

VISHVJYOTI TRADING LIMITED

**7-A, SAI SHAKTI CHS, L. T. ROAD, NEAR RAILWAY STATION,
DAHISAR- WEST, MUMBAI – 400 068**

31ST ANNUAL REPORT

2014-2015

COMPANY INFORMATION

Board of Director	Mr. Rakesh Saxena	Non Executive Director
	Mr. Kishore Gopal Patil	Independent Director
	Mr. Sunil Murarilal Ringasia	Independent Director
	Mrs. Usha Sunil Ringasia	Independent Director
	Mr. Suresh Jain	Additional Director
	Mr. Antriksh Bhardwaj	Additional Director

Bankers	HDFC Bank Limited	Mumbai
	Axis Bank Limited	Mumbai

Auditors	M/s S. Somani & Associates.	Mumbai
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Registered Office	7-A, Sai Shakti CHS, L. T. Road
	Near Railway Station, Dahisar (West),
	Mumbai- 400068

Registrar & Share Transfer Agent	Purva Sharegistry(India) Pvt. Limited
	J.R. Boricha Marg, Opp Kasturba Hospital
	Lane Lower Parel (E) Mumbai – 400 011

Annual General Meeting

Date	30th September 2015
Time	10.30 A.M.
Venue	Ganga Sahay Hall, S V Road, Borivali, Mumbai-400 092

VISHVJYOTI TRADING LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT 31ST ANNUAL GENREAL MEETING OF THE VISHVJYOTI TRADING LIMITED WILL BE HELD AT GANGA SAHAY HALL, S V ROAD, BORIVALI, MUMBAI-400 092 ON WEDNESDAY , THE 30TH DAY OF SEPTEMBER, 2015 AT 10.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS

ORDINARY BUSINESS:

1 Adoption of Financial Statements

To receive, consider and adopt the accounts of the Company for the financial year ended March 31, 2015, the balance sheet as at that date, the reports of the Board of Directors and Auditors thereon.

2 Ratification of Appointment of Auditor.

To ratify the appointment of Auditor of the company and fix their remuneration and to pass the following resolution as an **Ordinary Resolution**:

“ **RESOLVED THAT** pursuant to the provision of section 139, 142 and other applicable provision, if any of the Companies Act, 2013 as amended from time to time and rules made there under or any other law for the time being in force (including any statutory modification or amendment thereto or reenactment thereof for the time being in force), pursuant to the recommendation of Audit Committee of the Board of Directors and pursuant to the resolutions passed by members at the AGM held on 13th September 2014, the appointment of M/s S. Somani & Associates, Mumbai as Auditors of the company to hold office till the conclusion of 35th Annual General Meeting of the company, be and are hereby ratified.

“**RESOLVED FURTHER THAT** Board of Directors of the company be and hereby authorized to fix the remuneration payable to them for the Financial Year ending on 31st March 2016 along with other terms & conditions of appointment of the Auditors.”

SPECIAL BUSINESS:

3 Regularization of Appointment of Mr. Suresh Jain as Director of the Company.

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 provision of Section 149, 152 read with Schedule IV and all other provision of the companies ACT, 2013 and the Companies (Appointment and Qualification of directors) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof for the time being in force) and Clause 49 of the listing Agreement, Mr. Suresh Motilal Jain (DIN :01869768), who was appointed as an Additional Director pursuant to the 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 under Section 160 of the Companies Act 2013 along with requisite deposit from a member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to September 30th , 2020.”

4 Regularization of Appointment of Shri Antriksh Bardwaj as Director of the Company.

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 provision of Section 149, 152 read with Schedule IV and all other provision of the companies ACT, 2013 and the Companies (Appointment and Qualification of directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and Clause 49 of the listing Agreement, Shri Antriskh Shiv Bhardwaj (DIN :07079283), who was appointed as an Additional Director pursuant to the 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 under Section 160 of the Companies Act 2013 along with requisite deposit from a member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to September 30th , 2020.”

5 Any other business with the permission of the chair.

Place: Mumbai
Date: 20.08.2014

By Order of the Board
For Vishvjyoti Trading Limited

Sd/-
SURESH JAIN
Director
DIN:01869768

NOTES:

1. A member entitled and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. The relative explanatory statement a required under section 102 of the Companies Act, 2013 , in respect of the Business under Item no 3 and item no 4 the accompanying Notice are annexed hereto.
4. Members are requested to bring their admission slip along with copy of the Annual Report to the Annual General meeting.
5. The details under Clause 49 of the Listing Agreement with Stock Exchanges in respect of Directors proposed to be appointed / reappointed at the Annual General Meeting, is annexed hereto.
6. For convenience of Members, an Attendance Slip is annexed to the Proxy Form. Members are requested to affix their signature at the space provided and hand over the Attendance Slip at the place of Meeting. The proxy of a Member should mark on the Attendance Slip as a proxy.
7. Member who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
8. The Register of Members and the Shares Transfer Books of the Company will be closed from Wednesday, the 23rd of September, 2015 to Wednesday, the 30th of September, 2015 (both days inclusive).
9. The members are requested to:
 - a) Intimate to the Company changes, if any, in their Registered Address, Bank Account Number / details etc. at an early date;
 - b) Quote ledger folio no / DP ID and client ID in all there correspondences ;
 - c) Bring their copies of the Annual Report and the Attendance slip duly filled in for attending the Annual General Meeting;
 - d) Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questing to the Company at the registered office address so as to reach at least seven days before the date of the Meeting, to enable the information required to be made available at the Meeting to the best extent possible.
 - e) Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant share Certificates to M/s Purva Sharegistry (India) Pvt. Ltd., Registrar and Share Transfer Agents of the Company, at their address given above.
 - f) Pursuant to SEBI Circular. The Shareholders holding shares in physical from are requested to submit self attested copy of PAN at the time of sending their request for share transfer/ transmission of name/ transposition of name.
 - g) Shareholders/ Investors are advised to send their queries/ complaints to the dedicated e-mail id vishvjyotitrading@gmail.Com for quick and prompt redressal of their grievances.
 - h) Members, who are wishing to avail of the nomination facility, are requested to sent the duly filled in the prescribed form (from 2B) to M/S Purva Sharegistry (India) Pvt. Ltd. the Registrar and Share Transfer Agents of the Company, at their address given above or to the Compliance Officer of the Company.

- i) The Equity shares of the Company are listed on BSE limited and Listing Fees for the financial year 2015-2016 have been paid to BSE Limited.

10. In accordance with provisions of section 108 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014 the business may be transacted through electronic voting system and the Company is providing facility for voting by electronic means (“e- voting”) to its members . The Company has engaged the services of Central Depository Services (“e-voting”) to its member. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide e-voting facilities and for security and enabling the member to cast their vote in a secure manner. It may be noted that this e-voting facility is optional. The e-voting facility will be available at the link www.evotingindia.com during the following voting period:

The voting period being on 22nd September, 2015 (9.00am) and ends on 23rd September, 2015 (6.00pm). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 21st September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

11. The login ID and password for e-voting along with process manner and instructions for e-voting is being sent to the members who have not registered their e-mail IDs with the Company along with physical copy of the notice. Those members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail.
12. The Company has appointed Mrs. Kavita A. Shah, Practicing Company Secretary, as “Scrutinizer” (the “Scrutinizer”). For conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.

INSTRUCTION FOR E-VOTING

Members are requested to follow the instruction below to cast their vote through e-voting:

- a) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- b) Click on “Shareholder” tab.
- c) Now select the “Vishvijyoti Trading Limited” from the drop down menu and click on “SUBMIT”
- d) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID
 - b) For NSDL: 8 digits DP ID followed by 8 digits Client ID
 - c) Members holding share in physical Form should enter Folio Number registered with the Company.
- e) Next enter the image verification as displayed and Click on Login.
- f) If you are holding shares in demat form had logged on to www.evotingindia.com and voted on an earlier voting of any company then your existing voting of any company then your existing password is to be used.
- g) If you are a first time user follow the steps given below:

Enter	For membership holding share in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department. (Applicable for both demat shareholder as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digit of the sequence number in the PAN field.</p> <p>In case the sequence number is less than 8 digit enter the applicable number of 0’s before the number after the first two characters of the name in CAPITALS letters . E.g. if your name is Ramesh kumar with Sequence number I then enter RA0000001 in the PAN field</p>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in ddmmyyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details recorded in your demat account or in the company records for the said demat account in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Divident Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id folio number in the Dividend Bank details as mentioned in instruction.(v)</p>

- h) After entering these details appropriately click on “SUBMIT” tab.
- i) Members holding shares in physical from will then directly reach the Company selection screen. However, members holding shares in demat from 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.

