEETING

Financial Year	Date of the meetings	Location	Time
27th	28-09-2012	9, Shivalaya Building, Haji Bapu road, Malad (E), Mumbai – 400097	10.00 a.m.
28th	30-09-2013	10, Regent Chambers, Nariman Point, Mumbai – 400 020	10.30 a.m.
29th	30-09-2014	Granville, Basement – II, Plot No. 680/D, R. M. Bhattad Road, Borivali (West), Mumbai – 400 092.	02.30 p.m

- (ii) During the F.Y. 2014-15, no Extra-ordinary General Meeting of the members were held.

## 8. DISCLOSURES

Disclosure on materially significant related party transactions i.e. transactions of the Company of Material nature, with its Promoters, the Directors or the Management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large	There are no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, directors or the management or relatives etc. during the year, that may have potential conflict with the interests of the Company at large.
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Details of Non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority or any matter related to Capital Market during last three years.	None
Reconciliation of Share Capital Audit	A qualified practicing Company Secretary carried out a secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

**9. MEANS OF COMMUNICATION.**

Half yearly report sent to each household of Shareholder	No
Quarterly Results	The quarterly results as approved and taken on record by the Board of Directors of the Company generally within one and half month of the close of the relevant quarters are sent forthwith to the Stock Exchange, Mumbai and published in the format as prescribed in the Clause 41 of the Listing Agreement with the said Stock Exchange.
Any website where displayed	www.maajtl.com
Whether presentations made to institutional investors or to analyst	No request as such was received
Whether Management Discussion and Analysis Report is a part of Annual Report or not	Yes

**10. GENERAL SHAREHOLDERS INFORMATION**

<b>( i ) Next AGM:</b>		
Date	Time	Venue
30.09.2015	02.30 p.m.	413, V Star Plaza, Chandavarkar Road, Borivali (W), Mumbai – 400092.

<b>(ii) Financial Calendar (tentative) for year 2015-16</b>			
Financial Reporting		Date of submission to stock exchange	
For the quarter ending	30th June, 2015	4th week of July, 2015	
For the quarter/half year ending	30th Sept., 2015	4th week of Oct. 2015	
For the quarter ending	31st Dec., 2015	4th week of Jan. 2016	
For the year ending	31st March, 2016	4th week of April 2016	
(iii) Next Dates of Book Closure		26th September 2015 to 30th September, 2015 (both days inclusive)	
(iv) <b>Code of Conduct:</b> The Board of Directors has laid down the Code of Conduct applicable to all Board Members and Senior Executives of the Company. All Board Members have affirmed compliance of the Code of Conduct. A declaration by CEO/Director to this effect is given in this report.			
(v) Dividend Payment Date:		Not Applicable	
(vi) Listing on Stock Exchanges:		The Shares of the Company are listed at Bombay Stock Exchange Limited, Mumbai – 400 001.	
(vii) Stock Code:		511082	
(viii) ISIN No. for the Company's Equity Share in Demat Form		INE403N01029	
(ix) Depository Connectivity		National Securities Depository Ltd (NSDL) and Central Depository Services (India) Ltd (CDSL)	
(x) <b>Stock Market Data:</b>			
<b>Month</b>	<b>High</b>	<b>Low</b>	<b>Month Close</b>
April 2014	90.50	83.00	90.50
May 2014	99.50	89.50	99.10
June 2014	101.75	97.30	99.95
July 2014	102.00	98.75	101.05
August 2014	102.50	98.00	99.60
September 2014	101.40	95.00	98.75
October 2014	101.50	96.00	100.95
November 2014	103.00	99.00	100.25
December 2014	102.10	93.00	93.30
January 2015	98.50	88.65	96.75
February 2015	102.90	93.00	102.75
March 2015	107.80	80.90	81.10

<b>(xi) Registrar &amp; Transfer Agents:</b> The Company has appointed Purva Shareregistry (India) Pvt. Ltd. as a common agency for share registry work (both physical & electronic) for all matters connected with transfers and transmission of shares and also dematerialization of shares and other related functions.	
<b>(xii) Share Transfer System:</b> With a view to expedite the process of share transfers, the Board of Directors has delegated the power of share transfer to Share Transfer Committee of the Board, which meets almost once in every month. The shares for transfer received in physical mode by the Company, are transferred expeditiously.	
<b>(xiii) Registrar and Transfer Agent</b>	<b>PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED</b> Unit no. 9, Shiv Shakti Industrial Estate, Gr. Floor, J. R. Bhoricha Marg, Lower Parel, Mumbai – 400 011.

