

# TRANS FINANCIAL RESOURCES LIMITED

**Regd. Office** : B-2, Sarita Darshan,  
Opp. Jaihind Press,  
Ashram Road,  
Navrangpura,  
Ahmedabad- 380009.

**Board of Directors** : **Mr. Hemrajsinh Vaghela** - Managing Director  
**Mrs. Priti Patel** - Director  
**Mr. Vanraj Kahor** - Director

**Auditors** : **M/s Shital Mutha & Co.,**  
Chartered Accountants  
A-201, Sarvoday Enclave,  
Opp. New Golden Nest,  
Bhayandar (E),  
Thane-401105.

**Stock Exchanges** : **1. The Bombay Stock Exchange Ltd.**  
wherein the shares of 25th Floor, P. J. Towers,  
the Company are listed : Dalal Street, Fort,  
Mumbai - 400001.

**2. The Ahmedabad Stock Exchange Limited**  
Kamdhenu Complex,  
Opp. Sahjanand College,  
Panjarapole,  
Ambawadi,  
Ahmedabad- 380 015.



**NOTICE**

Notice is hereby given that Annual General Meeting of TRANS FINANCIAL RESOURCES LIMITED will be held at Regd. Office at B-2 Sarita Darshan, Jaihind Press, Ashram Road, Navrangpura, Ahmedabad- 380009 on 30th September, 2011 at 10.00 A.M. to transact the following business:

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the profit and loss account of the Company for the year ended on 31st March, 2011 and Balance Sheet as at that date and Director's Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Vanraj Kahor, who retires by rotation and being eligible to offers himself for re-appointment.
3. To appoint Auditors, and to fix their remuneration.

Place : Ahmedabad

Date : 20/08/2011

By order of the Board of Directors,  
FOR TRANS FINANCIAL RESOURCES LIMITED

Sd/-  
CHAIRMAN  
Mr. Hemrajsinh Vaghela

**NOTES :-**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 26th Sept. 2011 to 30th Sept. 2011 (both days inclusive).
3. As a measure of economy, Annual Report will not be distributed at the Meeting. So, members are requested to bring their copy of Annual Report with them to the Annual General Meeting.



## DIRECTORS' REPORT

To,  
The Members of,  
M/s TRANS FINANCIAL RESOURCES LIMITED

Your Directors have pleasure in presenting the Annual Report of the Company together with the Audited Accounts for the financial year ended on 31st March 2011.

## 1. Financial Results :

Particulars	FY 2010-11	FY 2009-10
Sales	8,36,81,33,502	5,88,92,444
Other income	—	—
Depreciation	31,861	34,426
Other expenses	1,31,58,909	1,09,47,795
Profit/ Loss before Tax	(1,17,16,802)	(7,39,27,427)
Profit/Loss after Tax	(1,17,16,802)	(7,39,27,427)

During the current year your company has occurred a huge loss due to adverse economic conditions of the market and prevalent recession market scenario in the global financial market. Your directors immensely working towards the growth of the company. We are hoping that the phenomenal growth shall be achieved during the next coming years.

## 2. Personnel

Your directors' wish to place on record their appreciation for the contribution to growth of the business made by employees at all levels. Information as required pursuant to section 217(2A) of the companies Act, 1956 has not been given, as it is not applicable.

## 3. Auditors

M/s. Shital Mutha & Co., Chartered Accountants, Statutory Auditor of the Company, retire at the conclusion of ensuing Annual General Meeting and being eligible, offer themselves for Re-appointment.

## 4. Deposits

During the year under review, Company has not accepted any Deposits falling under Section 58A of Companies Act, 1956.

## 5. Energy, Technology And Foreign Exchange

The additional information required to be disclosed in terms of notification No.1029 dated 31st December, 1998 issued by the Department of Company Affairs, Ministry of Finance is not applicable.

## 6. Directors' Responsibility Statement

Pursuant to Section 217(2A) of Companies Act, 1956, the Directors confirm that:

- In the preparation of Annual Accounts, appropriate accounting standard have been followed.
- Appropriate accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give true and fair view of state of affairs of the company at the end of financial year ended 31st March, 2011.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safe guarding the assets of the company and for preventing and detecting fraud and other irregularities.
- The Annual Accounts have been prepared on going concern basis.



**7. Directors**

Mrs. Priti Patel, director of the company retires by rotation and is eligible for Re-Appointment.

**8. Report on Corporate Governance**

Compliance Report on Corporate Governance is a part of Annual Report is annexed herewith.

**9. Acknowledgements**

Your Directors wish to place on record their appreciation of the whole hearted co-operation extended to company from various departments of the central and state governments, company' bankers and financial institutions and employees of the company and look forward for the same cordial relationship in coming years.

**Place : Ahmedabad**

**Date : 20/08/2011**

**By order of the Board of Directors,  
FOR TRANS FINANCIAL RESOURCES LIMITED**

**Sd/-  
CHAIRMAN  
Mr. Hemrajsinh Vaghela**



**REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE**

The Securities and Exchange Board of India (SEBI) constituted the Committee on Corporate Governance to promote and raise the standard of Corporate Governance of listed companies. The Committee has made recommendation on the composition of the board of directors, audit committee, board procedure etc.

