

TWENTY EIGHT ANNUAL REPORT 2013-2014 CUPID TRADES AND FINANCE LIMITED

BOARD OF DIRECTOR

KETANBHAI SORATHIYA	DIRECTOR
ANIL MISTRY	DIRECTOR
NARESH SHINDE	DIRECTOR

AUDITOR

M/S. Y. D. & CO.
Chartered Accountants
LUDHIANA

SHARE TRANSFER AGENT

M/s SATELLITE CORPORATE SERVICES PRIVATE LIMITED

B-302, Sony Apartment, Opp. St. Judge's High School,
Off Andheri-Kurla Road, Jarimari, Sakinaka,
Mumbai-400072 Maharashtra, INDIA
Ph No: +91-22-2852 0461 / 2852 0462
Fax No: +91-22-2851 1809
E mail: service@satellitecorporate.com

REGISTERED OFFICE

B/39, MONA SHOPPING CENTRE, J. P. ROAD,
NR. NAVRANG CINEMA, ANDHERI (W),
MUMBAI-400053
MAHARASHTRA, INDIA

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N O T I C E

NOTICE is hereby given that the **TWENTY EIGHT ANNUAL GENERAL MEETING** of the Members of **CUPID TRADES AND FINANCE LIMITED** will be held at the Registered Office of the Company at **B/39, Mona Shopping Centre, J. P. Road, Nr. Navrang Cinema, Andheri (W), Mumbai-400053** on **Saturday, 27th day of September, 2014 at 12.00. P.M** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2014** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr. Ketanbhai Sorathiya, who retires by rotation and being eligible offers himself for reappointment
3. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION:**
"RESOLVED THAT in accordance with applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof), the retiring auditors, M/s. Y. D & Co., Chartered Accountants (Firm Registration No. 018846N), be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on remuneration to be fixed by the Board of Directors."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION:**
"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anil Mistry (DIN: 00059558) who was appointed on 22.01.2014 as an Additional Director of the Company and holds office up to the date of this Annual General Meeting under section 161(1) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company for a period of five years from the conclusion 28th Annual General Meeting to the conclusion of 33rd Annual General Meeting."
5. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION:**
"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Naresh Shinde (DIN: 06542513) Director of the Company be and is hereby appointed as an Independent Director of the Company for a period of five years from the conclusion 28th Annual General Meeting to the conclusion of 33rd Annual General Meeting."
6. To consider and if thought fit to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION:**
"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

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

**By Order of the Board
For, CUPID TRADES AND FINANCE LIMITED**

**PLACE: MUMBAI
DATE: 26.08.2014**

**(KETANBHAI SORATHIYA)
CHAIRMAN**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Members are requested to notify the Company of any change in their address (in full) with the postal area pin code number, quoting their folio numbers.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members/Proxies should fill in the Attendance Slip for attending the Meeting and bring their Attendance Slips along with their copy of the Annual Report to the Meeting.
5. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide member's facility to exercise their right to vote by electronic means, as an alternative to vote physically at the Annual General Meeting (AGM) and the business may be transacted through e-Voting Services provided by CENTRAL DEPOSITORY SERVICES LIMITED (CDSL).

Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physical and e-voting, then votes cast through e-voting shall be only be taken into consideration and treated valid whereas votes cast physically at the meeting shall be treated as invalid.

6. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold share(s) in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the Meeting.
7. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of special business of the Notice is annexed hereto.
8. The Company's Register of Members and Transfer Books will remain closed from 20.09.2014 to 27.09.2014 (both days inclusive) for the purpose of Annual General Meeting and Cut-off date for the purpose of E-voting is August 29, 2014. The voting period for the electronic voting will be started from 9.00 AM on September 22, 2014 to 6.00 PM September 24, 2014 after this period the event will be no longer available for casting votes by "E-Voting" mechanism.
9. M/s. SATELLITE CORPORATE SERVICES PRIVATE LIMITED at B-302, Sony Apartment, Opp. St. Judge's High School, Off Andheri-Kurla Road, Jarimari, Sakinaka, Mumbai-400072 are Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. Members holding shares in physical form are requested to advise any change of address mandates immediately to the Company / Registrar and Transfer Agent.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Transfer Agent.
12. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

Mr. KETANBHAI SORATHIYA is Director of the Company. He has rich experience in the field of HR and Business Administration. He has been associated with the Company w.e.f. 10.06.2011. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. Mr. KETANBHAI SORATHIYA retires by rotation and being eligible offers himself for re-appointment.

VOTING THROUGH ELECTRONIC MEANS

Pursuant to provisions of section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014 the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set out in the Notice of Annual General Meeting. The Company has engaged the services of CENTRAL DEPOSITORY SERVICES LIMITED (CDSL) to provide e-voting facility. The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

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

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. • In case the folio number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant **CUPID TRADES AND FINANCE LIMITED** on which you choose to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

- (xvi) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporate.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.
- (B) The voting period begins on 22.09.2014, 09:00 A.M and ends on 24.09.2014, 6:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 29.08.2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

The Company has appointed CA SHANKAR PRASAD BHAGAT, Chartered Accountant (in whole-time Practice) as the Scrutinizer for purpose of E voting to count the votes casted in favor or against the resolution proposed for all the items of the Notice as mentioned in the Notice and to comply with the provisions of Section 108 of the Companies Act, 2013.