**(xiv) DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH, 2015****(a) According to Category holdings**

Category	No. of Shareholders	% of Shareholders	No. of Shares	% of shares
<b>Promoters</b>				
Individual	9	2.09	4,90,035	0.62
Corporate Bodies	0	0.00	0	0.00
Public				
Individual/HUF	338	78.42	6,29,29,977	80.24
Corporate Bodies	77	17.87	1,48,12,274	18.89
N.R.I. (Repat & Non-Repat)	1	0.23	25	0.00
Clearing Members	6	1.39	1,92,689	0.25
<b>Total</b>	<b>431</b>	<b>100.00</b>	<b>7,84,25,000</b>	<b>100.00</b>

**(b) According to Number of Equity Shares**

No. of Equity Shares held	No. of shareholders	% of Shareholders	No. of Shares	% of shares
1-5,000	167	38.75	54,549	0.07
5,001-10,000	10	2.32	37,947	0.05
10,001-20,000	19	4.41	1,53,480	0.20
20,001-30,000	8	1.86	93,667	0.12
30,001-40,000	8	1.86	1,47,757	0.19
40,001-50,000	9	2.09	2,04,716	0.26
50,001-1,00,000	29	6.73	10,91,601	1.39
1,00,001 & Above	181	42.00	7,66,41,283	97.72
<b>Total</b>	<b>431</b>	<b>100.00</b>	<b>7,84,25,000</b>	<b>100.00</b>



(xv) Dematerialization of Shareholding and liquidity	99.22% Company's Equity shares are Dematerialized as on 31.03.2015
(xvi) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity	Not Applicable
(xvii) Plant Locations	Bhiwandi, District – Thane, Maharashtra.
(xviii) Address for Correspondence The shareholders may address their communications/suggestions/grievances/ queries to our share transfer agent: <b>PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED</b> Unit no. 9, Shiv Shakti Industrial Estate, Gr. Floor, J. R. Bhoricha Marg, Lower Parel, Mumbai – 400 011.	

**Declaration under Clause 49 of the Listing Agreement:**

I, Confirm that the Company has, in respect of the year ended 31st March, 2015, received from the members of the Board, a declaration of compliance with the code of conduct as applicable to them.

Place: Mumbai  
Dated:30th May 2015

**Kailash Bhageria**  
(DIN 01798209)  
CFO/Director

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## MANAGEMENT DISCUSSION AND ANALYSIS (MD&A):

### **Overall Review**

The year under review was a satisfactory one from the point of view of your Company. Your Company has achieved a higher turnover and higher profitability during the year. Your Company's products have continued to receive a better response in the domestic textile market. Also your Company is exploring and will continue to explore various avenues within the textile segment so that it can add to its growth and maximization of wealth of its shareholders.

### **Global Review**

The global economy continued to expand during 2014 at a moderate and uneven pace, saddled with unfinished post crisis adjustments in the wake of the recovery from the global financial crisis. World Gross Product growth was pegged at 2.6% in 2014, marginally better than the growth of 2.5% registered in 2013, but lower than the projected 2.9%. Further improvement is expected for developed countries, with growth projected to be 2.1% and 2.3% for 2015 and 2016, respectively. In the outlook period, premised on a set of assumptions and subject to a number of uncertainties and downside risks, the global economy is expected to strengthen and the World Gross Product is projected to grow by 3.1% and 3.3% in 2015 and 2016, respectively. According to International Monetary Fund estimates, India's growth is likely to improve from 7.3% in 2014 to 7.5% both in 2015 and 2016, whereas the Central Government looks even more ambitious and has budgeted an 8.1-8.5% Gross Domestic Product growth – on the back of recent policy reforms, consequent pickups in investment, and lowered oil prices.

### **Industry Review**

India's home textiles market is projected to grow at a Compound Annual Growth Rate of 10.5% in 2017 on account of increased exports growth at a Compound Annual Growth Rate of 8.4% in 2017. The market for home textiles in India is extremely wide and varied. Also India is a major player in export of textiles among Asian nations.

### **Risk Management**

During the year your Company under its well planned and defined risk management policy gave attention to all the risk areas. The Board of Directors is apprised of the development in risk management in periodical meetings where the quarterly results are approved.

### **Safety, Health and Environment**

Your Company as a matter of policy gives greater importance to safety, health and environment and also ensures compliance with applicable legislative requirements.

### **Human Resources**

Your Company recognizes the importance of Human Resource in achieving its objectives and strategies as human resource plays an important role in the success and growth of Company. Your company gives priority in honing and utilizing their skills through in house training programs.

### **Internal Control System**

Your Company has a planned internal control system through internal checks and reviews it periodically to strengthen it and safeguard Company's assets. Management Information System is given utmost importance.