The company has taken necessary steps to comply with the clause of 49 of the revised Listing Agreement given below is the report of the Directors on the Corporate Governance.

**REPORT ON CORPORATE GOVERNANCE :****1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:**

The Company believes in functioning in a transparent manner with the basic philosophy being to enhance the Shareholder value, keeping in mind the needs and interest of other stakeholders, in compliance thereof. The following information is placed before the shareholders.

**1. BOARD OF DIRECTORS :**

Name of Director	Category	No. of Board Meeting	Attended	Last AGM Attendance
Mr. Hemrajsinh Vaghela	Mg. Director	6	6	YES
Mrs. Priti Patel	Director	6	6	YES
Mr. Vanraj Kahor	Director	6	6	YES

No Directors are having Chairmanship of more than five companies where they are director.

Name of Director	Other Directorship (No. of Company)
Mr. Hemrajsinh Vaghela	8
Mrs. Priti Patel	2
Mr. Vanraj Kahor	10

In line with the requirements of the code of the corporate governance, the board of directors comprises of four members. However, Your Company is trying its level best to accomplish the revised clause-49 of listing agreement.

Company does not have any system of payment of remuneration to independent Directors.

Further during the year, meeting of Board of Directors was held 6 times.

A declaration signed by Mr. Hemrajsinh Vaghela, Mg. Director of the company according compliance of sub-Clause (1D) of Clause 49 of the listing Agreement is attached herewith forming part of his Annual Report.

**2. AUDIT COMMITTEE :**

Presently the company has Three Directors. The company has independent audit committee which submits its report to the management on monthly basis and action is taken on the same by the Managing Director on regular basis.

Pursuant to the revised clause 49 of the listing agreement, the company has appointed Audit committee consisting of followings:

- (i) Mrs. Priti Patel - Chairman
- (ii) Mr. Vanraj Kahor - Member

The scope of committee includes.

- a. Review of company's financial reporting process and the financial statement.
- b. Review internal control systems and functioning of internal audit process.
- c. Post audit review with statutory auditors.

During the year under review, Audit committee met four times where all the members attended meetings.

**3. REMUNERATION COMMITTEE :**

NO remuneration was paid to any director during the year. No sitting fees are payable to any Director.

Remuneration committee consisting following :

- (i) Mr. Hemrajsinh Vaghela - Chairman
- (ii) Mr. Vanraj Kahor - Member

No Remuneration was paid to Directors during the year.



**4. SHAREHOLDERS' COMMITTEE :**

The company has complied with the requirement of the sub clause VI (A), (B) of the clause 49 of the Listing agreement.

The composition of shareholders cum investors' grievance committee was as follows:

- (i) Mr. Hemrajsinh Vaghela - Chairman
- (ii) Mr. Vanraj Kahor - Member

During the year, the company and their Registrar and Share Transfer Agents M/s. Sharepro Services India Pvt. Ltd. have resolved all investors' complaints. It is policy of the company to give reply of shareholders complaint within the time frame prescribed by the SEBI/Stock Exchanges.

The Share received for transfer is approved on 15th and 30th of the each month and are given effect by the Registrar and Share Transfer Agent.

M/s. Sharepro Services India Pvt. Ltd. continued to provide its services as common Agent for electronic as well as physical share transfer work.

**5. GENERAL BODY MEETING :**

Date	Type	Time	Location
30/09/2008	AGM	10.00 A.M.	B-2 Sarita Darshan, Jaihind Press, Ashram Road, Navrangpura, Ahmedabad- 380009
30/09/2009	AGM	10.00 A.M.	
30/09/2010	AGM	10.00 A.M.	

There were no special resolutions passed by the company through postal ballot at any of the above annual general meeting.

**6. DISCLOSURES :**

During the year under review, the quarterly unaudited results were taken on record by the Board of Directors at the end of month of respective quarter. However in terms of clause 41 of Listing Agreement the same were not furnished to the concerned stock exchanges nor were also circulated in the newspaper within the stipulated time.

- (A) Company has followed accounting standards diligently.
- (B) Further, company is in the process of laying down risk assessment system.
- (C) Further, company has not received any funds through capital market during the year.
- (D) Transaction with related parties have been properly disclosed in notes to accounts and discussed at length by audit committee.
- (E) Management discussion and analysis report is attached to and forms part of this report.
- (F) Further, Mr. Hemrajsinh Vaghela, Director of the company as certified to board of directors of the company regarding compliance of sub-clause (v) of clause 49 of listing agreement.

**7. MEANS OF COMMUNICATION :**

The means of communication between the Shareholders and company are transparent and investor friendly. Steps are being taken to display the corporate results on the EDIFAR & Corporate website, which is being developed.

**8. GENERAL SHAREHOLDERS' INFORMATION :**

**Annual General Meeting :**  
(Date, Time & Venue) :

Date : 30/09/2011  
Time : 10.00 a.m.  
Venue : B-2 Sarita Darshan, Opp. Jaihind Press,  
Ashram Road, Navrangpura, Ahmedabad-380009.

**Financial Year :**

1st April 2010 to 31st March 2011

**Dates of Book Closure :**  
(Both days inclusive)

From 26th Sept. 2011 to 30th Sept. 2011

**Dividend Payment Date :**

No Dividend recommended.