The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Explanatory Statement sets out all the material facts relating to the Special Business mentioned under are accompanying this notice:

Item No.4

Mr. Anil Mistry was appointed as an Additional Director of the Company with effect from 22.01.2014 pursuant to the provisions of Section 260 of the Companies Act, 1956 read Articles of Association of the Company. Mr. Anil Mistry holds office up to the date of ensuing Annual General Meeting of the Company. It is proposed to appoint Mr. Anil Mistry as Independent Director of the Company to hold office for a period of five years from the conclusion 28th Annual General Meeting to the conclusion of 33rd Annual General Meeting.

The Board recommends the resolution for the approval of shareholders.

Neither other Director/Key Managerial personnel nor any relative of the Directors or the Key Managerial personnel of the Company other than Mr. Anil Mistry are interested or concerned in the resolution.

Item No.5

Mr. Naresh Shinde was appointed as an Additional Director of the Company with effect from 24.06.2014 pursuant to the provisions of Section 160 (1) of the Companies Act, 2013 read Articles of Association of the Company. Mr. Naresh Shinde holds office up to the date of ensuing Annual General Meeting of the Company. It is proposed to appoint Mr. Naresh Shinde as Independent Director of the Company to hold office for a period of five years from the conclusion 28th Annual General Meeting to the conclusion of 33rd Annual General Meeting.

The Board recommends the resolution for the approval of shareholders.

Neither other Director/Key Managerial personnel nor any relative of the Directors or the Key Managerial personnel of the Company other than Mr. Naresh Shinde are interested or concerned in the resolution.

Item No.6

The Articles of Association ("AOA") of the Company as presently in force was amended from time to time since incorporation of the Company. With the coming into force of the Companies Act, 2013 ("the Act") several regulations of the existing AOA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AOA by a new set of Articles.

The new AOA to be substituted in place of the existing AOA are based on Table 'F' (Articles of Association meant for a Company limited by shares) of the Act.

The Board recommends the resolution for the approval of shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, in the Special Resolution.

**By Order of the Board
For, CUPID TRADES AND FINANCE LIMITED**

**PLACE: MUMBAI
DATE: 26.08.2014**

**(KETANBHAI SORATHIYA)
CHAIRMAN**

DIRECTORS' REPORT**Dear Shareholders,**

Your Directors here by present the 28th Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2014**.

OPERATIONS REVIEW:

During the year under review due to financial crisis company has not carried out any business activities and faces huge set back. So company not in position to generate any revenue from the operation but due to some fixed cost company posted Net Loss of Rs. 105458.

The management has taken measures as part of its continuous improvements to strengthen operations and viability.

DIVIDEND:

Your Directors have not declared any dividend during the year under review due to loss incurred.

FIXED DEPOSIT:

The Company has not accepted any deposit from the public pursuant to the provisions of Section 58A of the Companies Act, 1956.

DIRECTORS:

MR. KETANBHAI SORATHIYA Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.

MR. ANIL MISTRY and MR NARESH SHINDE were appointed as additional directors of the Company with effect from 22.01.2014 and 24.06.2014 are hereby appointed as an Independent Director of the Company for a period of five years from the conclusion 28th Annual General Meeting to the conclusion of 33rd Annual General Meeting.

MR. ASHISH MANJREKAR was appointed as on 27.01.2014 and resigned as on 24.06.2014 as additional Director of the company. MR. DHARMESH PATEL and MR.VIRAL SETH ceased as a Director of the Company w.e.f 22.01.2014, 27.01.2014.

AUDITORS AND AUDITORS' REPORT:

M/s. Y. D. & Co., Chartered Accountants, Ludhiana, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

The observations made by the Auditors' in their Auditors' Report and the Notes on Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

SECRETARIAL COMPLIANCE CERTIFICATE:

In accordance with the Section 383A of the Companies Act, 1956 and Companies (Appointment and Qualifications of Secretary) Amendment Rules, 2009, the Company has obtained a certificate from a secretary in whole-time practice confirming that the Company has complied with the provisions of the Companies Act, 1956 and a copy of such certificate is annexed to this report.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement forming part of this report is annexed herewith. The Audit Committee of the Company has regularly reviewed internal Control System of the company.

CORPORATE GOVERNANCE REPORT:

Your Company has complied with the requirements of Clause 49 of the Listing Agreement on Corporate Governance. Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, Report on Corporate Governance along with the Auditors' Certificate on its compliance is annexed separately to this Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The details of conservation of energy, technology absorption etc. as required to be given under Section 217(1)(e) of the Companies Act 1956, are not applicable to our Company, as our Company has not engage in manufacturing activities.

The foreign exchange earning on account of the operation of the Company during the year was Rs. Nil.

PARTICULARS OF EMPLOYEES:

The statement showing particulars of employees under section 217(2A) of the Companies Act, 1956, read with the companies (Particulars of Employees) Rules, 1975, as amended, is not required to be given as there were no employees coming within the purview of this section.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 217(2AA) of the Companies Act, 1956, the Directors of your Company confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) Directors have prepared the accounts on a "going concern basis".

ACKNOWLEDGEMENT:

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, and Shareholders during the year. Your directors also wish to take on record their deep sense of appreciation for the committed services of the employees at all levels, which has made our Company successful in the business.

**For and on Behalf of the Board
For, CUPID TRADES AND FINANCE LIMITED**

**PLACE: MUMBAI
DATE: 26.08.2014**

**(KETANBHAI SORATHIYA)
CHAIRMAN**

Annexure to Director's Report

MANAGEMENT DISCUSSION ANALYSIS REPORT

Outlook:

The company is confident in spite of the possible recessionary conditions in the industry it will perform better in view of the strong fundamentals of the Indian companies and hope to improve its Turnover.