- j) For Members holding shares in physical form. The details can be used only for e-voting on the resolutions contained in this Notice.
- k) Click on the EVSH for the relevant < Vishvjyoti Trading Limited > on which you choose to vote.
- l) 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 implies that you dissent to the Resolution.
- m) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- n) 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 “CAHCEL” and accordingly modify your vote.
- o) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- p) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- q) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- r) Not for Institutional Shareholders & Custodians:

Institutional Shareholders (i.e other than Individual , HUF, NRI etc..) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving login details they have to create a compliance user should be created using the admin login and password. The Compliance user would 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.

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.

- s) In case you have any queries or issues regarding e-voting, you may Frequently Asked Question (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Explanatory statement pursuant to Section 102 of the Companies Act, 2013 sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item no 3.

In accordance with the provisions of section 149 read with schedule IV to the Act, appointment of an independent director requires approval of members.

Shri. Suresh Motilal Jain was appointed as an Independent Director of the Company. The appointment of Shri. Suresh Motilal Jain shall be effective upon approval of members in the meeting. The notice in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of Shri. Suresh Motilal Jain for the office of the Director of the Company.

Shri. Suresh Motilal Jain is not disqualified from being appointed as Director in terms of 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from Shri. Suresh Motilal Jain that he meets the criteria of independence as prescribed both under section 149(6) of the Act and under clause 49 of the Listing Agreement. In the opinion of the Board, Shri. Suresh Motilal Jain fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. Shri. Suresh Motilal Jain is independent of management and possesses appropriate skills, experience and knowledge.

He does not hold any shares in the Company.

The Board feels that presence of Shri. Suresh Motilal Jain on the Board is desirable and would be beneficial to the company.

Copy of draft letter of appointment of Shri. Suresh Motilal Jain as an Independent Director setting out the terms and conditions is available for inspection by the members at the registered office of the Company.

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

Save and Except Shri. Suresh Motilal Jain and his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested, financially or otherwise, in the resolution.

The Board recommends resolutions under Item No. 3 to be passed as an ordinary resolution by the members.

Item No. 4

In accordance with the provisions of section 149 read with schedule IV to the Act, appointment of an independent director requires approval of members.

Shri. Anriksh Shiv Bhardwaj was appointed as an Independent Director of the Company. The appointment of Shri. Anriksh Shiv Bhardwaj shall be effective upon approval of members in the meeting. The notice in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of Shri. Anriksh Shiv Bhardwaj for the office of the Director of the Company.

Shri. Anriksh Shiv Bhardwaj is not disqualified from being appointed as Director in terms of 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from Shri. Anriksh Shiv Bhardwaj that he meets the criteria of independence as prescribed both under section 149(6) of the Act and under clause 49 of the Listing Agreement. In the opinion of the Board, Shri. Anriksh Shiv Bhardwaj fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. Shri. Anriksh Shiv Bhardwaj is independent of management and possesses appropriate skills, experience and knowledge.

He does not hold any shares in the Company.

The Board feels that presence of Shri. Antriksh Shiv Bhardwaj on the Board is desirable and would be beneficial to the company.

Copy of draft letter of appointment of Shri. Antriksh Shiv Bhardwaj as an Independent Director setting out the terms and conditions is available for inspection by the members at the registered office of the Company.

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

Save and Except Shri. Antriksh Shiv Bhardwaj and his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested, financially or otherwise, in the resolution.

The Board recommends resolutions under Item No. 4 to be passed as an ordinary resolution by the members.

Place: Mumbai
Date: 20.08.2015

By Order of the Board
For Vishvjyoti Trading Limited

Sd/-
SURESH JAIN
Director
DIN:01869768

**Details of Director seeking appointment / re-appointment at the forthcoming Annual General Meeting
(Pursuant to clause 49 of the listing Agreements entered into with the Stock Exchange)**

Name of the Directors	Mr. Suresh Jain	Mr. Antriksh Bhardwaj
Date of Birth	02/04/1957	01/01/1977
Relationship with other Directors Inter-se	No	No
Date of Appointment	06.01.2015	06.01.2015
Expertise in specific functional area	Finance ,Taxation and Secretarial	Accounts & Finance
Qualification	B.com, CS	B.com
No. of Equity Shares held in the company	Nil	Nil
Directors in other Indian Public Limited Companies as on 31.03.2015	a) Sanmitra Commercials Limited	
Chairmanship / Membership of Committees in other Indian Public Companies as on 31.03.2015	Nil	Nil

VISHJYOTI TRADING LIMITED

DIRECTORS REPORT

DEAR SHAREHOLDER,

Your Director have pleasure in presenting the Annual Report and Audited Statement of Account for the financial year ended on 31st March 2015.

1. FINANCIAL RESULT:

(Rs in Lakhs)

Particulars	2014-15	2013-14
Sales and other income	4450.15	4674.72
Profit before Deprecation and tax	85.41	7.34
Deprecation	0.17	0.02
Profit before Tax	85.23	7.32
Provision for Tax	16.74	1.40
Provision for Deferred Tax	0.02	0
Prior year Tax Adjustment	0	0
Profit After Tax	68.47	5.92
Add: Profit brought forward from previous year	(40.39)	-46.31
Balance Carried to Balance Sheet	28.09	(40.39)

During the year your Company has achieved a turnover of Rs 44.50 Crores as against 46.74 crores turnover Last year and earned net profit of Rs 68.47 Lacs after tax against the 5.92 Lacs during the previous year.

2. DIVIDEND

Due to accumulated losses and because of non-availability of sufficient cash fund as well as conserve resource for future, your Directors regret their inability to declare any Dividend for year under review.

3. DEPOSITS:

The company has not accepted any Deposit from the Public the year under review. As on 31st March, 2015 no unclaimed deposits are lying with the Company.

4. PARTICULARS OF EMPLOYEES:

None of the employees of the Company is drawing remuneration in excess of limit prescribed under Section 197 of the Companies Act, 2013 read with rule 5(2) & (3) of the Companies. The information as required by provision of section 217 (2A) of the Companies Act, 1956 read with the Companies (Particular of employees) amendments rules, 1975 is reported to be NIL.

5. STATUTORY AUDITORS

At the Annual General Meeting held on September 13, 2014, M/s. S. Somani & Associates, Chartered Accountants, Mumbai were appointed as Statutory Auditors of the company to hold office till the conclusion of 35th Annual General Meeting of the Company. In terms of provision of Section 139 of the companies Act, 2013, the appointment of Auditors shall be placed at every Annual General Meeting. Accordingly, the appointment of M/s. S. Somani & Associates, Chartered Accountants, Mumbai as Statutory Auditors of the company, is placed for ratification by the shareholders. In this regard, the Company has received a certificate from Auditors to the effect that if they are reappointed, it would be in accordance with provisions of Section 141 of the Companies Act, 2013.

6. DIRECTORS

Shri. Suresh Motilal Jain and Shri. Antriksh Shiv Bhardwaj were appointed as an independent Director of the Company with effect from 6th January, 2015, and they hold office up to the forthcoming Annual General Meeting of the Company. The Company has received notice under the provisions of Section 160 of the Companies Act, 2013 along with the requisite deposit proposing appointments of Shri. Suresh Motilal Jain and Shri. Antriksh Shiv Bhardwaj as Directors of the Company. The resolution to seek approval of shareholders for their appointment have been incorporated in the Notice of the forthcoming Annual General Meeting

7. DIRECTOR'S RESPONSIBILITY STATEMENT

In compliance with section 134(3) (c) of the Companies Act, 2013, your Directors confirm:

- a) That in the preparation of the annual accounts for the Financial year ended 31st March 2015 the applicable accounting standards have been followed and there has been no material departure;
- b) That the Directors have selected such accounting policies were applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of financial year and of profit of the company for that year under review;
- c) That the directors have taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) That the annual accounts have been prepared on a going concern basis.
- e) That proper internal financial control was in place and that the financial controls were adequate and were operating effectively.
- f) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively

8. SHARE CAPITAL

The Authorized capital and paid up Share Capital as on 31.03.2015 was Rs.15, 25, 00,000/- and Rs. 15, 24, 50,000/- respectively. During the year under review, the Company has not increased Authorized Capital as well as Paid Up capital of the Company.

9. SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of (Managerial Personnel) Rules, 2014, the Company has appointed Mrs. Kavita A. Shah, Practicing Company Secretary, Mumbai to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as **Annexure A**. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

10. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined by the Audit Committee and delegated to Internal Auditor to maintain its objectivity and independence. The Internal Auditor reports to the Chairman of the Audit Committee of the Board and to the Chairman & Managing Director.

