

MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

SEVENTH ANNUAL REPORT

2014-15

BOARD OF DIRECTORS

VIJAY KUMAR JATIA	CHAIRMAN
MUDIT JATIA	DIRECTOR
N K DEORA	DIRECTOR

BANKER

PUNJAB NATIONAL BANK

AUDITORS

M/S. M. L. SHARMA & Co.

REGISTERED OFFICE

MODERN CENTRE
SANE GURUJI MARG
MAHALAXMI
MUMBAI - 400 011.

MODERN INDIA FREE TRADE WAREHOUSING PVT. LTD.



MODERN[®]INDIA
ENTERPRISE
1, MITTAL CHAMBERS,
228, NARIMAN POINT,
MUMBAI 400 021

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NOTICE

NOTICE is hereby given that the 7th Annual General Meeting of the Members of Modern India Free Trade Warehousing Private Limited will be held at the Corporate Office of the Company at 1, Mittal Chambers, 228, Nariman Point, Mumbai 400 021, on **Friday, the 1st August, 2015 at 1.00 p.m.** to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statement, the Balance Sheet as at 31st March, 2015, Statement of Profit & Loss and Cash Flow Statement for the year ended as on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Mudit Jatia who retires by rotation and, being eligible, offers himself for re-appointment
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board of Directors

Place: Mumbai
Date: 09.05.2015

Vijay Kumar Jatia
Chairman

NOTES:

A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of himself and such proxy need not be a member of the Company.

Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.

Registered Office: Modern Centre, Sane Guruji Marg, Mahalaxmi, Mumbai - 400 011.

ANNEXURE TO THE DETAILS OF THE DIRECTOR TO BE REAPPOINTED IN 7TH ANNUAL GENERAL MEETING OF THE COMPANY

<i>Name of Director</i>	<i>Date of Birth</i>	<i>Date of Appointment</i>	<i>Qualifications</i>	<i>Expertise in specific functional area</i>	<i>List of Other Directorships held excluding foreign companies, Companies under sec 8 of the Companies Act, 2013 & Private Companies</i>	<i>Chairman/Member of the committees of the Board of other Companies in which he/she is a Director</i>	<i>The attendance of meetings of Board and Committees</i>	<i>Company's Shares held (No. of Shares)</i>
Shri Mudit Jatia	07.09.1986	23.06.2008	M.A. Economics	Businessman	Nil	NIL	During the year Shri. Mudit Jatia attended all the Meetings of the Board Of Directors	5000

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MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED
Modern Centre, Sane Guruji Marg, Mahalaxmi, Mumbai 400 011

DIRECTORS' REPORT

To,
The Members,

The Directors have pleasure in submitting the 7th Annual Report on the working of the Company together with the audited accounts for the period ended on **31st March, 2015**.

FINANCIAL RESULTS

Particulars	For the year ended 31.03.2015	For the Year Ended 31.03.2014
	(Rs.)	(Rs.)
Gross Profit/(Loss) Profit before Depreciation	(31,439)	(5,19,889)
Less: Exceptional Expenditure	-	-
Provision for Taxation	-	-
Less MAT credit entitlement	-	-
Profit/(Loss) before tax	(31,439)	(5,19,889)
Provision for tax	-	-
Profit/(Loss) after tax	(31,439)	(5,19,889)
Add : Balance B/f from last year	(2,700,677)	(21,80,788)
Balance available for appropriation	-	-
Less: Appropriation	-	-
Proposed Dividend	-	-
Tax on distributed Profit	-	-
Transferred to General Reserve	-	-
Balance C/f to Balance Sheet	(27,32,116)	(27,00,677)
Basic/Diluted Earning per Share	(0.63)	(10.40)

GENERAL INFORMATION ABOUT THE COMPANY

The Company is engaged into the business of providing, developing, promoting, dealing in, acquiring, maintaining and engaging into development of and construction of warehousing facilities by purchase, lease, exchange, or and hire. The Company is also engaged in providing infrastructure pertaining to offices, go downs, storage facility for all the complexes and warehouses the Company.

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REVIEW OF BUSINESS OPERATIONS.

The Company has taken possession of land at village Sai, District Raigad which was acquired during the preceding years, the said land area has potential and will offer good opportunities over a period of time.

No major events has occurred after the Balance sheet date.

