

2015

ANNUAL REPORT

**SYMBIOX INVESTMENT &
TRADING CO LIMITED**



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CORPORATE INFORMATION

Board of Directors

Mr. Sarman Sharma
(Director)

Mr. Mohit Sharma
(Managing Director)

Mr. Gaurav Audichya
(Executive Director)

Ms. Chandana
(Director)

Mr. Anand Kumar Ojha
(Director)

Company Secretary & Compliance Officer

Ms. Anchal Jaiswal

Chief Financial Officer (CFO)

Mr. Mohit Sharma

Registered Address

7A, Rani Rashmoni Road, Kolkata – 700 013, West Bengal

Bankers

Yes Bank Limited
Dalhousie Branch, Kolkata

Auditor

Mr. Pravin Poddar
Chartered Accountant
M. No.: 300906
Add.: HD 35, S L Sarani, Baguipara, Ashwininagar, Baguiati, Kolkata – 700059
Ph No.: 033- 25702081
Email Id : - poddar.pravin@gmail.com

Registrar & Share Transfer Agent

Bigshare Services Private Limited
E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road,
Sakinaka, Andheri (E), Mumbai, Maharashtra 400072
Tel: 91-22-40430200
E-mail: investor@bigshareonline.com

NOTICE

Notice is hereby given that 36th Annual General Meeting of the members of the **SYMBIOX INVESTMENT & TRADING CO LIMITED** will be held at 7A, Rani Rashmoni Road, Kolkata - 700 013, West Bengal on Monday, 28th September, 2015 at the 12.00 p.m. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Annual Financial Statements (Including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2015, the Reports of Auditors and Directors thereon.

2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013 and other applicable provisions, if any, and the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Pravin Poddar, Chartered Accountant (Membership No. 300906), be and is hereby re-appointed as the Statutory Auditor of the Company and to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of AGM to be held in the year 2020, subject to ratification by members at every AGM, on a remuneration as may be mutually agreed upon by the Board of Directors and the Auditor."

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement, **Ms. Chandana** (DIN: 06679488), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 31st March, 2015, in terms of Section 161(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose **Ms. Chandana** as a candidate for the office of a Director of the Company, together with the deposit of one lakh rupees be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019."

"RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things to give effect the aforesaid resolutions."

4. To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement, **Mr. Anand Kumar Ojha** (DIN: 07035754), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 4th December, 2014, in terms of Section 161(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose **Mr. Anand Kumar Ojha** as a

candidate for the office of a Director of the Company, together with the deposit of one lakh rupees, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 3rd December, 2019."

"RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things to give effect the aforesaid resolutions."

5. To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 64, 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof and subject to such approvals as may as necessary, approval of the members of the Company be and is hereby accorded to the appointment of **Mr. Mohit Sharma (DIN: 06554517)** as the Managing Director of the Company for a period of five years with effect from 12th May, 2014 upon the terms and conditions including remuneration as set out in draft agreement submitted to this meeting and initialled by the Chairman for the purpose of identification, which agreement be and is hereby approved and sanctioned with authority to the Board of Directors of the Company to alter and vary terms and conditions of the said appointment and/or agreement in such manner as the Board may deem fit and as may be applicable to Mr. Mohit Sharma, the Managing Director."

"RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things to give effect the aforesaid resolutions."

6. To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT Mr. Gaurav Audichya (DIN: 06953445), who was appointed as an Additional Director with effect from 21st August, 2014 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit of one lakh rupees, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company."

"RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things to give effect the aforesaid resolutions."

Date: 02/09/2015

Place: Kolkata

By order of the Board
Symbiox Investment & Trading Limited
Sd/- Anchal Jaiswal
(Company Secretary)

NOTES:

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 relating to special businesses to be transacted at the meeting is annexed herewith.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy Form is sent herewith. Proxies submitted on behalf of the companies, etc., must be supported by an appropriate resolution/authority, as applicable. A proxy form is enclosed.

3. The Register of Members and Share Transfer Book will remain closed from Monday, 21st September, 2015 to Monday, 28th September, 2015 (both days inclusive).

4. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 36th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting (facility to cast vote from a place other than the venue of the AGM), for which purpose the Company has engaged the services of Central Depository Services (India) Limited (CDSL). The Board of Directors of the Company has appointed Ms. Surabhi Jain, Practicing Company Secretary (M. No. - A31754, CP No.- 12248) as Scrutinizer for the purposes of E-Voting.

5. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on **21st September, 2015 (cut-off date)**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting at the AGM.

6. Members are required to bring their admission slips to the AGM. Duplicate admission slips and / or copies of the Report and Accounts will not be provided at the AGM venue.

7. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

8. Members who do not have access to e-voting facility, a Ballot Form is being sent along with the notice of AGM, to enable them to send their assent or dissent by Post.

9. The Members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

10. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.

11. A Member may request duplicate Ballot Form, if so required, by writing to the Company at its Registered Office or by sending an email on symbioxinvestment100@gmail.com by mentioning their Folio No./DP ID and Client ID. However, the duly filled in duplicate Ballot Form should reach the scrutinizer not later than Sunday, September 27, 2015 (5.00 p.m.).

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, select the "SYMBIOX" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- 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 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.
- In case the sequence 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 serial number 1 then enter RA00000001 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.

- 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 member id / folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <SYMBIOX> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the 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.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - 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 favour 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. (xvii) above to cast vote.
- (B) The remote e-voting period begins on 25th September, 2015 (10.00 a.m.) and ends on 27th September, 2015 at (05.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **21st September, 2015**, 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.

EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3, 4, 5 & 6 of the accompanying Notice :

ITEM No. 3:

Appointment of Independent Director:

Ms. Chandana (DIN: 06679488), was appointed by the Board of Directors of the Company on 31st March, 2015 as an additional Director and, as per the provision of the Section 161(1) of the Companies

Act, 2013, She holds office as a Director up to the date of this Annual General Meeting. The Company has received a Notice from a Member along with a deposit of Rs. 1,00,000/- signifying his intention to propose the appointment of Ms. Chandana as a Director of the Company.

In the opinion of the Board, Ms. Chandana, fulfills the conditions as specified under Section 149(6) of the Companies Act, 2013.

Ms. Chandana may be deemed to be concerned or interested in the resolution relating to her appointment.

The Board recommends this Resolution for your approval.

ITEM No. 4:

Appointment of Independent Director:

Mr. Anand Kumar Ojha (DIN: 07035754) was appointed by the Board of Directors of the Company on 4th December, 2014 as an additional Director and, as per the provision of the Section 161(1) of the Companies Act, 2013, he holds office as a Director up to the date of this Annual General Meeting. The Company has received a Notice from a Member along with a deposit of Rs. 1,00,000/- signifying his intention to propose the appointment of Mr. Anand Kumar Ojha as a Director of the Company.

In the opinion of the Board, Mr. Anand Kumar Ojha, fulfills the conditions as specified under Section 149(6) of the Companies Act, 2013.

None of the Directors except Mr. Anand Kumar Ojha is concerned or interested in the resolution.

The Board recommends this Resolution for your approval.

ITEM No. 5:

Appointment of Managing Director

The Board of Directors of the Company at their meeting held on 12th May, 2014 appointed Mr. Mohit Sharma as the Managing Director of the Company for a period of five years effective from 12th May, 2014 on the terms of appointment and remuneration payable to Mr. Mohit Sharma, Managing Director of the Company as are specified in the draft agreement to be executed between him and the Company, a copy of which (as has also been duly approved by the Board) will be placed before the meeting and is subject to the approval of the Shareholders and other approvals, if any, as may be necessary.

| | | | |
|---------------------------------------------------|-----------------------------------------------------------|------------------------------------------------------------------------------------------------------|--------------------|
| Age: | 31 years | Last drawn remuneration: | Not Applicable. |
| Qualifications: | B.Com(Hons.) | Date of first appointment on the Board: | 12th May, 2014 |
| Experience: | Rich experience in the field of garments and merchandise. | Shareholding in the company: | NIL |
| Terms and Conditions of appointment: | As per the Agreement. | Relationship with other directors, manager and other key managerial personnel of the company: | Not Applicable. |
| Details of remuneration sought to be paid: | 15,000/- | Number of meetings of the board attended during the year: | 10 Board Meetings. |

Directorship held in other Companies (including private companies):

| Name of the Company | CIN | Designation |
|--------------------------------------------------|-----------------------|---------------------|
| Seasonal Realty Private Limited | U70102WB2013PTC192246 | Director |
| Brahmaputra Software Development Private Limited | U74900MH2010PTC198663 | Director |
| Rishaan Software Services Private Limited | U72900MH2009PTC195954 | Director |
| Aksara Real Estate Private Limited | U70102WB2013PTC197267 | Director |
| Bhalanetra Retails Private Limited | U52100WB2013PTC198892 | Director |
| Tyro Commercial Private Limited | U74999WB2012PTC178145 | Additional Director |

Other membership/ chairmanship of committees of other boards: NIL

The Managing Director shall be entitled to reimbursement of expenses actually incurred by him for the business of the Company. He shall not be paid any sitting fees for attending meetings of the Board or Committee thereof.

Mr. Mohit Sharma, Managing Director shall not be liable to retire by rotation.

None of the Directors except Mr. Mohit Sharma is concerned or interested in the resolution.

The Resolution is recommended for your approval.

ITEM No. 6:

Regularization of Additional Director as Director:

Mr. Gaurav Audichya (DIN: 06953445) was appointed by the Board of Directors of the Company on 21st August, 2014 as an additional Director and, as per the provision of the Section 161(1) of the Companies Act, 2013, he holds office as a Director up to the date of this Annual General Meeting. The Company has received a Notice from a Member along with a deposit of Rs. 1,00,000/- signifying his intention to propose the appointment of Mr. Gaurav Audichya as a Director of the Company.

None of the Directors except Mr. Gaurav Audichya is concerned or interested in the resolution.

The Board recommends this Resolution for your approval

Date: 02/09/2015
Place: Kolkata

By order of the Board
Symbiox Investment & Trading Co Limited
Sd/- Anchal Jaiswal
(Company Secretary)

ANNNUEXURE:**PARTICULARS OF DIRECTORS SEEKING APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING AS PER THE REQUIREMENT OF CLAUSE 49(VIII)(E)(1) THE LISTING AGREEMENT***Appointment of Independent Director:***1. Chandana**

| | |
|----------------------------------------------------------|----------------------------------------------------------------------------------------|
| Name | Chandana |
| Date of Birth | 17/12/1983 |
| Nationality | Indian |
| Designation | Independent Director |
| Expertise | She is a B.Com graduate and have vast experience in the field of textile and clothing. |
| Date of Appointment | 31/03/2015 |
| Shares held in the Company | NIL |
| Names of the Companies in which Directorship held | 1. Richway International Trade Limited |
| Membership of Committees of the Board | NIL |

2. Anand Kumar Ojha

| | |
|----------------------------------------------------------|----------------------------------------------------------------------------------------|
| Name | Anand Kumar Ojha |
| Date of Birth | 07/12/1979 |
| Nationality | Indian |
| Designation | Independent Director |
| Expertise | Mr. Ojha is a B.Com graduate and is designated as Independent director of the Company. |
| Date of Appointment | 04/12/2014 |
| Shares held in the Company | NIL |
| Names of the Companies in which Directorship held | NIL |
| Membership of Committees of the Board | NIL |

3. Gaurav Audichya

| | |
|----------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name | Gaurav Audichya |
| Date of Birth | 18/01/1987 |
| Nationality | Indian |
| Designation | Executive Director |
| Expertise | He posses relevant knowledge in Textile Business. |
| Date of Appointment | 21/08/2014 |
| Shares held in the Company | 40,900 |
| Names of the Companies in which Directorship held | i. Octavio Merchants Limited ii. Henio Merchants Limited iii. Derica Dealers Private Limited iv. Vanora Merchants Limited v. Ganadipati Project Advisory Limited vi. Valere Commosales Limited vii. Premio Projects Limited viii. Tyro Commercial Private Limited ix. Swastik City Developers Limited |
| Membership of Committees of the Board | NII |

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their 36th Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2015.

FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Standalone Financial results are summarized below:

| Particulars | (Amount in Lacs) | |
|-------------------------------------------|------------------|----------------|
| | March 31, 2015 | March 31, 2014 |
| Net Sales | 145.60 | 28.40 |
| Other Income | - | - |
| Total Income | 145.60 | 28.40 |
| Profit before taxation | 2.44 | 1.17 |
| Tax Expenses: | | |
| Current Tax | 11.16 | 0.37 |
| Deferred Tax | - | - |
| Extraordinary Items (net of Tax Expenses) | - | (23.23) |
| Profit after Tax | (8.72) | 0.81 |

TRANSFER TO RESERVE

The Company has not transferred any amount to General Reserve.

BRIEF DESCRIPTION OF THE COMPANY'S STATE OF AFFAIR

The highlights of Company's performance are as under:

- Revenue from operations increased from Rs. 28.40 lacs. (Twenty Eight Lacs Forty Thousand) to Rs. 145.60 lacs (One Crore Forty Five Lacs Sixty Thousand).
- Profit before taxation stood at Rs. 2.44 Lacs (Two Lacs Forty Four Thousand) against Rs. 1.17 Lacs (One Lacs Seventeen Thousand) in the previous year.
- The net loss of the Company for the year under review was Rs. (8.72 Lacs) (Eight Lacs Seventy Two thousand) as against Net Profit of Rs. 0.81 lacs (Eighty One Thousand), in the previous year.

DIVIDEND

In view of loss in the present financial year, your Directors are not in a position to recommend any dividend for the year ended 31st March, 2015.

SHARE CAPITAL

The paid up equity capital as on March 31, 2015 was Rs. 312,873,300. During the year under review, no issue of equity shares with differential voting rights was completed. Further, the Company has not issued any sweat equity nor granted any employee stock options.

CHANGES IN THE NATURE OF BUSINESS

During the year, There has been no Change in the nature of the Business of the Company. No material changes and commitments have occurred between the end of the financial year and date of report.

CHANGE OF NAME

There has been no change in the name of the Company during the financial year 2014-15.

PUBLIC DEPOSITS

Your Company has not accepted any deposits in terms of Section 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The company has not given loans or guarantees but has invested in the Equity Shares of the other Companies. The details of the investments made by company is given in the financial statements.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls system with reference to financial statements. The scope of work includes review of process for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. During the year, such controls were tested and no reportable weakness in the design or operation were observed.

CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

In pursuance of the provision of Section 135 of the Companies Act, 2013, the CSR provisions are not applicable to our Company.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The particulars of conservation of energy and technology absorption as required under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 are not applicable to the Company.

FOREIGN EXCHANGE EARNINGS AND OUT-GO

During the period under review there was no foreign exchange earnings or out flow.

DIRECTORS & KEY MANAGERIAL PERSONNEL

During the year, the Board of Directors appointed Mr. Anand Kumar Ojha (DIN- 07035754) & Ms. Chandana (DIN: 06679488) as an Additional Director with effect from 04th December, 2014 and 31st March, 2015, respectively to hold office up to the date of forthcoming Annual General Meeting. Mr. Anand Kumar Ojha & Ms. Chandana, proposed to be appointed as the Independent Director of your Company.

The Board has also appointed Mr. Gaurav Audichya (DIN: 06953445) as an additional director & Mr. Mohit Sharma (DIN: 06554517) as Managing Director with effect from 21st August, 2014 and 12th May, 2014 respectively.

Due to pre-occupation, Ms. Madhu Sharma (DIN: 02484283) & Mr. Bratindra Nath Mitra (DIN: 00790056) had resigned from the directorships of the Company with effect from 5th December, 2014 and 12th May, 2014 respectively. The Board hereby places on record its sincerest thanks and gratitude for the invaluable contribution made by them towards the growth and development of the Company during their tenure as a Director.

Ms. Sweta Harlalka, who was appointed as Company Secretary of the Company on 12th May 2014, ceased to be Company Secretary of the Company with effect from 01st August, 2014. On the same day, Board of Directors appointed Ms. Anchal Jaiswal as Company Secretary of the Company.

DECLARATION BY INDEPENDENT DIRECTORS

All the independent directors of the Company have given declarations that they meet the all criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and clause 49 of the Listing Agreement.

FORMAL ANNUAL EVALUATION

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Clause 49 of the Listing Agreements ("Clause 49").

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

NUMBER OF MEETINGS OF THE BOARD

During the year Eleven Board Meetings were held. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

INDEPENDENT DIRECTORS' MEETING

During the year under review, all the Independent Directors of the Company met on March 21, 2015, without the presence of non-independent directors and members of management, inter alia, to:

1. review the performance of non-independent directors and the Board as a whole;
2. review the performance of Chairman of the company, taking into account the views of the executive and non executive-directors;
3. assess the quality, quantity and timelines of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the directors confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed;
2. 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 the year under review;

3. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the directors have prepared the annual accounts on a going concern basis;
5. the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
6. the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or any other related parties as defined under the Companies Act, 2013, which may have potential conflict with interest of the company.