The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and promptly informed the management on the lacking as and when required.

11. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

12. CORPORATE GOVERNANCE;

Compliance of Clause 49 is applicable to the company and therefore the Company has adopted to follow the requirements of Corporate Governance as stipulated under clause 49 of the Equity Listing Agreement of Stock Exchange and accordingly, the Report on Corporate Governance forms the part of the Annual Report.

The requisite certificate from a practicing Company Secretary regarding compliance with the conditions of Corporate Governance as stipulated in Clause 49 is annexed to this Report.

13. EXTRACT OF ANNUAL RETURN

The details forming part of extract of Annual Return in Form MGT – 9 in accordance with Section 92 (3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, are annexed as an Annexure B.

14. MANAGEMENT DISCUSSION AND ANALYSIS;

1. **Business Segment:** The Company has traded in fabrics and hardware items during the year under review.
2. **Business Overview:** Your Company is currently engaged in the areas of trading, distribution. Import and export of commodities, fabrics and hardware.
3. **Internal Control Systems:** Our Company has adequate and proper system of internal controls commensurate with the size and business operations to ensure its assets from unauthorized transactions, unauthorized uses or dispositions. We have an Audit Committee of the board of Directors. The Committee meets periodically and supervises the activities to plug the weakness in the System.
4. **Human Resources:** Human resource is a valuable asset and the Company endeavors to provide an environment that each employee is motivated to contribute his best to achieve the Company's goals
5. **Corporate Sustainability and Responsibility:** The Company constantly strives to meet and exceed expectations in terms of the quality of its business and services. The Company commits itself to ethical and sustainable operation and development of all business activities according to responsible care and its own code of conduct. Corporate Social Responsibility is an integral part of the Company's philosophy and participates in activities in the area of education and health.
6. **Cautionary Statement:** Statements made in the Management Discussion and analysis describing the Company's objectives, projections, estimates, predictions and expectations may be 'forward looking statements' within the meaning of applicable securities law and regulations. Actual results might differ materially from those either expressed or implied.
7. **Compliance:** The Compliance function of the Company is responsible for independently ensuring that operating and business units comply with regulatory and internal guidelines. The Compliance Department of the Company is continued to play a pivotal role in ensuring implementation of compliance functions in accordance with the directives issued by regulators, the Company's Board of Directors and the Company's Compliance Policy. The Audit Committee of the Board reviews the performance of the Compliance Department and the status of compliance with regulatory/ internal guidelines on a periodic basis.

New Instructions/ guidelines issued by the regulatory authorities were disseminated across the Company to ensure that the business operate within the boundaries set by regulators and that compliance risks are suitably monitored and mitigated in course of their activities and processes.

The Company has complied with all requirements of regulatory authorities. No penalties/ strictures were imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital market during the last three years except re-instatement fees paid to BSE for revocation of suspension from trading in the Equity Shares of the Company

15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREING EXCHANGE EARNING AND OUTGO: As there is nil expenditure on the points mentioned above no particulars furnished in this report as required under Section 134 (3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014 regarding conservation of energy, technology, absorption and foreign exchange earnings and outgo.

16. LISTING WITH STOCK EXCHANGES: The Equity shares of the Company were listed with Bombay Stock Exchange Ltd. (BSE).

17. ACKNOWLEDGEMENT: Your Directors wish to place on record their apprecration towards the contribution of all the employees of the Company and their gratitude to the Companys valued customers bankers vendors and members for their continued support and confidence in the Company

Place: Mumbai
Date: 20.08.2015

By Order of the Board
For Vishvjyoti Trading Limited

Sd/-
SURESH JAIN
Director

ANNEXURE OF THE DIRECTORS REPORT

A. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Good corporate governance is a synonym for sound management, transparency and disclosure, encompassing good corporate practices, procedures, standards, and implicit rules which propel a Company to take sound decisions, thus maximizing long-term stakeholder value without compromising on integrity, social obligation and regulatory compliances. The Company believes that profitability must go hand in hand with a sense of responsibility towards all stakeholders.

The Company's philosophy on Corporate Governance finds its roots in the rich legacy of ethical governance practices. The Company will continue to focus its energies and resources in creating and safeguarding of Shareholders wealth and at the same time, protect the interests of all its stakeholders.

B. BOARD OF DIRECTORS:

2.1 Compositions:

The Board of Directors as on 31st March 2015 comprises of Six Directors, of which 4 are NON-executive Independent who bring in a wide range of skills and experience to the BOARD. The Chairman is NON-Executive and the number of Independent Directors is Four. The composition of the Board is in conformity with Clause 49 of the Listing Agreement.

None of the non-executive directors have any material pecuniary relationship or transaction with the company, its promoters, directors and associates which in their judgment would affect their independence. None of the directors are inter-se related to each other.

9(Nine) Board Meeting were held during the year and the gap between two meeting did not exceed four month. The Board of directors met 9 times on 9th May, 2014 12th May 2014, 30th May , 2014, 17th June 2014, 14th August, 2014, 14th November, 2014, 14th November 2014, 6th January 2015, 14th February, 2015 during the financial year 2014-2015.

None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 Committees (as specified in clause 49), across all the companies and Chairman in which he is a Director. The necessary disclosures regarding Committee position have been made by the Directors.

The information as required under Annexure IA to Clause 49 is being made available to the Board.

2.2 Composition of Board and attendance record:

Name of Director	Category of Directorship	Attendance At		No . of other Directorships and other Committee Memberships /Chairmanship		
		Board Meetings	Last AGM	Other Directorships #	Committee Memberships ##	Committee Chairmanships
Mr. Rakesh Saxsena	Non- Executive	9	Yes	2	Nil	Nil
Mr. Nagaraj Babu (Resigned w. e. f. 17 th June 2014)	Non- Executive Independent	4	Yes	Nil	Nil	Nil
Mr. Yuvraj Shetty (Resigned w. e.f. 12 th May 2014)	Non – Executive Independent	2	Yes	3	Nil	Nil
Mrs. Usha Ringasia	Non – Executive Independent	9	Yes	Nil	Nil	Nil
Mr. Sunil Ringasia (Appointed W.E.F 9 th May 2014)	Non – Executive Independent	8	NO	Nil	Nil	Nil
Mr. Kishore Patil (Appointed W.E.F 9 th May 2014)	Non – Executive Independent	8	NO	9	Nil	Nil
Mr. Suresh Jain (Appointed W.E.F 6 th Jan 2015)	Non – Executive Independent	1	NO	2	Nil	Nil
Mr. Antriskh Bhardwaj (Appointed W.E.F 6 th Jan 2015)	Non – Executive Independent	1	NO	Nil	Nil	Nil

Alternate Directorship and directorships in privet companies, foreign companies and Section 25 Companies are excluded.

Represents Memberships /Chairmanships of Audit Committee and Shareholders / Investors, Grievance Committee.

3. AUDIT COMMTEE.

The Audit Committee consists of two Independent Directors & the Non Executive Director. All members of the Audit Committee are financially literate and they have accounting or related financial management expertise.

The composition of the Audit Committee as on 31st March 2015 is as under;

Mrs. Usha Ringasia

Mr. Kishore Patil

Mr. Rakesh Saxena

The members possess adequate knowledge of Account, Audit and Finance etc. Mr. Kishore Patil is the Chairman of the Audit Committee.

The primary purpose of the Audit Committee is to assist the Board of Directors (the “Board”) in filling its oversight responsibilities with respect to (a) the accounting and financial reporting processes of the Company . including the integrity of the audited financial results and other financial information provided by the Company to its stockholders, the public, stock exchanges and others , (b) the Company’s compliances with legal and regulatory requirements, (c) the Company’s independent auditors’ qualification and independence, (d) the audit of the Company’s Financial statements, and the performance of the Company’s internal audit function and its Independent Auditors.

Authority and Responsibilities

The Audit Committee reviews the Company’s financial reporting process, disclosure of accounting treatment, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue and marking appropriate recommendations to the Board to take up steps in this matter, compliance with listing and other legal requirements relating to financial statements, disclosure norms, internal control systems, risk management policies, accounting policies and practices, ensuring the quality and appropriateness of the Company’s accounting and financial disclosures as well as quarterly/ half yearly financial statements. It recommends appointment of Statutory Auditors fixes audit fees and reviews internal control systems, Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern, scope for observations of the auditors and adequacy of the internal audit function, discussion with internal auditors any significant findings and fallow up there on, to review the functioning of the Whistle Blower mechanism, approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate etc.

As required under Section 292 A of the Companies Act, 1956 and Clause 49 of Listing Agreement, the new “Terms of Reference” of the Audit Committee were approved by the Board of Directors as its meeting held on 16th October, 2012.