DIVIDEND

In view of the losses incurred, the Board of Directors of the Company do not recommend any dividend for the year under review.

BOARD MEETINGS AND ATTENDANCE

Details of the Directors, their meetings, attendance is given below :

Names of the Directors	No. of Board Meetings Held	No of Board Meetings Attended	Last AGM Attendance (Yes/No)
Shri V.K. Jatia	4	4	YES
Shri Mudit Jatia	4	4	YES
Shri N.K. Deora	4	4	NO

DIRECTORS AND KEY MANAGERIAL PERSONNEL :

There has been no change in the Board of Directors and the provisions of Section 203 of the Companies Act 2013, with regards to KMP doesn't apply to our company. It may also be noted that the provisions pertaining to the independent directors doesn't apply to our company.

COMMITTEES OF THE BOARD

No separate committee has been formed; all major decisions are taken at the Board level.

The Company doesn't fall under purview of Section 135 of the Companies Act 2013 and hence no corporate social responsibility committee has been formed.

The company has adopted the prevention of sexual harassment policy which is implemented stringently.

VIGIL MECHANISM:

As a good practice, employees are encouraged to bring to the notice of the Management any discrepancies, wrong doings, alleged fraud, etc which is dealt with very firmly.

DIRECTORS' RESPONSIBILITY STATEMENT

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departure.
- ii) appropriate accounting policies have been selected and applied them consistently and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2015 and of its profit for the year ended as on that date;
- iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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- iv) the annual accounts have been prepared on a going concern basis.
- v) Internal Financial Control have been followed by the Company and that such Internal Financial Controls are adequate and are operating effectively.
- vi) Directors have devised proper system to ensure Compliance with the Provisions of all applicable laws and that such system are adequate and operating effectively.

SUBSIDIARY COMPANIES

The Company doesn't have any subsidiary however the Company is a subsidiary of Modern India Limited.

ASSOCIATE COMPANIES

The Company doesn't have any associate company nor does it have any joint venture with any other company as on 31st March 2015.

EXTRACT OF ANNUAL RETURN

As required pursuant to Section 92(3) of the Companies Act, 2013 and rules 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return in MGT-9 is annexed to this Report as Annexure 1).

AUDITORS

M/s M L Sharma & Co Chartered Accountant, the Auditors of the Company, retire at the ensuing Annual General Meeting and the shareholders shall be requested to appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the 15th Annual General Meeting and also to fix their remuneration.

M/s M L Sharma & Co Chartered Accountant, the Auditors of the Company, have informed the Company vide their letter that their re-appointment, if made, will be in accordance with the limit specified in Section 139 of the Companies Act 2013 (previously sub-section (1B) of Section 224 of the Companies Act, 1956).

Pursuant to Section 139 of the Companies Act, 2013 read with Rule 5 of the Companies (Audit and Auditors) Rules, 2014 our Company does not fall under the preview of Provision of Rotation of Auditors therefore the Auditor of the Company is not required to relinquish his Position as Auditor of the Company.

However pursuant to section 139(1) Company shall appoint an individual or Firm as an Auditor who shall hold office for a period of 5 year i.e from conclusion of this Annual General Meeting till the Conclusion of 12th Annual General Meeting of the Company.

Members are requested to appoint Auditors and fix their remuneration.

PARTICULARS OF EMPLOYEES

There are no employees in the Company

SECRETARIAL AUDIT REOPRT

The provisions of Secretarial Audit doesn't apply to the Company.

FOREIGN EXCHANGE EARNINGS AND OUTGOINGS.

In compliance with the provisions of Section 134 read with Companies (Accounts) Rules, 2014, a statement giving requisite information is given in Annexure 'A' forming part of this Report.

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FIXED DEPOSITS: During the year under review, the Company has neither accepted nor renewed any Fixed Deposits, under Section 73 & 74 of the Companies Act, 2013.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant and material orders passed by the regulators or Court or Tribunals impacting the Going Concern status and the Company's operations in future.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has a well defined organization structure, documented policy guidelines, predefined authority levels, and an extensive system of internal controls helps in ensuring optimal utilization and protection of resources, IT security, accurate reporting of financial transactions and compliance with applicable laws and regulations. The Company is training select employees in each branch to undertake an internal audit over and above the internal audit which is conducted by the internal auditor.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company have duly complied with the provision of Section 186 of the Companies Act, 2013 and it has taken

SECURED LOANS: NIL

UNSECURED LOANS: NIL

CURRENT/NON CURRENT INVESTMENTS: NIL

GUARANTEES: NONE

SECURITIES EXTENDED: NIL

RISK MANAGEMENT POLICY:

The Management is working on a risk management policy which will help in mitigating the various risks faced by the Company, currently the Board is regularly updated with various risk faced by the Company and the steps taken to mitigate the same.