SUBSIDIARY COMPANIES

Pursuant to circular dated 8th February, 2011, issued by the Ministry of Corporate Affairs, Government of India and section 136 of the Companies Act, 2013, which has exempted companies from attaching the Annual Report and other particulars of its Subsidiaries companies along with the Annual Report of the Company, the Annual report of the Subsidiary companies viz. 1) Basic Agro Limited (2) Swastik City Developers Limited.

The financial statements of subsidiary companies are kept for inspection by the shareholders at the registered office of the company.

CONSOLIDATED FINANCIAL STATEMENTS

As stipulated by clause 32 of the listing agreement entered with the stock exchanges, and rule 8 of Companies (Accounts) Rules, 2014, the Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited Consolidated Financial Statements together with the Auditor Report forms part of the Annual report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In line with the provisions of the Section 177(9) of the Act and the revised Clause 49 of the Listing Agreements with stock exchanges, the Company has adopted Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

This vigil mechanism provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the chairperson of the Audit committee, in exceptional cases. The Company Secretary is the designated officer for effective implementation of the policy and dealing with the complaints registered under the policy

AUDITORS' REPORT

The Auditors' Report does not contain any qualification, reservation or adverse remarks. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

SECRETARIAL AUDIT REPORT

During the year, Secretarial Audit was carried out by Mr. Sandeep Chhajer, Practicing Company Secretary, the Secretarial Auditor of the Company for the financial year 2014-2015.

As Secretarial Auditor has pointed out certain observation in his report, the Board of directors the company state that those non-compliance of the provisions of the Companies Act, 2013, were due to

ambiguity and uncertainty of the applicability of the same for the relevant period. However, the company would ensure that, in future all the provisions are complied to the fullest extent.

The report of the Secretarial Auditor is appended as "**Annexure-I**" to this report.

AUDITOR

Mr. Pravin Poddar (M. No. 300906), Chartered Accountant, was appointed as Statutory Auditors of the Company at the last Annual General Meeting (AGM) held on 30th September, 2014 to hold office till the conclusion of the ensuing AGM. Further your Directors recommends Re-appointment of Mr. Pravin Poddar, Chartered Accountant, who has furnished declaration as per Section 141 and has shown his willingness to be appointed, for the post of Statutory Auditors for a term of 5 years till the conclusion of the AGM to be held in the year 2020 subject to ratification by members at every AGM .

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. There has been no qualification, reservation or adverse remark given by the Auditors in their Report.

EXTRACTS OF ANNUAL RETURN

As provided under Section 92(3) of the Act, the extract of the Annual Return in form MGT-9 is annexed herewith as "**Annexure- II**".

BUSINESS RISK MANAGEMENT

Your Company has a structured framework to satisfy that sound policies, procedures and practices are in place to manage the key risks under risk framework of the company. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard and the same will be furnished on request.

Particulars of Employees pursuant to section 134(3)(q) of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014

1. None of the employees was employed throughout the financial year, who was in receipt of remuneration exceeding Rs. 6,000,000/- per annum or more. Therefore, Rule 5(2)(i) of the captioned Rules is not applicable.
2. None of the employees was employed throughout the financial year, who was in receipt of remuneration exceeding Rs. 500,000/- per month. Therefore, Rule 5(2)(ii) of the captioned Rules is not applicable.
3. No employee is a relative of any director or Key Managerial personnel of the Company.

Therefore, Rule 5(2)(iii) of the captioned Rules is not applicable to any employee.

CORPORATE GOVERNANCE

The Company has complied with the corporate governance requirements as stipulated under clause 49 of the listing agreements entered into with the stock exchanges. A separate section on corporate

governance is provided, along with a certificate from the auditor confirming the compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreements with the Stock Exchanges, is annexed and forms part of this report.

MANAGEMENT DISCUSSION & ANALYSIS REPORTS

The Management Discussion and Analysis Reports is attached which forms part of this Report.

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE

The Company has a policy of zero tolerance for sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under.

AUDIT COMMITTEE

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report. And during the year under review, there were no instances when recommendation of audit committee was not accepted by the board.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the directors' report.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

ACKNOWLEDGEMENT

The directors place on record their deep appreciation to the Company's employees, customers, vendors, investors and Bankers for their continuous support.

Place: Kolkata
Date: 02/09/2015

For and on behalf of the Board
Sd/-
Mohit Sharma
Managing Director & CFO
DIN: 06554517

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
SYMBIOX INVESTMENT & TRADING CO LTD
7A, RANI RASHMONI ROAD,
KOLKATA - 700 013, WEST BENGAL

I have conducted the secretarial audit related to compliance of all applicable statutory provisions and adherence to good corporate practices by M/s. Symbiox Investment & Trading Co. Ltd. (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the M/s. Symbiox Investment & Trading Co Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2015, according to the provisions of the following laws:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder ;
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA') and the rules made thereunder;
- iii. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable to the company during the audit period).**
- iv. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 (SEBI Act') viz.:-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

The provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company for the period under audit:-

- a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- b) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- c) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

- d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- v. I have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India were not applicable to the Company as the same were not in force for the Financial Year ended 31.03.2015.
 - (ii) The Listing Agreements entered into by the Company with The Calcutta Stock Exchange Limited (CSE) and Metropolitan Stock Exchange of India Limited (MSEI).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above except to the extent as mentioned below:

- a) *The Annual General Meeting for the financial year ended on 31st March 2014 was held on 30th September, 2014, however, the Company has not filed MGT-15 in Form GNL-2 with the Registrar of Company;*
- b) *The Company has not appointed an Internal Auditor pursuant to provisions of section 138 read with rules 12 of Companies (Accounts) Rules, 2014;*
- c) *The Company has not appointed any Chief Financial Officer pursuant to section 203 of Companies Act, 2013 during the period under audit, however has appointed in the current financial year on May 30, 2015.*

I further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction etc.
- (v) Foreign technical collaborations.

This report is to be read with our letter of even date which is annexed as Annexure- A and forms an integral part of this report.

Sd/-
SANDEEP CHHAJER
Practicing Company Secretary

Place: Kolkata
Date: 19.06.2015

ACS: 34569
CP. No. : 13574

To,
The Members,
SYMBIOX INVESTMENT & TRADING CO LIMITED
7A, Rani Rashmoni Road,
Kolkata- 700 013, West Bengal

My Secretarial Audit Report for the financial year ended March 31, 2015 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices which I have followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata
Date: 19.06.2015

Sd/-
SANDEEP CHHAJER
Practicing Company Secretary
ACS: 34569
CP. No. : 13574

Form No. MGT-9

Extract of Annual Return as on the financial year ended on 31st March, 2015
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
 Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

| | | |
|------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|
| i. | CIN | L65993WB1979PLC032012 |
| ii. | Registration Date | 14/05/1979 |
| iii. | Name of the Company | SYMBIOX INVESTMENT & TRADING CO LTD |
| iv. | Category / Sub-Category of the Company | Company Limited by Shares |
| v. | Address of the Registered office and contact details | 7A, Rani Rashmoni Road, Kolkata - 700 013 Tel : 033 3251 5833 Email: symbioxinvestment100@gmail.com |
| vi. | Whether listed company | Yes/No |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent, if any | BIGSHARE SERVICES PRIVATE LIMITED E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road, Sakinaka, Andheri (East), Mumbai - 400 072 |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--------------------------------------------------|----------------------------------|------------------------------------|
| 1 | Sale of Sarees | 46695 | 80% |

* As per national industrial classification- ministry of statics and programme implementation

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name and Address Of The Company | CIN/GLN | Holding/ Subsidiary /Associate | % of shares held | Applicable Section |
|---------|--------------------------------------------------------------------------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| 1. | Basic Agro India Ltd ADD.: 34, C. R. Avenue, 1st Floor, Cabin No - 02, Kolkata- 700012 | U01403WB2013PLC191951 | Subsidiary | 99.88% | 2(87)(ii) |
| 2. | Swastik Developers Ltd ADD.: 16b, Madan Chatterjee Lane, 2nd Floor, Kolkata- 700007 | U45400WB2011PLC165381 | Subsidiary | 99.88% | 2(87)(ii) |

IV. SHARE HOLDING PATTERN (equity share capital breakup as percentage of total equity)

i. Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|-------------------------------|-------------------------------------------------|------------------|------------------|-------------------|-------------------------------------------|------------------|------------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| Promoter | | | | | | | | | |
| <i>Indian</i> | | | | | | | | | |
| Individual/ HUF | - | 40,900 | 40,900 | 0.13 | - | 40,900 | 40,900 | 0.13 | - |
| Central Govt. | - | - | - | - | - | - | - | - | - |
| State Govt(s) | - | - | - | - | - | - | - | - | - |
| Bodies Corp | - | 10,00,000 | 10,00,000 | 3.20 | - | 10,00,000 | 10,00,000 | 3.20 | - |
| Banks / FI | - | - | - | - | - | - | - | - | - |
| Any Other | - | - | - | - | - | - | - | - | - |
| Sub-total(A)(1):- | - | 10,40,900 | 10,40,900 | 3.33 | - | 10,40,900 | 10,40,900 | 3.33 | - |
| <i>Foreign</i> | | | | | | | | | |
| NRIs-Individuals | - | - | - | - | - | - | - | - | - |
| Other-Individuals | - | - | - | - | - | - | - | - | - |
| Bodies Corp. | - | - | - | - | - | - | - | - | - |
| Banks / FI | - | - | - | - | - | - | - | - | - |
| Any Other.... | - | - | - | - | - | - | - | - | - |
| Sub-total (A)(2):- | - | - | - | - | - | - | - | - | - |
| Public Shareholding | | | | | | | | | |
| <i>Institutions</i> | | | | | | | | | |
| Mutual Funds | - | - | - | - | - | - | - | - | - |
| Banks / FI | - | - | - | - | - | - | - | - | - |
| Central Govt. | - | - | - | - | - | - | - | - | - |
| State Govt.(s) | - | - | - | - | - | - | - | - | - |
| Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| Insurance Companies | - | - | - | - | - | - | - | - | - |
| FIIIs | - | - | - | - | - | - | - | - | - |
| Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-total (B)(1) | - | - | - | - | - | - | - | - | - |
| 2. Non institutions | | | | | | | | | |
| Bodies Corp. | | | | | | | | | |
| (i) Indian | - | 3,00,16,000 | 3,00,16,000 | 95.94 | - | 1,42,90,930 | 1,42,90,930 | 45.68 | -50.26% |
| (ii) Overseas | - | - | 0 | - | - | - | - | - | - |
| Individuals | | | | | | | | | |

| | | | | | | | | | |
|-----------------------------------------------------------------------------------|---|-----------------|-----------------|--------------|---|-----------------|-----------------|--------------|-----------|
| (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | - | 1,71,430 | 1,71,430 | 0.55 | - | 24,99,000 | 24,99,000 | 7.99 | 7.44% |
| (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | - | - | - | - | - | 1,12,41,000 | 1,12,41,000 | 35.93 | 36.93% |
| Others (Specify) HUF | - | 59000 | 59000 | 0.19 | - | 22,15,500 | 22,15,500 | 7.08 | 6.89% |
| Sub-total (B)(2) | - | 30246430 | 30246430 | 96.67 | - | 30246430 | 30246430 | 96.67 | 1% |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | - | 30246430 | 30246430 | 96.67 | - | 30246430 | 30246430 | 96.67 | 1% |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | - | 31287330 | 31287330 | 100% | - | 31287330 | 31287330 | 100% | 1% |

ii. Shareholding of Promoters

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding during the year |
|--------|--------------------------|-------------------------------------------|----------------------------------|--------------------------------------------------|-------------------------------------|----------------------------------|--------------------------------------------------|-------------------------------------------|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | |
| 1. | Gaurav Audichya | 40,900 | 0.13 | - | 40,900 | 0.13 | - | - |
| 2. | Tyro Commercial Pvt. Ltd | 10,00,000 | 3.20 | - | 10,00,000 | 3.20 | - | - |
| | Total | 10,40,900 | 3.33 | - | 10,40,900 | 3.33 | - | - |

iii. *Change in Promoters' Shareholding (please specify, if there is no change)*

There has been no change in the promoters holding during the year 2014-15.

| Sr. no | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | | | | |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | | NIL | | |
| | At the End of the year | | | | |

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

| Sl. No. | Top 10 Shareholders | Shareholding at the beginning of the year 01-04-2014 | | Shareholding at the End of the year 31-03-2015 | |
|---------|-------------------------------------|------------------------------------------------------|----------------------------------|------------------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the Company | No. of shares | % of total shares of the company |
| 1. | Evergrow Dealmark Pvt. Ltd. | 1,500,000 | 4.79 | - | - |
| 2. | Evershine Dealtrade Private Limited | 1,500,000 | 4.79 | - | - |
| 3. | Leoline Properties Private | 1,500,000 | 4.79 | - | - |
| 4. | Mandhana Commotrade Private Limited | 1,500,000 | 4.79 | - | - |
| 5. | Rps Merchants Private Limited | 1,500,000 | 4.79 | - | - |
| 6. | Safelift Merchants Pvt. Ltd. | 1,500,000 | 4.79 | - | - |
| 7. | Skyview Agency Private Limited | 1,500,000 | 4.79 | - | - |
| 8. | Suncity Dealmark Private Limited | 1,500,000 | 4.79 | - | - |
| 9. | Tribhuvan Dealtrade Private Limited | 1,500,000 | 4.79 | - | - |
| 10. | Zodiac Vanijya Private Limited | 1,500,000 | 4.79 | - | - |
| 11. | Novelty Dealer Private Limited | - | - | 1,500,000 | 4.79 |
| 12. | Rudra Pro Build Private Limited | - | - | 1,500,000 | 4.79 |

| | | | | | |
|-----|--------------------------------------|---|---|-----------|------|
| 13. | Juhi Vyapaar Private Limited | - | - | 1,500,000 | 4.79 |
| 14. | Goodpoint Commoddeal Private Limited | - | - | 1,500,000 | 4.79 |
| 15. | Newedge Vinimay Private Limited | - | - | 1,500,000 | 4.79 |
| 16. | Unicon Tie-Up Private Limited | - | - | 1,500,000 | 4.79 |
| 17. | Utility Agency Private Limited | - | - | 1,458,000 | 4.66 |
| 18. | Kuber Dealcomm Private Limited | - | - | 1,334,000 | 4.26 |
| 19. | Tyro Commercial Private Limited | - | - | 1,000,000 | 3.20 |
| 20. | Alimas Realtors Private Limited | - | - | 860,500 | 2.75 |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 40,900 | 0.13 | 40,900 | 0.13 |
| | Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | NIL | NIL | NIL | NIL |
| | At the End of the year | 40,900 | 0.13 | 40,900 | 0.13 |

V. INDEBTEDNESS

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

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--------------------------------------------------------|----------------------------------------|--------------------|------------|-----------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | - | - | - | - |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not | 26,27,532 | - | - | 26,27,532 |
| Total (i+ii+iii) | 26,27,532 | - | - | 26,27,532 |
| Change in Indebtedness during the financial year | | | | |
| - Addition | - | - | - | - |
| - Reduction | - | - | - | - |
| Net Change | - | - | - | - |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | - | - | - | - |
| ii) Interest due but not paid iii) | - | - | - | - |
| Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | 26,27,532 | NIL | NIL | 26,27,532 |

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

| Sl. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | | | Total Amount |
|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|------------|------------|------------|-----------------|
| 1. | Gross salary per month (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | 15,000/- | | | | 15,000/- |
| 2. | Stock Option | Nil | Nil | Nil | Nil | Nil |
| 3. | Sweat Equity | Nil | Nil | Nil | Nil | Nil |
| 4. | Commission - as % of profit - others, specify... | Nil Nil | Nil Nil | Nil Nil | Nil Nil | Nil Nil |
| 5. | Others, please specify | N.A. | N.A. | N.A. | N.A. | N.A. |
| 6. | Total (A) | 15,000/- | | | | 15,000/- |
| | Ceiling as per the Act | 5% of the Net Profit of the Company | | | | |

B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration | Name of Directors | | | | Total Amount |
|---------|----------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------|-------------------|-------------------|-------------------|
| | <u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify | NIL NIL NIL | NIL NIL NIL | NIL NIL NIL | NIL NIL NIL | NIL NIL NIL |
| | Total (1) | NIL | NIL | NIL | NIL | NIL |
| | <u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify | NIL NIL NIL | NIL NIL NIL | NIL NIL NIL | NIL NIL NIL | NIL NIL NIL |
| | Total (2) | NIL | NIL | NIL | NIL | NIL |
| | Total (B)=(1+2) | NIL | NIL | NIL | NIL | NIL |
| | Total Managerial Remuneration | NIL | NIL | NIL | NIL | NIL |
| | Overall Ceiling as per the Act | 1% of the Net Profit of the Company | | | | |

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

| Sl. No. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|-------------------|-----|----------|
| | | CEO | Company Secretary | CFO | Total |
| 1. | Gross salary per month (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | — | 15,000/- | — | 15,000/- |
| 2. | Stock Option | NIL | NIL | NIL | NIL |
| 3. | Sweat Equity | NIL | NIL | NIL | NIL |
| 4. | Commission - as % of profit - others, specify... | NIL | NIL | NIL | NIL |
| 5. | Others, please specify | NIL | NIL | NIL | NIL |
| 6. | Total per month | NIL | 15,000/- | NIL | 15,000/- |

VI. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.