The members of Audit Committee met four times on 30th May,2014, 14th August,2014, 14th November, 2014 and 14th February,2015 during the year 2013-2014.

Name	Meeting Held	Meeting Attended
Mr. Rakesh Saxena	4	4
Mr. Nagraj Babu**	1	1
Mrs. Usha Ringasia	4	4
Mr. Kishore Patil	3	3

*Chairman of Committee

**Resigned on 17th June 2014

*** Appointed on 14th August 2014

4. REMUNERATION COMMITTEE:

Since the Company does not have remuneration Committee (constitution of which is a non- mandatory requirement); the details pertaining to the same are not provided.

Details of Remuneration paid to Directors

No fees has been paid to any Directors of the Company for attending Board & committee Meetings during the year under review and no remuneration was paid to any of them.

Details of Shares held:

No Stock option has allotted to any of the Directors during the financial year 2014-2014. None of the Directors holds any shares in their name or in the name of their relatives.

SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE:

The Shareholders / Investors Grievance Committee were constituted w.e.f. 16th October 2012 and as on 31st March 2015 it comprises of following three directors.

- Mr. Suresh Jain
- Mrs . Usha Ringasia
- Mr. Rakesh Saxena

The terms of reference of the committee are *interalia* as follows;

- A. Review the reports submitted by the Registrars and Share Transfer Agents of the Company at half yearly intervals.
- B. Investor relations and redressal of shareholders grievances including relating to non- receipt of dividend , Annual Report, non- receipt of shares etc.
- C. Oversee the performance of the Registrars and Share Transfer Agents of the Company.

5. COMPLIANCE OFFICER:

The Company has appointed Mr. Suresh Jain, Additional Director as the Compliance Officer within the meaning of Listing Agreement.

DETAILS OF SHAREHOLDERS COMPLAINTS DURING THE YEAR

During the year the Company did not receive any complaint from any of its Members and there were Nil Complaints at the end of Financial Year ending on 31 March 2015.

6. GENERAL BODY MEETING;

The details of date time and location of Annual General Meetings (AGM) held in previous three years are as under:

AGM/EGM	DATE	TIME	VENUE
AGM	13.09.2014	10.30am	13, Saxsena House, Jai Prakash Nagar, Road no2, Next to SBI, Goregaon –East, Mumbai - 400063
AGM	28.09.2013	10.30am	121, Veena Beena Commercial centre, opp Railway station bandra (west) Mumbai 400050
AGM	29.09.2012	11.00am.	121, Veena Beena Commercial centre, opp Railway station bandra (west) Mumbai 400050

There are no Special Resolutions were passed in the previous three Annual general Meeting.

POSTAL BALLOT

No Resolution has been passed during last three financial years through postal Ballot Rules 2011.

At the forthcoming Annual General Meeting. There is no item on the agenda that needs approval by postal ballot.

No court- convened Meeting was held during the last three years.

7. DISCLOSURES :

DISCLOSURES ON REQUIREMENTS

- A. There were no transactions with related parties i.e. with Promoters, Directors, Management, Subsidiaries or Relatives that may have potential conflict of interest with the Company at large. The details of the related Party transactions are disclosed under the notes on accounts, as required under the Accounting Standard 18 issued by the Institute of Chartered Accountants of India.
- B. There has been no instance of non-compliance by the Company on any matter related to Capital Markets and hence the question of penalties or strictures being imposed on the Company by the Stock Exchange or SEBI or any Statutory Authority does not arise.
- C. In Compliance with the Securities & Exchange Board of India (Prohibition of Insider Trading Regulations, 1992) as amended till date, on Prohibition of Insider Trading, the Company has a comprehensive Code of Conduct and the same is being strictly adhered to by its management, staff and relevant business associates. The code expressly lays down the guidelines and the procedure to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on the consequences of non-compliance thereof.
- D. Reconciliation of share Capital: A qualified Chartered Accountant carried out Reconciliation of share Capital on quarterly basis to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The “Reconciliation of share Capital Audit Report” confirms that the total issued/ paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

DISCLOSURES ON NON-MANDATORY REQUIREMENTS

The Company has adopted / complied with the following non- mandatory requirements as prescribed in Annexure 1 d to Clause 49 of Listing Agreement with the Stock Exchange:

- A. None of the Independent Directors on the Board of the Company has served for the tenure of exceeding nine years. The Company has ensured that the person who is being appointed as an Independent Director has the requisite qualifications and experience which would be of use to the Company and which in the opinion of the Company would enable him to contribute effectively to the Company in his capacity as an Independent Director.
- B. The Company has not setup Compensation and Remuneration Committee.
- C. There was no case of non-compliance during financial year 2014-2015 in term of provisions of listing Agreement entered into with BSE by the Company. Further no penalties have been levied or actions have been taken by BSE or SEBI during the last three years.
- D. The Company has complied with mandatory provisions of listing agreement.
- E. The financial statements of the Company are unqualified.
- F. The Board of Directors of the company at its meeting held on 16th October 2012 have adopted the Whistle Blower policy and appointed an ombudsperson. Employees can report to the Management concerned unethical behavior act or suspected fraud or violation of the company’s code of conduct policy. No Employee has been denied access to the Audit Committee.

8. MEANS OF COMMUNICATION:

- a) The Company regularly provides information to the Stock Exchanges as per the requirements of the listing Agreement.
- b) The Quarterly / Half Yearly /Nine Months & Annual Results have been submitted to Bombay Stock Exchange Ltd. And published in the leading ENGLISH Newspapers and in vernacularlanguage Newspaper.
- c) Company posts its Quarterly Results / Half yearly / & Annual Results on its website www.vishvjyotitrading.com.
- d) Half yearly report is not sent separately to the shareholders. Annual Reports are sent to the shareholders at their Registered Address with the Company.
- e) No formal representations were made to Institutional Investors or Analysts during the year under review.
- f) Management Discussion and Analysis forms part of the Annual report will be posted to the shareholders of the company.

9. GENERAL SHAREHOLDERS INFORMATION:

a) **Next Annual General Meeting:** The information regarding 31st Annual General Meeting for the financial year ended on 31st March 2015 is as follows: Day and date : Saturday 30th September 2015. Time:10.00 A.m. Venue: **Ganga Sahay Hall, S V Road, Borivali, Mumbai-400 092**

b) **Financial year** : 1st April 2014 to 31st March 2015

c) **Future Calendar:**

Subject Matter	Date
Financial Reporting of 1 st Quarter ended on 30 th June 2015	4 th Aug 2015
Financial Reporting of 2 nd Quarter ended on 30 th September 2015	14 th NOV. 2015
Financial Reporting of 3 rd Quarter ended on 31 st December 2015	15 th Feb.2016
Financial Reporting of 4 th Quarter ended on 31 st March 2015	30 th May 2016
Date of Annual General Meeting	During September 2016

- d) **Date of book Closure** September 19 to September 26 2015 (Both days inclusive)
- e) **Dividend payment Date** No dividend has been recommended for the year under review
- f) **Listing of Shares** BSE Limited (BSE)
- g) **Listing Fee** Company has paid Annual Listing fees to BSE
- h) **Stock Code & ISIN** Scrip Code 512067, ISIN: INE025N01012

- i) **Market Price Data** The Monthly high and low quotations and volume of shares traded at the Stock Exchange Mumbai is as follows.

Month	BSE		
	High	Low	Volume (Nos)
April-14	32.75	26.55	1,892,837
May-14	31.60	27.75	8,426,783
June-14	31.65	28.55	5,850,170
July-14	31.80	28.20	1,001,285
August-14	29.50	23.35	1,778,366
September-14	30.50	23.75	2,214,936
October-14	33.30	28.10	1,069,323
November-14	31.00	24.05	2,784,179
December-14	31.70	18.35	1,915,072
January-15	18.30	16.35	92,926

The Company share trading is suspended from BSE, w.e.f. 7th January 2015 due to directive received by BSE from SEBI. However, the company has written to BSE seeking explanation for suspension without opportunity of being heard and also requested for revocation of suspension.

- j) **Registrar & Share Transfer Agent.**

M/s. Purva Shareregistry (India) Pvt. Ltd has been appointed as Registrar & Share Transfer Agent for all work relating to share registry in terms of physical. All transfer, transmission request related to correspondence/queries, intimation of change of address etc. should be addressed to our RTA directly at the following Address.

M/s Purva Shareregistry (India) Pvt. Ltd.

