

ANNUAL REPORT 2012-2013 SPINE TRADERS LIMITED

(Formally Known as CHANDRIKA TRADERS LIMITED)

BOARD OF DIRECTOR

MAHENDRA ATAMARAMBHAI SOLANKI	DIRECTOR
HARLEEN SINGH KATHURIA	DIRECTOR
PARGAT SINGH	DIRECTOR

AUDITOR

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

SHARE TRANSFER AGENT

RCMC Share Registry Private Limited
B-106, Sector 2, Noida (UP) – 201301
Ph: 0120-4015800
E mail: shares@rcmcdelhi.com

REGISTERED OFFICE

A-308, LGF, Defence Colony, New Delhi-100024

INDEX

Contents	Page No.
Notice of Annual General Meeting	01
Report of the Directors & Management Discussion and Analysis	03
Corporate Governance Report	06
Auditors' Report	11
Balance Sheet	15
Profit and Loss Account	16
Cash Flow Statement	17
Notes forming part of the financial statements	18

Notice to the Shareholders

NOTICE is hereby given that the **Annual General Meeting** of the Members of **SPINE TRADERS LIMITED (Formally Known as CHANDRIKA TRADERS LIMITED)** will be held at **A-308, LGF , Defence Colony, New Delhi-110024** on **Monday, 30th day of September, 2013 at 12:00 Noon** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Balance Sheet as at **31st March, 2013** and the Profit & Loss Account for the year ended on that date and the reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of **Mr Mahendra Atamarambhai Solanki**, who retires by rotation and being eligible, offers him-self for re-appointment.
3. To appoint Auditor and to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT Mr Harleen Singh Kathuria, who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 10th April, 2013 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **Mr Harleen Singh Kathuria** be and is hereby appointed as a Director, subject to retire by rotation of the Company.

5. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT Mr Pargat Singh who was appointed as an Additional Director in the category of independent director of the Company w.e.f. 10th April, 2013 being the date of appointment and who holds office as such up to the date of the ensuing Annual General Meeting and in respect of whom notice under Section 257 of the Companies Act, 1956 has been received from a member signifying his intention to propose **Mr Harleen Singh Kathuria** be and is hereby appointed as a Director, subject to retire by rotation of the Company.

**By Order of the Board
For, SPINE TRADERS LIMITED**

PLACE: NEW DELHI

DATE: 30.08.2013

**(MAHENDRA SOLANKI)
CHAIRMAN**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR HOLDING THE MEETING.
2. Members/ proxies are requested to bring their copies of Annual Report along with duly filed and signed attendance sheets attached with it for attending the meeting.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. The Register of Members and Share Transfer Register of the Company will remain closed from 23th September, 2013 to 30th September, 2013 (both days inclusive).
5. M/s. RCMC Share Registry Pvt Ltd having its registered office at B-106, Sector 2, Noida (UP), INDIA is Registrars and Share Transfer Agents for Company's shares in Demat and Physical Form. The members are requested to please ensure that their shares are converted into Demat Form.

6. Additional information as required in terms of paragraph 3 of the Clause 49 of the Listing Agreement on Director seeking re-appointment at the ensuing Annual General Meeting is as under:

Mr Mahendra Atamarambhai Solanki is Director of the Company. He has been associated with the Company w.e.f. 23rd February, 2012. He is Member of the Audit Committee and Share Transfer and Grievances Committee of the Company. Mr Mahendra Atamarambhai Solanki retires by rotation and being eligible offers himself for re-appointment.

ANNEXURE TO NOTICE:

EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

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

Item No.4

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company Mr Harleen Singh Kathuria, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 10th April 2013 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of Mr Harleen Singh Kathuria, a director subject to retirement by rotation.

None of the Directors except Mr Harleen Singh Kathuria is concerned or interested in this resolution.

Your Directors recommend this resolution for your approval.

Item No.5

In terms of provisions of section 260 of Companies Act 1956 and provisions of Articles of Association of company Mr Pargat Singh, who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 10th April 2013 Who holds the office of Directors up to the date of the ensuing Annual General Meeting.