PARTICULARS OF CONTRACT AND ARRANGEMENTS WITH RELATED PARTIES

The Company has not entered into any contracts or arrangements with any related party hence form AOC 2 doesn't apply.

DISCLOSURE ABOUT COST AUDIT

Cost Audit is not applicable to the Company

RATIOS OF REMUNERATION TO EACH DIRECTOR

Details about remuneration to each Director is applicable to only listed Company hence the same is not applicable to our Company. Furthermore, no director is paid any remuneration and/or sitting fees.

Reply to Statutory Auditors Qualification

There are no qualifications in the Statutory Auditors Report.

As the Company has no associate or joint ventures and no subsidiaries there is no consolidation of accounts.
DEFERRED TAX: NIL

INSURANCE

The Company will be adequate insurance cover for its Assets.

PARTICULARS OF LOANS AND GUARANTEES GIVEN / TAKEN BY THE COMPANY.

No loan and guarantee given /taken by the Company

MANAGEMENT DISCUSSION AND ANALYSES

Since the company is a private limited company the provision of listing Agreement do not apply the company.

HUMAN RESOURCE /INDUSTRIAL RELATIONS

The Company follows standard Human Resource and Industrial Relations.

RESTRICTION ON PURCHASE OF OWN SHARES

The Managing Director has confirmed to the Board of Directors that the Company has not provided funds to the employees or any other person to purchase its own shares.

CORPORATE GOVERNANCE

Since the company is a private limited company the provision of clause 49 of the listing agreement do not apply the company.

GREEN INITIATIVE:

Your Company has taken the initiative of going green and minimizing the impact on the environment. The Company will hence forth be circulating the copy of the Annual Report in electronic format to all Members whose email address are available with the Company. Your Company would encourage Members to register themselves for receiving Annual Report in electronic form.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGOING

The nature of the Company's activities is such that there is nothing to state under provision of Section 134 of the Companies Act, 2013 read with the provision of Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

There has been neither any earning nor outgoing of foreign exchange during the year under review.

The Company looks forward for excelling in the business endeavors and improving shareholder value.

ACKNOWLEDGMENT

Your Directors wish to place on record their sincere thanks to the Valued Customers, Suppliers, Bankers, Central Government, State Governments and various Consultants and Business Associates for their continued support, co-operation and guidance, during the year under review. Your Directors also wish to thank their employees and executives at all levels for their valuable contributions.

For and on behalf of the Board of Directors



Vijay Kumar Jatia
Chairman

Place: Mumbai

Date: 09.05.2015

Registered Office: Modern Centre, Sane Guruji
Marg, Mahalaxmi, Mumbai - 400011

ANNEXURE 'A' TO THE DIRECTORS' REPORT

INFORMATION AS PER SECTION 134 READ WITH COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2015

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT:

As the Company has no manufacturing activities, the provisions of Companies (Accounts) Rule, 2014 relating to Conservation of Energy, Technology Absorption and Research & Development do not apply to your company.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

(a) - Activities relating to exports	:	NIL
- Initiatives taken to increase exports	:	NIL
- Development of new markets for products & services & Export plans	:	NIL
(b) Total Foreign Exchange:		
(i) Earnings	:	Rs. Nil
(ii) Outgoing	:	Rs. Nil



EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i)** CIN: - U 6 3 2 0 M H 2 0 0 8 P T C 1 8 3 8 7 7
- ii)** Registration Date: 23.06.2008
- iii)** Name of the Company: Modern India FreeTrade Warehousing Private Limited
- iv)** Category / Sub-Category of the Company: Company Limited by Shares
- v)** Address of the Registered office and contact details: Modern Centre, Sane Guruji Marg Mahalaxmi, Mumbai-400011
- vi)** Whether listed company: NO
- vii)** Name, Address and Contact details of Registrar and Transfer Agent, if any: NONE

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	engaged into the business of providing, developing, promoting, dealing in, acquiring, maintaining and engaging into development of and construction of warehousing facilities by purchase, lease, exchange, or and hire.	7010	NIL
2	The Company is also engaged in providing infrastructure pertaining to offices, go downs, storage facility for all the complexes and warehouses the Company dealing in.	7010	NIL

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1	Modern India Limited	25500	51%	-	Modern India Limited	25500	51%	-

Note: Modern India Limited also holds Preference shares No.4,75,000 of Rs. 100 each which is 100% of issued Preference Share capital.