### **Cautionary Statement**

The report contains forward looking statements describing expectations, estimates, plans or words with similar meaning. Your Company's actual result may differ from those projected depending on various factor. Your Company cannot guarantee that the assumptions and estimates in the forward looking statements are accurate or will be realized.

**Chief Executive Officer and Chief Financial Officer Certificate:**

I, Kailash Bhageria, Chief Finance Officer and Director of the Company, to the best of my knowledge and belief, certify that:

- (a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2015 and that to the best of my knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) 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.
- (b) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) I have reviewed the internal controls and procedures, and to the best of my knowledge and information, I affirm that the Company has adequate internal controls and procedures.
- (d) Based on my knowledge and information:
  - (i) there have been no changes in the accounting policies during the year;
  - (ii) no significant changes in internal controls during the year; and
  - (iii) there have been no instances of significant fraud during the year, which has come to the knowledge of the management.

Place: Mumbai  
Dated:30th May 2015

**KAILASH BHAGERIA**  
DIN 01798209  
CFO/DIRECTOR

## AUDITORS COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To the members of **Maa Jagdambe Tradelinks Limited**

We have reviewed the compliance of conditions of Corporate Governance by Maa Jagdambe Tradelinks Limited for the year ended 31st March, 2015 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange.

The compliance of conditions 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 of the conditions of the 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 explanations given to us and the representations made by the directors and the management, we certify that the Company has complied with the conditions of Corporate Governance in all material respect as stipulated in the above mentioned listing agreement.

We state that there are no investor grievance(s) pending for a period exceeding one month against the company as per the report given by the Registrars of the Company and placed before the Investor Grievance Committee.

We further state that such compliance 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.

Place: Mumbai.  
Dated: 30th May 2015

For **Satya Prakash Natani & Co.**  
FRN: 115438W  
Chartered Accountants

**Satya Prakash Natani**  
Partner  
Membership No.: 048091

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
**Maa Jagdambe Tradelinks Limited.**

### **Report on the Financial Statements**

We have audited the accompanying standalone financial statements of Maa Jagdambe Tradelinks Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes 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; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the financial statements.

## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2015, and its Profit for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on basis of such checks of books and records of the company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of the written representations received from the directors as on 31st March, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- iii. The provisions relating to transferring any amounts to the Investor Education and Protection Fund is not applicable to the Company during the year.

For **Satya Prakash Natani & Co.**  
FRN: 115438W  
Chartered Accountants

**Satya Prakash Natani**  
Partner  
Membership No.: 048091

Place: Mumbai  
Date: 30th May 2015

**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT  
(Referred to in Paragraph (1) of our Report of even date)**

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, all the fixed assets have been physically verified by the management during the period and no material discrepancies were noticed on such physical verification.
- (ii) (a) As explained to us, the physical verification of inventory has been conducted at reasonable intervals by the management during the year.
- (b) In our opinion the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (iii) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a) and iii (b) of the order are not applicable to the Company.
- (iv) 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 with regard to purchases of fixed assets and for the sale of services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system.
- (v) The Company has not accepted any deposits from the public within the meaning of Section 73 and 74 of the Act and the rules framed there under to the extent notified.
- (vi) As per information & explanation given by the management, maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act 2013.
- (vii) (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2015 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.
- (c) The Company was not require to transfer any amount to Investor Education and Protection Fund in accordance with the Investor Education and Protection Fund in accordance with the provisions of the Companies Act, 1956 and rules made thereunder.

- (viii) Though the accumulated loss at the end of the financial year exceeds fifty per cent of the net worth of the Company, the Company has neither incurred cash losses during the financial year covered by our audit nor in the immediately preceding financial year.
- (ix) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (x) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xi) According to the information and explanation given to us, the Company has not obtained any term loan during the year.
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

For **Satya Prakash Natani & Co.**  
Firm Reg. No.: 115438W  
Chartered Accountants