Internal Controls Systems and their adequacy:

The company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of law and regulations. The internal control system is supported by the internal audit process. The Internal Auditor reviews and ensures that the audit observations are acted upon. The Audit Committee of the Board reviews the Internal Audit reports and the adequacy and effectiveness of internal controls.

Human Resources

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent. The company places emphasis on training and development of employees at all levels and has introduced methods and practices for Human Resource Development.

Cautionary Statement:

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be forward looking statement within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

Annexure to Director's Report**COMPLIANCE CERTIFICATE**

(U/s 383A of the Companies Act, 1956 & Rule 3 of the Companies (Compliance Certificate) Rules, 2001)

Corporate Identity No.: L51900MH1985PLC036665

Nominal Capital: Rs.10000000/-

To,
The Members of **CUPID TRADES AND FINANCE LIMITED**
Mumbai

I have examined the registers, records, books and papers of **CUPID TRADES AND FINANCE LIMITED** (the Company) as required to be maintained under the Companies Act, 1956, (the act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial ended **31st March, 2014**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers, I certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions and the rules made there under and all entries therein have been recorded.
2. The Company has duly filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made there under.
3. The company, being public limited company, comments are not required.
4. The Board of Directors met 8 (Eight) times on **24.05.2013, 03.08.2013, 30.08.2013, 05.11.2013, 22.01.2014, 27.01.2014, 11.02.2014 and 14.03.2014** during the financial year.
5. The company has closed its Register of members and share transfer books from 23.09.2013 to 30.09.2013 (both days inclusive) and necessary compliance of Section 154 of the Companies Act has been made.
6. The Annual General Meeting for the financial year ended on 31.03.2013 was held on 30.09.2013 after giving due notice to the members of the company and the resolutions passed thereat were recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. As confirmed by the management that the company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
9. As confirmed by the management that the Company has not entered into contracts specified under Section 297 of the Act during the financial year.
10. As confirmed by the management that the company has made necessary entry in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the board of directors, members or central government.
12. The company has not issued duplicate share certificates during the financial year.
13. The company:
 - (i) There was no allotment of shares during the year. The Company has delivered all the certificates on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act.
 - (ii) has not deposited any amount in a separate bank account as no dividend was declared during the financial year.

- (iii) was not required to post warrants to any member of the company as no dividend was declared during the financial year.
 - (iv) has no amount outstanding in unpaid dividend account, application money due for refund, matured deposit, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.
 - (v) has complied with the requirements of section 217 of the Act.
14. The board of directors of the company is duly constituted. There was no Appointment of Additional Directors, Alternate Directors and Directors to fill casual vacancy during the year.
 15. The company has not appointed any Managing Director/ Whole-time Director/ Manager during the financial year.
 16. The company has not appointed any sole selling agents during the financial year.
 17. As informed by the management of the Company that the Company was not required to obtain any approval of the Central Government, Company Law Board, Regional Director, Registrar and/ or such authorities prescribed under the various provisions of the Act during the financial year.
 18. The directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
 19. The company has not issued any shares, debentures or other securities during the financial year.
 20. The company has not bought back any shares during the financial year.
 21. The company has not issued any preference shares or debentures so question of redemption of preference shares or debentures does not arise.
 22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
 23. The Company has neither raised nor accepted any deposits from Public during the financial year
 24. The company has not made any borrowings during the financial year ended 31st March, 2014
 25. The Company has made loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
 26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
 27. The company has not altered the provisions of the memorandum with respect to change of object of the company during the year under scrutiny.
 28. The company has not altered the provisions of the memorandum with respect to change of name of the company during the year under scrutiny.
 29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.
 30. The company has not altered its Articles of Association of the company during the financial year.
 31. As informed by the management of the Company that there was no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishments was imposed on the company during the financial year, for offences under the act.
 32. The company has not received any money as security from its employees during the financial year.

33. The company has not deducted any contribution towards provident fund pursuant to section 418 of the companies act, 1956 during the financial year.

PLACE: BHILWARA

DATE: 26.08.2014

[SHUBHAM AGARAWAL]

Company Secretaries

C. P. NO.: 10640

ANNEXURE: "A" : SECRETARIAL COMPLIANCE CERTIFICATE

The Company has been maintaining the statutory records such as:

Sr. No.	Under Section	Name of the Register
1	150	Register of Members
2	193	Minutes Book of Annual General Meeting
3	193	Minutes Book of Board Meeting
4	209	Books of Accounts
5	303	Register of Directors, Managing Director, Manager & Secretary
6	307	Register of Directors Shareholdings

ANNEXURE: "B" : SECRETARIAL COMPLIANCE CERTIFICATE

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended 31st March, 2014.

E Form	Particular	Section	Challan	Date
23AC & 23ACA	Annual Accounts of the Company as at 31st March 2013	220	Q30296529	31.03.2014
20B	Annual Return as on 30.09.2013	159	Q28193449	16.01.2014
66	Compliance Certificate as on 31.03.2013	383A	Q27875368	04.01.2014
32	Change in Board of Director of 27.01.2014	303	B95901674	12.02.2014

Annexure to Director's Report

REPORT ON CORPORATE GOVERNANCE

1. THE CORPORATE GOVERNANCE PHILOSOPHY

Corporate Governance at the Company is by the need to “enhance shareholder value, keeping in view the interests of other stakeholders”. This definition places emphasis on the need to strike a balance at all times between the need to enhance shareholders’ wealth whilst not being detrimental to other stakeholders’ interests. The imperative for Corporate Governance lies not merely in drafting a code of Corporate Governance, but in practicing it to achieve desired results.

