



Ref. No. ....

Date .....

**Independent Auditor's Report**

To  
The Members of  
**OVERFLOW TRADELNK PRIVATE LIMITED**

**Report on the Financial Statements**

1. We have audited the accompanying financial statements of **Overflow Tradelnk Private Limited** which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility of the Financial Statements**

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

**Auditor's Responsibility**

3. Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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.



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Ref. No. ....

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Date .....

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

#### Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - (a) In the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2015.
  - (b) In the case of the statement of Profit and Loss Account, of the Loss for the year ended on that date.

#### Report on Other Legal and Regulatory Requirements

7. The Companies (Auditor's Report) Order, 2015 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, is not applicable for the company.
8. As required by section 143(3) of the Act, we further report that :
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.



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Date .....

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- c. The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- e. On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of section 164(2) of the Act.
- f. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 :
- i) The Company does not have any pending litigations which would impact its financial position.
  - ii) The Company did not have any long-term contracts including derivative contracts, as such the question of commenting on any material foreseeable losses thereon does not arise.
  - iii) There has not been an occasion in case of the Company during the year under report to transfer any sums to the investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

Place: Kolkata

Dated: 19/05/2015



For **S. S. LOHIA & CO.**  
Firm Registration No. 314154E  
Chartered Accountants

**(NITIN LOHIA)**  
Partner  
Membership No.065351

OVERFLOW TRADELNİK PVT. LTD.  
238A A.J.C BOSE ROAD, 2ND FLOOR, SUIT 2B  
KOLKATA -700020

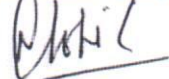
Balance Sheet as at 31st March, 2015

	Particulars	Note No.	As at 31st March, 2015	As at 31st March, 2014
			₹	₹
<b>A</b>	<b>EQUITY AND LIABILITIES</b>			
1	Shareholders' funds			
	(a) Share capital	2	2,866,000.00	10,866,000.00
	(b) Reserves and surplus	3	175,343,637.91	167,382,923.31
			178,209,637.91	178,248,923.31
2	Non-current liabilities			
	(a) Other long-term liabilities	4	1,400,000.00	1,400,000.00
			1,400,000.00	1,400,000.00
3	Current liabilities			
	(a) Other current liabilities	5	11,223,682.00	11,221,337.00
	(b) Trade Paybles	6	1,518,185.00	1,518,424.00
			12,741,867.00	12,739,761.00
	<b>TOTAL</b>		<b>192,351,504.91</b>	<b>192,388,684.31</b>
<b>B</b>	<b>ASSETS</b>			
1	Non-current assets			
	(a) Tangible assets	7	191,750,944.00	191,750,944.00
	(b) Project under development	8	371,754.00	-
			192,122,698.00	191,750,944.00
2	Current assets			
	(a) Trade receivables	9	-	249,357.60
	(b) Cash and cash equivalents	10	228,806.91	388,382.71
			228,806.91	637,740.31
	<b>TOTAL</b>		<b>192,351,504.91</b>	<b>192,388,684.31</b>

See accompanying notes forming part of the financial statements 1

As Per Our Annexed Report Of Even Date

For S.S.LOHIA & Co.  
Firm Registration Number : 314154E  
Chartered Accountants


  
(NITIN LOHIA)  
Partner  
Membership No. 065351

Place: Kolkata  
Date: 19/05/2015

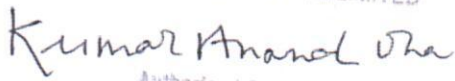


For and on behalf of the Board of Directors

OVERFLOW TRADELNİK PRIVATE LIMITED

  
Authorized Signatory/Director

OVERFLOW TRADELNİK PRIVATE LIMITED

  
Authorized Signatory/Director

OVERFLOW TRADELNK PVT. LTD.  
238A A.J.C BOSE ROAD, 2ND FLOOR, SUIT 2B  
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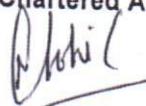
Statement of Profit and Loss for the year ended 31st March, 2015

Particulars	Note No.	For the year ended 31st March, 2015	For the year ended 31st March, 2014
		₹	₹
Other income	11	-	252,299.60
<b>Total revenue (A)</b>		-	<b>252,299.60</b>
Expenses :			
(a) Other expenses	12	39,285.40	345,634.30
<b>Total expenses (B)</b>		<b>39,285.40</b>	<b>345,634.30</b>
<b>Profit / (Loss) before tax (A - B)</b>		<b>(39,285.40)</b>	<b>(93,334.70)</b>
Tax expense:			
(a) Current tax		-	-
<b>Profit / (Loss) for the year</b>		<b>(39,285.40)</b>	<b>(93,334.70)</b>
<b>Earnings per share of 10/- each):</b>			
(a) Basic		(0.14)	(0.33)