For and on behalf of the Board
Sd/-

Place: Kolkata
Date : 02/09/2015

Mohit Sharma
Managing Director & CFO
DIN: 06554517

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

CAVEAT

This section of the Annual Report has been included in adherence to the spirit enunciated in the Code of Corporate Governance approved by the Securities and Exchange Board of India. Shareholders and Readers are cautioned that in the case of data and information external to the Company, though the same are based on sources believed to be reliable, no representation is made on its accuracy or comprehensiveness. Further, utmost care has been taken to ensure that the opinion expressed therein contain its perceptions on most of the important trends having a material impact on the Company's operations.

The opinions expressed by the management may contain certain forward-looking statements in the current scenario, which is extremely dynamic and increasingly fraught with risk and uncertainties. The Company undertakes no obligation to publicly update or revise any of the opinions or forward-looking statements expressed in this report, consequent to new information, future events, or otherwise. Estimation and expectation made in the Report may differ from actual performance due to various Economic conditions, Government Policies and other related factors.

INDIAN TEXTILE INDUSTRY

Introduction

India's textiles sector is one of the mainstays of the national economy. It is also one of the largest contributing sectors of India's exports contributing 11 per cent to the country's total exports basket. The textiles industry is labour intensive and is one of the largest employers. The industry realized export earnings worth US\$ 41.57 billion in 2013-14.

The textile industry has two broad segments, namely handloom, handicrafts, sericulture, power looms in the unorganized sector and spinning, apparel, garmenting, made ups in the organized sector.

The Indian textiles industry is extremely varied, with a hand-spun and hand-woven sector at one end of the spectrum, and the capital intensive sophisticated mill sector at the other. The decentralized power looms/ hosiery and knitting sector form the largest and knitting sector form the largest section of the Textiles Sector. The close linkage of the Industry to agriculture and the ancient culture, the traditions of the country make the Indian textiles sector unique in comparison to the textiles industry of other countries. This also provides the industry with the capacity to produce a variety of products suitable to the different market segments, both within and outside the country.

Market Size

The Indian textiles industry, currently estimated at around US \$108 billion, is expected to reach US \$ 141 billion by 2021. The industry is the second largest employer after agriculture, providing direct employment to over 45 million and 60 million people indirectly. The Indian Textile Industry contributes approximately 5 per cent to GDP, and 14 per cent to overall Index of Industrial Production (IIP).

The Indian textile industry has the potential to grow five-fold over the next ten years to touch US\$ 500 billion mark on the back of growing demand for polyester fabric, according to a study by Wazir Advisors and PCI Xylenes and Polyester. The US\$ 500 billion market figure consists of domestic sales of US\$ 315 billion and exports of US\$ 185 billion. The current industry size comprises domestic market of US\$ 68 billion and exports of US\$ 40 billion, according to Mr. Prashat Agarwal, Managing Director, Wazir Advisors.

Apparel exports from India have registered a growth of 17.6 per cent in the period April—September 2014 over the same period in the previous financial year.

Government Initiatives

The Indian government has come up with a number of export promotion policies for the textiles sector. It has also allowed 100 per cent FDI in the Indian textiles sector under the automatic route.

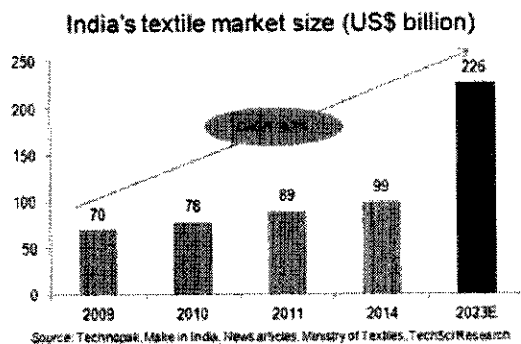
Some of initiatives taken by the government to further promote the industry are as under:

- Duty free entitlement to garment exporters for import of trimmings, embellishments and other specified items increased from 3 per cent to 5 per cent. This initiative is expected to generate an additional RMG exports estimated at Rs 10,000 crore (US\$ 1.61 billion).
- The government has also proposed to extend 24/7 customs clearance facility at 13 airports and 14 sea ports resulting in faster clearance of import and export cargo.
- The proposal for imposing duty on branded items was dropped providing relief to the entire value chain.
- The Ministry of Textiles has approved a 'Scheme for promoting usage of geotechnical textiles in North East Region (NER)' in order to capitalize on the benefits of geotechnical textiles. The scheme has been approved with a financial outlay of Rs 427 crore (US\$ 69.12 million) for five years from 2014-15.
- The Ministry of Textiles, Government of India plans to enter into an agreement with Flipkart to provide an online platform to handloom weavers to sell their products.
- The foundation stone of the Trade Facilitation Centre and Craft Museum was laid by Mr Narendra Modi, Prime Minister of India at Varanasi.

Detailed arrangement for purchase of cotton from the farmers by the Cotton Corporation of India Ltd (CCI) under the Minimum Support Price Operation was monitored. 343 purchase centers were finalised in consultation with the State Governments after meetings with officers of CCI and the cotton producing states, resulting in streamlining of operations.

Textile plays a major role in the Indian economy

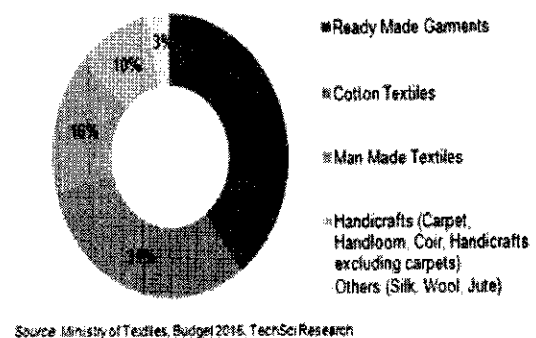
- Textile sector contributes 14 per cent to industrial production and 4 per cent to GDP
- With over 45 million people, the industry is one of the largest source of employment generation in the country
- The industry accounts for nearly 13 per cent of total exports
- The size of India's textile market in 2014 was US\$ 99 billion; the market is expected to expand at a CAGR of 9.6 per cent over 2014–23



Readymade garments and cotton textiles dominate textile exports

- Readymade garments was the largest contributor to total textile and apparel exports from India in FY15
- The segment had a share of 40 per cent in overall textile exports
- Cotton and man-made textiles were also major contributors with shares of 31 per cent and 16 per cent, respectively

Share of India's textile exports (FY15)



GLOBAL TEXTILE INDUSTRY

The global textile and apparel trade stood at US\$ 781 billion in 2013 and is expected to grow at ~6% CAGR to US\$ 1,180 billion by 2020 with apparel occupying the major share followed by fabric and yarn. The industry directly employs well over 170 million people worldwide, predominantly in Asia.

In 2014, the global fiber consumption was around 87 million tons, of which manmade fibers constituted around 62 million tons. Polyester constitutes around 54% share while cotton has around 28% share of total fiber consumption. All other fibers, although very important in the total mix in terms of functionality and performance, are insignificant in volume terms.

China occupied the majority share of 52% of total global fiber consumption in 2014, followed by India and other South Asian countries accounting for around 11% share each. The textile production is strongly centered in Asia and South Asian countries contribute a significant part of it. The growth in global trade and concentration of trade in Asia will drive investments in Asian countries having strong supply base for textile and apparel products. India will have an advantage from the investment point of view due to its strong manufacturing competitiveness and presence of complete supply chain.

OUTLOOK, OPPORTUNITIES AND THREATS

- Global exports of textiles and clothing in 2013 were 781 billion USD, as per WTO figures. China's share in the global trade in textiles / clothing was 35 per cent and that of India a barely 4 per cent. With the rising costs in China and its deliberate shift in favour of innovation driven industries, India has tremendous scope for boosting its share. Further, by 2020, world exports of textiles / clothing are

projected to increase to 1,180 billion USD. The expectation is that India's exports would rise from 30 billion USD to 89 billion USD by 2020.

- b) In the cotton season 2014-15, there were frequent fluctuations in the raw cotton prices as already explained above. In spite of these factors, the crop size is likely to be around 37.5 million bales and the prospects for 2015-16, the crop size is likely to be similar. With this, the availability of the raw cotton is expected to be adequate and there is hope that the prices will stabilize at reasonable levels.
- c) In the new Foreign Trade Policy 2015-20, while the government has introduced measures for improving ease of doing business and simplified procedures but some of the benefits available to the cotton yarn exports have been withdrawn, like Market Linked Focus Products and Focus Market Schemes. Industry bodies like CITI and TEXPROCIL have taken up these issues with the concerned ministries for restoration of these benefits.
- d) On the domestic front also India is poised for a healthy growth, in view of rising population, sustained increase in per capita income and disposable surplus, favorable demographic profile and changing lifestyle. Surveys carried out by Textiles Committee also corroborate this. Besides, Government of India is becoming increasingly sensitive to the needs of the textile industry and taking ameliorative measures in regard to debt restructuring scheme, extension of TUFs and TMC in the Twelfth Five Year Plan. Happily, new Government has announced that it will get necessary impetus for boosting exports of textiles. Another area is rapid growth of technical textiles for which Government has been providing encouraging support.

Above all, India is in a unique position of having an integrated textile set-up endowed with presence across all the textile value chain from fibres to fashion garments. All these favorable factors indicate optimistic and positive future for the healthy growth of the Indian textile industry.

BUSINESS OVERVIEW & INDUSTRY DEVELOPMENTS

The company is mainly into Trading in sarees. The company has a wide variety of sarees from plain to designer and cotton to silk. The main object of the company is to cater to the growing industry and offer its products to all the age groups. The company is slowly progressing towards becoming a one stop shop for all the retailers. The company is planning to venture into trading of other merchandise products through the existing chain of Wholesalers and Retailers.

As regards developments in the industry and your company's performance for the year under review in relation to those developments, the same has been explained in greater details in Directors Report under Performance Review.

RISKS AND CONCERNS

Risk is an inherent part of any business. There are various types of risks, which threaten the existence of a company like Credit Risk, Market Risk, Operational Risk, Liquidity Risk, Interest Rate Risk, Strategic Risk, Regulation Risk etc. Your Company aims at enhancing and maximizing shareholders value by achieving appropriate trade-off between risk & returns.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly.

The internal control is supplemented by an extensive programme of internal audits, review by management and documented policies, guidelines and procedures. The internal control is designed to ensure that financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Please refer to Directors' Report on performance review.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The industrial relations remained cordial throughout the year. The employees of the Company have extended a very productive cooperation in the efforts of the management to carry the Company to greater heights. Continuous training down the line is a normal feature in the Company to upgrade the skills and knowledge of the employees and workmen of the Company.

CAUTIONARY STATEMENT

The statements made above may be construed as Forward Looking Statements within the meaning of the applicable laws and regulations. Actual performance of the Company may vary substantially depending upon the business structure and model from time to time. Important external and internal factors may force a downtrend in the operations of the Company.

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance pursuant to Clause 49 of the Listing Agreement with Stock Exchanges.

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Symbiox Investment & Trading Co Limited (SITCL) defines Corporate Governance as a systemic process by which companies are directed and controlled to enhance their wealth-generating capacity. The Company's philosophy on corporate governance ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. The Company has a strong legacy of fair, transparent and ethical governance practices. SITCL Corporate Governance structure, systems and processes are based on two core principles: (i) Management must have the executive freedom to drive the enterprise forward without undue restraints, and (ii) This freedom of management should be exercised within a framework of effective accountability. SITCL's believes that any meaningful policy on Corporate Governance must empower the executive management of the Company. At the same time, Governance must create a mechanism of checks and balances to ensure that the decision-making powers vested in the executive management are used with care and responsibility to meet stakeholders' aspirations and societal expectations.

II. BOARD OF DIRECTORS:

As on March 31, 2015, the Company has five directors out of which 3 Directors (i.e. 60%) are non-executive - independent directors. The composition of the board is in conformity with Clause 49 of the Listing Agreements entered into with the stock exchanges.

None of the directors on the board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2015 have been made by the directors. None of the directors are related to each other.

All the Independent directors are non-executive directors as defined under Clause 49(II)(B)(1) of the Listing Agreements entered into with the Stock Exchanges. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ["Act"]. All the Independent Directors have confirmed that they meet the criteria as mentioned under clause 49 of the Listing Agreement and Section 149 of the Act.

The names and categories of the directors on the board, their attendance at board meetings held during the year and the number of directorships (including directorship held in private companies) and committee chairmanships / memberships held by them in other public companies as on March 31, 2015 are given herein below. Chairmanships / Memberships of board committees shall include only audit committee and stakeholders' relationship committee.

| Name of the Director | Category | No. of Directorship in other Public (Including Pvt. Ltd.) Companies | Number of Committee positions held in other public companies | |
|----------------------|----------|---------------------------------------------------------------------|--------------------------------------------------------------|--------|
| | | | Chairman | Member |
| | | | | |

| | | | | |
|--------------------------------------------|--------------------------------------------|-----|-----|-----|
| Mr. Sarman Sharma DIN: 02484309 | Independent Director (Non-Executive) | 01 | NIL | NIL |
| Mr. Mohit Sharma* DIN: 06554517 | Managing Director | 06 | NIL | NIL |
| Ms. Chandana** DIN: 06679488 | Independent Director (Non-Executive) | 01 | | |
| Mr. Gaurav Audichya# DIN: 06953445 | Executive (Non-Independent Director) | 09 | NIL | NIL |
| Mr. Anand Kumar Ojha## DIN: 07035754 | Independent Director (Non-Executive) | NIL | NIL | NIL |

* Mr. Mohit Sharma appointed as a Managing Director of the Company w. e. f. 12th May, 2014

**Ms. Chandana appointed as an Additional Independent Director w. e. f. 31st March, 2015.

Mr. Gaurav Audichya appointed as an Additional Executive Director w. e. f. 21st August, 2014.

Mr. Anand Kumar Ojha appointed as an Additional – Independent Director w. e. f. 04/12/2014

i. Number of Board Meetings:

During the year ended March 31, 2015, Eleven Board Meeting were held on 12th May, 2014, 28th May, 2014, 15th July, 2014, 31st July, 2014, 21st August, 2014, 14th November, 2014, 04th December, 2014, 02nd January, 2015, 14th February, 2015, 23rd March, 2015 & 31st March, 2015 and the gap between two meetings did not exceed 120 days.

The necessary quorum was present for all the meetings.

ii. Separate Meeting of Independent Directors:

As stipulated under Schedule IV of the Companies Act, 2013 and the Listing Agreement, a separate meeting of the Independent Directors of the Company was held on March 21, 2015 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

iii. Directors' Attendance Record

The last Annual General Meeting (AGM) was held on September 30, 2014. The attendance record of the Directors at the Board Meetings during the year ended on 31st March, 2015, and at the last AGM is as under:

| Name of the Director | No. of Board Meetings attended during the year | Whether attended last AGM |
|----------------------|------------------------------------------------|---------------------------|
| Mr. Sarman Sharma | 11 | Yes |
| Mr. Mohit Sharma | 10 | No |
| Ms. Chandana | NIL | No |
| Mr. Gaurav Audichya | 06 | No |
| Mr. Anand Kumar Ojha | 04 | No |

iv. Evaluation of the Board's Performance:

Pursuant to the provisions of the Companies Act, 2013 and Revised 49 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee and Nomination & Remuneration Committee.

The result of the evaluation done by Independent Directors was reported to the Chairman of the Board. It was reported that the performance evaluation of the Board & Committee's was satisfactory. The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. The Directors expressed their satisfaction with the evaluation process.

v. Prevention of Insider Trading Code:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

III. COMMITTEES OF THE BOARD

In accordance with the requirement of the Listing Agreements entered into with the Stock Exchanges read with provisions of the Companies Act, 2013, the Company has constituted 3 Committees, viz.

A. *Audit Committee;*

B. *Nomination and Remuneration Committee;*

C. *Shareholders Grievances Committee;* the details of which are as under:

A) AUDIT COMMITTEE:

In line with the provisions of the clause 49 of the Listing Agreement read with Section 177 of the Companies Act, 2013, the Company constituted Audit Committee.

i. Terms of Reference:

The terms of reference of the Audit Committee are as per the guidelines set out in the listing agreement with the stock exchanges read with section 177 of the Companies Act, 2013. These broadly includes:

- (i) Develop an annual plan for Committee;
- (ii) review of financial reporting processes;
- (iii) review of risk management, internal control and governance processes;
- (iv) discussions on quarterly, half yearly and annual financial statements;
- (v) interaction with statutory, internal and cost auditors;
- (vi) recommendation for appointment, remuneration and terms of appointment of auditors; and
- (vii) risk management framework concerning the critical operations of the Company.

