

ANNUAL REPORT

2013-2014

RADHAGOBIND COMMERCIAL LIMITED
*(Formerly known as Tejmangal Commercial
Company Limited)*

RADHAGOBIND COMMERCIAL LIMITED

(Formerly Known as Tejmangal Commercial Company Limited)

CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Sanjay Kumar Tiwari

Mr. Santanu Chakraborty

Mr. Maheswar Nayak

Mr. Radheyshyam Mishra

Managing Director

Non Executive Professional Director

Non Executive Independent Director

Non Executive Independent Director

BOARD COMMITTEES

Audit Committee

Mr. Maheswar Nayak

Mr. Santanu Chakraborty

Mr. Radheyshyam Mishra

Chairman

Member

Member

Stakeholders Relationship Committee

Mr. Maheswar Nayak

Mr. Santanu Chakraborty

Mr. Radheyshyam Mishra

Chairman

Member

Member

Nomination and Remuneration Committee

Mr. Maheswar Nayak

Mr. Santanu Chakraborty

Mr. Radheyshyam Mishra

Chairman

Member

Member

REGISTERED OFFICE

40, Metcalfe Street, 3rd Floor, Room No. 339

Kolkata – 700 013

Tel : (033) 6458 5001

Email : radhagobindcommercialtd@gmail.com

tejmangalltd@yahoo.com

Website: www.radhagobindcommercial.com

BANKERS

THE LAKSHMI VILAS BANK LIMITED

Kolkata Main Branch

3, Red Cross Place , Kolkata – 700 001

Tel: (033) 2248 0287

Email: Kolkata@lvbank.in

STATUTORY AUDITORS

Ashok Kumar Natwarlal & Co.

Chartered Accountants

161/1, Mahatma Gandhi Road,

3rd Floor, Room No. 70B

Kolkata – 700007

REGISTRAR & TRANSFER AGENT

Niche Technologies Private Limited

D511, Bagree Market,

71, B.R.B. Basu Road, Kolkata – 700001

Phone No. : 91 33 2235 7270/7271

Fax : 91 33 2215 6823

Email : nichetechpl@nichetechpl.com

COMPANY SECRETARY CUM COMPLIANCE OFFICER

Mr. Jay Prakash Lahoti

CORPORATE IDENTIFICATION NUMBER

L51909WB1981PLC033680

RADHAGOBIND COMMERCIAL LIMITED

(Formerly Known as Tejmangal Commercial Company Limited)

CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

NOTICE

Notice is hereby given that the **Thirty Third** Annual General Meeting of the members of M/s. Radhagobind Commercial Limited will be held on Tuesday The **30th Day of September 2014** at 11.30 A.M. at the registered office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339. Kolkata-700013 to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2014, including the audited Balance Sheet as at 31st March, 2014. the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To appoint a Director in place of Mr Sanjay Kumar Tiwari (DIN : 01691170), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, M/s. Ashok Kumar Natwarlal & Co., Chartered Accountants (Registration No.322307E), be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

Special Business

4. Adoption of new set of Articles of Association of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

**RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING**

5. Appointment of Mr. Radhey shyam Mishra as Independent Director

To pass with or without modification(s), the following resolution as **Ordinary Resolution:**

"Resolved that, pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013, approval be and is hereby given to the appointment of Mr. Radhey shyam Mishra (DIN: 06867080) as an Independent Director of the Company up to 09th June, 2019."

6. Re-appointment of Mr. Sanjay Kumar Tiwari as Managing Director

To pass with or without modification(s), the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197, Schedule V and other applicable provisions of the Companies Act, 2013, approval be and is hereby given to the re-appointment of Mr. Sanjay Kumar Tiwari (DIN: 01691170) as the Managing Director of the Company for a period of five years, with effect from 10th April, 2014, on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Sanjay Kumar Tiwari , subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For Radhagobind Commercial Limited
RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari ^{Managing Director}

Managing Director

August 25, 2014

Registered Office:

40, Metcalfe Street , 3rd Floor, Room No. 339

Kolkata-700013

CIN: L51909WB1981PLC033680

**RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING**

Notes:

1. A member entitled to attend 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 authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting. Brief resume of Directors including those proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, /are provided in the Corporate Governance Report forming part of the Annual Report.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the Annual General Meeting.
6. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
7. The Company has notified closure of Register of Members and Share Transfer Books from **27th September 2014 to 30th September 2014** (both days Inclusive).

RADHAGOBIND COMMERCIAL LIMITED

Somraj Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING

8. Members holding shares in electronic form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/Registrar.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar.
10. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
11. The Notice of the AGM along with the Annual Report 2013-14 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Registrar./Depositories.

13. VOTING THROUGH ELECTRONIC MEANS

- I) Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means. As an alternative to vote physically at the AGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL)
- II.) Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid. The instructions for e-voting are as under, Members are requested to follow the instruction below to cast their vote through e-voting:

III.) The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **September 24, 2014 at 10.00 A.M. and ends on September 26, 2014 at 6.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, **as on the cut-off date (record date) of August 22, 2014**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period

- (iii) Click on "Shareholders" tab.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

**RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING**

- (iv) Now Enter your User ID
- a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company / Depository Participant are requested to enter in capital letters the PAN field of 10 characters as First 2 Characters of the First Holder Name followed by 8 characters consisting of Folio Number prefix by "0" (or 8 characters from right of BO-ID). No special characters or space will be taken from the name and folio number and name shall be excluded of titles like Mr. / Mrs. / Smt. / Miss / Ms. / M/s. Etc.</p> <p>Example: H. Mr. V. N. Swami and Folio Number is S/0245, the PAN will be VN000S0245 (2) M/s. 4-square Company Ltd. And Folio Number is C-0052 the PAN will be 4S000C0052</p>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter in the Dividend Bank Details field the Number of Shares Held by you as on Cut Off date (record date) of August 22, 2014

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant “**Radhagobind Commercial Limited**” on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the 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.
- (xviii) Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> 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 the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING

15. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. Together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at evoting.pdrandar@outlook.com with a copy marked to helpdesk.evoting@cdslindia.com on or before **26th September 2014 Upto 6.00 p.m** without which the vote shall not be treated as valid

16. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 22-August-2014.

17. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 22-August-2014.

18. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 22-August-2014. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

19. Shri Prabhu Dayal Randar , Practising Chartered Accountant (Membership No. 054778) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

20. The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the website of CDSL and website of Radhagobind Commercial Limited within two (2) days of passing of the resolution at the AGM of the Company and will be communicated to The Calcutta Stock Exchange Limited

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special business mentioned in the accompanying Notice:

Item No. 4: Adoption new set of Articles of Association of the Company

The existing Articles of Association (AoA) are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Act.

The Companies Act, 2013 (the Act) is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs ("MCA") had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law Tribunal ("Tribunal") such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppression and mismanagement (Chapter XVI), revival and rehabilitation of sick companies (Chapter XIX), winding up (Chapter XX) and certain other provisions including, inter alia, relating to Investor Education and Protection Fund (Section 125) and valuation by registered valuers (Section 247). However, substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING

The new AoA to be substituted in place of the existing AoA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.

The proposed new AoA will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the Annual General Meeting.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Item No. 5 : Approval to the appointment as Independent Director

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mr. Radhey shyam Mishra as an additional Director for the ensuing Annual General Meeting.

In terms of the provisions of Section 161(1) of the Act, Mr. Radhey shyam Mishra would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from member(s) alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Radhey shyam Mishra for the office of Director of the Company.

Mr. Radhey shyam Mishra is not disqualified from being appointed as a Directors in terms of Section 164 of the Act and has given their consent to act as a Director.

As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

Mr. Radhey shyam Mishra possess appropriate skills, experience and knowledge.

In the opinion of the Board, Mr. Radhey shyam Mishra fulfil the conditions for their appointment as an Independent Directors as specified in the Act and the Listing Agreement. Mr. Radhey shyam Mishra are independent of the management.

Brief resume of Mr. Radhey shyam Mishra and name of companies in which he hold directorships and memberships/chairmanships of Board Committees and shareholding as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view their expertise and knowledge, it will be in the interest of the Company that Mr. Radhey shyam Mishra is appointed as Independent Directors.

Copy of the draft letters for appointment of Mr. Radhey Shyam Mishra as Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING

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

Save and except Mr. Radhey shyam Mishra and his relatives, to the extent of his shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 6 of the Notice, which pertain to their respective appointments.

The Board recommends Ordinary Resolutions set out at Item Nos. 5 of the Notice for approval by the shareholders.

Item No. 6: Re-appointment of Mr. Sanjay Kumar Tiwari as Managing Director

The Board of Directors of the Company (the 'Board'), at its meeting held on 10th April, 2014 had, subject to the approval of members, re-appointed Mr. Sanjay Kumar Tiwari as Managing Director for a period of 5 (five) years w.e.f. 10th April, 2014, at the remuneration recommended, Nomination and Remuneration Committee of the Board and approved by the Board.

It is proposed to seek approval of the the members for the re-appointment of and remuneration payable to Mr. Sanjay Kumar Tiwari as Managing Director , in terms of the applicable provisions of the Act.

Broad particulars of the terms of re-appointment of and remuneration payable to Mr. Sanjay Kumar Tiwari are as under:

SALARY

Rs. 10,000/- per month.

OVERALL REMUNERATION

The aggregate of salary in any Financial Year shall not exceed the limits prescribed from time to time under section 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the said Act as may be in force from time to time.

MINIMUM REMUNERATION

In the event of loss or inadequacy of profits in any Financial Year during the currency of tenure of service of the Managing Director, the above mentioned remuneration, excluding commission, shall be paid as minimum remuneration to Mr. Sanjay Kumar Tiwari as Managing Director of the Company, subject, however, to the provisions contained and limits prescribed in Schedule V of Companies Act, 2013 including any Statutory modification or re-enactment hereof as may for the time being in force.