In Pursuant to section 257 of the Companies Act 1956 together with requisite deposit fee signifying his intention to propose the name of Mr Pargat Singh, a director subject to retirement by rotation.

None of the Directors except Mr Pargat Singh is concerned or interested in this resolution.

Your Directors recommend this resolution for your approval.

**By Order of the Board
For, SPINE TRADERS LIMITED**

PLACE: NEW DELHI

DATE: 30.08.2013

**(MAHENDRA SOLANKI)
CHAIRMAN**

DIRECTOR'S REPORT TO THE MEMBERS

Dear Shareholders,

Your Directors here by present the Annual Report on business and operations of the Company together with the Audited statements of Accounts for the financial year ended on **31st March 2013**.

OPERATIONS REVIEW:

During the year under review due to financial crisis company has not carried out any business activities and faces huge set back. So company not in position to generate any revenue from the operation but due to some fixed cost company posted Net Loss of Rs. 1923642. The management has taken measures as part of its continuous improvements to strengthen operations and viability.

DIVIDEND:

Your Directors place on record their deep sense of concern that due to loss incurred director unable to declare any dividend to its shareholders.

FIXED DEPOSIT:

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

DIRECTORS:

Mr Mahendra Atamarambhai Solanki Director of the Company is retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

Mr Harleen Singh Kathuria and Mr. Pargat Singh were appointed as additional directors of the Company with effect from 10.04.2013 and are eligible for re-appointment as directors of the Company at the forthcoming Annual General Meeting and whose period of office will be liable to retire by rotation.

Mr Ajeet Kumar and Mr Rajiv Bansal were ceased as a Director of the Company with effect from 10.04.2013 and 03.07.2013 accordingly due to resignation. The management appreciated the services given by him during the tenure of the office as a Director.

AUDITORS AND AUDITORS' REPORT:

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

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

CHANGE OF NAME

The name of the Company has been changed to **SPINE TRADERS LIMITED** in terms of Certificate dated 28th day of September, 2012 issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana, pursuant to approval of the shareholders in Extra Ordinary General Meeting held on vide Special Resolution dated 24th day of August 2012, the name of the company was changed from **CHANDRIKA TRADERS LIMITED to SPINE TRADERS LIMITED**.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement forming part of this report is annexed herewith.

PARTICULARS OF EMPLOYEES:

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

CORPORATE GOVERNANCE REPORT:

Your Company has been complying with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement. A separate report on Corporate Governance along with Auditors' Certificate on compliance with the Corporate Governance norms and stipulated in Clause 49 of the Listing Agreement, forming part of this report is [annexed](#) herewith.

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

The details of conservation of energy, technology absorption etc. as required to be given under Section 217(1)(e) of the Companies Act 1956, are not applicable to our Company, as our Company has not carried out in the manufacturing activities. The foreign exchange earning on account of the operation of the Company during the year was Rs. Nil.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

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

ACKNOWLEDGEMENT:

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

**For and on Behalf of the Board
For, SPINE TRADERS LIMITED**

PLACE: NEW DELHI

DATE: 30.08.2013

**(MAHENDRA SOLANKI)
CHAIRMAN**

Annexure to Director's Report

MANAGEMENT DISCUSSION ANALYSIS REPORT

Outlook:

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

Internal Controls Systems and their adequacy:

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

Human Resources:

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

Cautionary Statement:

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

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2013

1. THE CORPORATE GOVERNANCE PHILOSOPHY

Good Corporate governance is about enhancing value for all stakeholders with strong emphasis on transparency, accountability, ethics, integrity, equity, fairness and commitment to values. Good Corporate Governance is intrinsic to the management of Company affairs. The values and principles set the context to manage our Company affairs in a fair and transparent manner. As a responsible corporation these values set the framework to maintain accountability in all our affairs and employ democratic and open process. Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target.