(iii) Change in Promoters' Shareholding: there being no change in promoter shareholding

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Shree Rani Sati Investment and Finance Limited				
	At the beginning of the year	1000	2%	1000	2%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Nil		Nil	

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	At the End of the year (or on the date of separation, if separated during the year)	1000	2%	1000 Nil	2%

SI. No.	Camellia Mercantile Private Limited	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1500	3%	1500	3%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Nil			
	At the End of the year (or on the date of separation, if separated during the year)	10000	20%	1500	3%

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(v) Shareholding of Directors and Key Managerial Personnel: There are No key Managerial Personnel in the Company

Sl. No.	For Each of the Director Shri. Vijay Kumar Jatia	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10000	20%	10000	20%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	NIL	NIL	NIL	NIL
	At the End of the year	10000	20%	10000	20%

No.	For Each of the Directors Shri. Mudit Jatia	beginning of the year		during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	5000	10%	5000	10%

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Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
At the End of the year	5000	10%	5000	10%

(V) INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL;	NONE	NONE	NIL
i) Principal Amount				
ii) Interest due but not paid	NIL			
iii) Interest accrued but not due	NIL			
Total (i+ii+iii)	NIL			NIL
Change in Indebtedness during the financial year				
• Addition	NIL			
• Reduction	NIL			
Net Change				

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Indebtedness at the end of the financial year	NIL			NIL
i) Principal Amount				
ii) Interest due but not paid	NIL			
iii) Interest accrued but not due	NIL			
Total (i+ii+iii)	NIL	NIL	NIL	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:
There is no Managing Director, Whole-Time Director/or Manager.

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B. Remuneration to other directors:
No Remuneration is being paid to Directors

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

Note:It may be noted that the provisions of section 203 of the Companies Act, 2013 does not apply to the Company.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NONE

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M. L. SHARMA & CO. (Regd.)
CHARTERED ACCOUNTANTS

107, Chartered House, 297-299, Dr. C.H. Street, Behind Dolours Church, Marine Lines, Mumbai-400 002
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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED** ("the company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting and detecting frauds and other irregularities, selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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 have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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



An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making, those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 (the order) ; issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

As required by section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the Written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of section 164 (2) of the Act.




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

- i. The company did not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amount, which were required to be transferred, to the investor Education and Protection Fund by the Company.

Place of Signature: Mumbai
Date: - 9 MAY 2015



For M. L. SHARMA & CO.
FIRM REG. NO. 109963W
CHARTERED ACCOUNTANTS


(C. H. BANDI) PARTNER
Membership No.5385

ANNEXURE TO THE INDEPENDENT AUDITORS REPORT
The Annexure referred to in our Report of even date to the Members of MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED for the year ended 31st March, 2015. We report that:

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) As explained to us, the fixed assets of the company have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.
2. There were no stock of goods during the year with the Company; hence, comments on its physical verification, valuations and its reasonableness and maintenance of the proper records are not required and accordingly the provisions of clause ii (a) to (c) of the order are not applicable to the Company.
3. The Company has not granted any loans, secured or unsecured to the Companies, Firms or other parties covered in the register maintained under section 189 of the companies Act, 2013 and Accordingly, provision of clause iii (a) & (b) of the Order are not applicable to the Company.
4. In our opinion, and according to the information and explanations given to us, there is an adequate Internal Control system commensurate with the size of the Company and the nature of its business, for the purchase of Inventory and Fixed Assets and for the sale of goods and services. Further on the basis of our examination of the Books and records of the Company and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid Internal control System.
5. The Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 and any other relevant provision of the Companies Act, 2013 and the rules framed there under apply.
6. According to the information, explanations given to us and the books & records examined by us, since the company is not carrying out any activity during the year therefore Maintenance of cost records Under section 148 (1) of the Companies Act, 2013 is not applicable to the company.
7. (a) According to the information and explanations given to us, the provisions of Provident Fund, Employees' State Insurance Sales Tax, duty of customs, duty of excise and value added Tax are not applicable to the company. the company is regular in depositing Income tax, Wealth Tax, Service tax and any other statutory dues with the appropriate authorities and there are no undisputed amounts payable for the same were outstanding as at 31st March, 2015 for a period exceeding six months from the date they became payable.