9, Shiv Shakti lad. Estate, Ground Floor, J. R. Boricha Marg, Lower Parel, Mumbai-400 011

Tel: 022-23016761/8261; Fax 022-23012517 E-mail: busicomp@vsnl.com Website : www.purvashare.com

- k) **Share Transfer System:**

The Share transfer is processed by the Registrar & Share Transfer Agent, Purva Shareregistry (India) Pvt. Ltd. and approved by Share Transfer Committee, if the documents are complete in all respects, within 21 days from the date of lodgment.

- l) **Distribution of Shareholding:**

The distribution of shareholding as on 31st March, 2015 is given below:

Sr No	No of Equity Shares	No of Share Holders	No of Shares	% of Total Shares
1	1-50000	118	19 53 627	1.28%
2	50001-100000	35	28 63 166	1.88%
3	100001-200000	16	20 76 078	1.36%
4	200001-300000	8	18 88 065	1.24%
5	300001-400000	7	25 28 660	1.66%
6	400001-500000	7	31 52 215	2.07%
7	500001-1000000	45	3 72 84 099	24.46%
8	1000001 & Above	48	10 07 04 090	66.06%
	TOTAL	284	15 24 50 000	100.00%

m) Shareholding pattern as on 31st March 2015

Sr No	Categories	No of Shares	% of Holding
1	Promoters, Directors, Relatives & person acting in concert	15 99 300	1.05%
2	Indian Banks	-	0.00%
3	Others (NRI)	-	0.00%
4	Body Corporates	2 87 82 808	18.88%
5	HUF	1 42 64 144	9.36%
6	NRI	-	0.00%
7	Indian Public	10 78 03 748	70.71%
	TOTAL	15 24 50 000	100.00%

n) Categories of Shareholders as on 31st March 2015.

Sr No	Categories	Nos.	% of Shareholders	No of Shares held	% of Holding
1	Promoters, Directors, Relatives & person acting in concert	2	0.70%	15 99 300	1.05%
2	Resident Individuals	158	55.63%	10 78 03 748	70.71%
3	NRI	0	0.00%	-	0.00%
4	Body Corporates	112	39.44%	2 87 82 808	18.88%
5	HUF	12	4.23%	1 42 64 144	9.36%
	TOTAL	284		15 24 50 000	100.00%

o) Dematerialisation of shares and Liquidity:

The Company's shares are compulsorily traded in dematerialised form and are available for trading on both the Depositories in India- National Securities Depository Limited (NSDL) and Central Depository Services (INDIA) Ltd. (CDSL).

p) Nomination:

Individual Shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s) Nomination forms can be obtained from the Company's Registrar and share Transfer Agent.

q) Requirement of PAN Card for Transfer of Shares in physical form:

Pursuant to SEBI Circular the shareholders holding shares in physical form are requested to submit self certified copy of PAN at the time of sending their request for share transfer /transmission of name / transposition of name.

r) Details on use of public funds obtained in the last three years:

No fund has been raised by company during last three years.

s) Outstanding GDRs/ ADRs /Warrants or any convertible instruments, conversion data likely impact on Equity:

Not Applicable

t) Investors Correspondence:

Shareholders can contact the following officials for secretarial matters of the Company:-

Mr. Suresh Jain – vishsvjyotitrading@gmail.com

u) Corporate Ethics:

The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealing. A Code Of Conduct for Board Members and a code of Conduct for prevention of insider Trading has been adopted pursuant to clause 49 (D) of The Listing Agreement & the Securities & exchange board of India (prohibition of Insider Trading) Regulations 1992 (as amended) 0 respectively:

a. Code of Conduct for Board Members and Senior Management:

The Board of Directors of the Company adopted the Code of Conduct for its members and Senior Management at their meeting held on 16th October 2012

b. Declaration affirming compliance of code of conduct:

The Company has received confirmations from the Directors regarding compliance of the Code of Conduct during the year under review.

A declaration by Director affirming compliance of Board members and senior management personnel to the code is also annexed herewith.

c. Code of Conduct for prevention of Insider Trading:

The Company has adopted the code of conduct for prevention of Insider Trading for its Management and Directors. The Code lays down guidelines and procedures to be followed and disclosures to be made by directors, top level executives and staff whilst dealing in shares. The Director has been appointed as the Compliance Officer and is responsible for adherence to the Code.

d. Compliance Certificate by practicing Company Secretary:

The Company has obtained a certificate from the practicing Company Secretary regarding compliance of conditions of corporate governance as stipulated in clause 49 which is annexed herewith.

v) Address for correspondence:

VISHVJYOTI TRADING LIMITED

7-A, Sai Shakti CHS, L. T. Road, Near Railway Station, Dahisar –West, Mumbai 400068

Tel: 022-28937284, Email : vishvjyotitrading@gmail.com

Place: Mumbai
Date: 20.08.2015

By Order of the Board
For Vishvjyoti Trading Limited

Sd/-
SURESH JAIN
Director
DIN: 01869768

CHAIRMAN & MANAGING DIRECTOR'S DECLARATION ON CODE OF CONDUCT

As required by Clause 49 of Listing Agreement, the Director and CEO's Declaration for Code of Conduct is given below:

To

The Members of

VISHVJYOTI TRADING LIMITED

Mumbai

- a) We have reviewed financial statements and the cash flow statement for the year and that to the best of their 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 their 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) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed;
 - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Mumbai

Date: 20.08.2015

For Vishvjyoti Trading Limited

SURESH JAIN

Director

DIN: 01869768

**Auditor's Report on Quarterly Financial Results & Year to date Results of the company pursuant to the
Clause 41 of the Listing Agreement**

To,
Board of Directors,
Vishvjyoti Trading Limited
Mumbai

We have audited the quarterly financial results of Vishvjyoti Trading Limited for the quarter ended 31st March 2015 and the year to date results for the period 1st April 2014 to 31st March 2015 attached herewith, being submitted by the company pursuant to the requirement of clause 41 of Listing Agreement except for the disclosures regarding 'Public Shareholding, and Promoter and Promoter Group holding,' which have been traced from disclosures made by management. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financials results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 2, interim Financial Reporting, issued pursuant to the Companies (Accounting Standard) Rules, 2006 as per section 211(3c) of the Companies Act, 1956 or by the Institute of Chartered Accountants of India and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financials results are free of material misstatement(s). An audit includes examining, on the test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- i. Are presented in accordance with the requirement of Clause 41 of the Listing Agreement in this regard; and
- ii. Give a true and fair view of the net profit/loss and other financial information for the quarter ended 31st March 2015 as well as the year to date results for the period from 1st April 2014 to 31st March 2015

Further we also report that we have, on the basis of the books of account and other records and information and explanation given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

For S SOMANI & ASSOCIATES.
Chartered Accountants
Firm Registration No 135797W

Sd/-
CA. SANWARIYA SOMANI
Proprietor
M. No. 146767
Place: Mumbai
Date: 20/08/2015

CERTIFICATE OF CORPORATE GOVERNANCE

TO
THE SHAREHOLDERS,
VISHVJYOTI TRADING LIMITED
MUMBAI

We have examined the compliance conditions of Corporate Governance by Vishvjyoti Trading Limited for the year ended on 31st March, 2015, as stipulated in clause 49 of the Listing Agreement of the said Company with Bombay Stock Exchange Limited (BSE).

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of corporate governance as stipulated in the above mentioned listing agreement.

We 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

For S SOMANI & ASSOCIATES.
Chartered Accountants
Firm Registration No 135797W

Sd/-
CA. SANWARIYA SOMANI
Proprietor
M. No. 146767
Place: Mumbai
Date: 20/08/2015

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year Ended 31st March, 2015

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

To,
The Members,
Visshvjyoti Trading Limited
Mumbai.

Dear Sir / Madam,

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the financial year ended 31st March, 2015, 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:

I further report that maintenance of proper and updated books, papers, Minutes Books, filing of Forms and returns with the applicable regulatory authorities and maintaining other records is responsibility of management and of the Company, my responsibility is to verify the content of the documents produced before me, make objective evaluation of the content in respect of compliance and report thereon. I have examined on test check basis the books, papers, minute books, forms and returns filed and other records maintained by the Company for the year ended 31st March, 2015 according to the provisions of:

- I. The Companies Act, 2013 and the Rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
 - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - c. 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;
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - Not applicable as the Company has not granted any Options to its employees during the financial year under review;

- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not applicable as the Company has not delisted its equity shares from stock exchange during the financial year under review;
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not applicable as the Company has not issued any debt securities during the financial year under review;
- g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Not applicable as the Company has not bought back any of its securities during the financial year under review.

I have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with Stock Exchange(s).

Based on the information provided by the Company, I further report that during the financial year under review, the Company has complied with the provisions of the Act/s including the applicable provisions of the Companies Act, 1956, Rules, Regulations, Guidelines, Standards, etc. mentioned above and I have no material observation or instances of non compliance in respect of the same.