In addition to the above, the Audit Committee also reviews the following:

- a) Matter included in the Director's Responsibility Statement.
- b) Changes, if any, in the accounting policies.
- c) Major accounting estimates and significant adjustments in financial statement.
- d) Compliance with listing and other legal requirements concerning financial statements.
- e) Disclosures in financial statement including related party transactions,
- f) Qualification in draft audit report.
- g) Scrutiny of inter-corporate loans & investments.
- h) Management's Discussions and Analysis of Company's operations.
- i) Valuation of undertakings or assets of the company, wherever it is necessary.
- j) Periodical Internal Audit Reports and the report of Fraud Risk Management Committee.
- k) Findings of any special investigations carried out either by the Internal Auditors or by the external investigating agencies.
- l) Letters of Statutory Auditors to management on internal control weakness, if any.
- m) Major non routine transactions recorded in the financial statements involving exercise of judgment by the management.
- n) Recommend to the Board the appointment, re-appointment and, if required the replacement or removal of the statutory auditors and cost auditors considering their independence and effectiveness, and recommend the audit fees.
- o) Subject to review by the Board of Directors, review on quarterly basis, Related Party Transactions entered into by the Company pursuant to each omnibus approval given.

ii. Composition and Meetings:

The Audit Committee consists of two Independent Directors and one Executive Director. All members of the Audit Committee are financially literate and they have accounting or related financial management expertise. The Audit Committee meets 4 times during the financial year ended 31st March, 2015. The attendance records of the members at the meeting were as follows:

| Sr. No. | Name | Designation | No of Meetings held/attended |
|---------|--------------------------|-------------|------------------------------|
| 1. | Mr. Anand Kumar Ojha | Chairman | 1 of 4 |
| 2. | Mr. Sarman Sharma | Member | 4 of 4 |
| 3. | Mr. Mohit Sharma | Member | 2 of 4 |
| 4. | Ms. Madhu Sharma | Member* | 2 of 4 |
| 5. | Mr. Bratindra Nath Mitra | Member# | 1 of 4 |

* Ms. Madhu Sharma, who was the chairman of the Committee, resigned from the directorship of the Company with effect from 05th December, 2014.

Mr. Bratindra Nath Mitra resigned from the directorship of the Company with effect from 12th May, 2014.

B) NOMINATION & REMUNERATION COMMITTEE:

The Board of Directors of the Company has constituted a Nomination & Remuneration Committee (N & R Committee), as per the provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The object of Nomination & Remuneration Committee is to recommend/ review the remuneration of Managing Directors/Whole-Time Directors. The remuneration policy of the Company is directed towards rewarding performance and attracting new talents/retaining them. While deciding the remuneration, the Committee takes into account the financial position of the Company, trend in the Industry, Appointee's qualification, experience, past performance, past remuneration etc.

i. Terms of Reference:

The terms of reference of the Nomination & Remuneration Committee are as under:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
2. To carry out evaluation of every director's performance.
3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
4. To formulate the criteria for evaluation of Independent Directors and the Board.
5. To devise a policy on Board diversity.
6. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
7. To administer, monitor and formulate detailed terms and conditions of the Employees' stock Option Scheme including:
 - i. the quantum of options to be granted under Employees' Stock Option Scheme per employee and in aggregate;
 - ii. the conditions under which option vested in employees may lapse in case of termination of employment for misconduct;
 - iii. the exercise period within which the employee should exercise the option, and that the option would lapse on failure to exercise the option within the exercise period;
 - iv. the specified time period within which the employee shall exercise the vested options in the event of termination or resignation of an employee;
 - v. the right of an employee to exercise all options vested in him at one time or at various points of time within the exercise period;
 - vi. the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions, such as rights issues, bonus issues, merger, sale of division and others;
 - vii. the granting, vesting and exercising of options in case of employees who are on long leave; and
 - viii. the procedure for cashless exercise of options.
8. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
9. To perform such other functions as may be necessary or appropriate for the performance of its duties.

ii. Composition of the Nomination & Remuneration Committee is as follows:

| Sl. No. | Name | Designation | Category |
|---------|---------------------|-------------|---------------------------|
| 1 | Mr. Sarman Sharma | Chairman | Independent/Non Executive |
| 2 | Mr. Anand Kr Ojha | Member | Independent/Non Executive |
| 3 | Mr. Gaurav Audichya | Member | Non Independent/Executive |

This Committee has been formed to carry out the function as contained in the Listing Agreement and under the provisions of Section 178 of the Companies Act, 2013 and shall enjoy necessary powers and authority reviews commensurate with its functions.

iii. Policy for selection and appointment of Directors and their Remuneration:

The Nomination & Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

a) Criteria of selection of Non Executive Directors

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.

In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:

- i) Qualification, expertise and experience of the Directors in their respective fields;
- ii) Personal, Professional or business standing;
- iii) Diversity of the Board.

In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

b) Remuneration Policy:

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board Meetings.

A Non Executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

iv. **a) Chief Executive Officer (CEO)/Managing Director (MD) & Chief Financial Officer (CFO) -
Criteria for selection / appointment:**

For the purpose of selection of the CEO/MD & CFO, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

b) Remuneration for the CEO/Managing Director & CFO:

At the time of appointment or re-appointment, the CEO/Managing Director & CFO shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the CEO/Managing Director & CFO within the overall limits prescribed under the Companies Act, 2013.

The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

The remuneration of the CEO/Managing Director & CFO comprises only of fixed component. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits.

c) Remuneration Policy for the Senior Management Employees:

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure the relationship of remuneration and performance benchmark is clear.

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N&R Committee for its review and approval.

C) SHAREHOLDERS / INVESTORS GRIEVANCES & SHARE TRANSFER COMMITTEE:

The Stakeholders' Relationship Committee is comprises of Mr. Sarman Sharma, Independent Director as the Chairman and Mr. Anand Kumar Ojha and Mr. Gaurav audichya, as members of the Committee.

- The Stakeholder Relationship / Share Transfer / Transmission Committee have been formed to look into share transfer and related applications received from shareholders, with a view to accelerate the transfer procedures.
- The Committee inter alia considers applications for transfer, transmission, split, consolidation of share certificates and cancellation of any share certificate in compliance with the provisions in this regard. The Committee is authorised to sign, seal or issue any new share certificate as a result of transfer, consolidation, splitting or in lieu of share certificates lost, defaced or destroyed.

The role of the Committee is as follows:

- Consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of declared dividend, etc;
- Ensure expeditious share transfer process in line with the proceedings of the Share Transfer Committee;
- Evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company.

OTHER COMMITTEES

I. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Clause 49 of the Listing Agreement, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.symbioxinvestment.org

IV. GENERAL BODY MEETINGS:

i) General Meetings

a. Annual General Meeting:

The details of the last three Annual General Meetings (AGMs) of the Company are as under:

| <i>Financial Year</i> | <i>Date & Time</i> | <i>Venue</i> |
|------------------------------|------------------------------------|------------------------------------------|
| 2013-14 | 30th September, 2014, at 11.00 A.M | 7A, Rani Rashmoni Road, Kolkata- 700 013 |
| 2012-13 | 28th September, 2013, at 11.30 A.M | 122, Jodhpur Park, Kolkata- 700 068 |
| 2011-12 | 28th September, 2012, at 11.00 A.M | 122, Jodhpur Park, Kolkata- 700 068 |

b. Extraordinary General Meeting:

No Extraordinary General Meeting of the members of the company were held during the year 2014-15.

ii) Special Resolution:

During the Financial Year 2014-15, the members of the Company has not passed any special resolution.

iii) Details of Resolution passed through postal ballot:

During the year under review, no special resolution was passed through the postal ballot.

V. DISCLOSURES:

i. RELATED PARTY TRANSACTIONS:

There are no materially significant transactions with the related parties viz. Promoters, Directors or the Management, or their relatives or Subsidiaries that had potential conflict with the Company's interest. Suitable disclosure as required by the Accounting Standard (AS- 18) has been made in the Annual Report.

There are no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company which has potential conflict with the interests of the Company at large.

- ii. No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.
- iii. The Company has in place a mechanism to inform the Board members about the Risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the executive management.
- iv. During the year ended 31st March, 2015 the Company does not have any material listed/unlisted subsidiary companies as defined in Clause 49 of the Listing Agreement.
- v. The Independent Directors have confirmed that they meet the criteria of 'Independence' as stipulated under Clause 49 of the Listing Agreement.

VI. SUBSIDIARY COMPANIES:

AS on 31st March, 2015, the Company has following two subsidiaries Companies: (i) Swastik City Developers Limited; and (ii) Basic Agro Limited.

VII. MD/CFO CERTIFICATION:

The MD and Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Clause 49 of the listing agreement certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is attached and forms part of this Report.

VIII. MEANS OF COMMUNICATION:

The quarterly, half yearly and annual results of the Company are sent to the stock exchanges immediately after they are approved by the Board and are also published in one vernacular news paper and one English news paper. The results are also displayed on the company's website www.symbioxinvestment.org. The results are published in accordance with the guidelines of the Stock Exchanges. The Management Discussion And Analysis Report forms part of the Company's Annual report.

IX. GENERAL'S SHAREHOLDERS INFORMATION:

a) Annual General Meeting:

| | |
|--------------------------|------------------------------------------------------------------------|
| Day & Date | : Monday, 28 th September, 2015 |
| Time | : 12.00 p.m. |
| Venue | : 7A, Rani Rashmoni Road, Kolkata- 700001, West Bengal. |
| Book Closure Date | : 21st September, 2015 to 28th September, 2015 (Both day Inclusive) |

As required under Clause 49(VIII)(E)(1) of the Listing Agreements entered into with the stock exchanges, particulars of directors seeking appointment / re-appointment at the forthcoming AGM are given in the Annexure to the notice of the AGM to be held on September 28, 2015.

b) Financial Calendar:

Calendar for Financial Year ended 31st March, 2015:

The meetings of Board of Directors for approval of quarterly financial results during the Financial Year ended 31st March, 2015 were held on the following dates:

| | |
|----------------------------------------|----------------------|
| First Quarter Results | 15th July, 2014 |
| Second Quarter and Half Yearly Results | 14th Novemeber, 2014 |
| Third Quarter Results | 14th February, 2015 |
| Fourth Quarter and Annual Results | 30th May, 2015 |

Tentative Calendar for the financial year ending 31st March, 2016:

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending 31st March, 2016 are as follows:

| | |
|----------------------------------------|--------------------------------------|
| First Quarter Results | |
| Second Quarter and Half Yearly Results | Within 45 days of the end of Quarter |
| Third Quarter Results | |
| Fourth Quarter and Annual Results | Within 60 days of the end of Quarter |
| Annual General Meeting | In the Month of September. |

The Company has paid listing fee for the Financial Year 2015-16 to the above Stock Exchanges.

c) Book Closure:

The Register of Members and Transfer Books of the Company will remain closed from 21st day of September, 2015 to 28th day of September, 2015 (both days inclusive).

d) Listing in stock exchanges and stock codes:

The names of stock exchanges at which the equity shares are listed and respective stock codes are as under:

| Name of the Stock Exchanges | Stock Code |
|----------------------------------------------|-------------------|
| The Calcutta Stock Exchange Limited | 29461 |
| Metropolitan Stock Exchange of India Limited | SYMBIOX |
| BSE Limited* | SYMBIOX |

*Listed with effect from 14th August, 2015.

e) The ISIN number for the Company equity share: INE653R01012

f) CIN: L65993WB1979PLC032012

g) Outstanding GDR's/ADR's/Warrant's/Convertible instruments and their impact on equity: NIL

h) Market Price Data :

As the shares of the Company are listed on The Calcutta Stock Exchange Limited, the trading facility is not available in this Stock Exchange.

The Shares of the Company were listed on 13th January, 2015 with Metropolitan Stock Exchange of India Ltd. Market Price data is not available as trade is not executed in the shares of the Company.

The Shares of the Company were listed for trading on BSE limited from 14th August, 2015. Currently, there is no trading in the shares of the Company thus Market Price Data is not available.

i) E-Voting :

In terms of Section 108 of the Companies Act, 2013, Rules framed there under and Clause 35B of the Listing Agreement, the Company is providing e-voting facility to its Members in respect of all Members' resolutions proposed to be passed at this Annual General Meeting.

j) Share Transfers Agent:

Name and Address : Bigshare Services Private Limited
E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road,
Sakinaka, Andheri(E), Mumbai- 400072, Maharashtra

Telephone : 022 40430200

Fax : 022 28475207
E-mail ID : investor@bigshareonline.com
Website : <http://www.bigshareonline.com/>

k) Share Transfer System:

All physical share transfers are effected within 15 days of lodgement, subject to the documents being in order.

l) Dematerialisation of shares and liquidity:

For the purpose of providing Dematerialisation & Liquidity facility to its shareholders, Company admitted its securities in the Depository System of National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL). Under the depository system, the international securities identification number (ISIN) allotted to the Company's shares is INE653R01012.

As on 31st March, 2015, all the shares of the Company were in Physical Form. However as on the date of this report, the shares of the promoters have been dematerialised and Company has taken necessary steps by informing its shareholders for the same.

m) Address for correspondence:

SYMBIOX INVESTMENT & TRADING CO LIMITED
Add.: 7A, Rani Rashmoni Road, Kolkata- 700 013
Telephone: 033- 32515833
Email Id: symbioxinvestment100@gmail.com
Website: www.symbioxinvestment.org

CEO & CFO CERTIFICATION

To
The Board of Directors
Symbiox Investment & Trading Co Limited

- A. I have reviewed the financial statements and the cash flow statement of Symbiox Investment & Trading Co Limited for the financial year ended 2014-15 and to the best of my Knowledge and belief, I state that:
- i. these statements do not contain any materially untrue statements or omit any material facts or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting of the Company and for evaluating the effectiveness of the same over financial reporting of the Company and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken to rectify these deficiencies.
- D. I have also indicated to the Auditors and the Audit Committee:
- i. Significant changes, if any, in the Internal Controls over financial reporting during the year;
 - ii. Significant changes, if any, in accounting policies made during the Year and that the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata
Date: 02/09/2015

Sd/- Mohit Sharma
Managing Director &
Chief Financial Officer
(DIN: 06554517)

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Symbiox Investment & Trading Co Limited

I have examined the compliance of conditions of corporate governance by Symbiox Investment & Trading Co Limited, ('the Company'), for the year ended on March 31, 2015, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

I further state that such compliance 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.

Place: Kolkata
Date: 30th May, 2015

Sd/- Pravin Poddar
Chartered Accountant
M. No.: 3000906

INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
SYMBIOX INVESTMENT & TRADING CO LIMITED**

Report on the Financial Statements

1. I have audited the accompanying financial statements of SYMBIOX INVESTMENT & TRADING CO LIMITED ("the company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were 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. My responsibility is to express an opinion on these financial statements based on my audit. I 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.
4. I conducted my audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
5. 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 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 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 Company's Directors, as well as evaluating the overall presentation of the financial statements. We

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

Opinion

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

Report on other Legal and Regulatory Requirements

7. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, I give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
8. As required by section 143(3) of the Act, I report that:
 - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
 - b) In my opinion proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) In my opinion and to the best of our information and according to the explanations given to me, I 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 materially impact its financial position.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred by the Company to the Investor Education and Protection Fund.

Sd/-

CA Pravin Poddar

Chartered Accountant

Membership No.: 300906

Place: Kolkata

Date: 30th May 2015

Annexure referred to in paragraph 7 My Report of even date to the members of SYMBIOX INVESTMENT & TRADING CO. LIMITED on the accounts of the company for the year ended 31st March, 2015

On the basis of such checks as I considered appropriate and according to the information and explanations given to me during the course of my audit, I report that:

- i. (a) The Company has no fixed assets therefore this clause is not applicable to the company;
- ii. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

(b) In my opinion and according to the information and explanations given to me, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) In my opinion and on the basis of my examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. The company has not granted any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 189 of the Act.
- iv. In my opinion and according to the information and explanations given to me, there is adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of fixed assets and for the sale of services. Further, on the basis of my examination of the books and records of the Company and according to the information and explanations given to me, no major weakness has not been noticed or reported.
- v. As informed to me, the Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013.
- vi. As informed to me, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act.
- vii. (a) According to the information and explanations given to me and based on the records of the company examined by me, the company is regular in depositing the undisputed statutory dues, including Provident Fund, , Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India ;

(b) According to the information and explanations given to me and based on the records of the company examined by me, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty which have not been deposited on account of any disputes.

(c) 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 reporting delay in transferring such sums does not arise.
- viii. The company has accumulated losses of Rs. 7300864/- which is not in excess of its net worth as on 31st March, 2015. The cash losses incurred by the company during the year amounts to Rs.871575/- and same was nil during the financial year ending 31st March, 2014.