FUNCTIONS AND DUTIES

Mr. Sanjay Kumar Tiwari as Managing Director will perform such duties and functions as would commensurate with his position as Managing Director of the Company and as delegated by the Board from time to time;

Mr. Sanjay Kumar Tiwari as Managing Director satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Sanjay Kumar Tiwari under Section 190 of the Act.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

**RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING**

Brief resume of Mr. Sanjay Kumar Tiwari and names of companies in which he holds directorships and memberships/chairmanships of Board Committees and shareholding as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

The agreement entered into with Mr. Sanjay Kumar Tiwari will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the Annual General Meeting.

Mr. Sanjay Kumar Tiwari is interested in the resolution set out respectively at Item Nos. 6 of the Notice.

The relatives of Mr. Sanjay Kumar Tiwari may be deemed to be interested in the resolutions set out respectively at Item No. 6 of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolutions set out at Item Nos. 6 of the Notice for approval by the shareholders.

By Order of the Board of Directors
For, Radhagobind Commercial Limited

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari ^{Managing Director}
Managing Director

August 25, 2014

Registered Office:

40, Metcalfe Street, 3rd Floor, Room No. 339,
Kolkata-700013
CIN: L51909WB1981PLC033680

**RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING**

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

Name	:	Mr.Radhey shyam Mishra
Date of Birth	:	25/01/1955
Date of Appointment	:	10/06/2014
Qualifications	:	B.Com
Expertise in specific functional areas	:	Adminstration
Directorships held in other companies (excluding foreign companies)	:	Associated Cereals Limited
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	:	Associated Cereals Limited (Chairman of Audit Committee, Shareholders/Investors Grievance Commitee)
Number of shares held in the Company	:	NIL

RA:

Samraj Kumar Tiwari

**RADHAGOBIND COMMERCIAL LIMITED
THIRTY THIRD ANNUAL GENERAL MEETING**

Details of Directors seeking appointment/re-appointment at the Annual General Meeting (contd):

Name	:	Mr.Sanjay Kumar Tiwari
Date of Birth	:	15/09/1976
Date of Appointment	:	25/04/2013
Qualifications	:	H.S
Expertise in specific functional areas	:	Finance
Directorships held in other companies (excluding foreign companies)	:	<ul style="list-style-type: none"> • Veer Multicomplex Pvt. Ltd. • Response Infraprojects Pvt. Ltd. • Worthwhile Traders Pvt. Ltd. • Eastman Merchants Pvt. Ltd. • Awadh Heemghar Pvt. Ltd. • Anand Potato Cold Storage Pvt. Ltd. • Raincoat Tradelink Ltd. • Treecom Dealtrade Ltd. • Apparition Dealers Ltd. • Everstrong Tracom Ltd. • Tejmangal Dealtrade Ltd. • Acture Tradelink Ltd. • Silverhorse Tradelink Ltd. • Scarper Infratech Ltd. • Panorama Capital Market Ltd. • Topstar Infrastructures Pvt. Ltd
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	:	NIL
Number of shares held in the Company	:	NIL

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
(Formerly Known as Tejmangal Commercial Company Limited)
CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013
Phone No. (033) 64585001

Website: www.radhagobindcommercial.com
Email: radhagobindcommercialtd@gmail.com

DIRECTORS REPORT TO THE SHARE HOLDERS

Your Directors have pleasure in presenting their report together with the audited account for the year ended on 31st March, 2014.

Results

The Company financial performance for the year ended March 31, 2014 is summarized below:-

	2013-14	2012-2013
Profit Before Tax	80,391.41	47,947.78
Less:-Provision for Taxation	25,000.00	12,215.00
Tax for Earlier Years	1,345.00	22,204.00
Deferred Tax Liabilities	(297.00)	2,600.00
	<hr/>	<hr/>
	54,343.41	10,928.78

Dividend

Your Directors have not recommended dividend in respect of Equity Shares.

Auditors

M/S ASHOK KUMAR NATWARLAL & CO., Chartered Accountants, retires and are eligible for re-appointment.

Change of Name

The Name of the Company is changed from Tejmangal Commercial Co. Limited to Radhagobind Commercial Limited with effect from 16/07/2013.

Directors' Responsibility Statement

As stipulated, your Directors affirm their commitment to the Directors' Responsibility Statement as below :
The directors state that in preparation of the Annual Accounts, your Company has followed the applicable accounting standards with proper explanations relating to material departures. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year ended 31st March, 2014 and of the profit or loss for the year. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of your Company and for preventing and detecting frauds and other irregularities. The annual accounts of your Company have been prepared on a going concern basis.

Secretarial Compliance Certificate

Compliance Certificate pursuant to the provisions of section 383A of the Companies Act, 1956 is attached with this report.

Preferential Issue

The Company gets the approval of shareholders for the issue of 12,00,000 Equity shares @ Rs. 25/- (Including Premium of Rs. 15/-).

Consolidated Financial Statements

In accordance with Accounting standard (AS)-21 on consolidated Financial Statements, the audited Consolidated Financial Statements is provided in the Annual Report.

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

RADHAGOBIND COMMERCIAL LIMITED

(Formerly Known as Tejmangal Commercial Company Limited)

CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

Subsidiaries

Details of major subsidiaries of the Company and their business operations during the year under review are covered in the Management's Discussion and Analysis Report.

In accordance with the General Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss and other Documents of the Subsidiaries Companies are not being attached with the Balance Sheet of the Company. However the financial information of the subsidiaries Company is disclosed in the Annual report in compliance with the said Circular. The Company will provide a Copy of Separate annual accounts in respect of each of its subsidiary Company to any shareholder of the company who ask for it and the said annual accounts will also be kept open for inspection at the registered office of the Company and that of the respective Subsidiary Companies.

Absorption of Technology

In accordance with the provision of Section 217(1)(e) of the companies Act, 1956, read with Companies (Disclosures of Particulars in the report of Board of Directors) Rules 1988, regarding technology, it is to state that there has been no transaction relating to technology during the year.

Conservation of Energy

In accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956, read with companies (Disclosures of particulars in the report of Board of Directors) Rules, 1988, regarding conservation of energy, this is to stated that the Company not being a manufacturing Company, has not consumed energy of any significant level and accordingly no measures are required to be taken for energy conservation.

Foreign Exchange

In accordance with the provisions of Section 217(1) (e) of the Companies Act, 1956, read with companies (Disclosures of particulars in the report of Board of Directors) Rules, 1988, regarding Foreign Exchange, it is to state that there has been no transaction relating to Foreign exchange during the year.

Particulars

Provision of Section 217(2A) of the Companies Act, 1956 is not applicable as no employees were in receipt of remuneration to the extent laid down therein.

Acknowledgement

Directors deeply acknowledge the trust and confidence you have placed in the Company.

Kolkata

BY ORDER OF THE BOARD

RADHAGOBIND COMMERCIAL LIMITED

Samraj Kumar Tiliwazi

Managing Director

RADHAGOBIND COMMERCIAL LIMITED

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Management Discussion and Analysis Report

The key areas of Management Discussion and Analysis are given below:-

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

During the fiscal year 2013-14, the Indian economy was under uncertainty of projected growth due to unstable economy & prospective government in the country. We faced significant strains in our growth rate as the same was in the Industry. There was a sharp decline in GDP rate from 5.4% in 2012-13 to 4.7 % in 2013-14. The Indian economy grew at a rate of 4.7% during the financial year 2013-14.

2. OUTLOOK

The economic slowdown had a significant bearing on the functioning and profitability trading businesses in the medium term. But it has been estimated that in the long run there are vast opportunities for trading entities. Hence, the Company is expecting to improve its performance and profitability in years to come.

3. OPPORTUNITIES

Business opportunities for trading companies are enormous as the new areas and segments are being explored. Your Company on its part is also well poised to seize new opportunities as they come. New opportunities like introduction of new fashionable items, expanding its product range may take the Company to new scales of success.

4. WEAKNESS

As your company is a Kolkata based Company it has little presence outside Kolkata. The Company does not have all India based network and establishments to reach out to large segment of people in the country in both semi-urban and rural areas.

7. THREATS

The major threat being faced by trading companies are change in taste & preference of customers, fall in demand, high inflation etc. The Company is also facing stiff competition from competitors due to their ability to procure materials at a lower cost which enables them to provide materials at much cheaper rate.

8. RISKS & CONCERNS

your Company's growth and profitability are dependent on the functioning of economy. The Company is exposed to several market risks like inflation, rise in operating cost etc. The volatility of the market in which your Company operates is also a major cause of concern to the Company.

9. INTERNAL CONTROL SYSTEM AND ADEQUACY

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

10. HUMAN RESOURCES

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented.

11. FINANCIAL PERFORMANCE

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.

Place: Kolkata

For and on behalf of board of directors

RADHAGOBIND COMMERCIAL LIMITED
Santosh Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
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Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

CEO/CFO CERTIFICATION

I, Sanjay Kumar Tiwari, Managing Director of Radhagobind Commercial Limited, to the best of our knowledge and belief, certify that :

a) I have reviewed the Financial Statements and Cash Flow Statements for the year ended 31st March 2014 and to the best of our Knowledge and belief:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations

b) There are, to the best of our Knowledge and belief, no transaction entered into by the Company during the Year which are fraudulent, illegal or violative of the Company's code of conduct.

c) I accept responsibility for establishing and maintaining internal control for the financial reporting and that I have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we 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 during the Year;

(ii) Significant Changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we 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.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED

(Formerly Known as Tejmangal Commercial Company Limited)

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REPORT ON CORPORATE GOVERNANCE

A) Company's Philosophy

Your Company believes that for its sustained success, it must maintain global Standards of corporate conduct towards its Shareholders, customers, employees, all other stakeholders and society in general. The company has always focused on good corporate governance, which is a key driver of sustainable corporate growth and long term value creation for its shareholders. The Company believes that corporate governance is not just limited to creating checks and balances. It is more about creating organization excellence leading to increasing employees and customer satisfaction and shareholder's Value. The primary objective of corporate governance is to create and adhere to a corporate culture of conscience and consciousness, transparency and openness, to develop capabilities and identify opportunities that best serve the goal of value creation. The Company believes, it must leverage its human and capital resources to translate opportunities into reality, create awareness of corporate vision and spark dynamism and entrepreneurship at all levels.