2. BOARD OF DIRECTORS

The Board of Directors is having non-executive and independent directors as on 31st March, 2014. The Board of Directors is consisting of Three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

Numbers of Board Meetings held and the dates on which such meetings were held:

During the financial year 2013-14 the Board met 8 (Eight) times on **24.05.2013, 03.08.2013, 30.08.2013, 05.11.2013, 22.01.2014, 27.01.2014, 11.02.2014 and 14.03.2014**. The maximum gap between two meetings was not more than 4 months.

Attendance record of Directors attending the Board meetings and Annual General Meetings

Name of the Director	No. of Board Meetings		Last AGM attendance
	Held	Attended	
KETANBHAI SORATHIYA	8	8	Yes
DHARMESH PATEL Ceased as on 22.01.2014	8	4	Yes
VIRAL SHETH Ceased as on 27.01.2014	8	4	Yes
ANIL MISTRY Appointed as on 22.01.2014	8	4	No
NARESH SHINDE Appointed as on 24.06.2014	8	Nil	No
ASHISH MANJREKAR Appointed as on 27.01.2014 and Ceased as on 24.06.2014	8	Nil	No
None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.			

3. AUDIT COMMITTEE

The Audit Committee of the Company presently comprises of three Directors being Mr. KETANBHAI SORATHIYA, Mr. ANIL MISTRY and Mr. NARESH SHINDE. Presently Mr. NARESH SHINDE is Chairman of the Committee.

The role, terms of reference, authority and powers of the audit committee are in conformity with the requirement of Companies Act, 1956, and Listing Agreement.

Role/ Functions of the Committee:

- Reviewing with management the annual financial statements before submission to the Board.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Review of policies relating to risk management – operational and financial.
- Reviewing with the management, external auditors and the adequacy of the internal control system.

Powers of the Committee:

- To investigate any activity within its terms of reference.
- To secure attendance of and seek any information from any employee including representative of the prime shareholders (subject to their internal approvals).
- Compliance with accounting standards.
- To obtain outside legal or other professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Compliance with Stock Exchange and legal requirements concerning financial statements.

Attendance at the Audit Committee Meetings

During the year the Audit Committee met 4 times on **24.05.2013, 03.08.2013, 05.11.2013** and **11.02.2014** attendance of the members as under:

Name	No. of Meeting attended	
	Held	Attended
KETANBHAI SORATHIYA	4	4
DHARMESH PATEL Ceased as on 22.01.2014	4	3
VIRAL SHETH Ceased as on 27.01.2014	4	3
ANIL MISTRY Appointed as on 22.01.2014	4	1
NARESH SHINDE Appointed as on 24.06.2014	4	--

4. REMUNERATION COMMITTEE

As neither remuneration nor sitting fee paid to the director as no remuneration Committee has been set up.

5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE

This committee presently consists of three directors namely, Mr. KETANBHAI SORATHIYA, Mr. ANIL MISTRY and Mr. NARESH SHINDE.

Mr. KETANBHAI SORATHIYA is Chairman of the Committee. The committee was constituted to redress shareholders'/ investors' complaints etc. relating to delay in transfer of shares, non-receipt of annual accounts, delay in balance sheet, split-up share certificate, issue duplicate certificate, transmission of shares, dematerialization of shares etc. relating to the shares issued by the Company. Mr. KETANBHAI SORATHIYA, Director of the Company has been authorized by the Board to approve such transfers within the time stipulated under the Listing Agreement. Further the complaints of the above nature are promptly attended by the Compliance Officer.

Mr. KETANBHAI SORATHIYA has been appointed as the Compliance Officer of the Company by the Board of Directors.

There is no pending, unsolved complaint of Shareholders of the Company and no pending Share Transfer.

6. GENERAL BODY MEETINGS

Location and time for last 3 years Annual General Meetings:

Financial Year	Location	Date	Time A.M./ P.M.
2012-13	At Registered office	30.09.2013	01.00 P.M.
2011-12	At Registered office	31.08.2012	01.00 P.M.
2010-11	At Registered office	15.06.2011	11.30 A.M.

No Special Resolution was passed during the last three Annual General Meeting. No Extra Ordinary General Meeting held during the year. No special resolution was required to be carried out through postal ballot during the last year. No resolution is proposed by postal ballot at the ensuing Annual general meeting.

7. DISCLOSURES

- There are no materially significant related partly transactions i.e. transactions of the Company of material natures, with its promoters, the directors or the managements, their subsidiaries or relatives etc., that may have potential conflict with interest of the Company at large.
- No penalties or strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markers, during the last three years.
- The Company has complied with various rules and regulations prescribed by the Stock Exchange and SEBI during the last three years. No penalties or strictures have been imposed by them on the Company.

8. CEO / CFO CERTIFICATION under clause 41 and clause 49 of the Listing Agreement with Stock Exchanges have been submitted to the Board by the CEO and CFO.

9. MEANS OF COMMUNICATION

The Company has submitted its quarterly, half yearly and yearly financial results to the Stock Exchanges as well as website of the company immediately after its approval by the Board. The Company did not send the half yearly report to the Shareholders of the Company.