- ix. According to the records of the company examined by me and as per the information and explanations given to me, the company has not availed of any loans from any financial institution or banks and has not issued debentures.
- x. In my opinion, and according to the information and explanations given to me, the Company has not given any guarantee for loan taken by others from a bank or financial institution during the year.
- xi. In my opinion, and according to the information and explanations given to me, the company has not raised any term loans during the year.
- xii. During the course of my examination of the books and records of the company, carried in accordance with the auditing standards generally accepted in India, I have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.

Sd/-

Pravin Poddar

Chartered Accountant

Membership No.: 300906

Place: Kolkata

Date: 30th May 2015

Symbiox Investment & Trading Co. Ltd.
CIN:- L65993WB1979PLC032012
Balance Sheet as at: 31st March 2015

| Particulars | Note No. | Amount Rs | Amount Rs |
|-----------------------------------|----------|--------------------------|--------------------------|
| | | As at 31st March 2015 | As at 31st March 2014 |
| I. EQUITY AND LIABILITIES | | | |
| (1) Shareholders' funds | | | |
| (a) Share capital | 2 | 312,873,300.00 | 312,873,300.00 |
| (b) Reserve & Surplus | 3 | -7,300,863.55 | -6,429,288.75 |
| | | 305,572,436.45 | 306,444,011.25 |
| (2) Current liabilities | | | |
| (a) Short-term borrowings | 4 | - | - |
| (a) Trade Payable | 4.1 | - | - |
| (c) Other current liabilities | 5 | 2,727,532.00 | 2,627,532.00 |
| (d) Short-term provisions | 6 | 1,577,679.75 | 2,614,251.75 |
| | | 4,305,211.75 | 5,241,783.75 |
| TOTAL | | 309,877,648.20 | 311,685,795.00 |
| II. ASSETS | | | |
| (1) Non-current assets | | | |
| (a) Fixed assets | | | |
| (i) Tangible assets | | | |
| (b) Non Current Investment | 8 | 1,000,000.00 | - |
| | | 1,000,000.00 | 3,572,000.00 |
| (2) Current assets | | | |
| (a) Current Investment | 9 | 299,596,000.00 | 306,000,000.00 |
| (b) Inventories | 10 | 98,176.00 | 98,176.00 |
| (d) Cash and bank balances | 11 | 4,507,407.20 | 1,682,554.00 |
| (e) Short-term loans and advances | 12 | 4,676,065.00 | 333,065.00 |
| | | 308,877,648.20 | 308,113,795.00 |
| TOTAL | | 309,877,648.20 | 311,685,795.00 |

See Accompanying Notes to the Financial Statement

The Notes referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our Report of even date.

CA Pravin Poddar
Chartered Accountant
Membership No - 300906

MOHIT SHARMA
Managing director/CFO
Din: 06554517

GAURAV AUDICHYA
Director
Din: 06953445

ANCHAL JAISWAL
Company Secretary

Kolkata - 30/05/2015

Symbiox Investment & Trading Co. Ltd.

CIN:- L65993WB1979PLC032012

Statement of Profit and Loss for the year Ended 31st March 2015

| Particulars | Note No. | Amount Rs | Amount Rs |
|----------------------------------------------------------|----------|-----------------------|-----------------------|
| | | As at 31st March 2015 | As at 31st March 2014 |
| I. Revenue from operations | 12 | 14,560,500.00 | 2,840,500.00 |
| II. Other income | 13 | - | - |
| III. Total Revenue (I + II) | | 14,560,500.00 | 2,840,500.00 |
| IV. Expenses: | | | |
| Purchases of Stock-in-Trade | | 10,234,160.00 | 2,514,800.00 |
| Changes in inventories of finished goods, | 14 | - | - |
| Employee Benefits Expense | 14.1 | 180,000.00 | - |
| Depreciation and amortization expenses | | - | - |
| Other expenses | 16 | 3,902,134.80 | 208,955.00 |
| Total expenses | | 14,316,294.80 | 2,723,755.00 |
| V. Profit before tax (III-IV) | | 244,205.20 | 116,745.00 |
| VI. Tax expense: | | | |
| (1) Current tax | | 1,115,780.00 | 36,070.00 |
| (2) Earlier Year tax | | | |
| (3) Deferred tax | | | |
| | | 1,115,780.00 | 36,070.00 |
| VII. Profit (Loss) for the period(V-VI) | | -871,574.80 | 80,675.00 |
| VIII. Earnings per equity share: | | | |
| Basic & Diluted | 19 | -0.03 | 0.00 |
| See Accompanying Notes to the Financial Statement | 1 | | |

The Notes referred to above form an integral part of the Statement of Profit and loss.

This is the Statement of Profit and Loss referred to in our Report of even date.

CA Pravin Poddar
Chartered Accountant
Membership No - 300906

MOHIT SHARMA
Managing director/CFO
Din: 06554517

GAURAV AUDICHYA
Director
Din: 06953445

Kolkata, 30/05/2015

ANCHAL JAISWAL
Company Secretary

Symbiox Investment & Trading Co. Ltd.
CIN:- L65993WB1979PLC032012
Cash Flow Statement for the year ended 31st MARCH 2015

| | | Amount in ` | |
|-------------|--------------------------------------------------------------------|--------------------------------|--------------------------------|
| Particulars | | Year Ended 31 st March 2015 | Year Ended 31 st March 2014 |
| A | Cash Flow from Operating Activities : | | |
| | Net Profit/(Loss) before tax | 244,205.20 | 116,745.00 |
| | Adjustments for: | | |
| | Depreciation | - | - |
| | Operating Profit before working capital changes | 244,205.20 | 116,745.00 |
| | Increase / (Decrease) in Trade Payble | - | - |
| | Increase / (Decrease) in Other Current Liabilities | 100,000.00 | -109,222.00 |
| | (Increase) /Decrease in Short Term Loans & Advances | -4,343,000.00 | 84,351.00 |
| | (Increase) / Decrease in Inventories | - | - |
| | Increase / (Decrease) in Short term provisions | -2,152,352.00 | - |
| | Operating Profit after working capital changes | -6,151,146.80 | 91,874.00 |
| | Less: Income Tax Paid | - | 81,941.00 |
| | Net Cash from/ (used in) Operating Activities | -6,151,146.80 | 9,933.00 |
| B | Cash Flow from Investing Activities : | | |
| | Sale of Current investment | 6,404,000.00 | 918,000.00 |
| | Sale of Non Current Investment | 2,572,000.00 | - |
| | Net Cash from/ (used in) Investing Activities | 8,976,000.00 | 918,000.00 |
| c | Cash Flow from Financing Activities : | | |
| | Increase in Short term Borrowing | - | -12,400.00 |
| | Increase in Unsecured Loans | - | - |
| | Net Cash from/ (used in) Financing Activities | - | -12,400.00 |
| | Net Increase/ (Decrease) in Cash & Cash Equivalents | 2,824,853.20 | 915,533.00 |
| | Cash & Cash Equivalents as at the beginning of the year | 1,682,554.00 | 767,021.00 |
| | Cash & Cash Equivalents as at the end of the year | 4,507,407.20 | 1,682,554.00 |

See Accompanying Notes to the Financial Statement

The Notes referred to above form an integral part of the Cash Flow Statement.

This is the Cash Flow Statement referred to in our Report of even date.

CA Pravin Poddar
Chartered Accountant
Membership No - 300906

MOHIT SHARMA
Managing director/CFO
Din: 06554517

GAURAV AUDICHYA
Director
Din: 06953445

Kolkata, 30/05/2015

ANCHAL JAISWAL
Company Secretary

Symbiox Investment & Trading Co. Ltd.

CIN:- L65993WB1979PLC032012

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

- 1 CORPORATE INFORMATION**
Symbiox Investment & Trading Co. Ltd (the Company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 2013.
- 1.1 BASIS OF PREPARATION**
The Company maintains its accounts on accrual basis following the historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP) in India, in compliance with the provisions of the Companies Act, 2013 and the Accounting Standards as specified in the Companies (Accounting Standards) (Second Amendment) Rules, 2011, prescribed by the Central Government. Management evaluates all recently used or revised accounting standards on an ongoing basis.
The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below.
- 2 SIGNIFICANT ACCOUNTING POLICIES**
- (a) **Use of Estimates**
The preparation of the Financial Statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amount of income and expenses during the period. Examples of such estimates includes future obligation with respect to employees benefits, income taxes, useful lives of fixed assets etc. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognised in the period in which the results are known / materialised.
- (b) **Fixed Assets and Depreciation**
- (i) **Tangible Assets**
Tangible assets are stated at their cost of acquisition net of receivable CENVAT and VAT Credits. All costs, direct or indirect, relating to the acquisition and installation of fixed assets and bringing it to its working condition for its intended use are capitalised and include borrowing costs and adjustments arising from foreign exchange rate variations directly attributable to construction or acquisition of fixed assets. Depreciation on fixed assets is provided on straight line method (SLM) on a pro-rata-basis at the rates and in the manner specified in Schedule II to the Companies Act, 2013. In respect of assets acquired/sold during the year, depreciation has been provided on pro-rata basis with reference to the days of addition/put to use or disposal.
- (ii) **Intangible Assets**
Intangible Assets are stated at their cost of acquisition, less accumulated amortization and accumulated impairment losses thereon. An intangible asset is recognized where it is probable that future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured. The depreciable amount of intangible assets is allocated based on the estimates of the useful life of the asset not exceeding five years.
- (c) **Impairment of Assets**
An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.
- (d) **Investments**
Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investment. Current investment are carried at lower of cost and fair value determined on an individual item basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.
- (e) **Inventories**
- (i) Finished and Semi-Finished products produced and purchased by the Company are carried at lower of cost and net realisable value after providing for obsolescence, if any.
- (ii) Work-in-progress is carried at lower of cost and net realisable value.
- (iii) Stock of raw materials, stores, spare parts and packing materials are valued at lower of cost less CENVAT Credit/ VAT availed or net realisable value.
- (iv) Cost of inventories comprises all costs of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition.
- (v) Liability for excise duty in respect of goods manufactured by the Company is accounted upon removal of goods from the factory.
- (f) **Revenue Recognition**
Income and expenditure is recognized and accounted for on accrual basis. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue from sale of goods is recognised on transfer of significant risks and rewards of ownership to the customer and when no significant uncertainty exists regarding realisation of the consideration. Sales are recorded net of sales returns, sales tax/VAT, cash and trade discounts.

- (g) **Foreign Currency Transactions**
The company follows Accounting Standard 11 issued by the Institute of Chartered Accountants of India to account for the foreign exchange transactions.
- (h) **Government Grants and Subsidies**
Grants and Subsidies from the Government are recognized when there is reasonable certainty that the Grant/Subsidy will be received and all attaching conditions will be complied with. When the Grant or Subsidy relates to an expense item, it is recognised as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Where the Grant or Subsidy relates to an asset, its value is deducted from the gross value of the asset concerned in arriving at the carrying amount of the related asset. Government Grants of the nature of Promoters' contribution are credited to Capital Reserve and treated as a part of Shareholders' Funds.
- (i) **Retirement Benefits**
Contributions to the provident fund and employees state insurance (if any) is made monthly at a pre-determined rate to the Provident Fund Commissioner and Employees State Insurance Fund respectively and debited to the profit & loss account on an accrual basis.
Provision for outstanding Leave Encashment benefit and Gratuity (if any) for employees, if any is accounted for on accrual basis.
- (j) **Borrowing Costs**
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. All other borrowing costs are charged to revenue.
- (k) **Lease Policy**
- (i) **Finance Leases**
Leases which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as finance costs in the Statement of Profit and Loss.

A Leased Asset is depreciated on a straight-line basis over the useful life of the asset or the useful life envisaged in Schedule II to the Companies Act, 2013, whichever is lower.
- (ii) **Operating Leases**
Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as Operating lease. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.
- (l) **Earning Per Share**
The Company reports Basic and Diluted earnings per equity share in accordance with the Accounting Standard - 20 on Earning Per Share. In determining earning per share, the Company considers the net profit after tax and includes the post tax effect of any extraordinary/exceptional items. The number of shares used in computing basic earning per share is the weighted average number of equity shares outstanding during the period. The numbers of shares used in computing diluted earning per share comprises the weighted average number of equity shares that would have been issued on the conversion of all potential equity shares. Dilutive potential equity shares have been deemed converted as of the beginning of the period unless issued at a later date.
- (m) **Provision for Current and Deferred Tax**
Provision for current Income Tax and Wealth Tax are made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized.
- (n) **Provision, Contingent Liabilities and Contingent Assets**
Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.
- (o) There are no Micro, Small and Medium Enterprises (MSMEs) as defined in the Micro, Small, Medium Enterprises Development Act, 2006 within the appointed date during the year and no MSMEs to whom the Company owes dues on account of principal amount together with interest at the balance sheet date and hence no additional disclosures have been made.
- (p) The Company is a small and medium sized company (SMC) as defined in the general instructions in respect of accounting standards notified under the Companies Act, 1956. Accordingly, the Company has complied with the Accounting Standards as applicable to a small and medium sized Company.

Note : 2 Share Capital

| Particulars | Amount Rs | Amount Rs |
|-----------------------------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| AUTHORIZED CAPITAL | | |
| 3,13,00,000 Equity Shares of Rs. 10/- each. | 313,000,000.00 | 313,000,000.00 |
| | 313,000,000.00 | 313,000,000.00 |
| ISSUED, SUBSCRIBED & PAID UP CAPITAL | | |
| 31287330 Equity shares of Rs.10/- each fully paid up | 312,873,300.00 | 312,873,300.00 |
| | | |
| Total | 312,873,300.00 | 312,873,300.00 |
| 2a) Reconciliation of the number of Equity Shares Outstanding: | | |
| Particulars | As at 31st March 2015 | As at 31st March 2014 |
| Number of Shares outstanding at the beginning of the year. | 31,287,330 | 287,330 |
| Number of shares issued during the year | - | 31,000,000.00 |
| Number of Shares outstanding at the end of the year. | 31,287,330 | 31,287,330 |

| 2b) Shares in the Company held by each Shareholders holding more than 5% Shares. | | |
|-----------------------------------------------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Name of Shareholders | | |
| Equity Share | Nos | Nos |

None of the Shareholder holds more than 5% of share.

2c) Terms/Rights attached to Equity shares

The company's Equity Shares have a par value of Rs.10/- per share each. Each Equity share holder is eligible for one vote per share held and is entitled to dividend, if any declared at the Annual General Meeting of shareholders. In the event of liquidation of the company, the holders of Equity Shares will be entitled to receive remaining assets of the company, after distribution of preferential amount. The distribution will be in proportion to the numbers of equity shares held by the share holders.

| Particulars | Amount Rs | Amount Rs |
|----------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Share Premium account | 436650.00 | 436650.00 |
| Surplus | | |
| As per last Financial Statement | -6865938.75 | -4624113.75 |
| Add: Transferred from Statement of Profit and Loss | -871574.80 | 80675.00 |
| Less: ROC Fees for Form 5 | 0.00 | 2322500.00 |
| Total Surplus | -7737513.55 | -6865938.75 |
| Total | -7300863.55 | -6429288.75 |

Note No. 4 Short term Borrowings

| | Amount Rs | Amount Rs |
|-----------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Loans payable on demand: | | |
| Other Party (Unsecured) | - | - |
| Loans and advances from related party: | | |
| Loans from Director | - | - |
| Other loans and advances: | | |
| Advances from Traders | - | - |
| Total | - | - |

Note:5 Other Current Liability

| Particulars | Amount Rs | Amount Rs |
|----------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Interest accrued and due on loans from HSGW(P) Ltd | 2,627,532.00 | 2,627,532.00 |
| Dues for Statutory Liabilities | 100,000.00 | - |
| Total | 2,727,532.00 | 2,627,532.00 |

Note:6 Short Term Provision

| Particulars | Amount Rs | Amount Rs |
|--------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Others: | | |
| Liabilities for expenses | 195,148.00 | 2,347,500.00 |
| For Taxation | 1,382,531.75 | 266,751.75 |
| | 1,577,679.75 | 2,614,251.75 |

Note:10 Cash and Cash Equivalents

| Particulars | Amount Rs | Amount Rs |
|--------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Balances with Bank | | |
| Current Account | 3,121,948.20 | 8,383.00 |
| Cash on Hand | 1,385,459.00 | 1,674,171.00 |
| | | |
| Total | 4,507,407.20 | 1,682,554.00 |

Note:11 Short term loans and Advances and Other current

| Particulars | Amount Rs | Amount Rs |
|---------------------------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Loans and advances to related party | | |
| (Unsecured, Considered Goods): | | |
| Advances recoverable in Cash or in kind or for value to be received | 2,500,000.00 | - |
| Others | 1,843,000.00 | |
| | | |
| Others: | | |
| Loans(Considered doubtful) | 200,000.00 | 200,000.00 |
| Interest accrued on loan | 133,065.00 | 133,065.00 |
| Advance Recoverable in cash or in kind | - | - |
| Total | 4,676,065.00 | 333,065.00 |

Note No.12 Revenue From Operations

| Particulars | Amount Rs | Amount Rs |
|---------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Sale of goods | 11,560,500.00 | 2,840,500.00 |
| Others | 3,000,000.00 | - |
| Total | 14,560,500.00 | 2,840,500.00 |