Place: Mumbai  
Date: 30th May 2015

**(Satya Prakash Natani)**  
Partner  
Membership No. : 048091



**BALANCE SHEET AS AT 31ST MARCH, 2015**

Particulars	Note No.	As at 31 <sup>st</sup> March 2015 ( <sup>₹</sup> )	As at 31 <sup>st</sup> March 2014 ( <sup>₹</sup> )
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's Funds</b>			
(a) Share Capital	2	15,68,50,000	15,68,50,000
(b) Reserves and Surplus	3	(13,34,19,486)	(14,10,53,074)
<b>Non Current Liabilities</b>			
(a) Long Term Borrowing	4	1,24,91,971	1,24,91,971
(b) Deferred Tax Liabilities (Net)	5	6,143	0
<b>Current Liabilities</b>			
(a) Trade Payables	6	6,04,8,97,400	7,14,05,237
(b) Other Current Liabilities	7	11,89,167	12,99,152
(c) Short Term Provisions	8	64,50,000	25,86,966
<b>Total Equity &amp; Liabilities</b>		<b><u>64,84,65,196</u></b>	<b><u>10,35,80,251</u></b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Fixed Assets			
(i) Tangible assets	9	1,30,802	0
(b) Non Current Investments	10	10,51,375	10,51,375
(c) Long Term Loans and Advances	11	59,63,203	59,63,203
<b>Current Assets</b>			
(a) Inventories	12	19,00,471	2,3,61,362
(b) Trade Receivables	13	62,89,55,917	6,38,02,992
(c) Cash and Cash Equivalents	14	13,11,853	78,291
(d) Short Term Loans and Advances	15	77,45,957	51,30,000
(e) Other Current Assets	16	14,05,619	2,51,93,029
<b>Total Assets</b>		<b><u>64,84,65,196</u></b>	<b><u>10,35,80,251</u></b>

Significant Accounting Policies 1  
The notes are an integral part of the financial statements

As per Our Report of Even Date  
For **Satya Prakash Natani & Co.**  
Firm Reg. No.: 115438W  
Chartered Accountants

For **Maa Jagdambe Tradelinks Limited**

**(Satya Prakash Natani)**  
Partner  
Membership No. : 048091

**(Kailash Bhageria) (Pawan Kumar Choudhary)**  
(DIN 01798209) (DIN 03125806)  
Director Director

Place: Mumbai  
Dated: 30th May 2015

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015**

Particulars	Note No.	As at 31 <sup>st</sup> March 2015 ( <sup>₹</sup> )	As at 31 <sup>st</sup> March 2014 ( <sup>₹</sup> )
Revenue from Operations	17	1,22,56,83,011	27,86,54,064
Other Income	18	8,46,636	34,08,203
<b>Total Revenue</b>		<b><u>1,22,65,29,647</u></b>	<b><u>28,20,62,267</u></b>
<b>Expenses:</b>			
Cost of Material Consumed	19	1,33,81,826	33,41,800
Purchases of Traded Goods		1,19,26,40,851	27,08,37,898
Changes in Inventories	20	5,53,010	(17,32,223)
Employees Benefit Expenses	21	17,97,561	2,77,250
Depreciation and Amortization Expense	22	1,69,079	1,61,673
Other Expenses	23	64,47,589	17,67,437
<b>Total Expenses</b>		<b><u>1,21,49,89,915</u></b>	<b><u>27,46,53,835</u></b>
<b>Profit before tax</b>		<b><u>1,15,39,732</u></b>	<b><u>74,08,431</u></b>
<b>Tax expense:</b>			
Current tax		39,00,000	15,00,000
Deferred Tax		6,143	0
<b>Profit after tax</b>		<b><u>76,33,588</u></b>	<b><u>59,08,431</u></b>
<b>Earning per share</b>			
Basic & Diluted (Face Value Rs. 2/- Each)		0.10	0.08

Significant Accounting Policies 1  
The notes are an integral part of the financial statements

As per Our Report of Even Date  
For **Satya Prakash Natani & Co.**  
Firm Reg. No.: 115438W  
Chartered Accountants