Above all, corporate governance must balance individual interest with corporate goals and operate within accepted norms of propriety, equity, fair play and a sense of justice. Accountability and transparency are key drivers to improve decision-making and the rationale behind such decision, which in turn creates stakeholder confidence.

B) Board of Directors

The Board of Director consist of Three Directors. Mr Sanjay Kumar Tiwari, Director of the company is retiring by rotation and is eligible for re-appointment.

Mr. Santanu Chakraborty

Mr. Santanu Chakraborty, Non-Executive Professional Director of the Company, has rich and diverse experience in areas of Accounting & Taxation.

Name of other Public limited companies in which Mr. Santanu Chakraborty is a Director

Name of the Company

- Raincoat Tradelink Ltd.
- Treecom Dealtrade Ltd.
- Apparition Dealers Ltd.
- Everstrong Tracom Ltd.
- Tejmangal Dealtrade Ltd.
- Acture Tradelink Ltd.
- Silverhorse Tradelink Ltd.
- Scarper Infratech Ltd.
- Panorama Capital Market Ltd.

Mr. Sanjay Kumar Tiwari

Mr. Sanjay Kumar Tiwari aged 37 Years is Higher Secondary Passed and has experience in areas of office administration. He continues to lead as new generation entrepreneur with dedication and concerted focus on efficiency and growth.

Name of other Public Limited Companies in which Mr. Sanjay Kumar Tiwari is a Director

Name of the Company

- Raincoat Tradelink Ltd.
- Treecom Dealtrade Ltd.
- Apparition Dealers Ltd.
- Everstrong Tracom Ltd.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
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Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

- Tejmangal Dealtrade Ltd.
- Acture Tradelink Ltd.
- Silverhorse Tradelink Ltd.
- Scarper Infratech Ltd.
- Panorama Capital Market Ltd.

Mr. Maheswar Nayak

Mr. Maheswar Nayak is Matric passed . He has experience in areas of daily office affairs.

Name of other Public Limited Companies in which Mr. Maheswar Nayak is a Director

Name of the Company

- Raincoat Tradelink Ltd.
- Treecom Dealtrade Ltd.
- Apparition Dealers Ltd.
- Everstrong Tracom Ltd.
- Tejmangal Dealtrade Ltd.
- Acture Tradelink Ltd.
- Silverhorse Tradelink Ltd.
- Scarper Infratech Ltd

C) Meetings and Attendance

The Meeting of the Board are generally held at the Corporate office of the Company at “ 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata - 700013. During the year under review, Twelve Board meeting were held on 17/04/2013, 25/04/2013, 30/04/2013, 31/05/2013, 20/06/2013, 15/07/2013, 16/07/2013, 12/09/2013, 17/10/2013, 19/11/2013, 13/01/2014, 13/02/2014

D) Board Agenda

The Board meeting are scheduled well in time and Board members are given a notice of more than a month before the meeting date except in case of emergent meeting. The Board members are provided with well structured and comprehensive agenda papers.

E) Shareholding of Directors

<u>Names</u>	<u>No. of Shares held</u>
Sanjay Kumar Tiwari	10,000
Santanu Chakraborty	10,160
Maheswar Nayak	NIL

F) General Body Meetings

The last three Annual General Meetings of the Company were held as under:

<u>Financial Year</u>	<u>Date</u>	<u>Location</u>
2010-2011	01/09/2011	40, Metcalfe Street. 3 rd Floor, Room No.339, Kolkata-700013.
2011-2012	29/09/2012	40, Metcalfe Street. 3 rd Floor, Room No.339, Kolkata-700013.
2012-2013	29/06/2013	40, Metcalfe Street. 3 rd Floor, Room No.339, Kolkata-700013.

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
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During the years, the company had taken shareholders approval by way of special resolution as per details below

Financial Year	Date	Purpose
2013-2014	15/07/2013	Change in the company from Tejmangal Commercial Co. Ltd. to Radhagobind Commercial Ltd.

G) Disclosures

There are no materially significant transactions with the related parties viz. promoters, directors, relatives, the management, subsidiaries etc that may have a potential conflict with the interest of the company at large.

No penalties have been imposed on the company by the Stock Exchange or SEBI or any other authority in any matter related to capital markets, for non compliance by the company.

H) Means of Communication

The Company regularly interacts with the shareholders through multiple channels of communication such as publication of results on quarterly, half yearly basis and yearly basis. The results are not sent individually to Shareholders.

The company has developed its website. All information relating to shareholder and public at large can be viewed by logging into the Website.

I) Code of Conduct

The Company has laid down the code of conduct for its directors. The object of the code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty.

J) Registrar and Transfer Agents and Share Transfer System

M/s Niche Technologies Pvt Ltd is your Company's Share Transfer Agent. Share transfer in physical form and other communications regarding shares, Change of Address etc may be addressed to

M/s Niche Technologies Pvt Ltd
D-511, Bagree Market
71, B R B Basu Road
Kolkata-700001

Trading in Equity shares of the Company is permitted as demat as well as physical form. Shares sent for transfer in physical form are registered and returned with in a period of 30 Days from the date of receipt of the documents, provided the documents are valid and complete in all respects. With a view to expediting the process of share transfers Mr. Sanjay Kumar Tiwari Director, be and is hereby severally authorized to approve transfer of equity shares and the same shall be ratified in the next meeting of shareholders/ Investors Grievance Committee. The shareholders/ Investors Grievance Committee meets as and when required to consider the other transfer, transmission of shares etc and to attend shareholder Grievance.

K) Distribution of Shareholding

The Distribution of shareholding as on March 31, 2014 was as follows:

Sl No.	No. of Equity Shares held	No. of Share Holders	% of total shareholders	No of shares held	% of total Shares
1	1-500	Nil	Nil	Nil	Nil
2	501-1000	Nil	Nil	Nil	Nil
3	1001-5000	Nil	Nil	Nil	Nil

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

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4	5001-10000	6	30%	54800	22.83%
5	10001-50000	14	70%	185200	77.17%

L) Details of Shareholding as on March 31, 2014 was as under:-

Sl No.	Category	No. of Shares Held	Shareholding
1	Promoters	0	0
2	Non Institution- Bodies Corporate	1	33,900
3	Non Institution-Individual	19	2,06,100
TOTAL		20	2,40,000

M) General Shareholder Information

Annual General Meeting:

Date	30 th September, 2014
Time	11.30 A.M.
Venue	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata - 700013
Financial Year	2013-2014
Book Closure Date	27/09/2014 to 30/09/2014
Listing on Stock Exchange	The Calcutta Stock Exchange Limited
ISIN No.	INE792P01012

N) Shareholder'/Investors' Grievance Committee

The shareholder'/Investors' Grievance Committee of the Board has been constituted to look into complaints like transfer of shares, Non-receipt of Dividend etc. The committee is headed by Mr. Maheswar Nayak, as Chairman and Mr. Santanu Chakraborty as Non executive Professional Director. No complaint had been received during the year.

O) Audit Committee

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of accounting, auditing and reporting practice of the company and its compliance with legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the company, the audit of the Company's Financial Statements, the appointments of Auditor, Independent Performance and remuneration of the Statutory Auditors.

During the year under review, four meetings of the committee were held during the year ended 30/04/2013, 16/07/2013, 19/11/2013 and 13/02/2014. The composition of the committee and attendance at its meeting is given below:

Name of Director	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Maheswar Nayak	Non Executive Independent Director	4	4
Mr. Santanu Chakraborty	Non Executive Professional Director	4	4

RADHAGOBIND COMMERCIAL LIMITED
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Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

Mr. Sanjay Kumar Tiwari	Non Executive Independent Director	4	4
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The terms of reference as stipulated by the Board to the Audit Committee include:

1. Oversight of the Companies Financial reporting Process and disclosure of its financial information to ensure that the financial statement is correct, Sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of the statutory Auditor and fixation of Audit Fees.
3. Reviewing with the Management, the annual Financial Statement before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors Responsibility Statement in the Directors Report in terms of Clause (2AA) of Section 217 of the Companies Act, 1956.
 - Changes, if any, in Accounting Policies and Practices and reason for the same.
 - Major Accounting entries involving estimates based on the exercise out of audit findings.
 - Qualification in the draft Audit report, if any.
4. Reviewing with the management, the quarterly financial Statements before submission to the Board for approval.
5. Reviewing with the Management, Performance of the Auditors, and adequacy of Internal control systems.
6. Discussion with the Auditors before the audit commences, about the nature and scope of the audit as well as post audit discussion to ascertain any area of concern.
7. To review the functioning of Whistle Blower Mechanism.
8. Carrying out any other function as is mentioned in the terms of reference of audit Committee.

The Audit Committee is empowered, Pursuant to its terms of reference, to:

- Investigate any activity within its terms of reference and to seek any information it requires from any employee.
- Obtain legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise, when considered necessary.

We have instituted internal processes and systems to ensure that the audit committee has access to all material information and reviews on a regular basis as follows:

- Management discussion and analysis of Financial Condition and results of operation.
- Statement of Significant party related transactions (as defined by Audit Committee), Submitted by Management.
- Management Certificates on internal controls and Compliances with laws and regulations, including any exception to these.
- Management letters/letters of internal control weakness issued by the auditors.