Note No.13 Other Income

| Particulars | Amount Rs | Amount Rs |
|-----------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| a) Interest income | | |
| i) Interest on fixed Deposit | - | - |
| ii) Interest on Loan | - | - |
| b) Dividend | - | - |
| c) Other non-operating Income | | |
| Excess liability/provision written back | | |
| Interest on Income tax return | | |
| | | |
| Total | - | - |

Note No.14 Changes in Inventories

| Particulars | Amount Rs | Amount Rs |
|-------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| a) Opening stock: | | |
| Stock in trade | 98,176.00 | 98,176.00 |
| Less: | | |
| b) Closing Stock: | | |
| Stock in trade | 98,176.00 | 98,176.00 |
| Total | - | - |

Note No.14.1 Employee Benefit Expenses

| | Amount Rs | Amount Rs |
|------------------------------------|-----------|-----------|
| Salaries, Bonus & Other Allowances | 180000.00 | 0.00 |

Note No.15 Deprecitaion

| | Amount Rs | Amount Rs |
|----------------------------------|-----------|-----------|
| Depreciation of Tangiable Assets | - | 0.00 |

Note No.16 Other Expenses

| Particulars | Amount Rs | Amount Rs |
|---------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Accounting Charges | | |
| Advertisement Expenses | 20,000.00 | 20,000.00 |
| Bank Charges | 7,920.00 | - |
| Carriage Inward | - | 250.00 |
| Carriage Outward | 16,220.00 | 19,260.00 |
| Conveyance Expenses | 20,540.00 | 22,360.00 |
| Conveyance Expenses | 15,540.00 | 12,085.00 |
| Depository Expenses | 65,543.00 | - |
| Director's Remuneration | 159,193.00 | - |
| Filing Fees | 1,047,790.00 | 25,500.00 |
| General Expenses | 29,940.00 | - |
| Listing Fee | 103,371.20 | - |
| Miscellaneous Expenses | - | 28,460.00 |
| Packaging Expenses | - | 21,560.00 |
| Payments to the Auditor | 25,000.00 | 25,000.00 |
| Printing & Stationary | 14,530.00 | 9,230.00 |
| Processing Fee for Listing and Preferential | 1,204,947.60 | - |
| Profession Charges | 1,130,600.00 | 5,250.00 |
| Secretarial Charges | 20,000.00 | 20,000.00 |
| Website Expenses | 21,000.00 | - |
| Total | 3,902,134.80 | 208,955.00 |

A) Details of Payments to Auditor

| As Auditor | | |
|--------------------|-----------------|-----------------|
| Statutory Audit | | |
| Certification Fees | 25,000.00 | 25,000.00 |
| Tax Audit | - | - |
| | 25000.00 | 25000.00 |

Note No: 17 Detail of Product Sold (Finished Good)

| Particulars | Amount Rs | Amount Rs |
|---------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Sale of Saree | 11,560,500.00 | 2,840,500.00 |

Note No: 18 Purchase of Stock

| Particulars | Amount Rs | Amount Rs |
|-------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Saree | 10234160.00 | 2,514,800.00 |

Note No. 19 Earnings per Share(EPS)

| Particulars | Amount Rs | Amount Rs |
|----------------------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Details of Calculation of basic and diluted earning per share: | | |
| Profit after tax as per Statement of Profit and Loss | -871,574.80 | 80,675.00 |
| Weighted average number of equity shares(Number) | 31,287,330 | 28,703,997.00 |
| Basic and Diluted earning per share (Rs) | -0.03 | 0.00 |

Note No: 20

In respect of Income Tax demand for the assessment year 1994-05 amounting to Rs 89929/- petition for rectification is pending before the concern authority.

| Note No: 21 | | |
|-----------------------------------|------------------------------|------------------------------|
| | Amount Rs | Amount Rs |
| Related Party Transaction: | As at 31st March 2015 | As at 31st March 2014 |
| Director Remuneration | | |
| Shri Mohit Sharma | 159,193.00 | - |

Note No: 22 List of Subsidiaries

Basic Agro India Ltd
Swastik Developers Ltd

Note No: 23

As a matter of prudence and in view of uncertainty of profit in future, deferred tax assets in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India has not been provided in the accounts for the earlier years and for the year ended 31 st March 2015

Note No: 24

The Company operates in single business Segment of Sale of Saree and hence no further segment reporting is required.

Note No: 25

The company has not made any provisions for the employees in accordance with the Accounting Standard-15 issued by the Institute of Chartered Accountants Of India as there is no employee in service during the year.

Note No: 26

The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

Symbiox Investment & Trading Co. Ltd.

CIN:- L65993WB1979PLC032012

Note: 8 Non -Current Investment

A) TRADE INVESTMENT:

| Particulars Name of company | As at 31st March 2015 | | As at 31st March 2014 | |
|-------------------------------------------------------------------------------|-----------------------|---------------------|-----------------------|---------------------|
| | No. of Shares | Amount | No. of Shares | Amount |
| Investment in Fully paid equity shares (Unquoted) Subsidiary Companies | | | | |
| Angarika Retailers Pvt. Ltd | - | - | 5,100.00 | 51,000.00 |
| Basic Agro India Ltd | 50,000 | 500,000.00 | 50,000.00 | 500,000.00 |
| Capable Traders Pvt. Ltd | - | - | 5,100.00 | 51,000.00 |
| Derica Dealers Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Fastwell Sales Pvt Ltd | - | - | 9,800.00 | 98,000.00 |
| Ganadipati Project Advisory Pvt Ltd | - | - | 9,800.00 | 98,000.00 |
| Helot Dealers Pvt Ltd | - | - | 98,000.00 | 98,000.00 |
| Hence Agro Development Ltd | - | - | 25,500.00 | 255,000.00 |
| Hence Home Appliances Ltd | - | - | 44,000.00 | 440,000.00 |
| Hence Spices Ltd | - | - | 25,500.00 | 255,000.00 |
| Hence Tours & Travels Ltd | - | - | 25,500.00 | 255,000.00 |
| Henio Merchants Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Muscotive Agencies Pvt Ltd | - | - | 98,000.00 | 98,000.00 |
| Nabajeevan Agri Tech Ltd | - | - | 26,000.00 | 260,000.00 |
| Octavio Merchants Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Premio Projects Pvt Ltd | - | - | 9,800.00 | 98,000.00 |
| Srimma Real Estate Ltd | - | - | 26,000.00 | 260,000.00 |
| Swastik Developers Ltd | 50,000 | 500,000.00 | 50,000.00 | 500,000.00 |
| Valere Commosales Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Vanora Merchants Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Total | - | 1,000,000.00 | - | 3,572,000.00 |

Note: 9 Current Investment

Other Investment (Unquoted)

| Particulars Name of company | As at 31st March 2015 | | As at 31st March 2014 | |
|-----------------------------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| | No. of Shares | Amount | No. of Shares | Amount |
| Albela Distributors Pvt Ltd | 7,500 | 15,000,000.00 | 7,500.00 | 15,000,000.00 |
| Barbariik Tracon Pvt Ltd | 7,500 | 15,000,000.00 | 7,500.00 | 15,000,000.00 |
| Escort Vincom Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Gangaur Dealtrade Pvt Ltd | 30,000 | 30,000,000.00 | 30,000.00 | 30,000,000.00 |
| Intimate Tradelinks Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Keshar Distributors Pvt Ltd | 10,000 | 5,000,000.00 | 10,000.00 | 5,000,000.00 |
| Kundan Tie Up Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Leisure Dealtrade Pvt Ltd | 10,000 | 5,000,000.00 | 10,000.00 | 5,000,000.00 |
| Merlin Commosales Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Nettle Tradelink Pvt Ltd | 7,500 | 15,000,000.00 | 7,500.00 | 15,000,000.00 |
| Prakruti Commosales Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Rajgharana Distributors Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Retain Sales Pvt Ltd | 10,000 | 5,000,000.00 | 10,000.00 | 5,000,000.00 |
| Rockstars Traders Pvt Ltd | 30,000 | 30,000,000.00 | 30,000.00 | 30,000,000.00 |
| Sarvajana Properties Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Shivparvati Traders & Suppliers Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Vayu Marketing Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Virtual Vintrade Pvt Ltd | 38,596 | 38,596,000.00 | 45,000.00 | 45,000,000.00 |
| Danush Tradelinks Pvt Ltd | 1,000 | 1,000,000.00 | 1,000.00 | 1,000,000.00 |
| Skillful Commotrade Pvt Ltd | 2,500 | 2,500,000.00 | 2,500.00 | 2,500,000.00 |
| Brotex Distributors Pvt Ltd | 2,500 | 2,500,000.00 | 2,500.00 | 2,500,000.00 |
| Total | | 299,596,000.00 | - | 306,000,000.00 |

Symbiox Investment & Trading Co. Ltd.

CIN:- L65993WB1979PLC032012

Details of Note No: 9

Particulars in respect of Inventory (Stock of Shares)

Valued at cost or market value which ever is lower

| Closing Stock of Shares | As at 31st March 2015 | | | As at 31st March 2014 | |
|-----------------------------------------------------------------------------------|-----------------------|------------------|------------------|-----------------------|------------------|
| | Face value | Nos. of Share | Amount Rs | Nos. of Share | Amount Rs |
| Name of Company | Rs/- | | | | |
| Fully paid up Equity Shares in Joint Stock Company | | | | | |
| Quoted | | | | | |
| Asian Industrial Development Co. Ltd. | 10 | 22,400.00 | 22,400.00 | 22,400.00 | 22,400.00 |
| BCC Fuba LTD. | 10 | 170.00 | 178.00 | 170.00 | 178.00 |
| Ispat Industries Ltd. | 10 | 200.00 | 2,760.00 | 200.00 | 2,760.00 |
| Pioneer Auto Lamp Ltd. | 10 | 500.00 | 5,000.00 | 500.00 | 5,000.00 |
| Triveni Metal Tube Limited(In Liquidation) | 100 | 35,500.00 | - | 35,500.00 | - |
| Unquoted | | | | | |
| Maple Promoters & Builders Pvt. Ltd. | 100 | 1,350.00 | 67,838.00 | 1,350.00 | 67,838.00 |
| | | 60,120.00 | 98,176.00 | 60,120.00 | 98,176.00 |
| Note: The following Equity Shares are pending transfer in the name of the Company | | | | | |
| | No of Shares | | | | |
| Ispat Industries Ltd | 200 | | | | |
| Triveni Metals tubes Limited | 500 | | | | |

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Symbiox Investment & Trading Co. Ltd.

I have audited the accompanying consolidated financial statements of SYMBIOX INVESTMENT & TRADING CO LIMITED ('the Company') and its subsidiaries (collectively called 'the Group'), which comprise the Consolidated Balance Sheet as at March 31, 2015, the consolidated statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the requirements of Accounting Standard 21, Consolidated Financial Statements issued by the Institute of Chartered Accountants of India ('ICAI'). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

My responsibility is to express an opinion on these Consolidated Financial Statements based on my audit. I have conducted my audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that I 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 consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the consolidated 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 entity'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 consolidated financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion and to the best of my information and according to the explanations given to me, the Consolidated Financial Statements give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) In the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2015;

(b) In the case of the Consolidated Statement of Profit and Loss, of the loss of the Group for the year ended on that date; and

(c) In the case of the Consolidated Cash Flow statement, of the cash flows of the Group for the year ended on that date.

Sd/-

Pravin Poddar

Chartered Accountant

Membership No.: 300906

Kolkata

30th May, 2015

Symbiox Investment & Trading Co. Ltd.
CIN:- L65993WB1979PLC032012
Consolidated Balance Sheet as at: 31st March 2015

| Particulars | Note No. | Amount Rs | Amount Rs |
|-----------------------------------|----------|--------------------------|--------------------------|
| | | As at 31st March 2015 | As at 31st March 2014 |
| I. EQUITY AND LIABILITIES | | | |
| (1) Shareholders' funds | | | |
| (a) Share capital | 2 | 312,873,300.00 | 312,873,300.00 |
| (b) Reserve & Surplus | 3 | -7,307,453.55 | -6,543,586.85 |
| | | 305,565,846.45 | 306,329,713.15 |
| (2) Minority Interest | | - | 1,493,480.06 |
| (3) Current liabilities | | | |
| (a) Short-term borrowings | 4 | - | 116,000.00 |
| (a) Trade Payable | 4.1 | - | - |
| (c) Other current liabilities | 5 | 2,733,332.00 | 2,627,532.00 |
| (d) Short-term provisions | 6 | 1,577,679.75 | 2,668,291.75 |
| | | 4,311,011.75 | 5,411,823.75 |
| TOTAL | | 309,876,858.20 | 313,235,016.96 |
| II. ASSETS | | | |
| (1) Non-current assets | | | |
| (a) Fixed assets | 7 | - | - |
| (i) Tangible assets | | - | - |
| (ii) Intangible asset - Goodwill | | 56,070.00 | 179,232.96 |
| (b) Non Current Investment | 8 | - | - |
| | | 56,070.00 | 179,232.96 |
| (2) Current assets | | | |
| (a) Current Investment | 9 | 299,596,000.00 | 306,500,000.00 |
| (b) Inventories | 10 | 98,176.00 | 98,176.00 |
| (d) Cash and bank balances | 11 | 5,428,547.20 | 6,124,543.00 |
| (e) Short-term loans and advances | 12 | 4,676,065.00 | 333,065.00 |
| (f) other current asstes | | 22,000.00 | - |
| | | 309,820,788.20 | 313,055,784.00 |
| TOTAL | | 309,876,858.20 | 313,235,016.96 |

See Accompanying Notes to the Financial Statement

The Notes referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our Report of even date.

Sd/-

CA Pravin Poddar
Chartered Accountant
Membership No - 300906

Kolkata - 30/05/2015

Symbiox Investment & Trading Co. Ltd.

CIN:- L65993WB1979PLC032012

Consolidated Statement of Profit and Loss for the year Ended 31st March, 2015

| Particulars | Note No. | Amount Rs | Amount Rs |
|----------------------------------------------------------|----------|-----------------------|-----------------------|
| | | As at 31st March 2015 | As at 31st March 2014 |
| I. Revenue from operations | 12 | 14,571,780.00 | 2,840,500.00 |
| II. Other income | 13 | - | 41,050.00 |
| III. Total Revenue (I + II) | | 14,571,780.00 | 2,881,550.00 |
| IV. Expenses: | | | |
| Purchases of Stock-in-Trade | | 10,234,160.00 | 2,514,800.00 |
| Changes in inventories of finished goods, | 14 | - | - |
| Employee Benefits Expense | 14.1 | 180,000.00 | - |
| Depreciation and amortization expenses | 15 | - | 52,726.00 |
| Other expenses | 16 | 3,931,224.80 | 319,784.00 |
| Total expenses | | 14,345,384.80 | 2,887,310.00 |
| V. Profit before tax (III-IV) | | 226,395.20 | -5,760.00 |
| VI. Tax expense: | | | |
| (1) Current tax | | 1,115,780.00 | 37,210.00 |
| (2) Earlier Year tax | | | |
| (3) Deferred tax | | | |
| | | 1,115,780.00 | 37,210.00 |
| VII. Profit (Loss) for the period(V-VI) | | -889,384.80 | -42,970.00 |
| VIII. Earnings per equity share: | | | |
| Basic & Diluted | 19 | -0.00 | -0.00 |
| See Accompanying Notes to the Financial Statement | 1 | | |

The Notes referred to above form an integral part of the Statement of Profit and loss.

This is the Statement of Profit and Loss referred to in our Report of even date.

Sd/-

CA Pravin Poddar
Chartered Accountant
Membership No - 300906

Kolkata, 30/05/2015

Symbiox Investment & Trading Co. Ltd.

CIN:- L65993WB1979PLC032012

Cash Flow Statement for the year ended 31st March, 2015

| Particulars | Year Ended 31 st March 2015 | Year Ended 31 st March 2014 |
|--------------------------------------------------------------------|--------------------------------|--------------------------------|
| A Cash Flow from Operating Activities : | | |
| Net Profit/(Loss) before tax | 226,395.20 | -5,760.00 |
| Adjustments for: | | |
| Interest Income | - | - |
| Dividend Income | - | - |
| Depreciation | - | 52,726.00 |
| Operating Profit before working capital changes | 226,395.20 | 46,966.00 |
| Increase / (Decrease) in Trade Payble | - | - |
| Increase / (Decrease) in Short Term Provision | -2,152,352.00 | - |
| Increase / (Decrease) in Other Current Liabilities | 105,800.00 | -68,022.00 |
| (Increase) / Decrease in Short Term Loans & Advances | -4,343,000.00 | 84,351.00 |
| (Increase) / Decrease in Inventories | - | - |
| (Increase) / Decrease in Other Asset | -22,000.00 | - |
| Operating Profit after working capital changes | -6,185,156.80 | 63,295.00 |
| Less: Income Tax Paid | - | 81,941.00 |
| Net Cash from/ (used in) Operating Activities | -6,185,156.80 | -18,646.00 |
| B Cash Flow from Investing Activities : | | |
| Net Investment in Subsidiary Companies | -1,298,839.00 | 1,321,608.00 |
| Dividend Income | - | - |
| Interest Income | - | - |
| Current investment | 6,904,000.00 | 3,500,000.00 |
| Net Cash from/ (used in) Investing Activities | 5,605,161.00 | 4,821,608.00 |
| c Cash Flow from Financing Activities : | | |
| Increase in Share Capital | - | - |
| Increase in Short term Borrowing | -116,000.00 | 23,600.00 |
| Increase in Unsecured Loans | - | - |
| Net Cash from/ (used in) Financing Activities | -116,000.00 | 23,600.00 |
| Net Increase/ (Decrease) in Cash & Cash Equivalents | -695,995.80 | 4,826,562.00 |
| Cash & Cash Equivalents as at the beginning of the year | 6,124,543.00 | 1,297,981.00 |
| Cash & Cash Equivalents as at the end of the year | 5,428,547.20 | 6,124,543.00 |

See Accompanying Notes to the Financial Statement

The Notes referred to above form an integral part of the Cash Flow Statement.