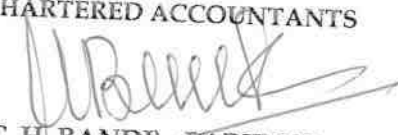


- (b) According to information and explanations given to us there are no dues of income tax, wealth tax, Service tax and any other statutory dues, which have not been deposited on account of any dispute.
- (c) There were no amount, which were required to be transferred, to the investor Education and Protection Fund by the Company
8. The Company has incurred cash losses during the current Financial Year as well as in the immediately preceding Financial Year however its accumulated losses are not more than fifty percent of its net worth as at the end of the Current Financial Year.
9. The Company has not availed any loan from financial institution or Banks or debenture holders during the current year as well as in the earlier years and accordingly the provision of clause ix of the order is not applicable to the Company.
10. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by other parties from Bank and Financial Institutions during the year and accordingly the provisions of clause x of the order is not applicable to the Company.
11. In our opinion and according to the information and explanations given to us, the Company has not taken any term loans during the year and accordingly the provisions of clause xi of the order are not applicable to the Company.
12. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

Place of Signature: Mumbai
Date: - 9 MAY 2015



For M. L. SHARMA & CO.
FIRM REG. NO. 109963W
CHARTERED ACCOUNTANTS


(C. H. BANDI) PARTNER
Membership No.5385

MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

Balance Sheet as at 31st March, 2015.

(Amount in ₹.)

Particulars	Note No.	As at March 31, 2015.	As at March 31, 2014.
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds:			
(a) Share Capital	1	4,80,00,000	4,80,00,000
(b) Reserves & Surplus	2	(27,32,116)	(27,00,677)
		4,52,67,885	4,52,99,323
(2) Current Liabilities:			
(a) Other Current Liabilities	3	16,854	11,236
		16,854	11,236
TOTAL		4,52,84,739	4,53,10,559
II. ASSETS			
(1) Non-current Assets			
(a) Fixed Assets			
(i) Tangible Assets	4	4,51,20,808	4,51,20,808
		4,51,20,808	4,51,20,808
(2) Current Assets:			
(a) Cash and cash equivalents	5	1,63,931	1,89,751
		1,63,931	1,89,751
TOTAL		4,52,84,739	4,53,10,559
Summary of Significant Accounting Policies The accompanying notes are an integral part of the financial statements	7		

As per our report attached

For M. L. Sharma & Co.

Firm Reg. No. 109963W

Chartered Accountants

(C. H. BANDI)

Partner

M. No. 05385



[Signature]
Director

[Signature]
Director

Place : Mumbai

Dated : -9 MAY 2015

Place : Mumbai

Dated :


MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

Statement of Profit and Loss for the Year ended 31st March, 2015

(Amount in ₹.)

	Note No.	2014-15	2013-14
I. Revenue from Operations		-	-
II. Other Income		-	-
III. Total Revenue (I + II)		-	-
IV. Expenses:			
(a) Other expenses	6	31,439	5,19,889
Total expenses		31,439	5,19,889
V. Loss before extraordinary items and tax		(31,439)	(5,19,889)
VI. Extraordinary Items		-	
VII. Loss before Tax		(31,439)	(5,19,889)
VIII Tax expense:		-	-
IX Loss for the period from continuing operations		(31,439)	(5,19,889)
X Earnings per Equity Share:			
(1) Basic		(0.63)	(10.40)
(2) Diluted		(0.63)	(10.40)
Summary of Significant Accounting Policies The accompanying notes are an integral part of the financial statements	7		

As per our report attached
For M. L. Sharma & Co.
Firm Reg. No. 109963W
Chartered Accountants


(C. H. BANDI) Partner
M. No. 05385




Director


Director

Place : Mumbai

Dated : - 9 MAY 2015

Place : Mumbai

Dated :

MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

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

	(Amount in ₹.)		(Amount in ₹.)	
	2014-2015		2013-2014	
A. Cash Flow From Operating Activities:				
Net Profit Before Tax		(31,439)		(5,19,889)
Add / (Less):				
Prior Period Expenses	-	-	-	-
Operating Profit/(Loss) before working Capital Changes		(31,439)		(5,19,889)
Inventories	-	-	-	-
Trade Receivables	-	-	-	-
Loans & Advances	-	-	-	-
Liabilities	5,619	5,619	(56,40,189)	(56,40,189)
Cash Generated from Operations		(25,820)		(61,60,078)
Direct Taxes Paid (Net)				-
Net Cash Used in Operating Activities		(25,820)		(61,60,078)
B. Cash Flow from Investing Activities:				
Purchase of Fixed Assets (Capital W.I.P.)	-	-	-	-
Purchase of Investments	-	-	-	-
Purchase of Fixed Assets	-	-	(4,91,742)	(4,91,742)
Net Cash Used in Investing Activities		-		(4,91,742)
C. Cash Flow from Financing Activities:				
Shares Issued	-	-	4,75,00,000	
Borrowings Repaid to Holding Company	-	-	-	
Short Term Borrowings	-	-	(4,09,65,000)	
Interest Paid	-	-	-	
Dividend Paid	-	-	-	65,35,000
Net Cash from Financing Activities		-		65,35,000
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)		(25,820)		(1,16,820)
Opening Balance of Cash and Cash Equivalents	1,89,751		3,06,571	
Closing Balance of Cash and Cash Equivalents	1,63,931		1,89,751	
Net Increase/(Decrease) as disclosed above		(25,820)		(1,16,820)

As per our report attached

For M.L.Sharma & Co
Chartered Accountants
Firm Reg. No 109963W

(Signature)
(C. H. BANDI) Partner
Membership No. : 5385
Place : Mumbai
Dated : - 9 MAY 2015



For and on behalf of the Board

(Signature)
Director

(Signature)
Director
Place : Mumbai
Dated :

MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

Note No: 1 **SHARE CAPITAL**

Share Capital	As at March 31, 2015.		As at March 31, 2014.	
	Number	₹	Number	₹
Authorized:				
Equity Shares of 10/- each	250000	25,00,000	250000	25,00,000
Preference Shares of 100/- each	475000	4,75,00,000	475000	4,75,00,000
		<u>5,00,00,000</u>		<u>5,00,00,000</u>
Issued, Subscribed & Paid-up:				
Equity Shares of 10/- each	50000	5,00,000	50000	5,00,000
9% Non-Cumulative Redeemable Preference Shares of Rs 100/- each	475000	4,75,00,000	475000	4,75,00,000
		<u>4,80,00,000</u>		<u>4,80,00,000</u>

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.

Equity Shares	As at March 31, 2015.		As at March 31, 2014.	
	Number	Amt	Number	Amt
Shares outstanding at the beginning of the year	50000	500000	50000	500000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	50000	500000	50000	500000

Preference Shares	As at March 31, 2015.		As at March 31, 2014.	
	Number	Amt	Number	Amt
Shares outstanding at the beginning of the year	4,75,000	4,75,00,000	-	-
Shares Issued during the year	-	-	4,75,000	4,75,00,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	4,75,000	4,75,00,000	4,75,000	4,75,00,000

(b) 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. The Company declares and pays dividends in Indian Rupees. The dividends proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting.
- The Company has only one class of Preference Shares i.e. 9% Redeemable Non-Cumulative Preference Share having a par value of Rs. 100/- per Share. These are redeemable on or before expiry of 20 year from the date of allotment as decided by Board of Directors.

(c) 25,500 Equity Shares and Entire Preference Share Capital are held by Holding Company Modern India Limited.

(d) Details of shareholders holding more than 5% shares in the Company

Equity Shares	As at March 31, 2015.		As at March 31, 2014.	
	No. of Equity Shares held	% of Holding	No. of Equity Shares held	% of Holding
Modern India Limited	25500	51	25500	51
Vijaykumar Jatia	10000	20	10000	20
Sidhant Jatia	5000	10	5000	10
Mudit Jatia	5000	10	5000	10

Preference Shares	As at March 31, 2015.		As at March 31, 2014.	
	No. of Preference Shares held	% of Holding	No. of Preference Shares held	% of Holding
Modern India Limited	475000	100	475000	100

(e) Other disclosure pursuant to Note no. 6 of Part I of Schedule III to the Companies Act, 2013 is either Nil or not applicable to the Company.