I further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed 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 meetings.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

I 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.

Date: 20/08/2015

Place: Mumbai

Sd/-

Kavita A. Shah

Practicing Company Secretary

ACS : 25659 CP No.: 9161

S SOMANI & ASSOCIATES

CHARTERED ACCOUNTANTS

516, Dimple Arcade, Asha Nagar, Thakur Complex, Kandiwali, (E) Mumbai- 400101

INDEPENDENT AUDITOR'S REPORT

To
The Members of
M/S. VISHVJYOTI TRADING LIMITED
Mumbai.

Report on the Financial Statements

1. We have audited the accompanying financial statements **M/S. VISHVJYOTI TRADING LIMITED** which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The management and Board of Directors of the Company are 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 Companies (Accounts) Rules, 2014. This responsibility 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; design, implementation and maintenance of adequate internal financial controls, that are 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.

Auditor's Responsibility

3. 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.

4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give 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 accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of Directors, as well as evaluating the overall presentation of the financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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

Report on Other Legal and Regulatory Requirements

7. 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, we give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order.
8. As required by section 143(3) of the Act, we further 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 purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
 - e) On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164(2) of the Act.

f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014.

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
- iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

For S SOMANI & ASSOCIATES.
Chartered Accountants
Firm Registration No 135797W

Sd/-
CA. SANWARIYA SOMANI
Proprietor
M. No. 146767
Place: Mumbai
Date: 20/08/2015

Annexure referred to in paragraph 7 Our Report of even date to the members of M/S. VISHVJYOTI TRADING LIMITED on the accounts of the company for the year ended 31st March, 2015

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

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification.
- ii. The nature of business of the Company does not require it to have any inventory. Hence, the requirement of clause (ii) of paragraph 3 of the said Order is not applicable to the Company.
- iii. The company has not granted any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase 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, no major weakness has not been noticed or reported.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013.
- vi. As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, , Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India.

(b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues 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) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of reporting delay in transferring such sums does not arise.
- viii. The company was registered for a period not less than five years, it's not having accumulated losses at the end of the financial year and whether it has not incurred cash losses in such financial year and in the immediately preceding financial year.
- ix. The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- x. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loan taken by others from a bank or financial institution during the year.

- xi. In our opinion, and according to the information and explanations given to us, the company has not raised any term loans during the year.
- xii. During the course of our examination of the books and records of the company, carried in accordance with the auditing standards generally accepted in India, we have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.

For S SOMANI & ASSOCIATES.
Chartered Accountants
Firm Registration No 135797W

Sd/-
CA. SANWARIYA SOMANI
Proprietor
M. No. 146767
Place: Mumbai
Date: 20/08/2015

VISHVJYOTI TRADING LIMITED

CIN : L51900MH1984PLC034663

Balance Sheet as at 31st March, 2015

Particulars	Note No	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	152,450,000	152,450,000
(b) Reserves and Surplus	2	2,858,885	(3,988,616)
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	1,000,000	1,000,000
(b) Deferred tax liabilities (Net)	4	1,926	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(4) Current Liabilities			
(a) Short-term borrowings	5	87,690,756	-
(b) Trade payables	5	3,660,731	169,678,214
(c) Other current liabilities		-	-
(d) Short-term provisions	5	2,155,398	576,832
Total		249,817,695	319,716,429
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	6		
(i) Tangible assets		57,033	18,509
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	7	930,670	920,360
(c) Deferred tax assets (Net)	4	-	-
(d) Long term loans and advances	8	147,572,888	149,597,815
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current Investments		-	-
(b) Inventories	9	29,595	29,595
(c) Trade receivables	10	76,810,007	168,316,350
(d) Cash and cash equivalents	11	540,564	385,925
(e) Short-term loans and advances	12	21,138,548	-
(f) Other current assets	13	2,738,390	447,876
Total		249,817,695	319,716,429

In term of our report attached
For S Somani & Associates
Chartered Accountants,
FRN: 135797W

SANWARIYA SOMANI
Proprietor
Membership No.: 146767
Mumbai, 20th August 2015

For and on behalf of the Board

Sd/-	Sd/-
Director	Director
Suresh Jain	Antriksh Bharadwaj
DIN: 01869768	DIN:07079283

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
STATEMENT OF PROFIT AND LOSS

Profit and Loss statement for the year ended 31st March, 2015

Particulars	Note No	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
I. Revenue from operations	14	435,541,342	450,415,884
II. Other Income	15	9,474,001	26,056,061
III. Total Revenue (I +II)		445,015,343	476,471,945
IV. Expenses:			
Cost of materials consumed			
Purchase of Stock-in-Trade	16	434,425,900	406,678,345
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	-	50,223,218
Employee benefit expense	18	396,400	360,000
Financial costs	19	11,662	148,372
Depreciation and amortization expense	7	17,176	1,491
Other expenses	20	1,640,323	18,328,322
Total Expenses		436,491,460	475,739,748
V. Profit before exceptional and extraordinary items and tax	(III - IV)	8,523,883	732,197
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		8,523,883	732,197
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		8,523,883	732,197
X. Tax expense:			
(1) Current tax		1,624,226	140,000
(2) Deferred tax	5	1,926	-
(3) Previous Year Tax	-	50,230	-
Less: Mat Credit Entitlement			-
		1,676,382	140,000
XI. Profit(Loss) from the period from continuing operations		-	-
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		6,847,501	592,197
XVI. Earning per equity share:			
(1) Basic		1.85	0.16
(2) Diluted		1.85	0.16
Notes to Accounts			

In term of our report attached
For S Somani & Associates
Chartered Accountants,
FRN: 135797W

SANWARIYA SOMANI
Proprietor
Membership No.: 146767
Mumbai, 20th August 2015

For and on behalf of the Board

Sd/- Director Suresh Jain DIN: 01869768	Sd/- Director Antriksh Bharadwaj DIN:07079283
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VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
Cash Flow Statement for the year ended March 31, 2015

	Rupees For the year ended 31/03/2015	Rupees For the year ended 31/03/2014
A Cash Flow from Operating Activities		
Net Profit before tax	8,523,883	732,197
Adjustments for :		
Depreciation	17,176	-
Operating Profit before Working Capital changes	8,541,059	732,197
Change in Working Capital		
Trade and Other Receivables	91,506,343	(214,904,338)
Inventories	-	50,223,218
Short Term Loans & Advances	(21,138,548)	
Other Current Assets	(2,290,514)	
Trade and Other Payables	(166,017,483)	166,348,120
Short Term Borrowings	87,690,756	
Short Term Provisions	1,578,566	
Cash Generated from Operations	(129,821)	2,399,197
Direct Taxes Paid	(1,674,456)	(140,000)
	(1,804,277)	2,259,197
B Cash Flow from Investing Activities		
Addition to Fixed Assets	(55,700)	-
Sale of Fixed Assets	-	4,565,093
Investments	(10,310)	460,050
Long Term Loans & Advances (Assets)	2,024,927	
Interest and Other Income		-
Net Cash (used in)/from Investing Activities	1,958,917	5,025,143
C Cash Flow from Financing Activities		
Long Term Borrowings	-	(7,554,047)
Dividend Paid	-	-
Interest Paid	-	-
Net Cash (used in)/from Financing Activities	-	(7,554,047)
Net changes in cash & cash equivalents (A+B+C)	154,640	(269,707)
Cash and Cash equivalents- Opening	385,925	655,632
Cash and Cash equivalents- Closing	540,564	385,925
	154,640	(269,707)

For and on behalf of the Board of Directors

Place : Mumbai
Date : 20th August 2015

Sd/- Director Suresh Jain DIN: 01869768	Sd/- Director Antriksh Bharadwaj DIN:07079283
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VISHVJYOTI TRADING LIMITED

CIN : L51900MH1984PLC034663

Auditors' Certificate

We have examined the attached Cash Flow Statement of **Vishvjiyoti Trading Limited** for the year ended 31st March, 2015. The statement has been prepared by the Company in accordance with the requirements of Listing Agreement Clause 32 with Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of even date to the Members of the Company.