For **Maa Jagdambe Tradelinks Limited**

**(Satya Prakash Natani)**  
Partner  
Membership No. : 048091

**(Kailash Bhageria)** **(Pawan Kumar Choudhary)**  
(DIN 01798209) (DIN 03125806)  
Director Director

Place: Mumbai  
Dated: 30th May 2015

**CASH FLOW STATEMENT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015.**

Particulars	Amount in `	
	2014-2015	2013-2014
<b>A. Cash Flow from Operating Activities</b>		
Net profit before Taxation and extra ordinary item	1,15,39,732	74,08,431
Add/Less: Extraordinary Items	0	0
Add: Depreciation Written Off	7,406	0
Operating profit before working capital changes	1,15,47,138	74,08,431
Decrease/(Increase) in Sundry Debtors	(56,51,52,925)	(5,80,43,792)
Decrease/(Increase) in Inventories	4,60,891	(23,61,362)
Decrease/(Increase) in Loans & Advances/other current assets	2,11,71,453	(2,93,49,460)
(Decrease)/Increase in Current Liabilities	53,33,45,213	6,09,00,965
Cash Generated from Operations	13,71,770	(2,14,45,218)
Direct Taxes paid	0	0
<b>Net Cash Flow from Operating activities (A)</b>	<b>13,71,770</b>	<b>(2,14,45,218)</b>
<b>B. Cash Flow from Investing activities</b>		
Sales of Investments	0	40,00,000
Purchase of Assets	(1,38,208)	
<b>Net Cash Flow from Investing activities (B)</b>	<b>(1,38,208)</b>	<b>40,00,000</b>
<b>C. Cash Flow from financing activities</b>		
(Decrease)/Increase in Long-term borrowings	0	(3,84,12,588)
Equity Share Capital & Share Premium	0	5,58,75,000
<b>Net Cash Flow from Financing activities (C)</b>	<b>0</b>	<b>1,74,62,412</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>12,33,562</b>	<b>17,194</b>
<b>Cash and cash equivalents at beginning of year</b>	<b>78,291</b>	<b>61,097</b>
<b>Cash and cash equivalents at end of year</b>	<b>13,11,853</b>	<b>78,291</b>

As per Our Report of Even Date  
For **Satya Prakash Natani & Co.**  
Firm Reg. No.: 115438W  
Chartered Accountants

For **Maa Jagdambe Tradelinks Limited**

**(Satya Prakash Natani)**  
Partner  
Membership No. : 048091

**(Kailash Bhageria)** **(Pawan Kumar Choudhary)**  
(DIN 01798209) (DIN 03125806)  
Director Director

Place: Mumbai  
Dated: 30th May 2015

**Note 1: General Information and Significant Accounting Policies:****1. Corporate Information**

Maa Jagdambe Tradelinks Ltd. ("the company") is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange Ltd. The company is engaged in the trading activities.

**2. Significant accounting policies****2.1 Basis of preparations**

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respect with the accounting standards notified under the Companies (Accounting Standards) Rules 2006 (as amended) and the relevant provision of the Companies Act 2013. The financial statements have been prepared on an accrual basis and under the historical cost conventions. The accounting policies adopted in the preparation of the financial statements are consistent with those of the previous year.

**2.2 Revenue Recognition:**

- a) Income from Shares & Securities trading is recognized as income or loss on the date of actual trade and are shown net of brokerage expenses.
- b) The dividend income is accounted for when the right to receive the payment is established whereas, interest income and other income is accounted on accrual basis.
- c) The amount recognized as sale is exclusive of sales tax / VAT and are net of returns and excludes freight and other charges and accounted for at-time when the invoices are raised.

**2.3 Fixed Assets- Tangibles**

Tangible Assets are stated at cost of acquisition less accumulated depreciation and amortization. All costs relating to the acquisition and installation of tangible assets are capitalized and include borrowing costs directly attributable to acquisition of tangible assets upto the date the asset is put to use.

**2.4 Depreciation- Tangibles**

Depreciation on tangible assets is provided to the extent of depreciable amount on straight line method over the useful life of such assets as specified in Schedule II to the Companies Act, 2013.

**2.5 Investments:**

Investments are either classified as current or long term based on Management's intention at the time of purchase. Investments that are intended to be held for one year or more are classified as long term investments and investments that are intended to be held for less than one year are classified as current investments. Long term investments are carried at cost less provisions made for permanent diminution in the value, if any. Current investments are valued at the lower of cost and fair value of each investment individually.

**2.6 Stock in trade**

The Stock of Raw Material is valued at cost. The Stock of Traded and Finished Goods are valued at lower of cost or market value.

**2.7 Taxes on Income:**

- a) Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with income tax laws) and deferred tax charge or credit (reflecting the tax effect of timing differences between accounting income and taxable income for the period).
- b) Deferred tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

**2.8 Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as results of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in Notes to Accounts, while contingent assets are neither recognized nor disclosed in the financial statements.

**2.9 Provisions, Contingent Liabilities and Contingent Assets**

Basic Earnings per Share is calculated by dividing the net profit after tax for the year attributable to equity shareholders of the Company by the weighted average number of shares outstanding during the year.

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2014**

Particulars	As at 31 <sup>st</sup> March 2015 (`)	As at 31 <sup>st</sup> March 2014 (`)
<b>Note: 2 Share Capital</b>		
1 Authorised Shares: 9,00,00,000 Equity Shares of ` 2/- each (P. Y. 9,00,00,000 Equity Shares of ` 2/- each)	18,00,00,000	18,00,00,000
	<b>18,00,00,000</b>	<b>18,00,00,000</b>
2 Issued, Subscribed and Paid up Shares: Equity Shares 7,84,25,000 Equity Shares of ` 2/- each fully paid up (Previous Year 7,84,25,000 Equity Shares of ` 2/- each fully paid up.)	15,68,50,000	15,68,50,000
	<b>15,68,50,000</b>	<b>15,68,50,000</b>
2.1 The Reconciliation of number of shares outstanding is set out below:		
<u>Equity Shares</u>		
At the Beginning of the year	7,84,25,000	5,98,00,000
Add : Issued during the year	0	1,86,25,000
Outstanding at the end of the year	<b>7,84,25,000</b>	<b>7,84,25,000</b>