Note No: 2 Reserve & Surplus

Deficit in Statement of Profit & Loss
 As per last balance sheet
 Add : Loss for the period

As at March 31, 2015.	As at March 31, 2014.
(27,00,677)	(21,80,788)
(31,439)	(5,19,889)
<u>(27,32,116)</u>	<u>(27,00,677)</u>

Note No: 3 Other Current Liabilities

(a) Other liabilities
 (b) Provision for Expenses (Audit Fees)

As at March 31, 2015.	As at March 31, 2014.
5,618	-
11,236	11,236
<u>16,854</u>	<u>11,236</u>



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MODERN INDIA FREE TRADE WAREHOUSING PRIVATE LIMITED

NOTE NO 4 : FIXED ASSETS

Sr	Particulars	Gross Block			Depreciation/Amortization			Net Block			
		As on 01.04.2014	Additions	Deduction	As on 31.03.2015	upto 31.03.2014	for the year	On Deduction	upto 31.03.2015	As on 31.03.2015	As on 31.03.2014
I	TANGIBLE ASSETS										
1	Freehold Land	4,51,20,808	-	-	4,51,20,808	-	-	-	-	4,51,20,808	4,51,20,808
	TOTAL	4,51,20,808	-	-	4,51,20,808	-	-	-	-	4,51,20,808	4,51,20,808
	Previous Year	4,46,29,066	4,91,742	-	4,51,20,808	-	-	-	-	4,51,20,808	



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Note No: 5 **Cash and Cash Equivalents**

	As at March 31, 2015.	As at March 31, 2014.
Balance with Schedule Bank - In Current Account	1,49,325	1,74,545
Cash on Hand	14,606	15,206
	<u>1,63,931</u>	<u>1,89,751</u>

Note No: 6 **Other Expenses:**

	As at March 31, 2015.	As at March 31, 2014.
Rates and Taxes, excluding taxes on income	2,500	2,500
Legal and Professional Charges	13,391	50,557
Auditors' Remuneration: - Audit Fees	11,236	11,236
Miscellaneous Expenses	0	3,375
Bank Charges	98	209
Filing Fees	4,214	7,500
Share Issue Expenses	0	4,42,500
Interes on TDS	0	2,012
	<u>31,439</u>	<u>5,19,889</u>



1 Significant Accounting Policies:

A Basis of Preparation of Financial Statements:

These financial statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (GAPP) under the historical cost convention on accrual basis. GAAP comprises mandatory Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting Policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the Accounting Policy hitherto in use.

B Fixed Assets:

Fixed Assets are stated at the cost of acquisition including expenses relating to acquisition, erection, constructions less accumulated depreciation.

C Depreciation:

Depreciation is provided on WDV basis as per the rates and in the manner specified in Schedule II of the Companies Act, 2013.

D Retirement Benefits:

Retirement benefits are not applicable to the company.

E Investments:

The Company does not own any investment during the year.

F Recognition of Income & Expenditure:

Income & Expenditure are accounted for on accrual basis.

G Borrowing Cost

The Company has capitalized the Borrowing Cost which are specifically used for the Purposes of obtaining/construction of a qualifying Assets & Balance amount charged to Statement of Profit & Loss account.

H Taxation:

Provision for Income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred Income taxes are recognized for the future tax consequences attributable to timing difference between the financial statement determination of income and their recognition for tax purposes. The effect of deferred tax assets & liabilities of a change in tax rates is recognized in income using the tax rates and tax laws that have been enacted for substantively enacted by the balance sheet date. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

I Intangible Assets:

- i. Intangible Assets are recognized by the Company only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the same can be measured reliably.
- ii. Intangible Assets are amortized on a systematic basis over its useful life and the amortization for each period will be recognized as per expense.

J Impairment:

Impairment loss is recognized wherever the carrying amount of an asset is in excess of its recoverable amount and the same is recognized as an expense in the statement of profit and loss and carrying amount of the asset is reduced to its recoverable amount. Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the asset no longer exist or have decreased.