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

ASHOK KUMAR NATWARLAL & CO.
CHARTERED ACCOUNTANTS

161/1, Mahatma Gandhi Road
3rd Floor, Room No. 70B
Kolkata-700007
Phone: 09468913311

Auditors' Certificate on Corporate Governance

To
The Members of
Radhagobind Commercial Limited

We have examined the compliance of conditions of corporate governance by Radhagobind Commercial Limited ('the Company') for the year ended on March 31, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us and representation made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month as on 31st March, 2014 against the Company as per the records maintained by the Investors Grievance Committee.

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

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata - 700 007

Dated The 31st Day of May 2014

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A. K. Agarwal
ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
F.R.N. 322307E



RADHAGOBIND COMMERCIAL LIMITED

Samjay Kumar Tiwari

Managing Director

AUDITOR'S REPORT
TO
THE MEMBERS OF M/S. RADHAGOBIND COMMERCIAL LIMITED

Report on Financial Statements

We have audited the accompanying financial statement of RADHAGOBIND COMMERCIAL LTD, which comprises the Balance sheet as at 31st March, 2014 and the statement of Profit and Loss and Cash Flow for the year then ended, and a summary of Significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

Management is responsible for preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the Accounting Standards notified under the Companies Act, 1956 (the Act) read with general Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on auditor's judgement, 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 auditors consider internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit opinion.

Opinion

Our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In case of the Balance sheet, of the state of affairs of the company as at March 31, 2014;
- (b) In the case of Statement of profit and loss, of the profit for the Year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that Date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's Report) (amendment) order 2004 issued by the Central Government of India in terms of Sub-section 4A of Section 227 of the Act, we give in the annexures a statement on the matters specified in the paragraphs 4 and 5 of the order.

Radhagobinda Commercial Ltd.

Samjay Kumar Tiwari
Director



RADHAGOBIND COMMERCIAL LIMITED

Samjay Kumar Tiwari

Managing Director

2. As required by section 227(3) of the Act, we report that:
- We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - 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 the book ;
 - The Balance Sheet, Statement of Profit and loss, and Cash flow Statement dealt with by this report are in agreement with books of account ;
 - In our opinion, the Balance Sheet and Statement of Profit and Loss, and the Cash Flow Statement comply with accounting Standards notified under the Act read with the General Circular 15/2013 dated 13th September of the ministry of corporate Affairs in respect of Section 133 of the Companies Act, 2013;
 - On the basis of the written representation received from the Directors as on 31st March, 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2014 from being appointed as a director, in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - Since the central government has not issued any notification as to the rate at which the cess is to be paid under Section 441A of the companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata - 700 007



Dated : The 31ST Day of May 2014

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

Radhagobina Commercial Ltd.
Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

ANNEXURE TO THE AUDITORS' REPORT

Statements referred to Point No.1 of our report of even date to the members of M/s. RADHAGOBIND COMMERCIAL LIMITED on the accounts for the year ended 31st March, 2014.

In terms of the information and explanations given to us and the books and records examined by us in normal course of audit and to the best of our knowledge and belief we state that:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and Situation of fixed Assets.
(b) The fixed Assets were physically verified during the year by the management in accordance with regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed during the year.
© None of the fixed Asset have been revalued during the year.
2. (a) The management has conducted physical verification at suitable intervals in respect of stock of shares & securities and Fabrics.
(b) In our opinion the procedure of physical verification of stock followed by the management is reasonable and adequate in relation to size of Company and nature of the business.
(c) The Company is maintaining proper records of the stock of shares & securities and no discrepancies were noticed on physical verification.
3. In respect of unsecured Loans granted to companies covered in the register maintained u/s 301 of the Companies Act, 1956 and according to information and explanation given to us :
(a) During the year the company has not granted any loans and advances to parties listed in register maintained under section 301 of the Companies Act, 1956 and as such clause 3(iii)(a) to 3(iii)(d) is not applicable.
(e) During the year the company has not taken unsecured loans from Directors listed in the register maintained u/s 301 of the Companies Act, 1956 and as such clause 3(iii)(e) to 3(iii)(f) is not applicable.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with its size and the nature of business with regard to purchase and sale of shares & securities or services. During the course of our Audit, we have not observed any continuing failure to correct major weaknesses in internal control.
5. a) In our opinion and according to the information and explanations given to us, there are no transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
b) In our opinion and according to the information and explanations given to us, there are no transactions of purchase of shares & securities, goods, materials and services made in pursuance of contracts or arrangements with any party entered in the register maintained under Section 301 of the Companies Act, 1956 for value aggregating to Rs.5,00,000/- or more during the year under review.
6. The Company has not accepted deposits from the public, compliance of the provision of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposit) Rules 1975, with regard to the deposits accepted from public does not apply.
7. In our opinion and according to the information and explanations, given to us there is an adequate internal audit system commensurate with the size and nature of its business.
8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of costs records under section 209(1)(d) of the Companies Act, 1956, for any products of the Company.

Radhagobind Commercial Ltd,

Sanjay Kumar Tiwari
Director



RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari

Managing Director

ASHOK KUMAR NATWARLAL & CO.
CHARTERED ACCOUNTANTS

161/1, Mahatma Gandhi Road
3rd Floor, Room No. 70B
Kolkata-700 007
Phone:9468913311

9. a) As explained to us, the Provident Fund Scheme and Employees State Insurance Scheme are not applicable to the Company.
b) According to the information and explanations given to us no undisputed amount payable in respect of Income-Tax, Sales-Tax, Wealth-Tax, Service Tax, Custom Duty and Excise Duty were outstanding as at 31st March, 2014 for a period of more than six months from the date they become payable.

10. The Company has not incurred any cash losses during the financial year covered by our audit and during the immediate preceding financial year.

11. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to bank with which transactions have been made during the year.

12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

The Company is not a chit fund, nidhi/mutual benefit fund and therefore the requirement pertaining to such classes of companies is not applicable. Therefore the provision of clause 4(xiii) of the order are not applicable to the Company.

14. According to the information and explanations given to us, the Company has maintained proper records of transactions and contracts in respect of its dealing in shares, securities, debentures and other investments and timely entries have been made therein. The aforesaid securities have been held by the Company in its own name, except to the extent of the exemption granted under section 49 of the Companies Act, 1956.

15. In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.

16. In our opinion and according to the information and explanations given to us, the Company has not taken any long term loans during the year.

17. According to the information and explanations given to us, and on our overall examination of the Balance Sheet of the Company we report that no funds raised on short term basis have been used for long term investment.

18. According to the information and explanations given to us, the Company has not made any preferential allotment of shares during the year to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956.

The Company has not issued any debentures during the year and therefore the question of creating security or charge in respect thereof does not arise.

20. The Company has not made any public issues during the year and therefore the question of disclosing the end use of money does not arise.

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

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata - 700 007



For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A. K. Agarwal

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No. 322307E

Dated :31st Day of May 2014

Radhagobina Commercial Ltd.

Somjay Kumar Tiwari
Director

RADHAGOBINA COMMERCIAL LIMITED

Somjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No.	AS AT MARCH 31, 2014	AS AT MARCH 31, 2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	24,00,000.00	24,00,000.00
(b) Reserves and Surplus	2	27,83,598.46	27,29,255.05
(2) Non Current Liabilities			
(a) Deferred Tax Liabilities		2,303.00	2,600.00
(3) Current Liabilities			
(a) Short Term Loans	3	27,77,670.00	15,01,110.00
(b) Other Current Liabilities	4	19,062.00	7,595.00
(c) Short-Term Provisions	5	38,890.00	26,105.00
Total Equity & Liabilities		80,21,523.46	66,66,665.05
II. ASSETS			
(1) Non-current assets			
(a) Fixed Assets	6	12,263.00	20,438.00
(2) Current Assets			
(a) Current investments	7	67,40,000.00	46,40,000.00
(b) Inventories	8	1,91,140.00	75,140.00
(c) Cash and cash equivalents	9	1,37,164.84	10,53,931.43
(d) Short-term loans and advances	10	9,40,955.62	8,77,155.62
Total Assets		80,21,523.46	66,66,665.05

NOTES TO ACCOUNTS

The accompanying notes 1 to 20 are the integral part of Financial Statements.

For, Ashok Kumar Natwarial & Co.
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

A.K. Agarwal

Santanu Chakraborty

Sanjay Kumar Tiwari

Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Director

Maheswar Nayak
Director

Ashok Kumar Agarwal
Proprietor
M No : 056189
Firm Regn. No. 322307E



PLACE: KOLKATA
DATED: THE 31ST DAY OF MAY 2014

Radhagobinda Commercial Ltd.

Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2014

Sr. No	Particulars	Note No.	For the year ended March 31,2014	For the year ended March 31,2013
I	Revenue from operations			
II	Other Income	11		
III	III. Total Revenue (I +II)	12	42,88,475.00	21,41,700.00
IV	Expenses:		74,260.00	9,098.00
	Cost of materials consumed		43,62,755.00	21,50,798.00
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	13	41,11,350.00	20,45,050.00
	Employee Benefit Expense	14	(1,16,000.00)	-
	Financial Costs	15	12,000.00	12,000.00
	Depreciation and Amortization Expense	16	1,43,300.00	1,110.00
	Other Expenses	17	8,175.00	9,618.00
	Total Expenses (IV)	17	1,23,538.58	35,072.22
V	Profit before exceptional and extraordinary items and tax	(III - IV)	42,82,363.59	21,02,850.22
VI	Profit before extraordinary items and tax (V)		80,391.41	47,947.78
VII	Profit before tax (VI)		80,391.41	47,947.78
VIII	Tax expense:		80,391.41	47,947.78
	(1) Current tax		25,000.00	12,215.00
	(2) Tax for earlier year		1,345.00	22,204.00
	Deferred Tax Liabilities (written back)		(297.00)	2,600.00
IX	Profit(Loss) after Tax	(VII-VIII)	54,343.41	10,928.78
X	Earning per equity share:			
	(1) Basic	19	0.23	0.05
	(2) Diluted		0.23	0.05

The accompanying notes 1 to 20 are the integral part of Financial Statements.