**9. LISTING OF STOCK EXCHANGE :**

The Bombay Stock Exchange Limited  
The Ahmedabad Stock Exchange Limited

526961  
—



## 10. MARKET PRICE DATA AT BOMBAY STOCK EXCHANGE LIMITED :

MONTH	
April, 2010	
May, 2010	
June, 2010	As the Trading in Securities has been suspended and hence No data is available for the period.
July, 2010	
August, 2010	
September, 2010	
October, 2010	
November, 2010	
December, 2010	
January, 2011	
February, 2011	
March, 2011	

## 11. DISTRIBUTION PATTERN AS ON THE 31ST MARCH, 2011 :

	No of Shares	Percentage
Promoters and Relatives	11,95,639	23.82%
Banks/ FI/ FI	—	—
Public	25,74,780	51.29%
Body Corporate	12,48,681	24.89%
NRI	—	—
Total	50,19,100	100%

## 12. REGISTRAR AND SHARE TRANSFER AGENT :

**M/s. Sharepro Services India Pvt. Ltd.**

13, AB Smitha Warehousing Complex, Sakinaka Telephone Lane,  
Sakinaka, Andheri (East) Mumbai – 400072.

Fax : 2859156.

## 13. SHARE TRANSFER SYSTEM :

The share transfer work is handled by registrar and transfer agent for the company.

Share Transfers are registered and dispatched within a period of thirty days from the date of the lodgments if the transfer documents are correct and valid in all respects.

## 14. DEMATIRIALISATION OF SHARES :

Outstanding GDRs/ADRs/Warrants or any Convertibles instruments and conversion date and likely impact on Equity : N.A.

**Address for Correspondence :**

B-2 Sarita Darshan, Jaihind Press, Ashram Road,  
Navrangpura, Ahmedabad-380009.

91,700 Equity shares out of 50,19,100 Equity shares of the company have been dematerialized as at 31st March, 2011 representing 1.82% of total paid-up capital of the company.

Place : Ahmedabad  
Date : 20/08/2011

By order of the Board of Directors,  
FOR TRANS FINANCIAL RESOURCES LIMITED

Sd/-  
CHAIRMAN  
Mr. Hemrajsinh Vaghela



**MANAGEMENT DISCUSSION AND ANALYSIS****1. Overall Review :**

The overall performance during the financial year 2010-11 has been satisfactory.

**2. Financial Review :**

Total turnover for the year ended 31st March, 2011 was Rs. 8,36,81,33,502. This increase was mainly on account of improvement in manufacturing process and sales promotion drive. Better working capital management was also one of the emphasis on which proper weight age was laid upon.

**3. Internal Control System and their adequacy :**

Considering the size of the company, your company has adequate system of internal control to provide reasonable assurance that assets are safeguarded and protected from unauthorized use or deposition.

**4. Business Environment :**

The Performance of the company for the year under review was satisfactory.

**5. Risk and Concern :**

The building, plant and machinery, vehicle and stocks of the company are adequately insured.

**6. Cautionary Statement :**

Statements in this report on management Discussion and analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially from those expressed or implied. Important factors that could make a different to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations. The Company assumes no responsibilities in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information of event.

Place : Ahmedabad

Date : 20/08/2011

By order of the Board of Directors,  
FOR TRANS FINANCIAL RESOURCES LIMITED

Sd/-  
Managing Director  
Mr. Hemrajsinh Vaghela



**CERTIFICATION BY MANAGING DIRECTOR TO THE BOARD**

I, Mr. Hemrajsinh Vaghela, Mg. Director of the TRANS FINANCIAL RESOURCES LIMITED, certify that:

1. I have reviewed the financial statements for the year and that to the best of my knowledge and belief:
  - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - b. These statements give a true and fair view of the state of affairs of the company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including Accounting Standards, applicable laws and regulations.
2. These are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. I accept overall responsibility for the company's internal control system and financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal audit works with all the levels of management and statutory auditors and reports significant issues to the Audit Committee of the Board. The auditors and audit committee are apprised of any corrective action taken with regard to significant deficiencies and material weakness.
4. I indicate to the auditors and to the audit committee:
  - a. Significant changes in internal control over financial reporting during the year.
  - b. Significant changes in accounting policies during the year;
  - c. Instances of significant fraud of which we have become aware of and which involve management or other employees who have significant role in the company's internal control system over financial reporting.

However, during the year there were no such changes or instances.

Place : Ahmedabad

Date : 20/08/2011

Sd/-  
Managing Director  
Mr. Hemrajsinh Vaghela



**DECLARATION BY THE CHAIRMAN & MANAGING DIRECTOR  
ABOUT CORPORATE GOVERNANCE**

I, Mr. Hemrajsinh Vaghela, Chairman & Mg. Director of TRANS FINANCIAL RESOURCES LIMITED hereby confirm pursuant to clause 49(1)(d) of the listing agreement that:

1. The board of directors of Trans Financial Resources Limited has laid down a code of conduct has been placed on the company's website.
2. All the members of the board as well as senior management personal have complied with the said code of conduct for the year ended 31st March 2011.