2. BOARD OF DIRECTORS

The Board of Directors is having non-executive and independent directors as on 31st March, 2013. The Board of Directors is consisting of three Directors. The Directors manages the day to day affairs of the Company. Non-executive and independent directors did not have any pecuniary relationship of transactions with the company during the period under review. There are no material transactions where they have had personal interests that conflict with that of the Company.

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

During the financial year 2012-13 the Board met 6 (Six) times on 30.04.2012, 30.07.2012, 06.08.2012, 14.08.2012, 01.11.2012 and 28.01.2013. The maximum gap between two meetings was not more than 4 months.

Attendance at the Board meetings and Annual General Meetings of each director during the year 2012-13

Name of the Director	Designation/ Category	No. of Board Meetings		Last AGM attended
		Held	Attended	
Mr. Rajiv Bansal*	Executive & Non Independent	6	6	Yes
Mr. Ajeet Kumar#	Non Executive & Independent	6	6	Yes
Mr. Harleen Singh Kathuria**	Non Executive & Independent	6	0	No
Mr. Pargat Singh**	Non Executive & Independent	6	0	No
Mr. Mahendra A. Solanki	Executive & Non Independent	6	6	Yes

*Resigned from directorship w.e.f. 03.07.2013 #Resigned from directorship w.e.f. 10.04.2013

**Appointed as director of the Company W.e.f. 10.04.2013

None of the Director is a member in more than 10 Companies and Act as Chairman in more than 5 Companies across all Companies in which he is a Director.

3. AUDIT COMMITTEE

The Audit Committee of the Company presently comprises of three directors being Mr. Mahendra Atamarambhai Solanki and Mr. Harleen Singh Kathuria and Mr. Pargat Singh. Mr. Harleen Singh Kathuria is Chairman of the Committee.

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

Role/ Functions of the Committee:

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

Powers of the Committee:

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

Attendance at the Audit Committee Meetings-2013

During the year the Audit Committee met 4 times on 30.04.2012, 06.08.2012, 01.11.2012 and 28.01.2013. Attendance of the members is as under:

Name	No. of Meeting attended	
	Held	Attended
Mr. Rajiv Bansal*	4	4
Mr. Ajeet Kumar#	4	4
Mr. Harleen Singh Kathuria**	4	0
Mr. Pargat Singh**	4	0
Mr. Mahendra A. Solanki	4	4

*Resigned from directorship w.e.f. 03.07.2013 #Resigned from directorship w.e.f. 10.04.2013

**Appointed as director of the Company W.e.f. 10.04.2013

4. REMUNERATION COMMITTEE

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

5. SHAREHOLDERS TRANSFER AND GRIEVANCES COMMITTEE

This committee presently consists of three directors namely, Mr. Mahendra Atamarambhai Solanki, Mr. Harleen Singh Kathuria and Mr. Pargat Singh.

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

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

6. GENERAL BODY MEETINGS

Location and time for last 3 years Annual General Meetings:

Financial Year	Location	Date	Time A.M./ P.M.	Particulars of the Special Resolution
2011-12	B-612, Vasant Kunj Enclave, New Delhi-110 070	15.12.2012	10.00 A.M.	Nil
2010-11	B-612, Vasant Kunj Enclave, New Delhi-110 070	29.09.2011	10.00 A.M.	Nil
2009-10	40/56, 2nd Floor, C. R. Park, New Delhi-110 019	10.07.2010	10:00 A.M	-Consolidation of Shares and amendment in Memorandum and Articles - Increase in authorized capital and amendment in Memorandum and Articles -Issue of Shares on Preferential basis -Further Issue of Securities

No resolution is proposed by postal ballot at the ensuing Annual General Meeting.