For, Ashok Kumar Natwarial & Co.
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

A.K. Agarwal

Santanu Chakraborty

Santanu Chakraborty
Director

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari
Director

Maheswar Nayak

Maheswar Nayak
Director

Ashok Kumar Agarwal
Proprietor
Membership No : 056189
Firm Regn No. 322307E

PLACE: KOLKATA
DATED: THE 31ST DAY OF MAY 2014



Radhagobinda Commercial Ltd.

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
Cash Flow Statement for the year ended 31st March 2014

Particulars		Amount(Rs.)	As at 31.03.2014	As at 31.03.2013
A	CASH FLOW FROM OPERATING ACTIVITIES			
	Net Profit Before Tax		80,391.41	47,947.78
	Adjustments for:			
	Depreciation	8,175.00		9,618.00
	Interest & Finance Charges			1,110.00
	Interest Received		8,175.00	(9,098.00)
	Operating Profit before Working Capital Changes		88,566.41	49,577.78
	Adjustments for:			
	Decrease/(Increase) in Receivables			34,36,223.75
	Increase/(Decrease) in Payables			(29,85,117.50)
	Increase/(Decrease) in other Liabilities	11,467.00		
	(Increase)/Decrease in Stock	(1,16,000.00)		-6205
	Cash generated from operations		(15,966.59)	4,94,479.03
	Less:- Taxes Paid		13,560.00	
	cash flow from operating Activities		(29,526.59)	4,84,479.03
B	CASH FLOW FROM INVESTING ACTIVITIES			
	Purchase of Fixed Assets			(30,056.00)
	(Increase)/Decrease in Investment	(21,00,000.00)		(8,40,000.00)
	Loans & Advances given	(63,800.00)		(5,85,248.00)
	Net Cash used in Investing activities		(21,63,800.00)	(14,55,304.00)
C	CASH FLOW FROM FINANCING ACTIVITIES			
	Proceeds from short Term Loans	12,76,560.00		15,00,000.00
	Interest Received			
	Net Cash used in financing activities		12,76,560.00	15,00,000.00
	Net increase in cash & Cash Equivalents (A+B-C)		(9,16,766.59)	5,39,175.03
	Opening Cash and Cash equivalents		10,53,931.43	5,14,756.40
	Closing Cash and Cash equivalents		1,37,164.84	10,53,931.43
	Statement of Cash & Cash Equivalents		31.03.2014	31.03.2013
	Cash in Hand		1,24,522.00	4,34,999.00
	Cash at Bank		12,642.84	6,18,932.43
	Total		1,37,164.84	10,53,931.43

For, Ashok Kumar Natwarial & Co.
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

A.K. Agarwal.

Santanu Chakraborty
Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Director

Maheswar Nayak
Maheswar Nayak
Director

Ashok Kumar Agarwal
Proprietor
M No : 056189
Firm Regn. No. 322307E



PLACE: KOLKATA
DATED: THE 31ST DAY OF MAY 2014

RADHAGOBIND Commercial Ltd

Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED
 40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013
 Notes Forming part of Financial Statements

Note : 1 Share Capital

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
		No. of Shares	Value	No. of Shares	Value
1	AUTHORISED CAPITAL Equity Shares of Rs. 10/- each.	2,50,000	25,00,000.00	2,50,000	25,00,000.00
		2,50,000	25,00,000.00	2,50,000	25,00,000.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment	2,40,000	24,00,000.00	2,40,000	24,00,000.00
Total		2,40,000	24,00,000.00	2,40,000	24,00,000.00

(a) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

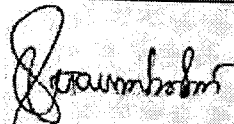
Sr. No	Name Of the Shareholder	No. of Shares	% Held	No. of Shares	% Held
1	Binod Kumar Singh	21700	9.04	21700	9.04
2	Samrat Vinimay Pvt. Ltd.	33900	14.13	33900	14.13

(b) Reconciliation of the Number of Shares and Amount Outstanding as at the Beginning and at the End of the Year

Sr. No	Equity shares	Number	Amount	Number	Amount
	Outstanding at the Beginning of the Year	2,40,000	24,00,000.00	2,40,000	24,00,000.00
	Issued During the Year	-	-	-	-
	Outstanding at the End of the Year	2,40,000	24,00,000.00	2,40,000	24,00,000.00

(c) Terms/Rights Attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and ranks pari passu.



Santanu Chakraborty
Director


Sanjay Kumar Tiwari
Director


Maheswar Nayak
Director



Radhagobind Commercial Ltd.
Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

RADHAGOBIND COMMERCIAL LIMITED
40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013
Notes Forming part of Financial Statements

Note : 2 Reserve & Surplus

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
1	Surplus (Profit & Loss Account) Opening balance Add: Surplus in the Statement of Profit & Loss	27,29,255.05	27,83,598.46	27,18,326.27	27,29,255.05
		54,343.41		10,928.78	
	Total		27,83,598.46		27,29,255.05

Note : 3 Short term Loans

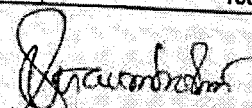
Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
	Khanij Metals Pvt Ltd Associated Cereals Limited		16,22,610.00 11,55,060.00		15,01,110.00
	Total		27,77,670.00		15,01,110.00

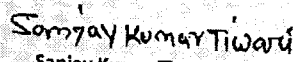
Note : 4 Other Current Liabilities

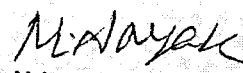
Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
1	Audit Fees Payable		5,000.00		5,000.00
2	Compliance fees payable		-		1,100.00
3	Tax Deducted at Source Payable		14,062.00		-
4	P D Randar & Co.		-		1,495.00
	Total		19,062.00		7,695.00

Note : 5 Short Term Provisions

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
1	Others Provision for Taxation		38,890.00		26,105.00
	Total		38,890.00		26,105.00


Santanu Chakraborty
Director


Sanjay Kumar Tiwari
Director


Maheswar Nayak
Director



Radhagobind Commercial Ltd.
Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

RADHAGOBIND COMMERCIAL CO. LTD
40 METCALFE STREET, 3RD FLOOR, KOLKATA-700013

Note: 6 Fixed Assets

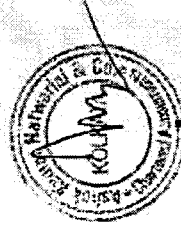
Notes forming part of Financial Statements

Sr. No	Particulars	Rate	Gross Block			Depreciation			Net Block			
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	WDV as on 31.03.2014	WDV as on 31.03.2013	
1	Tangible Assets Laptop	40.00%	30,056.00	-	-	30,056.00	9,618.00	8,175.00	-	17,793.00	12,263.00	20,438.00
	Total in (Current Year)		30,056.00	-	-	30,056.00	9,618.00	8,175.00	-	17,793.00	12,263.00	20,438.00
	Total in (Previous Year)			30,056.00	-	30,056.00	-	9,618.00	-	9,618.00	20,348.00	-

Santanu Chakraborty
Santanu Chakraborty
 Director

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
 Director

Maheshwar Nayak
Maheshwar Nayak
 Director



Radhagobind Commercial Ltd.
Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

RADHAGOBIND COMMERCIAL LIMITED
40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013
Notes Forming part of Financial Statements

Note :7 Current Investment

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
		No.	Value	No.	Value
	Investment in Equity UNQUOTED				
1	Scarper Infratech Limited	1,00,000	10,00,000.00		
2	JECO Feed Chem Pvt Ltd	1,75,000	17,50,000.00		
3	Acture Tradelink Limited	1,49,000	14,90,000.00		
4	Nirmalkunj Distributors Limited	50,000	5,00,000.00	99,000	9,90,000.00
5	Nirmalkunj Vincom Limited	50,000	5,00,000.00	50,000	5,00,000.00
6	Nirmalkunj Vintrade Limited	50,000	5,00,000.00	50,000	5,00,000.00
7	Raincoat Tradelink Limited	50,000	5,00,000.00	50,000	5,00,000.00
8	Silverhorse Tradelink Limited	1,00,000	10,00,000.00	1,00,000	10,00,000.00
	Total	6,74,000	67,40,000.00	4,64,000	46,40,000.00

600 Equity shares of Rs. 10 each of each Wholly owned wholly owned Subsidiary Company are held by Nominees on behalf of Radhagobind Commercial Limited except Jeco Feed Chem Pvt Ltd where Two Hundred Shares are held by Nominee.

Note : 8 Inventories

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
		No.	Value	No.	Value
1	Stock in trade				
	Ambuja Cement Ltd	80	5,800.00	80	5,800.00
	Dewan Tyres Limited	4500	69,340.00	4500	69,340.00
2	Cloth				
	Embroidary Fancy Saree	20	1,16,000.00		
	Total	4,600	1,81,140.00	4,580	76,140.00

In the absense of Market Value of Dewan Tyres Ltd, Book Value is taken as Market Value. The Market Value of Shares is Rs. 85,620/-.