As per our report of even date

For S Somani & Associates

Chartered Accountants,

FRN: 135797W

Sd/-

SANWARIYA SOMANI

Proprietor

Membership No.: 146767

Mumbai, 20th August 2015

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE 1: SHARE CAPITAL</u>		
AUTHORISED CAPITAL		
Equity Share Capital		
152500000 Equity shares of Rs.1/- each. (PY)		
152500000 Equity Shares of Rs. 1/- each)	152,500,000	152,500,000
Total.....	152,500,000	152,500,000
SHARES ISSUED		
Equity Share Capital		
152450000 shares of Rs. 1/- each fully paid up (PY)		
152450000 Equity Shares of Rs. 1/- each)	152,450,000	152,450,000
SUBSCRIBED AND FULLY PAID UP		
Equity Share Capital		
152450000 shares of Rs. 1/- each fully paid up (PY)		
152450000 Equity Shares of Rs. 1/- each)	152,450,000	152,450,000
Total...	152,450,000	152,450,000

1 RECONCILIATION OF SHARES OUTSTANDING

Particulars	Equity Shares	
	Number	INR
Shares outstanding at the beginning of the year	152,450,000	152,450,000
(+) Issued during the period	-	-
(-) Buy back during the period	-	-
(+) Conversion during the period (eg. Debentures to shares)	-	-
Shares outstanding at the end of the period	152,450,000	152,450,000

2 The details of shareholders holding more than 5% shares.	No. of Shares	No. of Shares
	NIL	NIL

Disclosure pursuant to Note no. 6 (A) (e, h, j) of Part I of Schedule VI to the Companies Act, 1956

Rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital During Current Year & previous Year

Particulars	Equity Shares	
	Number of Shares	Description
Equity Shares	152,450,000	Parri Pasu
Restrictions on the distribution of dividends	-	None
voting rights or with differential voting rights as to dividend	-	All shares have equal Voting Rights

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE 2: RESERVES & SURPLUS</u>		
1) General Reserves		
Opening Balance	50,000	50,000
Addition During the Year	-	-
Utilization during the year		
Closing Balance	50,000	50,000
4) Surplus (P&L Account)		
Opening Balance	(4,038,616)	(4,630,813)
(+) Net Profit/(Net Loss) For the current year	6,847,501	592,197
(+) Transferred From Reserve	-	-
(-) Transferred to Reserve	-	-
(-) Appropriation/Allocation	-	-
Closing Balance	2,808,885	(4,038,616)
Total...	2,858,885	(3,988,616)

<u>NOTE 3: NON CURRENT LIABILITIES</u>		
A) LONG TERM BORROWINGS		
1) Unsecured Loan		
	1,000,000	1,000,000
	1,000,000	1,000,000
B) DEFERRED TAX LIABILITIES (NET)		
	-	-
Total...	1,000,000	1,000,000

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE 4: DEFERRED TAX LIABILITIES/ASSETS (NET)</u>		
DEFERRED TAX LIABILITIES	-	-
Difference In Depreciation	1926	
Gross Deferred Tax Liabilities.....(a)	1,926	-
DEFERRED TAX ASSETS		
Difference In Depreciation		-
Gross Deferred Tax Assets.....(b)	-	-
Add: Opening Deferred Tax Assets	-	
NET DEFERRED TAX LIABILITY.....(a+b)	1,926	-

<u>NOTE 5: CURRENT LIABILITIES</u>		
A) Short Term Borrowings		
1) Other Loans & Advances (from Customer)	87,690,756	-
Total...(A)	87,690,756	-
B) Trade Payables		
1) For Goods	3,623,144	169,678,214
2) For Expenses	37,587	-
Total...(B)	3,660,731	169,678,214
C) Short-term provisions		
1) Expenses Payable	158,534	263,989
2) Income Tax	1,764,226	140,000
3) Rent	20,000	80,000
4) Salary	180,000	-
5) VAT Payable	32,638	92,843
Total...(C)	2,155,398	576,832
Total...	93,506,885	170,255,046

Note :

Trade Payable is in respect of amount due on account of Goods purchased or services received in the normal course of Business

VISHVJYOTI TRADING LIMITED

CIN : L51900MH1994PL034663

NOTES FORMING PART OF THE BALANCE SHEET

NOTE 6: FIXED ASSETS & DEPRECIATION AS PER SCHEDULE II

Description	GROSS BLOCK			DEPRECIATION/AMORTISATION			NET BLOCK	
	As at 1.4.2014 Rupees	Additions / Acquisition s during the year Rupees	Deduction during the Year Rupees	As at 31.03.2015 Rupees	As at 1.4.2014 Rupees	Deduction during the period Rupees	As at 31.03.2015 Rupees	As at 31.03.2014 Rupees
TANGIBLE ASSETS 14								
Furniture and Fixture	-	21,210	-	21,200	-	501	601	0.00
Computer	20,000	34,500	-	54,500	1,491	16,574	18,065	19509
TOTAL... (A)	20,000	55,710	-	75,700	1,491	17,175	18,607	18,909
Previous Year ...	4,583,692	20,909	4,553,692	20,000	-	1,491	1,491	18,909
								4583692

Notes:

1. Assets under lease under each class of assets should be shown separately.

2. Where assets have been written off in a reduction of capital, revaluation of assets, every balance sheet subsequent to date of such write-off / addition shall disclose such amount up to the 5 years subsequent to such date of revaluation / revatation.

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE- 7 NON CURRENT INVESTMENT</u>		
A) LONG TERM INVESTMENT		
QUOTED INVESTMENT	930,670.16	920,359.87
UNQUOTED INVESTMENT	-	-
	930,670.16	920,359.87

Note: Quoted Investment is valued at cost or Market Value whichever is lower

<u>NOTE- 8 LONG TERM LOANS AND ADVANCES AND OTHER NON CURRENT ASSETS</u>		
A) LONG TERM LOANS AND ADVANCES		
1) Loans and Advances to Related Parties	-	6,895,000
2) Other Loans and Advances	147,572,888	142,702,815
	147,572,888	149,597,815

Disclosure pursuant to Note no. L (iv) of Part I of Schedule VI to the Companies Act, 1956

Loans and advances to related parties	March 31, 2015	March 31, 2014
	Rs.	Rs.
Directors *		-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	6,895,000
	-	6,895,000

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE - 9 INVENTORIES</u>		
INVENTORIES (As taken, valued and certified by the management)		
Closing Stock	29,595	29,595
Total...	29,595	29,595

<u>NOTE - 10 TRADE RECEIVABLES</u>		
TRADE RECEIVABLES (Secured/Unsecured/Doubtful)		
a) Outstanding for a period exceeding six months		
Considered Good	7,902,380	-
Considered Doubtful		
Less: Provision for Doubtful Debts		
Total...(a)	7,902,380	-
b) Other Debts		
Considered Good	68,907,626	168,316,350
Considered Doubtful		
Less: Provision for Doubtful Debts		
Total...(b)	68,907,626	168,316,350
Total...(a+b)	76,810,006	168,316,350

General Note :

‘Trade receivables’ are defined as dues arising only from goods sold or services rendered in the normal course of business. Hence, amounts due on account of other contractual obligations can no longer be included in the trade receivables.

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE - 11 CASH AND CASH EQUIVALENTS</u>		
CASH AND CASH EQUIVALENTS		
a) Balances with Scheduled Banks in:		
Current Accounts	352,515	305,925
Fixed Deposits	80,000	80,000
b) Cash on hand	108,049	
Total...	540,564	385,925

<u>NOTE - 12 SHORT TERM LOANS AND ADVANCES</u>		
SHORT-TERM LOANS AND ADVANCES		
a) Loans and advances to related parties		
Secured, considered good	-	-
Unsecured, considered good	-	-
Doubtful	-	-
Less: Provision for doubtful loans and advances	-	-
Total...(a)	-	
b) Others		
Advances to Creditors	21,138,548	-
Total...(b)	21,138,548	-
Total...(a+b)	21,138,548	-

¹ Disclosure pursuant to Note no. R (iv) of Part I of Schedule VI to the Companies Act, 1956

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
	Rupees	Rupees
Directors *		
Other officers of the Company *		
Firm in which director is a partner		
Private Company in which director(reporting company) is a director/member		
	-	-

*Either severally or jointly

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663
NOTES FORMING PART OF THE BALANCE SHEET

Particulars	As at 31st March 2015 Rupees	As at 31st March 2014 Rupees
<u>NOTE - 13 OTHER CURRENT ASSETS</u>		
OTHER CURRENT ASSETS		
Deposits	130,000	
Other Receivables		
a) Interest Receivable	36,611	23,316
b) TDS Receivable	1,258,779	424,560
c) Adv Tax Paid	1,250,000	-
d) Pre Paid Expenses	63,000	-
Total...	2,738,390	447,876

NOTES FORMING PART OF STATEMENT OF PROFIT AND LOSS

Particulars	31st March 2015 Rupees	31st March 2014 Rupees
<u>NOTE - 14 REVENUE FROM OPERATIONS</u>		
Other than Finance Company		
Sales	435,541,342	450,415,884
Total...	435,541,342	450,415,884