**Place : Ahmedabad**

**Date : 20/08/2011**

**Sd/-  
Chairman & Mg. Director  
Mr. Hemrajsinh Vaghela**



**CERTIFICATE OF CORPORATE GOVERNANCE**

To,  
The Members of  
M/s. TRANS FINANCIAL RESOURCES LIMITED

We have examined the compliance of the conditions of corporate Governance by TRANS FINANCIAL RESOURCES LIMITED for the year ended on March 31, 2011, as stipulated in Clause 49 of the listing Agreements 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 a review of the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of the opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that Company has broadly complied with the provisions of corporate governance complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above-mentioned Listing Agreement.

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

**PLACE : AHMEDABAD**  
**DATE : 20/08/2011**

**For, Shital Mutha & Co.**  
**CHARTERED ACCOUNTANT**

**Sd/-**  
**Mr. Shital Mutha**  
**Proprietor**  
**M.No. 125792**



## AUDITORS' REPORT

To,  
The Shareholders,  
Trans Financial Resources Ltd.  
Ahmedabad.

We have audited the attached Balance Sheet of Trans Financial Resources Ltd. as at 31st March 2011 and Profit & Loss Account for the year ended on that Date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements Based on our audit.

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

As required by the Companies (Auditor's Report) Order, 2003 [as amended 2004] issued by the Central Government of India in terms of sub-section (4A) of section 227 of the companies Act, 1956 and on the basis of such checks as we considered appropriate, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.

Further to our comments in the Annexure referred to above, we report that:

- 1) 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.
- 2) In our opinion, proper books of Accounts as required by law have been kept by the company so far as appears from our examination of those books.
- 3) The Balance Sheet and Profit & Loss Account dealt with by this Report are in agreed with the Books of Accounts.
- 4) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
- 5) On the basis of written representation received from the directors, as on 31st March, 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- 6) In our opinion and to the best of our information and according to the explanation given to us, the said accounts subject to the effect of such adjustments, if any, as might have been required for and read together with the significant accounting policies and notes thereon give a true and fair view in conformity with the accounting principles generally accepted in India:
  - a) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March 2011 and
  - b) In the case of Profit & Loss Account of the Loss for the year ended on that date.

Place : Mumbai  
Date : 20/08/2011

For, Shital Mutha & Co.  
Chartered Accountants

Sd/-  
Shital Mutha  
Proprietor  
M.No: 125792



## ANNEXURE TO THE AUDITOR REPORTS

Re: Trans Financial Resources Ltd.

Referred to in paragraph 3 of our report of even date,

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the assets have been physically verified by the management during the year which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed off substantial part of the fixed assets so as to affect the going concern status of the company.
- (ii) (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) (a) The company has taken outstanding interest free ICD from 5 companies, Firms and others covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.252.20 Lacs and the year-end balance of loans taken from such parties was Rs.350.13 Lacs.  

The company has outstanding interest free loans granted to 6 companies/directors and other covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.720.05 lacs and the year-end balance of loans taken from such parties was Rs. 697.53 lacs.
- (b) In our opinion, the rate of interest and other terms and conditions on which loans have been taken from / granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.
- (c) According to information and explanations made available to us, no terms and conditions for repayment of loan given or taken by the company is stipulated and hence no comment is made regarding repayment of principal. Also, since the loans are interest free the provision regarding regularity in repayment of interest is not applicable.
- (d) According to information and explanations made available to us, no terms and conditions for repayment of loan given by the company is stipulated and hence no comment is made regarding overdue in repayment of principal.
- (iv) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rs.5.00 lacs in respect of any party during the year.
- (vi) In our opinion and according to the information and explanations given to us, the company has not accept deposits complied with the provisions of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.



- (vii) In our opinion and explained to us the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) We are informed that the Central Government has not prescribed the maintenance of cost record under Section 209 (1) (d) of the Companies Act, 1956.
- (ix) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employee' state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31.03.2011. Income Tax department has raised demand of Rs.372472/- pertaining to A.Y. 1996-97. The company has preferred appeal against the demand and the matter is still pending.
- (x) In our opinion, the accumulated losses of the company are more than fifty percent of its net worth. The Company has incurred Rs.116.85 lacs cash loss for the current financial year covered by our audit and Rs.738.93 Lacs during the year immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not taken loans from banks/financial institutions or debenture holders and hence no comment is required whether it has made any default in repayment of dues to the banks/financial institutions or debenture holders.
- (xii) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion the company is not a chit fund or a Nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xiv) The company is dealing in or trading in shares, securities, debentures and other investments. The company has maintained proper records of all the transaction and contracts. The company has made timely entries therein. In our opinion and explanation given to us stock held by the company in its own name except to the extent of the exemption, if any granted under section 49 of the act.
- (xv) As per the information and explanations made available to us, the Company has not given guarantee for Loans taken by others from Bank or Financial Institutions.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets except permanent working capital.
- (xviii) According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) According to the information and explanations given to us, the Company has not issued any debentures during the period covered by our audit report.
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Place : Mumbai  
Date : 20/08/2011