The details of Shareholders holding more than 5% shares:

Particulars	As at 31st March 2015		As at 31st March 2014	
	No. of Shares	% of Holding	No. of Shares	% of Holding
<u>Equity Share holding:</u> Bhupendra Murji Shah	47,57,922	6.07%	62,50,000	7.97%

Particulars	As at 31 <sup>st</sup> March 2015 ( <sup>₹</sup> )	As at 31 <sup>st</sup> March 2014 ( <sup>₹</sup> )
<b>Note: 3 Reserves &amp; Surplus</b>		
Security Premium		
Opening Balance	1,86,25,000	0
Add : Addition during the year	0	1,86,25,000
	<b>1,86,25,000</b>	<b>1,86,25,000</b>
Surplus in Statement of Profit and Loss		
Balance as per last Balance Sheet	(15,96,78,074)	(16,55,86,506)
Profit/(Loss) for the year	76,33,588	59,08,431
	(15,20,44,486)	(1,5,96,78,074)
	<b>(13,34,19,486)</b>	<b>(14,10,53,074)</b>
<b>Note: 4 Long Term Borrowing</b>		
Unsecured		
Inter Corporate Deposit	1,24,91,971	1,24,91,971
	<b>1,24,91,971</b>	<b>1,24,91,971</b>
<b>Note: 5 Deferred Tax Liabilities (Net)</b>		
Deferred Tax Liability		
Related to Fixed Assets	6,143	0
	<b>6,143</b>	<b>0</b>
<b>Note: 6 Trade Payables</b>		
Trade Payables*	60,48,97,400	7,14,05,237
	<b>60,48,97,400</b>	<b>7,14,05,237</b>

\*Based on the information so far available with the company, there are no dues payable to MSME as defined in the Micro, Small and Medium Enterprises Development Act, 2006

<b>Note: 7 Other Current Liabilities</b>		
Other Payables	10,79,816	1,36,019
Overdrawn Bank Balance	0	11,56,186
Statutory Dues	1,09,351	6,947
	<b>11,89,167</b>	<b>12,99,152</b>
<b>Note: 8 Short Term Provisions</b>		
Provision for Tax	54,00,000	15,36,966
Provision for Sub Standard and Doubtful Assets	10,50,000	10,50,000
	<b>64,50,000</b>	<b>25,86,966</b>

**Note 9 : FIXED ASSETS - TANGIBLE ASSETS**

Particular	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount		
	As at 1st April 2014	Additions	Deductions	As at 31st March 2015	As at 1st April 2014	For the year	Deduction	As at 31st March 2015	As at 31st March 2014
Airconditionar	0	45,000	0	45,000	0	305	0	44,695	0
Inverter	0	18,000	0	18,000	0	1,705	0	16,295	0
Computers	0	75,208	0	75,208	0	5,396	0	69,812	0
Total	0	1,38,208	0	1,38,208	0	7,406	0	1,30,802	0



**Note: 10 Non Current Investments**

Particulars	Nos. as at 31st March, 2015	Nos. as at 31st March, 2014	Face Value (Rs.)	As at 31st March 2015	As at 31st March 2014
<b>Quoted</b>					
Abhinandan Enterprises Ltd.	50	50	10	263	263
Bhairav Eng. Ltd.	50	50	10	263	263
Rishabh Enterprises Ltd.	50	50	10	263	263
Shri Gurudev Enterprise Ltd.	50	50	10	263	262
Murgesh Trading Ltd.	50	50	10	163	162
Visvaprabha Trading Ltd.	50	50	10	163	162
<b>Total (A)</b>	<b>300</b>	<b>300</b>		<b>1,375</b>	<b>1,375</b>
<b>Unquoted</b>					
Parasrampurua Plantation Limited	1,00,000	1,00,000	10	10,00,000	10,00,000
Suketu Fashions Limited	5,000	5,000	10	50,000	50,000
Paras Tex Fab Limited	0	4,00,000	10	0	0
<b>Total (B)</b>	<b>1,05,000</b>	<b>5,05,000</b>		<b>10,50,000</b>	<b>10,50,000</b>
<b>Grand Total (A+B)</b>	<b>1,05,300</b>	<b>5,05,300</b>		<b>10,51,375</b>	<b>10,51,375</b>