10. GENERAL SHAREHOLDERS INFORMATION

Financial Year	1st April, to 31st March	
Date and time of Annual General Meeting	27th September, 2014 and 12:00 P.M.	
Venue of Annual General Meeting	B/39, Mona Shopping Centre, J. P. Road, Nr. Navrang Cinema, Andheri (W), Mumbai-400053	
Dates of Book Closure	20.09.2014 to 27.09.2014	
Listing on Stock Exchange	BSE Limited, Mumbai	
Stock Code and Scrip ID	512361 (BSE) and CUPIDTR (BSE)	
Demat ISIN No.	INE108G01010	
Financial Calendar (tentative schedule)		
Unaudited Results for the quarter ending 30.06.2014	Before 15th August, 2014	
Unaudited Results for the quarter ending 30.09.2014	Before 15th November, 2014	
Unaudited Results for the quarter ending 31.12.2014	Before 15th February, 2015	
Unaudited Results for the quarter ending 31.03.2015; or	Before 15th May, 2015	
In case company take Audited Results for the Whole Financial Year.	Before 30th May, 2015	

11. CATEGORIES OF SHAREOWNERS AS ON 31.03.2014

Category	No. of Shares Held	Voting Strength (%)
Promoters	Nil	0.00
Resident Individuals		
Share capital up to Rs. 1 Lakh	706567	73.60
Share capital in excess of Rs. 1 Lakh	23645	2.46
Bodies Corporate	227854	23.73
NRIs/ OCBs	1135	0.12
Others (Clearing Member & Trust)	799	0.08
Total	960000	100.00

12. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2014

Share Balance	Holders	% of Total	Total Shares	% of Total
0001- 5000	4436	94.00	469305	48.89
5001- 10000	167	3.54	134086	13.97
10001- 20000	71	1.50	109650	11.42
20001- 30000	15	0.32	37038	3.86
30001- 40000	10	0.21	36811	3.83
40001-50000	5	0.11	23050	2.40
50001- 100000	11	0.23	75837	7.90
100001 and above	4	0.08	74223	7.73
Total	4719	100.00	960000	100.00

13. STOCK MARKET DATA

The monthly movement of Equity Share prices on BSE during the year is summarized below:

Month	Highest (Rs)	Lowest (Rs)
Apr-13	132.95	77.80
May-13	157.00	121.00
Jun-13	118.60	105.25
Jul-13	166.00	114.60
Aug-13	187.00	152.60
Sep-13	257.95	179.00
Oct-13	305.00	173.70
Nov-13	165.05	80.25
Dec-13	78.65	56.20
Jan-14	107.80	63.10
Feb-14	133.95	91.90
Mar-14	167.00	75.25

14. REGISTRAR AND SHARE TRANSFER AGENT

M/s SATELLITE CORPORATE SERVICES PRIVATE LIMITED having its registered office at B-302, Sony Apartment, Opp. St. Judge's High School, Off Andheri-Kurla Road, Jarimari, Sakinaka, Mumbai-400072 Maharashtra, INDIA is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

15. SHARE TRANSFER SYSTEM:

Transfer of Shares in Physical form are registered and dispatched within 3 weeks from the date of their receipts, subject to the documents being valid and complete in all respects. Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Investor / Shareholders Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 15 days from the date of receipt, if the relevant documents are complete in all respect.

16. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Equity Shares of your company are traded in compulsory dematerialization form by all investors. The company has entered into agreements with both existing Depositories National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) enabling the investors to hold shares of the company in electronic form through the depository of their choice.

17. ADDRESS FOR CORRESPONDENCE:

B/39, Mona Shopping Centre, J. P. Road, Nr. Navrang Cinema, Andheri (W), Mumbai-400053

Investors Correspondence/ Complaints to be address to:

Mr. KETANBHAI SORATHIYA - Director and Compliance Officer

E-mail: cupidtraders@yahoo.com

18. DECLARATION:

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT FOR BOARD OF DIRECTORS

To

The Members of CUPID TRADES AND FINANCE LIMITED

Mumbai

This is to confirm that the Board has laid down a Code of Conduct for all Board members and Senior Management of the Company.

The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2014 as envisaged in Clause 49 of the Listing agreement with Stock Exchanges.

**For and on Behalf of the Board
For, CUPID TRADES AND FINANCE LIMITED**

PLACE: MUMBAI

DATE: 26.08.2014

**(KETANBHAI SORATHIYA)
CHAIRMAN**

CERTIFICATION ON CORPORATE GOVERNANCE

To the members of CUPID TRADES AND FINANCE LIMITED:

We have examined the compliance of conditions of Corporate Governance by **CUPID TRADES AND FINANCE LIMITED** for the year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We have been explained that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

PLACE: LUDHIANA
DATE: 26.08.2014

CA RAKESH PURI
PARTNER
M. No.: 92728

Independent AUDITORS' REPORT TO THE MEMBERS OF CUPID TRADES AND FINANCE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **CUPID TRADES & FINANCE LIMITED** (the Company), which comprise the Balance Sheet as at March 31, 2014 the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for 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 Standards notified under the Companies Act, 1956 (the Act) read with the [General Circular 15/2013 dated 13th September, 2013](#) of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of 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

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

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:

- i) in the case of the balance sheet, of the state of affairs of the Company as at 31 March 2014;
- ii) in the case of the statement of profit and loss, of the profit for the year ended on that date;
- iii) In the case of cash flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003, as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. 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;
 - 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 dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the Balance Sheet & Statement of Profit and Loss comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956; and
- e. On the basis of written representations received from the directors as on 31 March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

PLACE: LUDHIANA
DATE: 22.05.2014

CA RAKESH PURI
PARTNER
M. No.: 092728

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of CUPID TRADES & FINANCE LIMITED on the accounts of the company for the year ended 31st March, 2014.