For, Shital Mutha & Co.  
Chartered Accountants

Sd/-  
Shital Mutha  
Proprietor  
M.No: 125792



## BALANCE SHEET AS ON 31ST MARCH 2011

No.	Particulars	Schedule	31.03.2011	31.03.2010
A.	Sources of Funds :			
A)	Shareholder's Funds :			
1)	Share Capital	1	50191000	50191000
2)	Reserves & Surpluse	2	2450000	2450000
B)	Loan Funds :			
1)	Secured Loans	3	0	0
2)	Unsecured Loans	4	50349552	58499674
	<b>TOTAL</b>		<b>102990552</b>	<b>111140674</b>
B.	Application of Funds :			
A)	Fixed Assets	5	1733	33594
B)	Investments	6	0	0
C)	Current Assets, Loans & Advances	7	409435283	119133164
	Less: Current Liabilities & Provisions	8	403103344	113788544
			6331939	5344620
D)	Profit & Loss	10	96656880	105762459
E)	Mis. Expenditure to the extent not written off (Preliminary & Public Issue Exps.)	9	0	0
	<b>TOTAL</b>		<b>102990552</b>	<b>111140674</b>
	Notes Forming Part of the Accounts	13		

As per Report of even date

For, Shital Mutha & Co.  
Chartered Accountants

Sd/-

Shital Mutha

Proprietor

M.No: 125792

Place : Mumbai

Date : 20/08/2011

For, Trans Financial Resources Ltd.  
For and on behalf of the board

Sd/-

Managing Director

Mr. Hemrajsinh Vaghela

Sd/-

Director

Mr. Vanraj Kahor

Place : Ahmedabad

Date : 20/08/2011



## PROFIT &amp; LOSS ACCOUNT FOR THE YEAR ENDED ON 31.03.2011

No.	Particulars	Schedule	31.03.2011	31.03.2010
<b>A.</b>	<b>INCOME :</b>			
1)	Income from Operations	11	8368133502	458892443
2)	Closing Stock		22003750	22003750
	<b>TOTAL</b>		<b>8390137252</b>	<b>480896193</b>
<b>B.</b>	<b>EXPENDITURE :</b>			
1)	Purchase & Stock in Trade		8388663284	543841400
2)	General Administrative & Selling Expenses	12	13158909	10947795
3)	Preliminary Exps. W/Off	9	0	0
4)	Depreciation	5	31861	34426
	<b>TOTAL</b>		<b>8401854054</b>	<b>554823621</b>
<b>C.</b>	Profit Before Taxes		-11716802	-73927428
<b>D.</b>	Less: Provision for Taxes		0	0
<b>E.</b>	Profit After Taxes		-11716802	-73927428
<b>F.</b>	Add: Bal B / fd. From Balance Sheet		-105762458	-31835030
<b>G.</b>	Balance Carried to Balance Sheet		-117479260	-105762458

Notes Forming Part of the Accounts

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As per Report of even date

For, Shital Mutha & Co.  
Chartered Accountants

Sd/-

Shital Mutha

Proprietor

M.No: 125792

Place : Mumbai

Date : 20/08/2011

For, Trans Financial Resources Ltd.  
For and on behalf of the board

Sd/-

Managing Director

Mr. Hemrajsinh Vaghela

Sd/-

Director

Mr. Vanraj Kahor

Place : Ahmedabad

Date : 20/08/2011



**SCHEDULES FOR THE YEAR ENDED ON 31ST MARCH 2011**

Particulars	Amount Rs. 2010-11	Amount Rs. 2009-10
-------------	-----------------------	-----------------------

**SCHEDULE : 1 - SHARE CAPITAL :****Authorised Share Capital :**

6000000 Equity Shares of Rs.10/- each	60000000	60000000
Issued, Subscribed & Paid Up 5019100 Eq. Shares of Rs.10/- each (Issued, Subscribed & Paid Up 5019100 Eq. Shares of Rs.10/- each)	50191000	50191000
<b>TOTAL</b>	<b>50191000</b>	<b>50191000</b>

**SCHEDULE : 2 - RESERVE AND SURPLUS :**

Share Premium	1450000	1450000
General Reserve	1000000	1000000
<b>TOTAL</b>	<b>2450000</b>	<b>2450000</b>

**SCHEDULE : 3 - SECURED LOAN :**

	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**SCHEDULE : 4 - UNSECURED LOAN :****Inter Corporate Deposit**

- Alps Infosys Ltd.	20475000	20475000
- Aquarin Exim Ltd.	11713767	11713767
- Kunverji Finance Ltd.	19103	19103
- Saffron Finance Ltd.	0	8150122
- Shree Ambica Seeds Co. Pvt. Ltd.	6268671	6268671
- Star Track Ribbons Pvt. Ltd.	4550450	4550450
- Shree Yaax Pharma & Cosmetics Ltd.	84744	84744
- Tanaya Securities Ltd.	6763732	6763732
- Trans Housing Finance Corporation Ltd.	474085	474085
<b>TOTAL</b>	<b>50349552</b>	<b>58499674</b>

**SCHEDULE : 5 - FIXED ASSETS :**

Sr. No.	Particular	Cost of Assets	Addition During Year	Deduction	Modvate	Total	Dep. Up To 31.3.2010	Dep. For The Year	Total	Net Block As on 31.03.2011	Net Block As on 31.03.2010
1	Office Equipment	445238	0	0	0	445238	415321	28184	443505	1733	29917
2	Furniture & Fixture	98615	0	0	0	98615	94938	3677	98615	0	3677
		<b>543853</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>543853</b>	<b>1616722</b>	<b>31861</b>	<b>1584861</b>	<b>1733</b>	<b>33594</b>