Note : 9 Cash & Cash Equivalent

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
		No.	Value	No.	Value
1	Cash-in-Hand				
	Cash Balance		1,24,522.00		4,34,999.00
	Sub Total (A)		1,24,522.00		4,34,999.00
2	Bank Balance				
	The Lakshmi Vilas Bank (O/D)		10,953.09		8,07,242.68
	Uco Bank (O/D)		1,689.75		1,689.75
	The Lakshmi Vilas Bank Ltd				10,000.00
	Sub Total (B)		12,642.84		6,18,932.43
	Total [A + B]		1,37,164.84		10,53,931.43

Note :10 Short Terms Loans and Advances

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
		No.	Value	No.	Value
	Loans				
	Advances		9,02,898.00		8,29,098.00
	Tax Deducted at Source				
	Scarper Infratech Limited		38,057.62		38,057.62
	Total		9,40,955.62		8,77,155.62

Santanu Chakraborty
Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Director

Maheswar Nayak
Maheswar Nayak
Director

Radhagobind Commercial Ltd.

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Director



RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari

Managing Director

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note : 11 Revenue from Operations

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Sales of Fabrics	42,88,475.00	21,41,700.00
	Total	42,88,475.00	21,41,700.00

Note : 12 Other Income

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
1	Dividend	480.00	
2	Interest Received on Loan	73,800.00	9,098.00
	Total	74,280.00	9,098.00

Note : 13 Cost of Material Consumed

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	<u>PURCHASES</u> Purchases of Fabrics	41,11,350.00	20,45,050.00
	Total	41,11,350.00	20,45,050.00

Note : 14 Change in Inventories

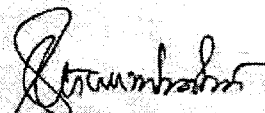
Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
1	Opening Stock	75,140.00	75,140.00
2	Closing Stock	1,91,140.00	75,140.00
	Total	(1,16,000.00)	-


Note : 15 Employment Benefit Expenses

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Salary	12,000.00	12,000.00
	Total	12,000.00	12,000.00

Note :16 Financial Cost

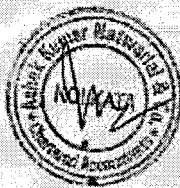
Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Interest paid	1,43,300.00	1,110.00
	Total	1,43,300.00	1,110.00


Santanu Chakraborty
Director


Sanjay Kumar Tiwari
Director


Maheswar Nayak
Director

Radhagobinda Commercial Ltd.
Sanjay Kumar Tiwari
Director



RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note : 17 Other Expenses

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
a.	Administrative Expenses		
1	Advertisement & Publicity		5,400.00
2	Bank Charges	20,760.00	1,387.22
3	Compliance fees	1,867.59	2,300.00
4	Professional Fees	1,100.00	2,000.00
5	Professional Tax	1,000.00	12,600.00
6	Filing Fees	2,525.00	1,800.00
7	Telephone Expenses	11,000.00	4,585.00
8	CDSL Fees	9,861.00	-
9	Printing And Stationary	42,697.00	-
10	Register Fees	8,977.00	-
11	NSDL Fees	16,504.00	-
b.	Payment to Statutory Auditor	2,247.00	-
1	Audit Fees		
	Total	5,000.00	5,000.00
		1,23,538.59	35,072.22

Note:- 18 Quantative Details

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Opening Stock		
	Shares (Nos)		
	Fabrics(Mts)	4,580	4,580
	Purchase		
	Shares (Nos)	-	-
	Fabrics (Mts)	-	-
	Sales		
	Shares (Nos)	290	18,150
	Fabrics(Mts)	-	-
	Closing Stock		
	Shares (Nos)	270	18,150
	Fabrics (Mts)	4,580	4,580
		20	-

Note:- 19 Earning Per share

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Profit after Tax		
		54,343.41	10,928.78
	No. of Equity Shares		
		2,40,000	2,40,000
	Earning Per Share		
		0.23	0.05
	Face Value per Share (in Rs.)		
		10.00	10.00

Santanu Chakraborty
Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Director

Maheswar Nayak
Maheswar Nayak
Director

Sanjay Kumar Tiwari
Radhagobind Commercial Ltd,
Sanjay Kumar Tiwari
Director



RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

RADHAGOBIND COMMERCIAL LIMITED

NOTE - 20

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2014 AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON THAT DATE

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

The financial statements are prepared on accrual basis under historical cost convention in accordance with the provisions of the Companies Act, 1956 and Accounting Standards issued by the Institute of Chartered Accountants of India.

2. Basis of Preparation

- The Ministry of Corporate affairs (MCA) has issued a revised form of Schedule VI, applicable from 1st April' 2011 for the preparation and presentation of financial statement. The adaption of revised schedule VI does not impact the recognition and measurement principle followed for the preparation of the financial Statements. However, it has significant impact on presentation and disclosures made in the financial statement.
- The Operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalent. The cycle has been considered as 12 months for classification of current and non current assets and liabilities as required by revised Schedule VI.
- The accounting policies applied by the company are consistent with those used in the previous year.

3. Revenue Recognition

Revenue or Income and costs or Expenditure are generally accounted for on accrual basis.

4. Fixed Assets and Depreciation

Fixed Assets are stated at cost of acquisition less depreciation. Depreciation on Fixed Assets has been provided on written down value method as per Schedule-XIV of the Companies Act, 1956.

5. Current Investment

Current Investment are stated at cost.

6. Stock in Trade

Stocks are valued at cost.

7. Accounting of Purchase and sale of Trading Items

Purchase and sale of trading items are accounted for as and when the deliveries are affected.

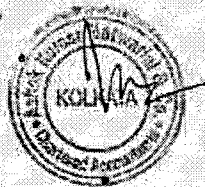
8. Interest

Interest accrues, on the time basis determined by the amount outstanding and the rate applicable.

9. Retirement and Other Benefits

The provisions of payment of Gratuity Act are not applicable to the employees of the Company for the year under review.

Radhagobind Commercial Ltd.
Samjay Kumar Tiwari
Director



RADHAGOBIND COMMERCIAL LIMITED

Samjay Kumar Tiwari

Managing Director

10. Taxes on Income

- a) Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.
- b) Deferred tax is recognised on timing differences; being the differences between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

11. Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standards-20, *Earnings per Share*, issued by the Institute of Chartered Accountants of India. Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.

12. Provisions and Contingencies

Other Provisions

- A Provision is recognized when the company has a present obligation as a result of Past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation as at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed separately.

13. Previous year figures has been re-arranged or re-cast wherever necessary, however the same are not strictly comparable with that of the current year as the previous year.

14. The Company Operates solely in one Geographic segment and hence no separate information for Geographic segment wise disclosure is required.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata - 700 007



Dated: 31st Day of May 2014

For, Ashok Kumar Natwarial & Co.
Chartered Accountants

A.K. Agarwal
ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No. 322307E

Radhagobina Commercial Ltd.
Sanjay Kumar Tiwari
Director

RADHAGOBIND COMMERCIAL LIMITED
Sanjay Kumar Tiwari
Managing Director

AUDITOR'S REPORT
TO
THE BOARD OF DIRECTORS OF M/S. RADHAGOBIND COMMERCIAL LIMITED

Report on Consolidated Financial Statements

We have audited the accompanying Consolidated financial statement of RADHAGOBIND COMMERCIAL LIMITED, (the Company) and its Subsidiaries (the Company and its Subsidiaries Constitute the Group) which comprises the Consolidated Balance sheet as at 31st March, 2014 and Consolidated statement of Profit and Loss and Consolidated Cash Flow for the year then ended, and a summary of Significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

Management is responsible for preparation of Consolidated financial statements that give a true and fair view of the Consolidated financial position. Consolidated financial performance and Consolidated cash flows of the group in accordance with the Accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated financial statements based on our audit. We conducted our audit in accordance with the standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated financial statement. The procedures selected depend on auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the company's preparation and fair presentation of the Consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit opinion.

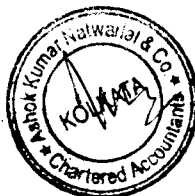
Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on the financial statement of the subsidiaries referred to below in other Matter Paragraph. the aforesaid Consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In case of the Consolidated Balance sheet, of the state of affairs of the group as at March 31, 2014;
- (b) In the case of profit and loss Account, of the **Loss** for the Year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that Date.

Other Matter

We did not audit the financial Statement of Seven Subsidiaries, whose Financial Statement reflect total assets of Rs. 66,02,445.43 as at 31st March 2014, total Income of Rs. 8,100/- for the year ended on that date, as considered in the consolidated financial Statements. The Consolidated Financial Statements also include the Group's share of Net Loss of Rs. 1,00,004.97 for the year ended 31st March 2014. These Financial Statements have been audited by other auditors whose report have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these Subsidiaries, is based solely on the reports of the other auditors.



ASHOK KUMAR NATWARLAL & CO.
CHARTERED ACCOUNTANTS

161/1, Mahatma Gandhi Road
3rd Floor, Room No. 70B
Kolkata-700 007
Phone:9468913311

Our opinion is not qualified in respect of this matter.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A. K. Agarwal.

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No.322307E

Dated :



RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No.	AS AT MARCH 31, 2014	AS AT MARCH 31, 2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	24,00,000.00	24,00,000.00
(b) Reserves and Surplus	2	25,65,178.89	26,65,779.84
(3) Current Liabilities			
(a) Short Term Loans	3	27,77,670.00	15,01,110.00
(b) Other Current Liabilities	4	99,927.00	49,765.00
(c) Short-Term Provisions	5	38,890.00	27,000.00
Total Equity & Liabilities		78,81,665.89	66,43,654.84
II. ASSETS			
(1) Non-current assets			
(a) Fixed Assets	6	12,263.00	20,438.00
(b) Deferred Tax Assets		23,607.00	15,940.00
Current Assets			
(a) Current investments	7	45,52,250.00	28,39,250.00
(b) Inventories	8	1,91,140.00	75,140.00
(c) Trade receivables	9	-	26,099.45
(d) Cash and cash equivalents	10	14,74,650.27	27,11,223.77
(e) Short-term loans and advances	11	15,80,955.62	8,77,155.62
(f) Preliminary Expenses		46,800.00	78,408.00
Total Assets		78,81,665.89	66,43,654.84

NOTES TO ACCOUNTS

The accompanying notes 1 to 20 are the integral part of Financial Statements.