7. DISCLOSURES

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

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

9. MEANS OF COMMUNICATION

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

10. GENERAL SHAREHOLDERS INFORMATION

Financial Year	1st April to 31st March
Date and time of Annual General Meeting	Monday, 30th September, 2013 at 10:00 A.M.
Venue of Annual General Meeting	A-308, LGF , Defence Colony, New Delhi-110024
Dates of Book Closure	23.09.2013 to 30.09.2013
Listing on Stock Exchange	BSE Limited, Mumbai Delhi Stock Exchange Association Limited, Delhi
Stock Code and Scrip ID	512624 (BSE) and CAHNDRITR (BSE) 03164 (DSE)
Demat ISIN No.	INE769D01016
Tentative Calendar for financial year ending 31st March, 2014:	
Quarterly Financial Results	Date of Board Meeting
First Quarterly Results	Last week of July, 2013
Second Quarterly Results	Last week of October, 2013
Third Quarterly Results	Last week of January, 2014
Fourth Quarterly Results	Last week of April, 2014

11. CATEGORIES OF SHAREOWNERS AS ON 31.03.2013

Category	No. of Shares Held	Voting Strength (%)
Promoters	6631120	19.82
Resident Individuals	4366195	13.05
Financial Intuitions/ Banks	Nil	Nil
Bodies Corporate	22405148	66.97
NRIs/ OCBs	2246	0.01
Others (Clearing Members)	51639	0.15
Total	33456348	100.00

12. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2013

Share Balance	Holders	% of Total	Total Shares	% of Total
Upto - 5000	3368	77.09	536758	1.60
5001- 10000	432	9.89	327323	0.98
10001- 20000	232	5.31	353062	1.06
20001- 30000	67	1.53	175494	0.52
30001-40000	44	1.01	152302	0.46
40001- 50000	34	0.78	163543	0.49
50001- 100000	75	1.72	523493	1.56
100001 and above	117	2.68	31224373	93.33
Total	4369	100.00	33456348	100

13. STOCK MARKET DATA

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

Month	Highest (Rs)	Lowest (Rs)
April, 2012	4.35	3.55
May, 2012	4.09	3.85
June, 2012	4.05	3.66
July, 2012	4.00	3.44
August, 2012	3.72	2.54
September, 2012	3.50	2.57
October, 2012	3.00	2.72
November, 2012	3.55	2.61
December, 2012	3.89	3.22
Jan, 2013	4.91	3.82
Feb., 2013	4.00	3.11
March, 2013	3.30	2.72

14. REGISTRAR AND SHARE TRANSFER AGENT

M/s. RCMC Share Registry Private Limited having its registered office at B-106, Sector 2, Noida (UP), INDIA is the Registrar & Share Transfer Agent for processing the transfer of securities issued by the Company.

15. SHARE TRANSFER SYSTEM

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

16. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Equity Shares of your company are traded in compulsory dematerialization form by all investors. The company has entered into agreements with existing Depository, Central Depository System Limited (CDSL) and National Securities Depository Limited (NSDL) enabling the investors to hold shares of the company in electronic form through the depository of their choice. As on 31st March 2013 and 6690146 Equity Shares (20%) of the Company was held in dematerialized form.

17. ADDRESS FOR CORRESPONDENCE

A-308, LGF, Defence Colony, New Delhi

Investors Correspondence/ Complaints to be address to:

Mr. Mahendra Atamarambhai Solanki Director and Compliance Officer E-mail: ctradres@yahoo.com

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

To

The Members of SPINE TRADERS LIMITED

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

The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2013, as envisaged in Clause 49 of the Listing agreement with Stock Exchanges.

**For and on Behalf of the Board
For, SPINE TRADERS LIMITED**

PLACE: NEW DELHI

DATE: 30.08.2013

**(MAHENDRA SOLANKI)
CHAIRMAN**

CERTIFICATION ON CORPORATE GOVERNANCE

To the members of SPINE TRADERS LIMITED:

We have examined the compliance of conditions of Corporate Governance by SPINE TRADERS LIMITED (Formally known as CHANDRIKA TRADERS LIMITED) for the year ended 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