**SCHEDULES FOR THE YEAR ENDED ON 31ST MARCH 2011**

Particulars	Amount Rs. 2010-11	Amount Rs. 2009-10
<b><u>SCHEDULE : 6 - INVESTMENTS :</u></b>		
	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>
<b><u>SCHEDULE : 7 - CURRENT ASSETS, LOANS &amp; ADVANCES :</u></b>		
Loans & Advances	148878372	2050851
Stock in Trade (Shares)	22003750	22003750
Sundry Debtors	238415476	94316596
Cash & Bank Balances	131685	755967
Deposits :		
- Deposit Mercury Service Station	6000	6000
<b>TOTAL</b>	<b>409435283</b>	<b>119133164</b>
<b><u>SCHEDULE : 8 - CURRENT LIABILITIES &amp; PROVISION :</u></b>		
Sundry Creditors for Goods & Others	46293747	55609112
Creditors for Expenses	418000	418000
Advance Against Shares	30206524	30206524
Advance against sale of Project Land	325994167	27400000
Provisions	190907	154907
<b>TOTAL</b>	<b>403103345</b>	<b>113788543</b>
<b><u>SCHEDULE : 9 - PRELIMINARY EXPS.:</u></b>		
Preliminary Exps.	0	0
Less: Exps. W/Off	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>
<b><u>SCHEDULE : 10 - PROFIT &amp; LOSS ACCOUNT :</u></b>		
Opening Balance	84940078	31835031
Add/Less Profit or Loss during the year	11716802	73927428
Add: Opening Defer Tax Liability		
<b>TOTAL</b>	<b>96656880</b>	<b>105762459</b>
<b><u>SCHEDULE : 11 - INCOME FROM OPERATIONS :</u></b>		
Sales of Shares	8367698316	458859343
Dividend Income	435186	33100
<b>TOTAL</b>	<b>8368133502</b>	<b>458892443</b>



## SCHEDULES FOR THE YEAR ENDED ON 31ST MARCH 2011

Particulars	Amount Rs. 2010-11	Amount Rs. 2009-10
<b><u>SCHEDULE : 12 - GENERAL, ADMINISTRATION &amp; SELLING EXPS. :</u></b>		
Audit Fees	33090	33090
Bank Charges & Interest Exps.	7561	53839
Books & Periodical Exps.	1971	914
Cess	18046	17868
Clearing Member Charges	909797	2348182
Consulting Fees	25000	0
Insurance Exps.	0	15742
Director Salary	36000	36000
Advertisement exp	35627	0
Office & Misc. Expences	0	2705
Penalty Exp.	29576	15000
Computer Service Exps..	1050	5300
Salary	705600	558000
Service tax	1206350	751234
Staff Welfare Exps.	0	28623
Stamp Duty Charges	1080507	1230111
Securities Transaction Tax	6261705	3770010
Tax Audit Fees	5515	5515
Telephone Exps.	118578	173089
Transaction Charges	2277430	1755413
Vakil Fees	5515	5515
Vehicle Maintenance	0	38266
Travelling Expenses	399991	0
Vehicle Petrol Exps.	0	41740
Brokerage Exps.	0	61639
<b>TOTAL</b>	<b>13158909</b>	<b>10947795</b>



## NOTES TO THE ACCOUNTS

## SCHEDULE : 13 - NOTES TO THE ACCOUNTS :

- 1) Contingent Liabilities 2010-2011  
Rs 372472/- 2009-10  
Rs 372472/-
- 2) Earning Per Share A.Y. 1996-97 (EPS): The numerators and denominators used to calculate Basic and Diluted Earning Per Share. Income tax demand.

		2010-2011	2009-10
Loss/ Profit Attributable to the shareholders (Rs.)	A	(11716802)	(73927428)
Number of Equity Shares outstanding during the year for basic and diluted EPS	B	5019100	5019100
Nominal value of Equity shares (Rs.)		10	10
Basic and diluted loss per share (Rs.)		-2.33	-14.73

- 3) Director Remuneration 31.03.2011  
36000.00 31.03.2010  
36000.00
- 4) Depreciation on assets has been provided for on Straight Line Method at the rates specified in Schedule XIV of the Companies Act 1956, for assets added during the year, prorata depreciation has been provided from the date of assets are put to use.
- 5) Information pursuant to the provision of paragraph 3 & 4 of Part II of Schedule VI of the Companies Act, 1956.