Particulars	As at 31 <sup>st</sup> March 2015 ( <sup>^</sup> )	As at 31 <sup>st</sup> March 2014 ( <sup>^</sup> )
<b>Note : 11 Long Term Loans And Advances</b>		
Loans to Others	59,63,203	59,63,203
	<b>59,63,203</b>	<b>59,63,203</b>
<b>Note: 12 Inventories</b>		
Raw Material	7,21,258	6,29,139
Finished Goods	11,79,213	17,32,223
	<b>19,00,471</b>	<b>23,61,362</b>
<b>Note: 13 Trade Receivables</b> (Unsecured, Considered good)		
Outstanding for a period exceeding six months	4,42,450	4,42,450
Others	62,85,13,467	6,33,60,542
	<b>62,89,55,917</b>	<b>6,38,02,992</b>
<b>Note: 14 Cash and Bank Balances</b>		
Cash and Cash Equivalents		
Cash in hand	31,043	21,994
Balance with Bank		
- Current Accounts	12,80,810	56,297
	<b>13,11,853</b>	<b>78,291</b>

Particulars	As at 31 <sup>st</sup> March 2015 ( <sup>^</sup> )	As at 31 <sup>st</sup> March 2014 ( <sup>^</sup> )
<b>Note: 15 Short Terms Loans and Advances</b>		
Loans to Body Corporates	57,93,836	50,00,000
Deposits	2,78,000	50,000
Balance with Government Authorities	16,74,121	80,000
	<b>77,45,957</b>	<b>51,30,000</b>
<b>Note: 16 Other Current Assets</b>		
Other Current Assets	14,05,619	2,51,93,029
	<b>14,05,619</b>	<b>2,51,93,029</b>
<b>Note: 17 Revenue from Operations</b>		
Sales	1,22,56,83,011	27,86,54,064
	<b>1,22,56,83,011</b>	<b>27,86,54,064</b>
<b>Note: 18 Other Income</b>		
Interest Income	8,46,636	0
	<b>8,46,636</b>	<b>0</b>
<b>Note: 19 Cost of Material Consumed</b>		
Opening Stock	6,29,139	0
Add: Purchases	1,34,73,945	39,70,939
	1,41,03,084	39,70,939
Closing Stock	7,21,258	6,29,139
	<b>1,33,81,826</b>	<b>33,41,800</b>
<b>Note: 20 Change in Inventories</b>		
Opening Stock	17,32,223	0
Closing Stock	11,79,213	17,32,223
	<b>5,53,010</b>	<b>(17,32,223)</b>
<b>Note: 21 Employees Benefit Expenses</b>		
Salary	13,72,160	1,46,100
Wages	4,25,401	86,210
Staff Welfare Expenses	0	44,940
	<b>17,97,561</b>	<b>2,77,250</b>

Particulars	As at 31 <sup>st</sup> March 2015 ( <sup>₹</sup> )	As at 31 <sup>st</sup> March 2014 ( <sup>₹</sup> )
<b>Note: 22 Depreciation and Amortization Expense</b>		
<b>Depreciation</b>		
Depreciation provided for the year	7,406	0
	<b>7,406</b>	<b>0</b>
<b>Amortization Expense</b>		
Preferential Issue Expenses written off	1,61,673	1,61,673
	1,61,673	1,61,673
	<b>1,69,079</b>	<b>1,61,673</b>
<b>Note: 23 Other Expenses</b>		
Job Work Charges	44,01,965	10,65,843
Electricity Expenses	52,480	20,000
Rent Expenses	2,50,000	25,600
Repairs and Maintenance	2,20,848	70,520
Legal and Professional Charges	3,27,608	0
Bank Charges	59,296	1,110
Listing Fees	1,12,360	76,135
Depository Fees	60,675	75,283
Registrar Fees	69,335	60,013
Payment to the Auditors	40,000	30,000
Filing Fees	0	4,307
Other Office Expenses	48,180	2,34,924
Delivery Expenses	4,53,792	1,03,702
Advertisement	52,316	0
Conveyance Expenses	34,256	0
Interest on Late payment of TDS	503	0
Interest on Creditors	14,768	0
Printing and Stationary Expenses	12,415	0
Prior Period Expenses	33,000	0
Brokerage and Commission	60,000	0
Rate Difference and Vatav & Kasar A/c.	71,512	0
Travelling Expenses	72,280	0
	<b>64,47,589</b>	<b>17,67,437</b>
<b>Note: 24 Contingent Liabilities</b>		
Contingent Liabilities	Nil	Nil
<b>Note: 25 Earning Per Share</b>		
Net Profit after tax as per statement of profit and loss attributable to Equity Shareholders	76,33,588	59,08,431
Weighted Average number of equity shares outstanding	7,84,25,000	7,27,09,932
Basic and Diluted Earning Per Share	0.10	0.08
Face Value per equity shares	` 2/-	` 2/-

**Note: 26 Segment Reporting**

The Company is engaged mainly in trading activities and as such there are no other reportable segment as defined by Accounting Standard 17 on "Segment Reporting" issued by the Institute of Chartered Accountants of India.