See accompanying notes forming part of the financial statements 1

As Per Our Annexed Report Of Even Date

For S.S.LOHIA & Co.  
Firm Registration Number : 314154E  
Chartered Accountants



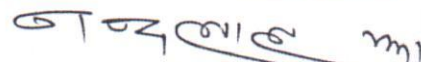
(NITIN LOHIA)  
Partner  
Membership No. 065351



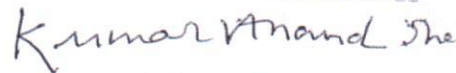
Place: Kolkata  
Date: 19/05/2015

For and on behalf of the Board of Directors

OVERFLOW TRADELNK PRIVATE LIMITED

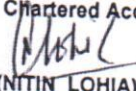
  
Authorized Signatory/Director

OVERFLOW TRADELNK PRIVATE LIMITED

  
Authorized Signatory/Director

Notes On Accounts and Significant Accounting Policies

Note	Particulars
<b>1</b>	<b>Significant accounting policies</b>
<b>1.1</b>	<b>Basis of accounting and preparation of financial statements</b>
	The financial statements have been prepared on the accrual basis of accounting, under the historical cost convention, in accordance with the accounting principles generally accepted in India and comply with the relevant provisions of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.
<b>1.2</b>	<b>Use of estimates</b>
	The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as at the date of financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is recognized in the period in which the results are known/materialized.
<b>1.3</b>	<b>Cash and cash equivalents</b>
	Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
<b>1.4</b>	<b>Fixed Assets</b>
	Fixed Assets are stated at cost of acquisition. Cost includes all expenses, direct and indirect, specifically attributable to its acquisition and bringing it to its current location and working condition for its intended use.
<b>1.5</b>	<b>Revenue recognition</b>
	Expenditure items are recognized on accrual and prudent basis.
<b>1.6</b>	<b>Income Tax</b>
	Income Tax expense comprises of current tax and deferred charge or credit. Current tax is determined as the amount of tax payable in respect of taxable income for the year.
<b>1.7</b>	<b>Earnings per share</b>
	Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

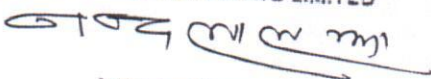
For S.S.LOHIA & Co.  
Firm Registration Number : 314154E  
Chartered Accountants  
  
(NITIN LOHIA)  
Partner  
Membership No. 065351

Place: Kolkata  
Date :19/05/2015

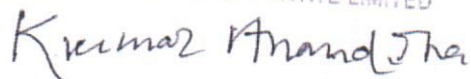


For and on behalf of the Board of Directors

OVERFLOW TRADELNİK PRIVATE LIMITED

  
Authorized Signatory/Director

OVERFLOW TRADELNİK PRIVATE LIMITED

  
Authorized Signatory/Director

## Note 2: Share capital

Particulars	As at 31 March, 2015		As at 31 March, 2014	
	Number of shares	₹	Number of shares	₹
(a) Authorised* Equity shares of ₹10 each with voting rights	1,900,000	19,000,000.00	1,900,000	19,000,000.00
(b) Issued* Equity shares of ₹10 each with voting rights	1,886,600	18,866,000.00	1,886,600	18,866,000.00
(c) Subscribed and fully paid up Equity shares of ₹10 each with voting rights, Fully Paid up	286,600	2,866,000.00	286,600	2,866,000.00
Equity shares of ₹10 each with voting rights, Partly Paid up Less: Call In Arrear (16,00,000*5)	-	-	1,600,000	16,000,000.00
	-	-	8,000,000.00	8,000,000.00
<b>Total</b>	<b>286,600</b>	<b>2,866,000.00</b>	<b>1,886,600</b>	<b>18,866,000.00</b>

## (A) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance (fully paid-up @ Rs.10)	Opening Balance (fully paid-up @ Rs.5)	Fresh issue fully paid-up @ Rs.10	Fresh issue paid-up @ Rs.5	Bonus	ESOP	Conversion	Buy back	Other changes (forfeiture of partly paid up shares of Rs.5/-)	Closing Balance
Equity shares with voting rights										
Year ended 31 March, 2015										
- Number of shares	286600									
- Amount (₹)	2866000.00	16,00,000*							1,600,000	2866000.00
Year ended 31 March, 2014										
- Number of shares	286600									
- Amount (₹)	2866000.00	8000000.00							8000000.00	28660000.00

\* The Company has forfeited 16,00,000 shares during the year having partly paid-up value of Rs.5/- per share due to non receipt of Call in arrears.

## (B) Rights, Preference and Restriction attached to shareholders

Equity Shares : The Company has one class of equity shares having par value of Rs. 10/- per Share. Each Shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholder are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

No member shall be entitled to vote at any general meeting unless all moneys immediately payable by him to the company have been paid.