- |   | 2010-2011      | 2009-10        |
|---|----------------|----------------|
| a) CIF value of imports   | Nil            | Nil            |
| b) Expenditure in Foreign Currency  | Nil            | Nil            |
| c) Earning in Foreign Currency  | Nil            | Nil            |
| d) Expenditure in respect of employees, who are in receipt of remuneration aggregating Rs.2400000/- (Previous Year Rs. 2400000) or more for the year or. Rs.200000/- (Previous Year Rs.200000) or more per month where employed for a part of the year. |                |                |
| Employed throughout the year  | Nil            | Nil            |
| Employed for a part of the year   | Nil            | Nil            |
| e) Licensed Capacity  | Not Applicable | Not Applicable |
| f) Installed Capacity (as certified by the management and accepted by the auditor)  | Not Applicable | Not Applicable |
- 6) Details of Sales & Stock Summary

Script as on 31.03.10	Opening Stock		Purchase		Sales		Closing Stock 31.03.10	
	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value
Trans Techno Food Ltd.	160375	1603750	0	0	0	0	160375	1603750
Kome Comm	750000	7500000	0	0	0	0	750000	7500000
Indo Care Pharma	630000	12900000	0	0	0	0	630000	12900000
<b>Total</b>	<b>1540375</b>	<b>22003750</b>	<b>0</b>	<b>521837650</b>	<b>0</b>	<b>458892443</b>	<b>1540375</b>	<b>22003750</b>
Script as on 31.03.11	Opening Stock		Purchase		Sales		Closing Stock 31.03.11	
	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value
Trans Techno Food Ltd.	160375	1603750	0	0	0	0	160375	1603750
Kome Comm	750000	7500000	0	0	0	0	750000	7500000
Indo Care Pharma	630000	12900000	0	0	0	0	630000	12900000
<b>Total</b>	<b>1540375</b>	<b>22003750</b>	<b>0</b>	<b>521837650</b>	<b>0</b>	<b>458892443</b>	<b>1540375</b>	<b>22003750</b>

\* Sales, Purchase also includes F& O transactions in NCDX & MCX exchanges and hence no quantitative data is given.



- 7) In the absence of any certainty that sufficient future taxable income will be available and past accumulated losses, the company has not made any provision for deferred tax liabilities/assets as the case maybe in the books.
- |                           |                   |                   |
|---------------------------|-------------------|-------------------|
| 8) Auditor's Remuneration | <u>31.03.2011</u> | <u>31.03.2010</u> |
| a) As Auditors            |                   |                   |
| - Audit Fees              | 33090             | 33090             |
| - Tax Audit Fees          | 5515              | 5515              |
| b) In other Capacity      |                   |                   |
| - For Income Tax          | 5515              | 5515              |
| - For Company law matter  | Nil               | Nil               |
| - For Certification work  | Nil               | Nil               |
| - For Other works         | Nil               | Nil               |
- 9) In the opinion of the management the current assets, loans and advances appearing in the books of the accounts have realizable value in the ordinary course of business, which in the aggregate is not less than the amount stated therein. However loans and advances & debtors are outstanding since long against which no provision has been made by the company.
- 10) Balance of creditors, debtors, unsecured loans, & loans & advances are subject to confirmation. However we have sent letter of confirmation to parties on random basis for balance confirmation.
- 11) Wherever expenses are not backed by bill/documentary evidences, reliance have been made on self supporting vouchers signed by Directors/authorized signatory.
- 12) There are no Micro Enterprises and Small Enterprises / Small Scale Industrial Undertakings to whom the Company owned any sum as at 31st March 2011 and hence there is no balance outstanding as at 31st March 2011 owed to such undertakings as certified by the management.
- 13) Previous year figures have been regrouped / reclassified whenever necessary.
- 14) Closing stock is taken valued and certified by the management.
- 15) Significant accounting policies followed by the company are as stated in the statement annexure to this schedule.
- 16) Schedule 1 to 13 form parts of the Balance Sheet and Profit & Loss Account.

**SIGNIFICANT ACCOUNTING POLICIES :****a) Basis of Preparation of Financial Statements :**

- 1) Financial Statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and provision of the Companies Act 1956 as adopted consistently by the company.
- 2) The company generally follows the mercantile system of accounting and recognizes significant items of Income & Expenditure on accrual basis, except in case of significant uncertainties.

**b) Investments :**

Investments are valued at cost of acquisition.

**c) Inventories :**

Stock of shares as stock in trade is valued at cost.

**d) Taxation :**

Provision for tax is made for both current and deferred taxes. Current Tax is provided on the estimated taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities arising on account of timing difference and which are capable of reversal in subsequent periods, are recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are not recognised unless there is sufficient assurance with respect to reversal of the same in future years.



e) **Fixed Assets :**

- Fixed assets are accounted for on historical cost basis.
- Depreciation has been provided for on the straight-line method at the rate prescribed under Schedule XIV to the Companies Act, 1956.

f) **Impairment of Fixed assets :**

Consideration is given at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's fixed assets. If any indication exists, as asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor.

g) **Miscellaneous Expenditures :**

Preliminary and share issue expenses are charged to profits equally over ten years after commencement of commercial production.

h) **Deferred Tax :**

Provision for tax is made for both current and deferred taxes. Current tax is provided on the estimated taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities arising on account of timing difference and which are capable of reversal in subsequent periods, are recognized using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are not recognized unless there is sufficient assurance with respect to reversal of the same in future years.