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

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) As explained to us, all the assets have been physically verified by the management at reasonable intervals during the year. According to information and explanations given to us, no material discrepancies have been noticed on such verification.

(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.

2. Company does not have inventories during the year hence other sub clause not applicable

3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5. a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

b) As per information & explanations given to us and in our opinion, the transaction entered into by the company with parties covered u/s 301 of the Act does not exceeds five lacs rupees in a financial year therefore requirement of reasonableness of transactions does not arises.

6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.

8. As per As informed to us the company is not required to maintain cost accounts and records as prescribed by Central Government under section 290 (1)(d) of the Companies Act 1956

9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2013 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

10. The accumulated losses at the end of the financial year are not more than 50% of its net worth and it has incurred cash losses of Rs 156662/- during the financial year under report and it has also incurred cash losses in the immediately preceding financial year.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014 we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted audit practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

For, Y. D. & Co
CHARTERED ACCOUNTANTS
FRN: 018846N

PLACE: LUDHIANA
DATE: 22.05.2014

CA RAKESH PURI
PARTNER
M. No.: 092728

BALANCE SHEET AS AT 31ST MARCH 2014		(Amount in Rupees)	
Particulars	Notes	March 31, 2014	March 31, 2013
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	9600000	9600000
(b) Reserves and Surplus	3	20441600	20547058
<u>(2) Share Application money pending allotment</u>		00	00
<u>(3) Non-Current Liabilities</u>		00	00
<u>(4) Current Liabilities</u>			
(a) Short-Term Borrowings		00	00
(b) Trade Payables	4	37669	1252550
(c) Other Current Liabilities	5	10000	10000
(d) Short-Term Provisions	6	1761600	1761600
Total Equity & Liabilities		31850869	33171208
II. ASSETS			
<u>(1) Non-Current Assets</u>			
(a) Fixed Assets	7		
(i) Gross Block		1111090	1111090
(ii) Depreciation		811328	768666
(iii) Net Block		299762	342424
(b) Non-current investments		0	0
(c) Deferred tax assets (net)		0	0
(d) Long term loans and advances	8	29184147	29729364
(e) Other non-current assets	9	3600	3600
<u>(2) Current Assets</u>			
(a) Current investments		0	0
(b) Inventories	10	368406	368406
(c) Trade receivables		0	0
(d) Cash and cash equivalents	11	130303	862763
(e) Short-term loans and advances	12	1864652	1864652
Total Assets		31850869	33171208
Notes to Accounts - 1 to 25			
Schedules referred to above and notes attached there to form an integral part of Balance Sheet			
This is the Balance Sheet referred to in our Report of even date.			
For Y. D. & Co.		FOR AND ON BEHALF OF THE BOARD	
CHARTERED ACCOUNTANTS			
Firm Reg. No. 018846 N			
(CA RAKESH PURI)		KETANBHAI SORATHIYA	ANIL MISTRY
PARTNER Mem. No. 092728		(DIRECTOR)	(DIRECTOR)
Place: Ludhiana		Place: Mumbai	
Date: 22.05.2014		Date: 22.05.2014	

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2014				
(Amount in Rupees)				
Sr. No	Particulars	Notes	2013-14	2012-13
I	Revenue from operations		0	0
II	Other Income	13	408	450
III	III. Total Revenue (I +II)		408	450
IV	Expenses:			
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	14	0	0
	Employee Benefit Expense	15	12000	70000
	Financial Costs		0	0
	Depreciation and Amortization Expense	16	42662	52503
	Other Expenses	17	51204	50057
	Total Expenses (IV)		105866	172560
V	Profit before exceptional and extraordinary items and tax	(III - IV)	(105458)	(172110)
VI	Exceptional Items (Excess provision Added Back)		0	0
VII	Profit before extraordinary items and tax	(V - VI)	(105458)	(172110)
VIII	Extraordinary Items		0	0
IX	Profit before tax (VII - VIII)		(105458)	(172110)
X	Tax expense:			
	Current Tax		0	129600
XI	Profit(Loss) from the period from continuing operations	(IX-X)	(105458)	(172110)
XII	Profit/(Loss) from discontinuing operations		0	0
XIII	Tax expense of earlier period		0	0
XIV	Profit/(Loss) from Discontinuing operations	(XII - XIII)	(105458)	(172110)
XV	Profit/(Loss) for the period (XI + XIV)		(105458)	(172110)
XVI	Earning per equity share:			
	(1) Basic		0	0
	(2) Diluted		0	0
Notes to Accounts - 1 to 25				
Schedules referred to above and notes attached there to form an integral part of Balance Sheet				
This is the Balance Sheet referred to in our Report of even date.				
For Y. D. & Co.			FOR AND ON BEHALF OF THE BOARD	
CHARTERED ACCOUNTANTS				
Firm Reg. No. 018846 N				
(CA RAKESH PURI)			KETANBHAI SORATHIYA ANIL MISTRY	
PARTNER Mem. No. 092728			(DIRECTOR) (DIRECTOR)	
Place: Ludhiana			Place: Mumbai	
Date: 22.05.2014			Date: 22.05.2014	