This is the Cash Flow Statement referred to in our Report of even date.

Sd/-

CA Pravin Poddar
Chartered Accountant
Membership No - 300906

Kolkata, 30/05/2015

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2015

1 CORPORATE INFORMATION

Symbiox Investment & Trading Co. Ltd (the Company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 2013.

1.1 BASIS OF PREPARATION

The Company maintains its accounts on accrual basis following the historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP) in India, in compliance with the provisions of the Companies Act, 2013 and the Accounting Standards as specified in the Companies (Accounting Standards) (Second Amendment) Rules, 2011, prescribed by the Central Government. Management evaluates all recently used or revised accounting standards on an ongoing basis. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except

2 SIGNIFICANT ACCOUNTING POLICIES

(a) Use of Estimates

The preparation of the Financial Statements in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amount of income and expenses during the period. Examples of such estimates includes future obligation with respect to employees benefits, income taxes, useful lives of fixed assets etc. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Differences between the actual results and estimates are recognized

(b) Fixed Assets and Depreciation

(i) Tangible Assets

Tangible assets are stated at their cost of acquisition net of receivable CENVAT and VAT Credits. All costs, direct or indirect, relating to the acquisition and installation of fixed assets and bringing it to its working condition for its intended use are capitalised and include borrowing costs and adjustments arising from foreign exchange rate variations directly attributable to construction or acquisition of fixed assets. Depreciation on fixed assets is provided on straight line method (SLM) on a pro-rata-basis at the rates and in the manner specified in Schedule II to the Companies Act, 2013. In respect of assets acquired/sold during the year, depreciation has been provided on pro-rata basis with reference to the date of addition (upto year as dispo-

(ii) Intangible Assets

Intangible Assets are stated at their cost of acquisition, less accumulated amortization and accumulated impairment losses thereon. An intangible asset is recognized where it is probable that future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured. The depreciable amount of intangible assets is allocated based on the estimates of the useful life of the asset not exceeding five years.

(c) Impairment of Assets

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(d) Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investment. Current investment are carried at lower of cost and fair value determined on an individual item basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

(e) Inventories

- (i) Finished and Semi-Finished products produced and purchased by the Company are carried at lower of cost and net realisable value after providing for obsolescence, if any.
- (ii) Work-in-progress is carried at lower of cost and net realisable value.
- (iii) Stock of raw materials, stores, spare parts and packing materials are valued at lower of cost less CENVAT Credit/ VAT availed or net realisable value.
- (iv) Cost of inventories comprises all costs of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition.
- (v) Liability for excise duty in respect of goods manufactured by the Company is accounted upon removal of goods from the

- (f) **Revenue Recognition**
Income and expenditure is recognized and accounted for on accrual basis. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue from sale of goods is recognised on transfer of significant risks and rewards of ownership to the customer and when no significant uncertainty exists regarding realisation of the consideration. Sales are recorded net of sales returns, sales tax/VAT, cash and
- (g) **Foreign Currency Transactions**
The company follows Accounting Standard 11 issued by the Institute of Chartered Accountants of India to account for the foreign exchange transactions.
- (h) **Government Grants and Subsidies**
Grants and Subsidies from the Government are recognized when there is reasonable certainty that the Grant/Subsidy will be received and all attaching conditions will be complied with. When the Grant or Subsidy relates to an expense item, it is recognised as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Where the Grant or Subsidy relates to an asset, its value is deducted from the gross value of the asset concerned in arriving at the carrying amount of the related asset. Government Grants of the nature of Promoters' contribution are credited
- (i) **Retirement Benefits**
Contributions to the provident fund and employees state insurance (if any) is made monthly at a pre-determined rate to the Provident Fund Commissioner and Employees State Insurance Fund respectively and debited to the profit & loss account on an Provision for outstanding Leave Encashment benefit and Gratuity (if any) for employees, if any is accounted for on accrual
- (j) **Borrowing Costs**
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. All other borrowing costs are charged to revenue.
- (k) **Lease Policy**
- (i) *Finance Leases*
Leases which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as finance
- A Leased Asset is depreciated on a straight-line basis over the useful life of the asset or the useful life envisaged in Schedule II to the Companies Act, 2013, whichever is lower.
- (ii) *Operating Leases*
Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as Operating lease. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.
- (l) **Earning Per Share**
The Company reports Basic and Diluted earnings per equity share in accordance with the Accounting Standard - 20 on Earning Per Share. In determining earning per share, the Company considers the net profit after tax and includes the post tax effect of any extraordinary/exceptional items. The number of shares used in computing basic earning per share is the weighted average number of equity shares outstanding during the period. The numbers of shares used in computing diluted earning per share comprises the weighted average number of equity shares that would have been issued on the conversion of all potential equity
- (m) **Provision for Current and Deferred Tax**
Provision for current Income Tax and Wealth Tax are made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized.
- (o) **Provision, Contingent Liabilities and Contingent Assets**
Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

- (p)** There are no Micro, Small and Medium Enterprises (MSMEs) as defined in the Micro, Small, Medium Enterprises Development Act, 2006 within the appointed date during the year and no MSMEs to whom the Company owes dues on account of principal amount together with interest at the balance sheet date and hence no additional disclosures have been made.
- (r)** The Company is a small and medium sized company (SMC) as defined in the general instructions in respect of accounting standards notified under the Companies Act, 1956. Accordingly, the Company has complied with the Accounting Standards as applicable to a small and medium sized Company.

Note : 2 Share Capital

| Particulars | Amount Rs | Amount Rs |
|------------------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| AUTHORIZED CAPITAL | | |
| 3,13,00,000 Equity Shares of Rs. 10/- each. | 313,000,000.00 | 313,000,000.00 |
| | 313,000,000.00 | 313,000,000.00 |
| ISSUED, SUBSCRIBED & PAID UP CAPITAL | | |
| 31287330 Equity shares of Rs.10/- each fully paid up | 312,873,300.00 | 312,873,300.00 |
| Total | 312,873,300.00 | 312,873,300.00 |

| 2a) Reconciliation of the number of Equity Shares Outstanding: | | |
|-----------------------------------------------------------------------|-----------------------|-----------------------|
| Particulars | As at 31st March 2015 | As at 31st March 2014 |
| Number of Shares outstanding at the beginning of the year. | 31,287,330 | 287,330 |
| Number of shares issued during the year | - | 31,000,000.00 |
| Number of Shares outstanding at the end of the year. | 31,287,330 | 31,287,330 |

| 2b) Shares in the Company held by each Shareholders holding more than 5% Shares. | | | |
|-----------------------------------------------------------------------------------------|-----------------------|-----------------------|----------|
| | As at 31st March 2015 | As at 31st March 2014 | |
| Name of Shareholders | | | |
| Equity Share | Nos | Nos | % |

None of the Shareholder holds more than 5% of share.

2c) Terms/Rights attached to Equity shares

The company's Equity Shares have a par value of Rs.10/- per share each. Each Equity share holder is eligible for one vote per share held and is entitled to dividend, if any declared at the Annual General Meeting of shareholders. In the event of liquidation of the company, the holders of Equity Shares will be entitled to receive remaining assets of the company, after distribution of preferential amount. The distribution will be in proportion to the numbers of equity shares held by the share holders.

| Note : 3 Reserve & Surplus | | |
|----------------------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Share Premium account | 436650.00 | 436650.00 |
| Surplus | | |
| As per last Financial Statement | -6854718.75 | -4656528.23 |
| Add: Transferred from Statement of Profit and Loss | -889384.80 | -42970.00 |
| Less: Minority Interest | 0.00 | -41761.38 |
| Less: ROC Fees for Form 5 | 0.00 | 2322500.00 |
| Total Surplus | -7744103.55 | -6980236.85 |
| Total | -7307453.55 | -6543586.85 |

| Note No. 4 Short term Borrowings | | |
|-----------------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Loans payable on demand: | | |
| Other Party (Unsecured) | - | 116,000.00 |
| Loans and advances from related party: | | |
| Loans from Director | - | - |
| Other loans and advances: | | |
| Advances from Traders | - | - |
| Total | - | 116,000.00 |

| Note:5 Other Current Liability | | |
|----------------------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Interest accrued and due on loans from HSGW(P) Ltd | 2,627,532.00 | 2,627,532.00 |
| Dues for Statutory Liabilities | 100,000.00 | - |
| others | 5,800.00 | - |
| Total | 2,733,332.00 | 2,627,532.00 |

| Note:6 Short Term Provision | | |
|------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Others: | | |
| Liabilities for expences | 195,148.00 | 2,347,500.00 |
| For Taxation | 1,382,531.75 | 266,751.75 |
| | 1,577,679.75 | 2,614,251.75 |

| Note:10 Cash and Cash Equivalents | | |
|------------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Balances with Bank | | |
| Current Account | 3,121,948.20 | 95,158.00 |
| Cash on Hand | 2,306,599.00 | 6,029,385.00 |
| Total | 5,428,547.20 | 6,124,543.00 |

| Note:11 Short term loans and Advances and Other current | | |
|---------------------------------------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Loans and advances to related party | | |
| (Unsecured, Considered Goods): | | |
| Advances recoverable in Cash or in kind or for value to be received | 2,500,000.00 | - |
| Others | 1,843,000.00 | - |
| Others: | | |
| Loans(Considered doubtful) | 200,000.00 | 200,000.00 |
| Interest accrued on loan | 133,065.00 | 133,065.00 |
| Advance Recoverable in cash or in kind | - | - |
| Total | 4,676,065.00 | 333,065.00 |

| Note No.12 Revenue From Operations | | |
|-------------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Sale of goods | 11,571,780.00 | 2,840,500.00 |
| Others | 3,000,000.00 | - |
| Total | 14,571,780.00 | 2,840,500.00 |

| Note No.13 Other Income | | |
|-----------------------------------------|-----------------------|-----------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| a) Interest income | | |
| i) Interest on fixed Deposit | - | - |
| ii) Interest on Loan | - | - |
| b) Dividend | - | - |
| c) Other non-operating Income | | |
| Excess liability/provision written back | | |
| Interest on Income tax return | | |
| d) Other Receipts | - | 41,050.00 |
| Total | - | 41,050.00 |

Note No.14 Changes in Inventories

| Particulars | Amount Rs | Amount Rs |
|-------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| a) Opening stock: | | |
| Stock in trade | 98,176.00 | 98,176.00 |
| Less: | | |
| b) Closing Stock: | | |
| Stock in trade | 98,176.00 | 98,176.00 |
| Total | - | - |

Note No.14.1 Employee Benefit Expenses

| | Amount Rs | Amount Rs |
|------------------------------------|-----------|-----------|
| Salaries, Bonus & Other Allowances | 180000.00 | - |

Note No.15 Deprecitaion

| | Amount Rs | Amount Rs |
|----------------------------------|-----------|-----------|
| Depreciation of Tangiable Assets | - | - |
| Amortization | - | 52726.00 |
| | - | 52726.00 |

Note No.16 Other Expenses

| Particulars | Amount Rs | Amount Rs |
|---------------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Accounting Charges | 20,000.00 | 20,000.00 |
| Advertisement Expenses | 7,920.00 | - |
| Bank Charges | - | 475.00 |
| Carriage Inward | 16,220.00 | 19,260.00 |
| Carriage Outward | 20,540.00 | 22,360.00 |
| Conveyance Expenses | 15,540.00 | 12,085.00 |
| Depository Expenses | 65,543.00 | - |
| Director's Remuneration | 159,193.00 | - |
| Filing Fees | 1,047,790.00 | 27,300.00 |
| General Expenses | 29,940.00 | - |
| Listing Fee | 103,371.20 | - |
| Miscellaneous Expenses | - | 83,776.00 |
| Packaging Expenses | - | 21,560.00 |
| Payments to the Auditor | 25,000.00 | 76,500.00 |
| Printing & Stationary | 14,530.00 | 11,218.00 |
| Processing Fee for Listing and Preferential | 1,204,947.60 | - |
| Profession Charges | 1,130,600.00 | 5,250.00 |
| Secretarial Charges | 20,000.00 | 20,000.00 |
| Website Expenses | 21,000.00 | - |
| Other Expenses | 29,090.00 | - |
| Total | 3,931,224.80 | 319,784.00 |

A) Details of Payments to Auditor

As Auditor

| | | |
|--------------------|-----------------|-----------------|
| Statutory Audit | 25,000.00 | 25,000.00 |
| Certification Fees | - | - |
| Tax Audit | - | - |
| | 25000.00 | 25000.00 |

Note No: 17 Detail of Product Sold (Finished Good)

| Particulars | Amount Rs | Amount Rs |
|---------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Sale of Saree | 11,560,500.00 | 2,840,500.00 |

| Particulars | Amount Rs | Amount Rs |
|--------------------------------------|-----------------------|-----------------------|
| | As at 31st March 2015 | As at 31st March 2014 |
| Note No: 18 Purchase of Stock | | |
| Saree | 10234160.00 | 2,514,800.00 |

| Note No. 19 Earnings per Share(EPS) | | |
|----------------------------------------------------------------|------------------------------|------------------------------|
| Particulars | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Details of Calculation of basic and diluted earning per share: | | |
| Profit after tax as per Statement of Profit and Loss | -889,384.80 | -42,970.00 |
| Weighted average number of equity shares(Number) | 31,287,330 | 28,703,997.00 |
| Basic and Diluted earning per share (Rs) | -0.03 | -0.00 |

Note No: 20

In respect of Income Tax demand for the assessment year 1994-05 amounting to Rs 89929/- petition for rectification is pending before the concern authority.

| Note No: 21 | | |
|-----------------------------------|------------------------------|------------------------------|
| Related Party Transaction: | Amount Rs | Amount Rs |
| | As at 31st March 2015 | As at 31st March 2014 |
| Director Remuneration | | |
| Shri Mohit Sharma | 159,193.00 | |

Note No: 22 List of Subsidiaries

Basic Agro India Ltd
Swastik Developers Ltd

Note No: 23

As a matter of prudence and in view of uncertainty of profit in future, deferred tax assets in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India has not been provided in the accounts for the earlier years and for the year ended 31 st March 2014

Note No: 24

The Company operates in single business Segment of Sale of Saree and hence no further segment reporting is required.

Note No: 25

The company has not made any provisions for the employees in accordance with the Accounting Standard-15 issued by the Institute of Chartered Accountants Of India as there is no employee in service during the year.

Note No: 26

The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

Symbiox Investment & Trading Co. Ltd.