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As per Report of even date

**For, Shital Mutha & Co.**  
**Chartered Accountants**

Sd/-  
Shital Mutha  
**Proprietor**  
**M.No: 125792**

**Place : Mumbai**  
**Date : 20/08/2011**

**For, Trans Financial Resources Ltd.**  
**For and on behalf of the board**

Sd/-	Sd/-
<b>Managing Director</b>	<b>Director</b>
<b>Mr. Hemrajsinh Vaghela</b>	<b>Mr. Vanraj Kahor</b>

**Place : Ahmedabad**  
**Date : 20/08/2011**



## CASH FLOW STATEMENT FOR THE FINANCIAL YEAR 2010-11

Particulars	31 <sup>st</sup> March, 2011	31 <sup>st</sup> March, 2011
<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net Profit/ (Loss) as per Profit & Loss A/c	(11,716,802)	(73,927,428)
Adjustments for :-		
Depreciation	31,861	34,426
Loss/(Profit) on Sale of assets	-	-
Finance Cost	-	-
Provision for Tax	-	-
Deferred Tax	-	-
Preliminary Expenses	-	-
Prior Period Expenses	-	-
Interest Income	-	-
<b>Operating profit before working capital changes</b>	<b>(11,684,941)</b>	<b>(73,893,002)</b>
(Increase) / Decrease in Inventories	20,822,381	-
(Increase) / Decrease in Debtors	(144,098,880)	6,087,157
(Increase) / Decrease in Short Term Loans & Advances	(146,827,521)	18,894,872
(Increase) / Decrease in Other Non Current Assets	-	-
(Increase) / Decrease in Long Term Loans & Advances	-	-
(Increase) / Decrease in Prior Period Items	-	-
Increase / (Decrease) in Other Long Term Liability	-	-
Increase / (Decrease) in Trade Payable	(9,315,365)	49,489,896
Increase / (Decrease) in Other current liability	298,594,167	-
Increase / (Decrease) in Short Term Provision	36,000	36,000
Taxes Paid	-	-
<b>Net Cash flow From Operating Activities (A)</b>	<b>7,525,841</b>	<b>614,923</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of fix assets	-	-
Sale of fix assets	-	-
(Increase)/ Decrease In Capital Work in Progress	-	-
(Increase)/ Decrease In Investment	-	-
<b>Net Cash Flow from Investing Activities (B)</b>	<b>-</b>	<b>-</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Increase, (Decrease) in Capital including premium	-	-
Increase, (Decrease) in Long Term Borrowing	(8,150,122)	51,243
Increase, (Decrease) in Short Term Borrowing	-	-
Interest Income	-	-
Interest paid	-	-
<b>Net Cash Flow from Financing Activities (C)</b>	<b>(8,150,122)</b>	<b>51,243</b>
<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(624,281)</b>	<b>666,166</b>
Cash & Cash Equivalents at beginning of period	755,966	89,799
Cash & Cash Equivalents at End of Period	131,685	755,965
Balance with banks to the extent held as Margin Money	-	-
<b>Cash &amp; Cash Equivalents at End of Period</b>	<b>131,685</b>	<b>755,967</b>



- A. The Cash Flow Statement has been prepared under the 'Indirect Method' set out in accounting Standard 3 'Cash Flow Statement' issued by the Institute of Chartered accountants of India.

Previous Year Figures have been regrouped / rearranged to make them comparable to those for the current year.

As per Report of even date

**For, Shital Mutha & Co.  
Chartered Accountants**

Sd/-

Shital Mutha

Proprietor

M.No: 125792

Place : Mumbai

Date : 20/08/2011

**For, Trans Financial Resources Ltd.  
For and on behalf of the board**

Sd/-

Managing Director

Mr. Hemrajsinh Vaghela

Sd/-

Director

Mr. Vanraj Kahor

Place : Ahmedabad

Date : 20/08/2011



## TRANS FINANCIAL RESOURCES LIMITED

B-2 Sarita Darshan, Jaihind Press, Ashram Road, Navrangpura, Ahmedabad - 380009.

### ATTENDANCE SLIP

Name of the attending Member (In Block Letters): \_\_\_\_\_

Folio No/ DPID / Client ID : \_\_\_\_\_

Name of the Proxy : \_\_\_\_\_

(To be filled in if the Proxy attends instead of the Member)

No. of Shares held : \_\_\_\_\_

(In words) \_\_\_\_\_

I hereby record my presence at the Annual General Meeting of the Company at B-2 Sarita Darshan, Jaihind Press, Ashram Road, Navrangpura, Ahmedabad- 380009 on Friday the 30th day of September, 2011 and at any adjournment thereof.

### PROXY FORM

I/we ..... of ..... being Member/Members of the above named Company, hereby appoint ..... or failing him ..... as my/our Proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday the 30th day of September, 2011 at B-2 Sarita Darshan, Jaihind Press, Ashram Road, Navrangpura, Ahmedabad- 380009 at 10.00 a.m. and at any adjournment thereof.

Signed this ..... day of ..... 2011.

Folio No/ Client ID : \_\_\_\_\_

No. of Shares : \_\_\_\_\_

DP ID : \_\_\_\_\_

Signature : \_\_\_\_\_

N.B.: This proxy must be deposited at the Registered Office of the Company at B-2 Sarita Darshan, Jaihind Press, Ashram Road, Navrangpura, Ahmedabad - 380009.

\_\_\_\_\_  
Member's/Proxy's Signature

(To be signed at the time of handing over this slip)

Affix  
Re.1.00  
Revenue  
Stamp

(NOTE: Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over the same at the entrance after the same has been duly signed).