For, Ashok Kumar Natwarial & Co.

FOR, RADHAGOBIND COMMERCIAL LTD

Chartered Accountants

Radhagobinda Commercial Ltd. Radhagobinda Commercial Ltd.

Radhagobinda Commercial Ltd.

A. K. Agarwal

Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Director

Maheswar Nayak
Director

M. Nayak
Director

Ashok Kumar Agarwal

Proprietor

Phone : 056189

Firm Regn. No. 322307E

PLACE: KOLKATA

DATED:



RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

CONSOLIDATED PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014

Sr. No	Particulars	Note No.	For the year ended March 31,2014	For the year ended March 31,2013
I	Revenue from operations	12	42,88,475.00	21,41,700.00
II	Other Income	13	82,380.00	35,197.45
III	III. Total Revenue (I +II)		43,70,855.00	21,76,897.45
IV	Expenses:			
	Cost of materials consumed	14	41,11,350.00	20,45,050.00
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	15	- 1,16,000.00	-
	Employee Benefit Expense	16	12,000.00	12,000.00
	Financial Costs	17	1,43,300.00	1,110.00
	Depreciation and Amortization Expense	18	1,09,717.00	1,04,220.00
	Other Expenses	19	1,91,819.97	47,689.88
	Total Expenses (IV)		44,52,186.97	22,10,069.88
V	Profit before exceptional and extraordinary items and tax	(III - IV)	-81,331.97	33,172.43
VI	Profit before extraordinary items and tax (V)		-81,331.97	33,172.43
VII	Profit before tax (VI)		-81,331.97	33,172.43
VIII	Tax expense:			
	(1) Current tax		25,000.00	13,110.00
	(2) Tax for earlier year		1,340.00	22,204.00
	(3) Deferred Tax		7,667.00	15,940.00
IX	Profit after Tax	(VII-VIII)	-1,00,004.97	52,546.43
X	Earning per equity share:			
	(1) Basic		-0.42	0.22
	(2) Diluted		-0.42	0.22

The accompanying notes 1 to 20 are the integral part of Financial Statements.

For, Ashok Kumar Natwarlal & Co.

Chartered Accountants

FOR, RADHAGOBIND COMMERCIAL LTD

A.K. Agarwal
Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Director

M. Nayak
Maheswar Nayak
Director

Ashok Kumar Agarwal
Proprietor
Membership No : 056189
Firm Regn No. 322307E

PLACE: KOLKATA
DATED:



RADHAGOBIND COMMERCIAL LIMITED

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note : 1 Share Capital

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
		No. of Shares	Value	No. of Shares	Value
1	AUTHORISED CAPITAL				
	Equity Shares of Rs. 10/- each.	2,50,000	25,00,000.00	2,50,000	25,00,000.00
		2,50,000	25,00,000.00	2,50,000	25,00,000.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL				
	Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment	2,40,000	24,00,000.00	2,40,000	24,00,000.00
	Total	2,40,000	24,00,000.00	2,40,000	24,00,000.00

Note : 2 Reserve & Surplus

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
1	Surplus (Profit & Loss Account)				
	Opening balance	26,65,779.84		27,18,326.27	
	Add: Surplus in the Statement of Profit & Loss	-1,00,004.97		-52,546.43	
	Less:- Loss on sale of Subsidiary	-595.98			
		25,65,178.89		26,65,779.84	
	Total		25,65,178.89		26,65,779.84

Note : 3 Short term Loans

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
	Khanij Metals Pvt Ltd		16,22,610.00		15,01,110.00
	Associated Cereals limited		11,55,060.00		
	Total		27,77,670.00		15,01,110.00

Note : 4 Other Current Liabilities

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
1	Audit Fees Payable		24,865.00		17,000.00
2	Compliance fees payable		-		1,100.00
3	Liabilities for Expenses		-		30,170.00
	P D Randar & Co.		-		1,495.00
	Tax Deducted at Source Payable		14,062.00		-
	Professional Tax Payable		2,500.00		-
	Others Payable		58,500.00		-
	Total		99,927.00		49,765.00

Note : 5 Short Term Provisions

Sr. No	Particulars	AS AT MARCH 31, 2014		AS AT MARCH 31, 2013	
1	Others				
	Provision for Taxation		38,890.00		27,000.00
	Total		38,890.00		27,000.00

Radhagobinda Commercial Ltd.

Santanu Chakrabarti
Santanu Chakrabarti
Director

Radhagobinda Commercial Ltd.

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Director

Radhagobinda Commercial Ltd.
Maheswar Nayak
Maheswar Nayak
Director

Director



RADHAGOBIND COMMERCIAL LTD
40 METCALFE STREET, 3RD FLOOR, KOLKATA-700013

Note: 6 Fixed Assets

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Sr. No	Particulars	Rate	Gross Block			Depreciation			Net Block		
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2014
1	Tangible Assets Laptop	40.00%	30,056.00	-	-	30,056.00	8,175.00	-	17,793.00	12,263.00	20,438.00
	Total in ₹ (Current Year)		30,056.00	-	-	30,056.00	8,175.00	-	17,793.00	12,263.00	20,438.00
	Total in ₹ (Previous Year)		-	-	-	-	-	-	-	-	-

Radhagobinda Commercial Ltd
Santanu Chakraborty
Santanu Chakraborty Director

Radhagobinda Commercial Ltd
Sanjay Kumar Tiwari
Sanjay Kumar Tiwari Director

Radhagobinda Commercial Ltd
Maheswar Nayak
Maheswar Nayak Director



RADHAGOBIND COMMERCIAL LIMITED

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note :7 Current Investment

Sr. No	Particulars	AS AT MARCH 31,2014		AS AT MARCH 31, 2013	
		No.	Value	No.	Value
	Investment in Equity UNQUOTED				
1	Agressive Exim Pvt. Ltd..	-	-	-	-
2	Anukampa Dealers Pvt. Ltd.	-	-	-	-
3	Jeco Nutri Products Pvt Ltd	-	-	-	-
4	Dayanidhi Tradelink Pvt Ltd	2,07,500	15,14,500.00	-	-
5	Veer Multicomplex Pvt Ltd	80,725	8,22,500.00	-	-
6	Krishnakripa Tracom Pvt Ltd	-	8,07,250.00	80,725	8,07,250.00
7	Response Infraprojects Pvt Ltd	-	-	1,10,400	11,04,000.00
8	Eastman Merchants Pvt Ltd	82,800	8,28,000.00	82,800	8,28,000.00
9	Timeless Vintrade Pvt Ltd	10,000	1,00,000.00	10,000	1,00,000.00
	Total		45,52,250.00		28,39,250.00

Note : 8 Inventories

Sr. No	Particulars	AS AT MARCH 31,2014		AS AT MARCH 31, 2013	
		No.	Value	No.	Value
1	Stock in trade				
	Ambuja Cement Ltd	80	5,800.00	80.00	5,800.00
	Dewan Tyres Limited	4500	69,340.00	4,500.00	69,340.00
	Cloth				
	Embroidary Fancy Saree		1,16,000.00		
	Total		1,91,140.00		75,140.00

In the absense of Market Value of Dewan Tyres Ltd, Book Value is taken as Market Value. The Market Value of Shares is Rs. 83,216/- .

Note : 9 Trade Recievables

Sr. No	Particulars	AS AT MARCH 31,2014		AS AT MARCH 31, 2013	
1	<u>Outstanding for more than Six Months</u>				
	a) Unsecured, Considered Good :				
2	<u>Others</u>				
	a) Unsecured, Considered Good :				26,099.45
	Total				26,099.45

Note : 10 Cash & Cash Equivalent

Sr. No	Particulars	AS AT MARCH 31,2014		AS AT MARCH 31, 2013	
1	<u>Cash-in-Hand</u>				
	Cash Balance		11,65,742.00		18,68,519.00
	Sub Total (A)		11,65,742.00		18,68,519.00
2	<u>Bank Balance</u>				
	The Lakshmi Vilas Bank(O/D)		10,953.09		6,07,242.68
	Uco Bank O/D		1,689.75		1,689.75
	The Lakshmi Vilas Bank Ltd				10,000.00
	Bank of Subsidiary Companies		2,96,265.43		2,23,772.34
	Sub Total (B)		3,08,908.27		8,42,704.77
	Total [A + B]		14,74,650.27		27,11,223.77

Note :11 Short Terms Loans and Advances

Sr. No	Particulars	AS AT MARCH 31,2014		AS AT MARCH 31, 2013	
	<u>Loans</u>				
	Advances		15,42,898.00		8,29,098.00
	Tax Deducted at Source				
	Scarper Infratech Limited		38,057.62		38,057.62
	Total		15,80,955.62		8,77,155.62

Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Director

Maheswar Nayak
Director

Director



RADHAGOBIND COMMERCIAL LIMITED

Notes Forming Part of the Profit & Loss Accounts as at 31st March, 2014

Note : 12 Revenue from Operations

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Sales of Fabrics	42,88,475.00	21,41,700.00
	Total	42,88,475.00	21,41,700.00

Note : 13 Other Income

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
1	Dividend	480.00	-
2	Interest Received on Loan	73,800.00	9,098.00
3	Commodity Profit	-	26,099.45
4	Other Income	8,100.00	-
5	Profit on sale of Subsidiary	-	-
	Total	82,380.00	35,197.45

Note : 14 Cost of Material Consumed

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	PURCHASES		
	Purchases of Fabrics	41,11,350.00	20,45,050.00
	Total	41,11,350.00	20,45,050.00