## (C) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2015		As at 31 March, 2014	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Overall Vincom Private Limited	-	-	200,000	10.60%
Sri Kami Exports Private Limited	-	-	260,000	13.78%
Hahneman Cure Laboratory Pvt. Ltd.	-	-	200,000	10.60%
East Coast Export Import Pvt. Ltd.	-	-	200,000	10.60%
Radhu Commercial Private Limited	-	-	100,000	5.30%
Satyam Securities And Finance Pvt. Ltd.	-	-	200,000	10.60%
Ranpriya Tradevin Private Limited	-	-	160,000	8.48%
Confident Vanijya Private Limited	160,600	56.04%	-	-
Rosemary Vincom Pvt Ltd	106,000	36.99%	-	-
Rangoli Vanijya Pvt Ltd	20,000	6.98%	-	-
Mangalnayak Merchants Pvt Ltd	-	-	-	-



Note 3 : Reserves and surplus

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
(a) Securities premium account		
Opening balance		
Add : Premium on shares issued during the year	167,534,000.00	199,534,000.00
Less : Call In Arrear (16,00,000*20)	-	-
Closing balance	-	32,000,000.00
	167,534,000.00	167,534,000.00
(b) Capital reserve account		
Add: Forfeiture of shares *	8,000,000.00	-
	8,000,000.00	-
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance		
Add: Profit / (Loss) for the year	(151,076.69)	(57,741.99)
	(39,285.40)	(93,334.70)
Closing balance		
	(190,362.09)	(151,076.69)
<b>Total</b>	<b>175,343,637.91</b>	<b>167,382,923.31</b>

\* The Company has forfeited 16,00,000 shares during the year having partly paid-up value of Rs.5/- per share due to non receipt of call in arrears.

Note 4 : Other long-term liabilities

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
a) Others		
Subhrashi Dealer Pvt Ltd	1,400,000.00	1,400,000.00
<b>Total</b>	<b>1,400,000.00</b>	<b>1,400,000.00</b>

Note 5 Other current liabilities

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
a) Liability for expenses		
b) Others	22,472.00	21,236.00
TDS payable		
Vastav Dealers Pvt Ltd	1,109.00	-
c) Provision for tax (net of advances)	11,200,000.00	11,200,000.00
	101.00	101.00
<b>Total</b>	<b>11,223,682.00</b>	<b>11,221,337.00</b>

Note 6 : Trade payable

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
(a) Trade Payables:		
(i) Other than Acceptances	1,518,185.00	1,518,424.00
<b>Total</b>	<b>1,518,185.00</b>	<b>1,518,424.00</b>





OVERFLOW TRADELNK PVT. LTD.  
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KOLKATA -700020

Note 7 : Tangible assets

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
Land at Kashi Dutta Road	191,750,944.00	191,750,944.00
<b>Total</b>	<b>191,750,944.00</b>	<b>191,750,944.00</b>

Note 8: Project Development exp

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
<b>Sithir More Project exp</b>		
- Legal Fees	56,780.00	-
- Property Tax	92,899.00	-
- Security Expenses	222,075.00	-
<b>Total</b>	<b>371,754.00</b>	<b>-</b>

Note 9 :Trade receivables

Particulars	As at 31st March, 2015	As at 31st March, 2014
	₹	₹
Unsecured, considered good		
- Others	-	249,357.60
<b>Total</b>	<b>-</b>	<b>249,357.60</b>

Note 10 : Cash & cash equivalents

Particulars	As at 31 March, 2015	As at 31 March, 2014
	₹	₹
Cash and cash equivalents		
Cash in Hand	205,201.29	235,949.00
Bank Balances In Current accounts	23,605.62	152,433.71
<b>Total</b>	<b>228,806.91</b>	<b>388,382.71</b>



**OVERFLOW TRADELNİK PVT. LTD.**  
**238A A.J.C BOSE ROAD, 2ND FLOOR, SUIT 2B**  
**KOLKATA - 700020**

**Note 11 : Other Income**

Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2015
	₹	₹
Commodities Profit	-	249,357.60
Interest on IT Refund	-	2,942.00
<b>Total</b>	-	<b>252,299.60</b>

**Note 12 : Other Expenses**

Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2015
	₹	₹
Audit Fee	11,236.00	11,236.00
Bank Charges	535.40	483.30
Filing Fees	16,279.00	1,000.00
General Expenses	35.00	62.00
Interest on TDS	-	8,646.00
Preliminary Exp. W/o	-	124,920.00
TDS Asst. Tax	-	390.00
Security Guard Charges	-	190,897.00
Subscription Expense	-	6,000.00
Sundry Expense	-	2,000.00
Professional Fees	11,200.00	-
<b>Total</b>	<b>39,285.40</b>	<b>345,634.30</b>