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014		
	(Amount in Rupees)	
	2013-14	2012-13
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(105458)	(172110)
Add :- Depreciation	42662	52503
Less : Income/Expenses treated separately		
Dividend Income	(408)	(450)
Interest Income	0	0
Operating Profit before Working Capital Changes	(63204)	(120057)
Changes in Working Capital		
Changes in Receivables	0	0
Changes in Current Liabilities	(1214881)	(26063)
Changes in Loans, Advances Tax/TDS	545217	605619
Net Changes in working capital	(669664)	579556
Net cash from Operating Activities	(732868)	459499
B CASH FLOWS FROM INVESTING ACTIVITIES :		
Changes in Fixed Assets	0	0
Changes in Borrowings	0	0
Change In Investment	0	0
Interest Income	0	0
Dividend Income	408	450
Net cash flow from Investing Activities	408	450
Net Increase/(Decrease) in Cash & Cash Equivalent	(732460)	459949
Opening cash & cash equivalent	862763	402814
Closing cash & cash equivalent	130303	862763

Note: Previous Year figures have been regrouped/rearranged wherever necessary.

For Y. D. & Co.

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

FOR AND ON BEHALF OF THE BOARD

(CA RAKESH PURI)

PARTNER /Mem. No. 092728

Place: Ludhiana

Date: 22.05.2014

KETANBHAI SORATHIYA

(DIRECTOR)

Place: Mumbai

Date: 22.05.2014

ANIL MISTRY

(DIRECTOR)

Notes forming part of the financial statements

NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES:

1. **BASIS OF ACCOUNTING:-** The Accounts have been prepared on historical cost basis and accrual system of accounting unless otherwise stated.
2. **INCOME RECOGNITION: -**
 - 2.1 Interest on investments is accounted for on accrual basis.
 - 2.2 Dividend income is accounted for on receipt basis.
 - 2.3 Profit or loss on sale of investments is accounted for as and when the transactions are entered in to.
3. **EXPENSES: -**The Company provides for all expenses on accrual basis.
4. **FIXED ASSETS:** Fixed Assets are valued at cost less depreciation. The depreciation has been provided as per rate prescribed in the Income Tax Act 1961.
5. **INVENTORY:** Inventory is valued at cost.
6. **SALES** are accounted for on accrual basis
7. **GRATUITY:** No provision for retirement benefits for employees has been made since the Gratuity Act and Provident Fund Act are not applicable to the Company and the company has adopted PAY-AS-YOU-GO method for the payment of other retirement benefits, if any payable to the Employees.
8. **TAXATION**
 - (i) Provision for current tax is made in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961.
 - (ii) Deferred tax for timing differences between tax profits and book profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date.
9. **INVESTMENTS:** Long term investments are stated at cost. Provision for diminution in the value of long term investment is made only if such decline is other than temporary in the opinion of the management.
10. **CONTINGENT LIABILITY:** All known liabilities are provided for in the books of account except liabilities of contingent nature which have been adequately disclosed by way of "Notes to the Account"

Note : 2 Share Capital

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	AUTHORIZED CAPITAL 1000000 Equity Shares of Rs. 10/- each	10000000	10000000
		10000000	10000000
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL To the Subscribers of the Memorandum 960000 Equity Shares of Rs. 10/- each Fully	9600000	9600000
	Total in	9600000	9600000

Note : 3 Reserve & Surplus

1	Surplus (Profit & Loss Account)	20441600	20547058
	Balance brought forward from previous year	20547058	20719168
	Less: Tax on Regular Assessment Paid	00	00
	Add: Profit for the period	(105458)	(172110)
	Total in	20441600	20547058

Note : 4 Trades Payable

Sr. No	Particulars	Rs.	Rs.
		Current Year	Previous Year
1	Sundry Creditors for Materiel/Supplies	22227	1237108
2	Sundry Creditors for Services Adroid Corp Services Private Limited	15442	15442
	Total in	37669	1252550

Note : 5 Other Current Liabilities

1	Audit Fees Payable	10000	10000
	Total in	10000	10000

Note : 6 Short Term Provisions

1	Provision for Taxation A/Y 2010-11	1632000	1632000
2	Provision for Taxation A/Y 2012-13	129600	129600
	Total in	1761600	1761600

Note : 8 Long Term Loans and Advances

1	Other Loans & Advances Other Loans & Advances consist of loan from other corporate	29184147 00	29729364 00
	Total in	29184147	29729364

Note : 9 Other Non Current Assets

1	Others	3600	3600
	Total in	3600	3600

Note : 10 Inventories

1	Stock-in-Trade	368406	368406
	Total in	368406	368406

Note : 11 Cash & Cash Equivalent

1	Cash-in-Hand Cash Balance	59381	87881
	Sub Total (A)	59381	87881
2	Bank Balance	70922	774882
	Sub Total (B)	70922	774882
	Total [A + B]	130303	862763