Note : 15 Change in Inventories

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
1	Opening Stock	75,140.00	75,140.00
2	Closing Stock	1,91,140.00	75,140.00
	Total	1,16,000.00	-

Note : 16 Employment Benefit Expenses

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Salary	12,000.00	12,000.00
	Total	12,000.00	12,000.00

Note :17 Financial Cost

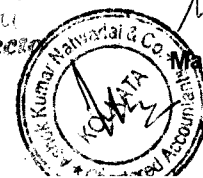
Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Interest paid	1,43,300.00	1,110.00
	Total	1,43,300.00	1,110.00

Note: 18 Depreciation and Amortization Expenses

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
	Preliminary Expenses Written/off	1,09,717.00	1,04,220.00
	Total	1,09,717.00	1,04,220.00

Santanu Chakraborty
Director

Sanjay Kumar Tiwari
Director



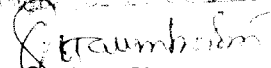
Maheswar Nayak
Director

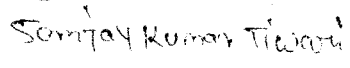
RADHAGOBIND COMMERCIAL LIMITED

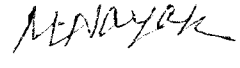
Notes Forming Part of the Profit & Loss Accounts as at 31st March, 2014

Note : 19 Other Expenses

Sr. No	Particulars	For the year ended March 31,2014	For the year ended March 31,2013
a.	Administrative Expenses		
1	Advertisement & Publicity	20,760.00	5,400.00
2	Bank Charges	3,523.97	1,524.88
3	Compliance fees	2,200.00	2,300.00
4	Listing fees	-	-
5	Professional Charges	19,000.00	2,000.00
6	Professional Tax	2,525.00	12,600.00
7	Filing Fees	37,400.00	1,800.00
8	Telephone Expenses	9,861.00	4,585.00
9	General Expenses	760.00	480.00
10	CDSL Fees	42,697.00	-
11	Printing Stationary	9,477.00	-
12	Registrar Fees	16,504.00	-
13	NSDL Fees	2,247.00	-
b.	Payment to Statutory Auditor		
1	Audit Fees	24,865.00	17,000.00
	Total	1,91,819.97	47,689.88

Radhagobinda Commercial Ltd

Santanu Chakraborty
 Director

Radhagobinda Commercial Ltd

Sanjay Kumar Tiwari
 Director

Radhagobinda Commercial Ltd

Maheswar Nayak
 Director



RADHAGOBIND COMMERCIAL LIMITED

NOTE - 20

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2014 AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Consolidation

The Consolidated Financial Statements are prepared in accordance with Accounting Standards (AS)- 21 on consolidated Financial Statements, as notified by the Companies (Accounting Standards) Rules 2006 as amended. Reference in these notes to the Company, holding Company, Companies or Group shall mean to include Radhagobind Commercial Ltd and/or any of its Subsidiaries, unless or otherwise stated.

2. Principles of Consolidation

- The Consolidated Financial Statements relate to Radhagobind Commercial Limited (the 'Company' 'parent') and its direct Subsidiaries. The Consolidated Financial Statements have been prepared using uniform accounting policies and on the following basis:-
 - (i) The Financial Statements of the Company and its Subsidiaries have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra group balances and resultant unrealized profit/losses.
 - (ii) The Financial Statement of the Subsidiaries used in the Consolidated Financial Statements are consolidated from the Date of Acquisition and are drawn upto the same reporting date as of the Company.

3. Companies Included in Consolidation

Name of Subsidiaries	Country of Incorporation	Year End	Proportion of Ownership Interest	Statutory Auditor
Acture Tradelink Limited	India	31/03/2014	100%	P D Randar & Co.
Raincoat Tradelink Limited	India	31/03/2014	100%	P D Randar & Co.
Scarper Infratech Limited	India	31/03/2014	100%	P D Randar & Co.
Nirmalkunj Distributors Limited	India	31/03/2014	100%	D K Beriya & Co.
Nirmalkunj Vintrade Limited	India	31.03.2014	100%	D K Beriya & Co.
Nirmalkunj Vincom Limited	India	31/03/2014	100%	D K Beriya & Co.
Jeco Feed Chem Private Limited	India	31/03/2014	100%	Prakash Joshi & Associates

4. Fixed Assets and Depreciation

Fixed Assets are stated at cost of acquisition less depreciation. Depreciation on Fixed Assets has been provided on written down value method as per Schedule-XIV of the Companies Act, 1956.

5. Current Investment

Current Investment are stated at cost.

6. Stock in Trade

Stocks are valued at cost.

Radhagobind Commercial Ltd
Sanjay Kumar Tiwari
Director



7. **Accounting of Purchase and sale of Trading Items**

Purchase and sale of trading items are accounted for as and when the deliveries are affected.

8. **Interest**

Interest accrues, on the time basis determined by the amount outstanding and the rate applicable.

9. **Miscellaneous Expenditure**

Miscellaneous Expenditure including Share Issue Expenses is amortized during the year except for Jeco Feed Chem Pvt Ltd where Preliminary Expenses is amortised over a period of Five Years.

10. **Taxes on Income**

a) Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.

b) Deferred tax is recognised on timing differences; being the differences between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

11. **Earnings per Share**

The Company reports basic and diluted earnings per share in accordance with Accounting Standards-20, *Earnings per Share*, issued by the Institute of Chartered Accountants of India. Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.

12. **Provisions and Contingencies**

Other Provisions

- A Provision is recognized when the company has a present obligation as a result of Past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation as at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed separately.

13. Previous year figures has been re-arranged or re-cast wherever necessary, however the same are not strictly comparable with that of the current year as the previous year.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

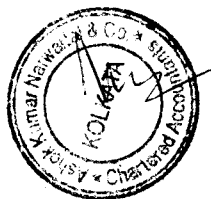
For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A. K. Agarwal

ASHOK KUMAR AGARWAL
Proprietor

Membership No. 056189
Firm Regn No.322307E

Dated:



RADHAGOBIND COMMERCIAL LIMITED
(Formerly Known as Tejmangal Commercial Company Limited)
CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

Attendance Slip

Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue.

Name of the Member(s) (In block letters).....

Name of the Proxy, if any (In block letters)

Folio No.	
No. of Shares	

I hereby record my presence at the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata - 700013 on Tuesday, the 30th September, 2014 at 11.30 A.M.

33rd Annual General Meeting of the

Signature of the Shareholder or Proxy.....

- 1) Only members or the Proxy holder can attend the meeting.
- 2) Member/Proxy Holder should bring his/ her copy of Annual Report for reference at the meeting.

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Form MGT-11

Proxy form

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

Name of the member (s) :

Registered address :

E-mail Id :

Folio No/ Client Id :

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

1. Name:.....
Address:.....E-mail
Id:.....Signature:.....,or failing him/her.
2. Name:.....
Address:.....E-mail
Id:.....Signature:.....,or failing him/her.
3. Name:.....
Address:.....E-mail
Id:.....Signature:.....

As my/our proxy to attend and vote (on a poll) for me / us and on my/ our behalf at 33rd Annual General Meeting of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata - 700013 on Tuesday, the 30th September, 2014 at 11.30 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. Ordinary Resolution to be passed to receive, consider and adopt the Audited Balance Sheet as on 31st March, 2014 and Statement of Profit and Loss for the Financial Year ended on that date and the Reports of the Directors and Auditors thereon.

2. Ordinary Resolution to be passed to reappoint Mr. Sanjay Kumar Tiwari (DIN: 01691170) who retires by rotation.
3. Ordinary Resolution to be passed to appoint Auditors and to fix their remuneration.
4. Special Resolution to be passed to adopt new set of Articles of Association of the company.
5. Special Resolution to be passed to appoint Mr. Radheyshyam Mishra (DIN-06867080) as an Independent Director upto June 9, 2019.
6. Special Resolution to be passed to reappoint .Mr. Sanjay Kumar Tiwari (DIN-01691170) as Managing Director.

Signed this day of 2014

Signature of Shareholder.....

Signature of Proxy.....

Affix
Revenue
Stamp

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

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Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

Members Feedback Form

We have been constantly endeavoring to extend the best possible services to our share owners and we seek your feedback on the same. Kindly, therefore return this Feedback form duly filled in to the Company.

It is indeed our privilege to have you as our shareowner and to continue to receive your trust and confidence.

To,
The Board of Directors
Radhagobind Commercial Limited
40, Metcalfe Street, 3rd Floor, Room No. 339
Kolkata – 700013, West Bengal

Reg.: Shareholder Feedback Form

Name of Sole / First holder: _____

Folio No. _____ DP ID _____ Client ID _____

STD Code _____ Telephone No. _____

Mobile No. _____ E-mail _____

No. of Equity Shares Held: _____

Kindly rate our services in following areas:

		Excellent	Very Good	Good	Satisfactory	Unsatisfactory
Management's Discussion and analysis Report	Contents					
	Presentations					
Directors Report	Contents					
	Presentations					
Quality of financial and non financial information in the report	Contents					
	Presentations					

Information on Company's website	Contents				
	Presentations				
Responses to queries/ complaints					
Your overall rating of our investor service					
Timely receipt of Annual Report					
Conduct of AGM					
Promptness in confirming demat/remat requests					
Overall rating					

Do you have any grievance which has not been addressed so far: Yes No

If yes, please furnish details in brief.

Your suggestions and comments for improvement in our services.

Date:

Signature of member:

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Phone No. (033) 64585001

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Email: radhagobindcommercialtd@gmail.com

Registration of email address for future communication

Name of the Shareholder (s) (In Block Letters) -----

Registered Address -----

E-mail Id -----

Registered Folio No. -----

Signature -----