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

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

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

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

**For, Y. D. & Co
CHARTERED ACCOUNTANTS**

**PLACE: LUDHIANA
DATE: 30.08.2013**

**CA RAKESH PURI
PARTNER
M. No.: 092728**

Independent AUDITORS' REPORT To THE MEMBERS OF SPINE TRADERS LIMITED

(Formally Known as CHANDRIKA TRADERS LIMITED)

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s SPINE TRADERS LIMITED (Formally Known as Chandrika Traders Limited)** which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b. in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- c. in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

- b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
- c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

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

PLACE: LUDHIANA
DATE: 30.08.2013

CA RAKESH PURI
PARTNER
M. No.: 092728

ANNEXURE TO THE AUDITORS' REPORT

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

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. Company does not have inventories during the year hence other sub clause not applicable.
3. The company has not granted or taken loans, secured or unsecured to/ from the companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956
4. There is an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods.
5. The transactions that need to be entered into register in pursuance of Section 301 of the Act have been so entered in the register. Each of these transactions has been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion and according to the information and explanation given to us, the company has not accepted any deposits from the public and accordingly, the provisions of Sections 58 and 58 A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the Company.
7. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
8. The company is not engaged in production, processing, manufacturing or mining activities. Therefore, the provisions of clause 4 (viii) of paragraph 4 of the Order are not applicable.
9. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income tax, Sales- tax, Wealth tax, Custom Duty, Excise duty, cess and any other statutory dues have generally been deposited regularly during the year with the appropriate authorities.

(b) Further, there are no dues of income tax, wealth tax, custom duty and cess which have been deposited on account of any dispute.
10. The Company has accumulated losses of Rs.4210412/- as at year end. The company has incurred cash loss of Rs. 305685/- during the current financial year under audit and during the preceding financial year.
11. According to the information and explanations given to us, the company has not defaulted in the repayment of dues to the financial institutions or banks. Further, there are no debenture holders.

12. According to the information and explanation given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The company is not a chit fund or a nidhi / mutual benefit fund /society. Therefore provisions of clause 4 (xiii) of paragraph 4 of the Order are not applicable.
14. The company has kept adequate records of its transactions and contract in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other investments are held in the name of company or are in process of being transferred in the company's name.
15. The company has not given any guarantee for loans taken by others from banks or financial institutions.
16. We have been informed that no term loans obtained during the year by the Company.
17. According to the records examined by us and the information and explanation given to us, on an overall basis, funds raised on short term basis have not, prima facie, been used during the year for long term investments and vice versa.
18. According to the information and explanation given to us, the company has made preferential allotment of shares to persons other than Promoters and Promoter Group on cash basis.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

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

PLACE: LUDHIANA
DATE: 30.08.2013

CA RAKESH PURI
PARTNER
M. No.: 092728

BALANCE SHEET AS AT 31ST MARCH, 2013			
Particulars	Note. No.	31.03.2013	31.03.2012
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	334,563,480	334,563,480
(b) Reserves and Surplus	3	489,22,332	50,845,974
<u>(2) Share Application money pending allotment</u>		0.00	0.00
<u>(3) Non-Current Liabilities</u>		00	00
<u>(4) Current Liabilities</u>			
(a) Short-Term Borrowings	4	850,000	0.00
(b) Trade Payables		0.00	0.00
(c) Other Current Liabilities		0.00	0.00
(d) Short-Term Provisions	5	175,000	175,000
Total Equity & Liabilities		384,510,812	385,584,454
II. ASSETS			
<u>(1) Non-Current Assets</u>			
<u>(a) Fixed Assets</u>			
(i) Gross Block	6	27,872,409	27,872,409
(ii) Depreciation		13,111,057	12,407,409
(iii) Net Block		14,761,352	15,465,000
(b) Non-current investments	7	137,528,345	137,528,345
(c) Deferred tax assets (net)		345,858	480,331
(d) Long term loans and advances	8	209,859,561	229,251,952
(e) Other non-current assets	9	1,559,672	2,339,508
<u>(2) Current Assets</u>			
(a) Cash and cash equivalents	10	1,080,474	143,768
(e) Short-term loans and advances	11	19,375,550	375,550
Total Assets		384,510,812	385,584,454
NOTES TO ACCOUNTS			
1 to 25			
<i>Note s referred to above and attached there to form part of Balance Sheet</i>			
<i>This is the Balance Sheet referred to in our Report of even date.</i>			
For Y. D. & Co.		FOR AND ON BEHALF OF THE BOARD	
CHARTERED ACCOUNTANTS			
Firm Reg. No. 018846 N			
(CA RAKESH PURI)		HARLEEN SINGH KATHURIA	MAHENDRA SOLANKI
PARTNER/ M. No. 092728		(DIRECTOR)	(DIRECTOR)
Place: Ludhiana		Place: Delhi	
Date: 30.08.2013		Date: 30.08.2013	