**Note: 27 Related Party Disclosures**

List of Related Parties with whom transactions have taken place and Relationship:

- (a) Key Management Personnel and Their Relatives  
 - Kailash Bhageria  
 - Pawan Kumar Choudhary
- (b) Enterprises over which key management personnel are able to exercise significant influence:  
 None

**Related Party Transactions**

Particulars	Referred in I (a) above	Referred in I (b) above
Salary/Remuneration		
Current Year	10,80,000	0
Previous Year	(33,000)	0

**Note: 24**

Previous year's figures have been regrouped or rearranged wherever found necessary to correspond with the current year's classification.

**Form No. MGT-12  
Polling Paper**

*[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]*

Name of the Company: **Maa Jagdambe Tadelinks Limited**  
(Formerly Known as Parasrampur Credit and Investments Limited)  
CIN : L74999MH1985PLC035104  
Registered office : 413, V Star Plaza, Chandavarkar Road,  
Borivali (West), Mumbai – 400 092.

**BALLOT PAPER**

Sr. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block Letters)	
2.	Postal Address	
3.	Registered folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	To receive, consider and adopt the audited financial statements for the year ended March 31, 2015 together with the report of Directors' and Auditors' thereon.			
2.	Re-appointment of Mr. Kailash Bhageria as Director who retires by rotation			
3.	Appointment of Statutory Auditors and fixing their Remuneration			
4.	Appointment of Mrs. Sarla Girdhar Parmar as Woman Independent Director			

Place:

Date:

(Signature of the Shareholder)

**MAA JAGDAMBE TRADELINKS LIMITED**

CIN- L74999MH1985PLC035104

Registered Office: 413, V Star Plaza, Chandavarkar Road, Borivali (West), Mumbai – 400 092.

**ATTENDANCE SLIP**

Member's Folio No: \_\_\_\_\_

Client ID No: \_\_\_\_\_

DP ID No: \_\_\_\_\_

Name of Member: \_\_\_\_\_

Name of Proxy Holder: \_\_\_\_\_

No of Shares Held: \_\_\_\_\_

I hereby record my presence at the 30th Annual General Meeting of the Company held on Wednesday, September 30, 2015 at 2.30 p.m. at 413, V Star Plaza, Chandavarkar Road, Borivali (West), Mumbai – 400 092.

\_\_\_\_\_  
Signature of member/proxy**Notes:**

1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the meeting hall.
2. Members are requested to bring their copy of Annual Report.

**Form No. MGT-11  
Proxy form**

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

**MAA JAGDAMBE TRADELINKS LIMITED  
CIN: L74999MH1985PLC035104**

Registered Office: 413, V Star Plaza, Chandavarkar Road, Borivali (West), Mumbai – 400 092

Name of the member(s) : \_\_\_\_\_  
 Registered address : \_\_\_\_\_  
 Email Id : \_\_\_\_\_  
 Folio No./Client Id : \_\_\_\_\_  
 DP ID : \_\_\_\_\_

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name: \_\_\_\_\_  
 Address : \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him
2. Name: \_\_\_\_\_  
 Address : \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him
3. Name: \_\_\_\_\_  
 Address : \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Wednesday, 30th September, 2015 at 2:30 p.m. at 413, V Star Plaza, Chandavarkar Road, Borivali (West), Mumbai – 400 092 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution Proposed
1.	To receive, consider and adopt the audited financial statements for the year ended March 31, 2015 together with the report of Directors' and Auditors' thereon.
2.	Re-appointment of Mr. Kailash Bhageria as Director who retires by rotation
3.	Appointment of Statutory Auditors and fixing their Remuneration
4.	Appointment of Mrs. Sarla Girdhar Parmar as Woman Independent Director

Signed this ..... day of ..... 20....

Signature of shareholder: \_\_\_\_\_ Signature of Proxy holder(s): \_\_\_\_\_

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

# BOOK-POST

*If undelivered, Please return to :*

**MAA JAGDAMBE TRADELINKS LIMITED**

Regd. Office : 413, V Star Plaza, Chandavarkar Road,  
Borivali (West), Mumbai – 400 092