Note : 7 Fixed Asset

I. Fixed Assets

Sr. No	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.32014	WDV as on 31.03.2013
	Tangible Assets											
1	Furniture & Fixtures	10.00%	31902	0	0	31902	28865	304	0	29169	2733	3037
2	Mobile	15.00%	121518	0	0	121518	69097	7863	0	76960	44558	52421
3	Office Equipment	10.00%	388822	0	0	388822	175599	21322	0	196921	191901	213223
4	Computer	60.00%	380533	0	0	380533	375841	2815	0	378656	1877	4692
5	Printer	15.00%	34732	0	0	34732	22449	1842	0	24291	10441	12283
6	Weighing Scale	15.00%	153583	0	0	153583	96815	8515	0	105330	48253	56768
	SUB TOTAL (A)		1111090	0	0	1111090	768666	42662	0	811328	299762	342424
	(Previous Year)		1111090	0	0	1111090	716163	52503	0	768666	342424	394927

Note 12 Short Terms Loans and Advances

Sr. No	Particulars	Rs.	
		Current Year	Previous Year
1	Others Advance Recoverable in cash or in kind or for value to be considered good Advance Income Tax/Refund Due	1864652	1864652
	Total in	1864652	1864652

Note : 13 Other Income

1	Interest	0	0
2	Dividend	408	450
3	Handling Charges Recd.	0	0
4	Sundry Balance W/off	0	0
	Total in	408	450

Note: 14 Change in Inventories

1	Opening Stock	368406	368406
2	Closing Stock	368406	368406
	Total in	00	00

Note : 15 Employment Benefit Expenses

1	Salaries, Bonus, PF & ESIC	12000	70000
	Total in	12000	70000

Note : 16 Depreciation & Amortised Cost

1	Depreciation	42662	52503
	Total in	42662	52503

Note : 17 Other Administrative Expenses

1	Annual Custody fees	13482	13482
2	Auditors Remuneration	10000	10000
3	Filing Fees	6500	5000
4	Listing Fees	16854	17154
5	Misc Exp	4368	2438
6	Telephone Exp	00	1983
	Total in	51204	50057

Note:18 The Company has not accepted any public deposits during the year.

Note:19 Based on the information available, the Company is of the opinion that as on the Balance Sheet date, no amounts are payable to Small Scale undertakings.

Note:20 The company has only one business segment hence the AS-17 "Segment Reporting" issued by The Institute of Chartered Accountant of India, is not applicable.

Note:21 Disclosures required under AS-18 on "Related Party Disclosures"
No related party transaction was carried during the year.

Note:22 **Payment to Director:** Director Remuneration: Nil (PY: Nil)

Note:23	Earning per share EPS:	<u>2013-14</u> (In Rs.)	<u>2012-13</u> (In Rs.)
	Profit & Loss after tax	(105458)	(172110)
	Weighted No of equity shares	960000	960000
	Nominal value of share	10/-	10/-
	Basic /diluted Earning per Equity share	(0.11)	(0.18)

Note: 24 previous year figures have been regrouped, rearranged and reclassified wherever necessary

Note: 25 Figures have been rounded off to the nearest rupee.

Signature to Notes 1 to 25 forming part of Balance sheet & Profit & Loss Account for the year ended 31st March 2014.
As per our attached report even date

For Y. D. & Co.
CHARTERED ACCOUNTANTS
Firm Reg. No. 018846 N

FOR AND ON BEHALF OF THE BOARD

(CA RAKESH PURI)
PARTNER /Mem. No. 092728
Place: Ludhiana
Date: 22.05.2014

KETANBHAI SORATHIYA
(DIRECTOR)
Place: Mumbai
Date: 22.05.2014

ANIL MISTRY
(DIRECTOR)

CUPID TRADES AND FINANCE LIMITED**CIN: L51900MH1985PLC036665**

Reg. Office: B/39, Mona Shopping Centre, J. P. Road, Nr. Navrang Cinema, Andheri (W), Mumbai-400053

28th ANNUAL GENERAL MEETING On 27.09.2014 at 12.00 P.M at registered office of the company

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a registered shareholder / proxy for the registered shareholder of the Company. I/We hereby record my/our presence at the 28th Annual General Meeting of the Company

*Signature of Member/s/ Proxy***NOTE:** A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

✂-----Cut Here-----

PROXY FORM**Form No MGT-11**

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

CIN	L51900MH1985PLC036665		
Name of Company	CUPID TRADES AND FINANCE LIMITED		
Reg. Office Address	B/39, Mona Shopping Centre, J. P. Road, Nr. Navrang Cinema, Andheri (W), Mumbai-400053		
Name of the Member			
Registered Address			
E Mail Id			
Folio No./Client ID			

I/We, being the member (s) of CUPID TRADES AND FINANCE LIMITED hereby appoint

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

As my/ our Proxy to attend and vote for me/us on my/ our behalf at the 28th Annual General Meeting of the Company to be held on 27.09.2014 at 12.00.P.M. at registered office of the company and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
01	Adaption of Financial Statement for the year ended 31.03.2014		
02	Re Appointment of Mr. Ketanbhai Sorathiya who retires by rotation		
03	Appointment of Auditor and Fix their remuneration		
04	Appointment of Mr. Anil Mistry as Independent Director		
05	Appointment of Mr. Naresh Shinde as Independent Director		
06	Adoption of New Set of Article of Association (AOA)		

Signed on thisday of2014.

Affix
Revenue
Stamp

Signature of shareholder/ Signature of Proxy

NOTE: The Proxy need NOT be a Member. The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

BOOK-POST

To,



If undelivered, please return to:

CUPID TRADES AND FINANCE LIMITED (CIN: L51900MH1985PLC036665)

ROA: B/39, Mona Shopping Centre, J. P. Road, Nr. Navrang Cinema, Andheri (W), Mumbai-400053

E Mail: cupidtraders@yahoo.com