Note: 8 Investment in Subsidiary

A) TRADE INVESTMENT:

| Particulars Name of company | As at 31st March 2015 | | As at 31st March 2014 | |
|-------------------------------------------------------------------------------|-----------------------|---------------------|-----------------------|---------------------|
| | No. of Shares | Amount | No. of Shares | Amount |
| Investment in Fully paid equity shares (Unquoted) Subsidiary Companies | | | | |
| Angarika Retailers Pvt. Ltd | - | - | 5,100.00 | 51,000.00 |
| Basic Agro India Ltd | 50,000 | 500,000.00 | 50,000.00 | 500,000.00 |
| Capable Traders Pvt. Ltd | - | - | 5,100.00 | 51,000.00 |
| Derica Dealers Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Fastwell Sales Pvt Ltd | - | - | 9,800.00 | 98,000.00 |
| Ganadipati Project Advisory Pvt Ltd | - | - | 9,800.00 | 98,000.00 |
| Helot Dealers Pvt Ltd | - | - | 98,000.00 | 98,000.00 |
| Hence Agro Development Ltd | - | - | 25,500.00 | 255,000.00 |
| Hence Home Appliances Ltd | - | - | 44,000.00 | 440,000.00 |
| Hence Spices Ltd | - | - | 25,500.00 | 255,000.00 |
| Hence Tours & Travels Ltd | - | - | 25,500.00 | 255,000.00 |
| Henio Merchants Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Muscotive Agencies Pvt Ltd | - | - | 98,000.00 | 98,000.00 |
| Nabajeevan Agri Tech Ltd | - | - | 26,000.00 | 260,000.00 |
| Octavio Merchants Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Premio Projects Pvt Ltd | - | - | 9,800.00 | 98,000.00 |
| Srimma Real Estate Ltd | - | - | 26,000.00 | 260,000.00 |
| Swastik Developers Ltd | 50,000 | 500,000.00 | 50,000.00 | 500,000.00 |
| Valere Commosales Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Vanora Merchants Pvt Ltd | - | - | 5,100.00 | 51,000.00 |
| Total | - | 1,000,000.00 | - | 3,572,000.00 |

Note: 9 Current Investment

Other Investment (Unquoted)

| Particulars Name of company | As at 31st March 2015 | | As at 31st March 2014 | |
|-----------------------------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| | No. of Shares | Amount | No. of Shares | Amount |
| Albela Distributors Pvt Ltd | 7,500 | 15,000,000.00 | 7,500.00 | 15,000,000.00 |
| Barbariik Tracon Pvt Ltd | 7,500 | 15,000,000.00 | 7,500.00 | 15,000,000.00 |
| Escort Vincom Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Gangaur Dealtrade Pvt Ltd | 30,000 | 30,000,000.00 | 30,000.00 | 30,000,000.00 |
| Intimate Tradelinks Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Keshar Distributors Pvt Ltd | 10,000 | 5,000,000.00 | 10,000.00 | 5,000,000.00 |
| Kundan Tie Up Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Leisure Dealtrade Pvt Ltd | 10,000 | 5,000,000.00 | 10,000.00 | 5,000,000.00 |
| Merlin Commosales Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Nettle Tradelink Pvt Ltd | 7,500 | 15,000,000.00 | 7,500.00 | 15,000,000.00 |
| Prakruti Commosales Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Rajgharana Distributors Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Retain Sales Pvt Ltd | 10,000 | 5,000,000.00 | 10,000.00 | 5,000,000.00 |
| Rockstars Traders Pvt Ltd | 30,000 | 30,000,000.00 | 30,000.00 | 30,000,000.00 |
| Sarvajana Properties Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Shivparvati Traders & Suppliers Pvt Ltd | 60,000 | 15,000,000.00 | 60,000.00 | 15,000,000.00 |
| Vayu Marketing Pvt Ltd | 15,000 | 15,000,000.00 | 15,000.00 | 15,000,000.00 |
| Virtual Vintrade Pvt Ltd | 38,596 | 38,596,000.00 | 45,000.00 | 45,000,000.00 |
| Danush Tradelinks Pvt Ltd | 1,000 | 1,000,000.00 | 1,000.00 | 1,000,000.00 |
| Skillful Commtrade Pvt Ltd | 2,500 | 2,500,000.00 | 2,500.00 | 2,500,000.00 |
| Brotex Distributors Pvt Ltd | 2,500 | 2,500,000.00 | 2,500.00 | 2,500,000.00 |
| Total | | 299,596,000.00 | | 306,000,000.00 |

Symbiox Investment & Trading Co. Ltd.

Details of Note No: 9

| Particulars in respect of Inventory (Stock of Shares) | | | | | |
|-----------------------------------------------------------------------------------|-----------------------|------------------|------------------|-----------------------|------------------|
| Valued at cost or market value which ever is lower | | | | | |
| Closing Stock of Shares | As at 31st March 2015 | | | As at 31st March 2014 | |
| | Face value | Nos. of Share | Amount Rs | Nos. of Share | Amount Rs |
| Name of Company | Rs/- | | | | |
| Fully paid up Equity Shares in Joint Stock Company | | | | | |
| Quoted | | | | | |
| Asian Industrial Development Co. Ltd. | 10 | 22,400.00 | 22,400.00 | 22,400.00 | 22,400.00 |
| BCC Fuba LTD. | 10 | 170.00 | 178.00 | 170.00 | 178.00 |
| Ispat Industries Ltd. | 10 | 200.00 | 2,760.00 | 200.00 | 2,760.00 |
| Pioneer Auto Lamp Ltd. | 10 | 500.00 | 5,000.00 | 500.00 | 5,000.00 |
| Triveni Metal Tube Limited(In Liquidation) | 100 | 35,500.00 | - | 35,500.00 | - |
| Unquoted | | | | | |
| Maple Promoters & Builders Pvt. Ltd. | 100 | 1,350.00 | 67,838.00 | 1,350.00 | 67,838.00 |
| | | 60,120.00 | 98,176.00 | 60,120.00 | 98,176.00 |
| Note: The following Equity Shares are pending transfer in the name of the Company | | | | | |
| | No of Shares | | | | |
| Ispat Industries Ltd | 200 | | | | |
| Triveni Metals tubes Limited | 500 | | | | |

Symbio Investment & Trading Co. Ltd.
CIN- L85993WB1979PLC032012

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part 'A': Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

| Sl. No. | Name of the subsidiary | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries | Share capital | Reserves & surplus | Total assets | Total Liabilities | Investments | Turnover | Profit before taxation | Provision for taxation | Profit after taxation | Proposed Dividend | % of shareholding |
|---------|------------------------|---------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|---------------|--------------------|--------------|-------------------|-------------|----------|------------------------|------------------------|-----------------------|-------------------|-------------------|
| 1 | Basis Agro India Ltd | 31/03/2015 | N.A. | 500,000 | -27,090 | 476,210 | 476,210 | - | 11,280 | -1,110 | - | -1,110 | - | 100% |
| 2 | Swastik Developers Ltd | 31/03/2015 | N.A. | 500,000 | -35,570 | 466,930 | 466,930 | - | - | -16,700 | - | -16,700 | - | 100% |

Notes:

- 1) Names of subsidiaries which are yet to commence operations
- Swastik Developers Ltd
- 2) Names of subsidiaries which have been liquidated or sold during the year.
- Angarika Retailers Pvt. Ltd
- Capable Traders Pvt. Ltd
- Derico Dealers Pvt Ltd
- Fastwell Sales Pvt Ltd
- Ganadipati Project Advisory Pvt Ltd
- Heloi Dealers Pvt Ltd
- Hence Agro Development Ltd
- Hence Home Appliances Ltd
- Hence Spices Ltd
- Hence Tours & Travels Ltd
- Hence Merchants Pvt Ltd
- Muscoffe Agencies Pvt Ltd
- Nabaleevan Agri Tech Ltd
- Octavio Merchants Pvt Ltd
- Premio Projects Pvt Ltd
- Srimama Real Estate Ltd
- Valere Commodities Pvt Ltd
- Vanara Merchants Pvt Ltd

SYMBIOX INVESTMENT & TRADING CO. LIMITED
CIN: L65993WB1979PLC032012
Regd. Office: 7A, Rani Rashmoni Road, Kolkata - 700013, West Bengal

36TH ANNUAL GENERAL MEETING

ATTENDANCE SLIP

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

| | | | |
|------------------------|--|----------------------|--|
| DP Id* | | Client Id* | |
| Regd. Folio No. | | No. of Shares | |

*Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full: _____

I/we hereby record my/our presence at the 36th Annual General Meeting of the Company being held on Monday, 28th day of September, 2015 at 12.00 p.m. at the Registered Office 7A, Rani Rashmoni Road, Kolkata - 700013, West Bengal.

Please (√) in the box

MEMBER PROXY

Signature of Shareholder / Proxy

Form No. MGT-11**PROXY FORM**

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

CIN: L65993WB1979PLC032012

Name of the Company: Symbiox Investment & Trading Co. Limited

Registered Office: 7A, Rani Rashmoni Road, Kolkata - 700013, West Bengal

| | |
|-----------------------|--|
| Name of the member(s) | |
| Registered address: | |
| E-mail Id: | |
| Folio No. / Client Id | |
| DP ID: | |

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

1. Name:

Address:

E-mail Id:

Signature: _____ or failing him/her

2. Name:

Address:

E-mail Id:

Signature: _____ or failing him/her

3. Name:

Address:

E-mail Id:

Signature: _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the Company, to be held on Monday, 28th day of September, 2015 at 12:00 p.m. at the Registered Office of the Company at 7A, Rani Rashmoni Road, Kolkata - 700013, West Bengal, and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Resolutions |
|---------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Ordinary Business: | |
| 1. | Adoption of the Financial Statements of the Company for the Financial Year ended 31st March 2015 together with the Report of the Board of Directors and Auditors thereon. |
| 2. | Re-appointment of Auditor. |
| Special Business: | |

| | |
|----|--------------------------------------------------------------------------------|
| 3. | Appointment of Ms. Chandana as an Independent Director of the Company. |
| 4. | Appointment of Mr. Anand Kumar Ojha as an Independent Director of the Company. |
| 5. | Appointment of Mr. Mohit Sharma as Managing Director of the Company. |
| 6. | Appointment of Mr. Gaurav Audichya as a Director of the Company. |

Signed this day of 2015

| |
|---------------------------|
| Affix Revenue Stamp |
|---------------------------|

Signature of shareholder(s)

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Any alteration or correction made to this Proxy form must be initialled by the signatory / signatories.

BALLOT FORM
(Form No. MGT-12)

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies
(Management and Administration) Rules, 2014]

CIN : L65993WB1979PLC032012
Name of Company : Symbiox Investment & Trading Co Limited
Regd. Office : 7A, Rani Rashmoni Road, Kolkata- 700013, West Bengal

| Sr. No. | Particulars | Details |
|---------|-------------------------------------------------------------------------------------------------------|---------------|
| 1 | Name of the First Named Shareholders (in Block letters) | |
| 2 | Postal Address | |
| 3 | Registered folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form) | |
| 4 | Class of Share | Equity Shares |

I hereby exercise my vote in respect of Ordinary/ Special Resolutions enumerated below by recording my assent or dissent to the said Resolutions in the following manner:

| Sr. No. | Item | No. of shares held by me | I /we assent to the resolution (FOR) | I dissent from Resolution (AGAINST) |
|---------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------------------|-------------------------------------|
| 1. | Adoption of the Financial Statements of the Company for the Financial Year ended 31st March 2015 together with the Report of the Board of Directors and Auditors thereon. | | | |
| 2. | Re-appointment of Auditor. | | | |
| 3. | Appointment of Ms. Chandana as an Independent Director of the Company. | | | |
| 4. | Appointment of Mr. Anand Kumar Ojha as an Independent Director of the Company. | | | |
| 5. | Appointment of Mr. Mohit Sharma as Managing Director of the Company. | | | |
| 6. | Appointment of Mr. Gaurav Audichya as a Director of the Company. | | | |

Place:

Date:

(Signature of the shareholder)

Notes:

- a) Please read the instructions overleaf before exercising your vote through Ballot Form.
- b) If you opt to cast vote by e-voting, there is no need to fill up and sign this Ballot Form.
- c) Last date for the receipt of Ballot Form by Scrutinizer is Sunday, September 27, 2015 (5.00 p.m.)

INSTRUCTIONS**I. General Instructions:**

1. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot Form. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot Form shall be treated as invalid.
2. Instructions for voting electronically through e-voting process has been mentioned in detail in the Notice of the 36th Annual General Meeting of the Company and instruction for voting through Ballot Form is mentioned as hereunder.
3. Ms. Surabhi Jain, Practicing Company Secretary, (M. No. A31754, CP No. 12248) has been appointed as the Scrutinizer to scrutinize the e-voting process (remote e-voting) in a fair and transparent manner.

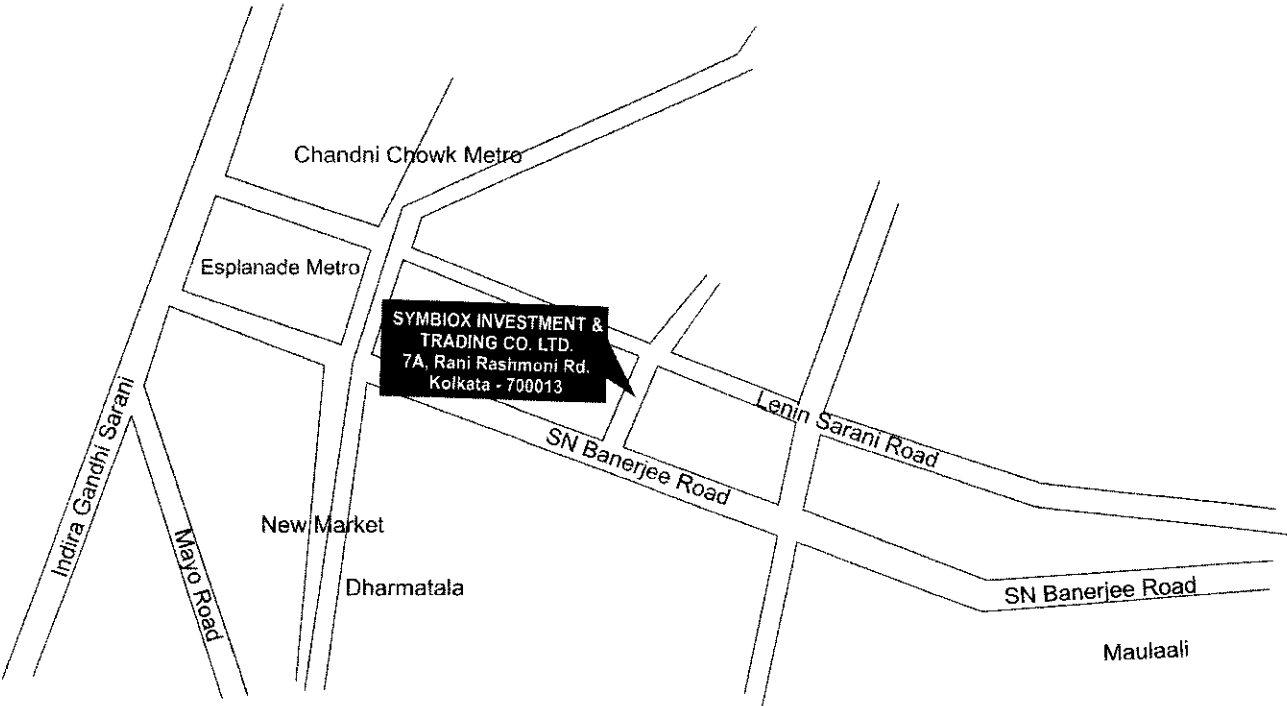
II. Instruction for voting physically on Ballot Form

1. A Member desiring to exercise vote by Ballot should complete this Ballot Form (no other form or photocopy thereof is permitted to be used for the purpose) and send it to the Scrutinizer in the enclosed self-addressed envelope. Postage will be borne and paid by the Company. However, envelopes containing Ballot Forms, if deposited in person or sent at the expense of the Member will also be accepted.
2. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
3. Assent/Dissent to the proposed resolutions may be recorded by placing a tick (√) in appropriate column. The assent/dissent in any other format shall be considered invalid.
4. This Form should be completed and signed by the Member(s) as per specimen signature(s) registered with the Company or with the Depository Participant as the case may be. In case of joint shareholding, this Form should be completed and signed by the first named Member and in his absence, the next named Member.
5. Please note that Ballot Form shall not be signed by proxy.
6. Incomplete, unsigned, improperly and incorrectly tick marked Ballot Forms will be rejected. Members are requested to fill in the Ballot Form in indelible ink and not in any erasable writing mode. The Scrutinizer's decision on the validity of the Ballot Form shall be final.
7. Duly completed Ballot Form should reach the Scrutinizer not later than the close of working hours on Sunday, 27th September, 2015 (5.00 p.m.). All Ballot Forms received after this date will be strictly treated as if reply from such Member(s) has not been received.
8. In case of shares held by companies, trusts, societies, etc., the duly completed Ballot Form should be accompanied by a certified true copy of Board Resolution/Authority.

9. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Member(s) on Monday, 21st September, 2015.
10. Members are requested not to send any document (other than the Resolution /Authority as mentioned above) alongwith the Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and if any extraneous matter is found in such envelope, the same would be destroyed by the Scrutinizer.
11. A Member may request duplicate Ballot Form, if so required, by writing to the Company at its Registered Office or by sending an email on symbioxinvestment100@gmail.com by mentioning their Folio No./DP ID and Client ID. However, the duly filled in duplicate Ballot Form should reach the scrutinizer not later than Sunday, September 27, 2015 (5.00 p.m.).
12. Ballot Form received by fax will be rejected as if reply from the shareholder has not been received unless the original Ballot Form is received within prescribed time period.
13. The results shall be declared on or after the 36th Annual General Meeting of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.symbioxinvestment.org and on the website of CDSL on 30th September, 2015 and will be communicated to the Stock Exchanges.

ROUTE MAP

SYMBIOX INVESTMENT & TRADING CO. LIMITED
7A, Rani Rashmoni Road
Kolkata - 700 013



IF UNDELIVERED, PLEASE RETURN TO:-

SYMBIOX INVESTMENT & TRADING CO LIMITED

CIN: L65993WB1979PLC032012

Regd. Off.: 7A, Rani Rashmoni Road, Kolkata- 700 013, West Bengal

E-Mail ID: symbioxinvestment100@gmail.com