<u>NOTE - 15 OTHER INCOME</u>		
a) Interest income	9,471,042	3,158,472
b) Dividend income	764	596
c) Sundry Balance W/back	2,195	9,001
i) Profit on Sale of Building	-	21,416,398
j) Profit on Sale of Investment	-	1,471,594
Total...	9,474,001	26,056,061

<u>NOTE - 16 PURCHASES OF STOCK-IN-TRADE</u>		
Purchases	434,425,900	406,678,345
Total...	434,425,900	406,678,345

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663

NOTES FORMING PART OF STATEMENT OF PROFIT AND LOSS

Particulars	31st March 2015 Rupees	31st March 2014 Rupees
<u>NOTE - 17 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade</u>		
Inventories as at closing date of the Year Stock-in-Trade	29,595	29,595
	29,595	29,595
Inventories as at beginning of the year Stock-in-Trade	29,595	50,252,813 -
Total...	-	50,223,218

<u>NOTE - 18 EMPLOYEE BENEFIT EXPENSE</u>		
a) Salaries and Wages	396,400	360,000
c) Staff welfare expenses	-	-
Total...	396,400	360,000

<u>NOTE - 19 FINANCE COST</u>		
a) Interest expense	-	147,367
b) Bank Charges	11,661.73	1,005
Total...	11,661.73	148,372

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663

NOTES FORMING PART OF STATEMENT OF PROFIT AND LOSS

Particulars	31st March 2015 Rupees	31st March 2014 Rupees
<u>NOTE - 20 OTHER EXPENSES</u>		
Administration Expenditure		
Advertisement & Publication Exps.	74,400	-
Electricity Exps.	4,410	-
Telephone Exps.	10,041	-
Rent - Office	106,000	60,000
Listing Fees	220,156	44,944
Filing Fees	26,875	2,000
Website Exps.	5,500	-
Subscription Charges	-	30,202
Property Tax	-	5,893
Insurance	-	1,492
Miscellaneous Expenses	12,819	105,637
Loss on Foreign Currency Transaction	-	18,038,292
Loss on Sale of Shares	4,655	-
Diminution in Value of Investment	973,079	-
Prior Period Exps.	8,988	5,761
Registrar Expenses	46,746	-
Depository Charges	73,238	-
Conveyance Expenses	1,409	-
Printing and Stationary	16,941	-
Legal and Professional Fees	35,200	26,236
Brokerage	12,000	-
Payments to the Auditor		
- Audit Fees	7,865	7,865
- Taxation Matters	-	-
- Company Law Matters	-	-
- Management Services	-	-
- Other Services	-	-
- Reimbursement of Expenses	-	-
Total...	1,640,323	18,328,322

In term of our report attached
For S Somani & Associates
Chartered Accountants,
FRN: 135797W

SANWARIYA SOMANI
Proprietor
Membership No.: 146767
Mumbai, 20th August 2015

For and on behalf of the Board

Sd/- Director Suresh Jain DIN: 01869768	Sd/- Director Antriksh Bharadwaj DIN:07079283
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VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663

Note -20 : Notes to Accounts & Significant Accounting Policies

A Significant Accounting Policies:

1. Method of Accounting

The Company follows mercantile system of accounting and recognizes income and expenditure on an accrual basis. Financial Statements are prepared under historical cost convention, in accordance with the Generally Accepted Accounting Principles in India (GAAP) and comply in all material aspects, with mandatory accounting standards as notified by the Companies (Accounting Standards) Rules, 2006, relevant provisions of the Companies Act and statements issued by the Institute of Chartered Accountants of India. The significant accounting policies followed by the Company are set out below.

2. Fixed Assets

a) Fixed assets are stated at cost of acquisition less accumulated depreciation. The Cost includes all expenses related to acquisition and installation of such assets. No revaluation has been made in any fixed assets.

b) Intangible assets are stated at cost of acquisition less accumulated amortization/depletion. The costs and expenses attributable to the intangible assets are capitalized.

3. Depreciation

Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful lives as specified in Schedule II, except in respect of certain assets as disclosed in Accounting Policy on Depreciation, Amortization and Depletion. Accordingly the unamortized carrying value is being depreciated / amortized over the revised/remaining useful lives, As result of change, depreciation charged for the year ended 31/03/2015 increased marginally. The detail effect has been explained under notes forming in parts of accounts.

4. Investments

All investments are held as long term Investments, unless otherwise mentioned and are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.

5. Revenue Recognition

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable. Income from entertainment division, distribution and exhibition of drama and film is recognized on accrual basis.

Note -20 : Notes to Accounts & Significant Accounting Policies (contd.)

6. Provision for Current Tax and deferred Tax

- a) Tax expense comprises both current and deferred tax at the applicable enacted/substantively enacted rates. Current tax represents the amount of income tax payable in respect of the taxable income for the reporting period.
- b) Deferred tax represents the effect of timing differences between taxable income and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Such assets are reviewed as at each Balance Sheet date to reassess realization.

7. Provisions & Contingent Liabilities

Provisions are recognized when the company has a legal and constructive present obligation as a result of a past event, for which it is probable that outflow of resources will be required and a reliable estimate can be made of the amount of the obligation. Contingent liabilities are disclosed when there is a possible obligation that may result in an outflow of resources. Contingent assets are neither recognized nor disclosed. Contingent Liabilities not provided for: NIL .Contingent Assets are neither recognized nor disclosed in the financial statements.

B Notes to Accounts

1. Auditor's Remuneration:

Rs. in Lakhs

	2014-2015	2013-2014
Audit Fees	7,865	7,865
Total	7,865	7,865

2. Related Party Transactions (Accounting Standard -18):

Name of Related Parties & Descriptions of Relationships:

There are no related party transactions during the year.

a) Directors having a Significant Influence / Key Management Personnel:

- Mr. Rakesh Saxsena Director
Mr. Suresh Rinagasia Director
Mrs. USha Ringasia Director
Mr. Kishore Patil Director
Mr. Suresh Jain Director
Mr. Antriksh Bhardwaj Director.

None of the above directors hold any shares in the company.

VISHVJYOTI TRADING LIMITED**CIN : L51900MH1984PLC034663**

Regd. Office : 7-A, Sai Shakti CHS, L. T. Road, Nr. Railway Station, Dahisar-West, Mumbai- 400 068

MGT-11 (PROXY FORM)

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

Name of Member(s)		Email ID	
Registered Address		Folio No*/Client ID**	
		DP ID **	

* Applicable for Investor holding shares in physical form.

**Applicable for Investor holding shares in electronic form.

I/We being the Member(s) of _____ shares of the above mentioned company hereby appoint

1. Name: _____ Email ID: _____

Address: _____ Signature: _____ or failing him

2. Name: _____ Email ID: _____

Address: _____ Signature: _____ or failing him

3. Name: _____ Email ID: _____

Address: _____ Signature: _____ or failing him

as my proxy to attend and vote (on a poll) for me/us and my/our behalf at the 31st Annual General Meeting of the company, to be held on Saturday, 26th September 2015 at 10.30 A.M. at _____

_____ and

ay any adjournment thereof in respect of such resolution as indicated below:

** I wish my above proxy to vote in manner as indicated in the box below:

Resolution No	Resolutions	Optional	
		For	Against
Ordinary Business			
1	Adoption of Financial Statement for Year ended 31 st March 2015		
2	Ratification of Appointment of Statutory Register		
Special Business			
3	Regularization of Appointment of Mr. Suresh Jain as Director of Company		
4	Regularization of Appointment of Mr. Antriksh Bhardwaj as Director of Company		

Signed this ____ day of ____ 2015

Signature of Shareholder _____

Signature of First Proxy Holder _____

Signature of First Proxy Holder _____

AFFIX REVENUE STAMP

Note:

1. 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. A proxy need to not be a member of the company.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding aggregate not more than 10% of the share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. ***This is only optional. Please put a 'X' in the appropriate column against the resolutions as indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, you Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Appropriating a proxy does not prevent member from attending the meeting in person if he/she wishes.
5. In case of joint holders, the signature of any one holder will be sufficient, but name of all joint holders should be stated.

VISHVJYOTI TRADING LIMITED
CIN : L51900MH1984PLC034663

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Name of Attending Member : _____
Folio No : _____
No. of Shares : _____
DPID* : _____
Client ID* : _____

I do hereby register my presence at the 31st Annual General Meeting of the Company.

Venue:

Date: 26th September 2015

Time: 10.30 A.M.

<p>REQUEST TO MEMBERS</p> <ol style="list-style-type: none">1. Members and their proxies /Body Corporate should bring their attendance slip duly filled in for attending meeting.2. Members are requested to bring their copies of annual report to the meeting.	<p>Signature of Member/Proxy</p>
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