K Provisions:

A Provision is recognized when an enterprise has a present obligation as a result of past event 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 are not discounted to present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

L Contingent Liability:

Contingent Liabilities are not provided for in the accounts & are disclosed by way of notes, if any.



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2 Notes on Accounts:

A ₹ Nil has been capitalized as a Borrowing Cost during the year (Previous Year ₹ 4,91,742/-).

B DISCLOSURE OF RELATED PARTIES AND RELATED PARTY TRANSACTIONS:

In compliance with the AS-18 "Related Party Disclosure", which has become mandatory, the required information is as under:-

i LIST OF RELATED PARTIES:

Key Management Personnel & Relatives :

- (i) Mr. V. K. Jatia - Director
- (ii) Mr. Mudit Jatia - Director

(a) Where control exists :

Modern India Limited - Holding Company.

(b) Significant Influence :

- (i) Alcyone Trading Co P Ltd
- (ii) Camellia Mercantile P Ltd
- (iii) Candescant Traders P Ltd
- (iv) F Pudumjee Invt Co Ltd
- (v) Ignatius Trading Co P Ltd
- (vi) Modern Derivatives & Comm P Ltd
- (vii) Modern India Property Developers Ltd
- (viii) Shree Ranisati Invt & Finance Ltd
- (ix) Sarat Leasing & Finance Ltd

ii NO TRANSACTIONS WERE CARRIED OUT DURING THE YEAR WITH THE RELATED PARTIES.

iii TRANSACTION CARRIED OUT FROM RELATED PARTIES DURING THE YEAR 2014-15.

	Nature of Transactions	Significant Influence				Holding Company	Total
		Modern Derivatives & Property	Modern & Property	Shree Ranisati Invt & Fin Ltd	V K Jatia		
1 a)	Loan taken	-	-	-	-	-	-
b)	Repayment etc out of Loan taken	-	-	-	-	21007607	21007607
c)	Interest on Loans taken	575000	19390000	-	21000000	21007607	61972607
e)	Interest on Loan paid	5538	5844	-	239288	241072	491742
d)	Preference Share Issued	757795	2248925	1208492	264603	1657734	6137549
		-	-	-	-	-	-
		-	-	-	-	47500000	47500000

Note : Previous Year's figures are given in *Italics*

iv AMOUNT DUE TO/FROM RELATED PARTIES AS ON MARCH 31, 2015 IS AS UNDER:

	Nature of Transactions	Holding Company	Total
1	Amount of Preference Shares outstanding at the end of the year	47500000	47500000
		47500000	47500000

Note : Previous Year's figures are given in *Italics*

C The Company has not recognized Deferred Tax Assets on Business Losses since they believe that Cumulative effect of such items are not reversible in the future years.



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D Earning per Share:

In compliance with Accounting Standard-20 'Earning per Share' issued by the Institute of Chartered Accountants of India, Basic earning per share has been calculated by dividing net profit after tax with the weighted average number of Equity Shares outstanding during the Year as per details given below :-

Particulars	Year ended 31.03.2015	Year ended 31.03.2014
Net Profit/(Loss) available for equity shareholders		
Weighted average number of equity share outstanding	(31439)	(519889)
Basic/Diluted Earning per Share (on nominal value of Rs 10/- per share)	50000	50000
	(0.63)	(10.40)

E There are no Micro and Small Enterprise to whom the Company owes dues, which are outstanding for more than 45 days as the Balance Sheet date. Further, the Company has not paid any interest to any Micro and Small Enterprises during the accounting year, nor is any interest payable to any Micro and Small Enterprise on the Balance Sheet Date. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

H Since the Company has not commenced its operations, the other disclosures required as per Part II of Schedule III to the Companies Act, 2013 are either Nil or not applicable to the Company.

I The figures have been rounded off to nearest rupee and previous year's figures have been regrouped / rearranged wherever necessary to make them comparable with figures of current financial year.

For M.L.Sharma & Co

Firm Reg. No 109963W
Chartered Accountants

(C. H. BANDI) Partner

M. No. 05385

Place : Mumbai

Dated : - 9 MAY 2015



**For Modern India Free Trade
Warehousing Pvt. Ltd**

Director

Director

Place : Mumbai

Dated :

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