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2013				
Sr. No	Particulars	Note. No.	2012-13	2011-12
I	Revenue from operations	12	00	1,210,000
II	Other Income		00	00
III	III. Total Revenue (I +II)		00	1,210,000
IV	<u>Expenses:</u>			
	Employee Benefit Expense	13	36,000	36,000
	Financial Costs	14	1,896	100
	Depreciation and Amortization Expense	15	1,483,484	1,668,506
	Other Expenses	16	267,789	374,462
	Total Expenses (IV)		1,789,169	2,079,068
V	Profit before exceptional and extraordinary items and tax	(III - IV)	(1,789,169)	(869,068)
VI	Exceptional Items		0.00	0.00
VII	Profit before extraordinary items and tax (V - VI)		(1,789,169)	(869,068)
VIII	Extraordinary Items		0.00	0.00
IX	Profit before tax (VII - VIII)		(1,789,169)	(869,068)
X	<u>Tax expense:</u>			
	(1) Current tax		0.00	0.00
	(2) Deferred tax		134,473	(45,174)
XI	Profit(Loss) from the period from continuing operations	(IX-X)	(1,923,642)	(823,894)
XII	Earning per equity share:			
	(1) Basic		(0.06)	(0.02)
	(2) Diluted		(0.06)	(0.02)
NOTES TO ACCOUNTS				
1 to 25				
<i>Notes referred to above and attached there to form an integral part of Profit & Loss Statement</i>				
<i>This is the Profit & Loss Statement referred to in our Report of even date.</i>				
For Y. D. & Co.			FOR AND ON BEHALF OF THE BOARD	
CHARTERED ACCOUNTANTS				
Firm Reg. No. 018846 N				
(CA RAKESH PURI)			HARLEEN SINGH KATHURIA	
PARTNER/ M. No. 092728			(DIRECTOR)	
Place: Ludhiana			Place: Delhi	
Date: 30.08.2013			Date: 30.08.2013	
 			MAHENDRA SOLANKI	
			(DIRECTOR)	

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013		
	(Rupees in Lacks)	
	2012-13	2011-12
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(17.89)	(8.69)
Adjustments for		
Depreciation	7.04	8.89
Operating Profit before Working Capital Changes	(10.86)	0.20
Adjustments for		
(Increase) / Decrease in Sundry Debtors	00	00
(Increase)/ Decrease in Loans & Advances & Other assets	11.72	14.08
Increase/ (Decrease) in Current Liabilities	00	(12.58)
(Increase) / Decrease in Working Capital	11.72	1.50
Increase in Preliminary Exp.	00	0.00
Cash generated from Operations	0.87	1.70
Direct Taxes paid	00	00
Net cash from Operating Activities	0.87	1.70
B CASH FLOWS FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	00	(4.22)
Net cash flow from Investing Activities	00	(4.22)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Share Capital Calls , Interest & forfeiture	00	00
Dividend Received	00	00
Proceeds from Unsecured loans	00	00
Net cash flow from Financing Activities	00	00
Net Increase/(Decrease) in Cash & Cash Equivalent	0.87	(2.52)
Cash & Cash Equivalents at the beginning of the year	1.44	3.96
Cash & Cash Equivalents at the end of the year	10.80	1.44

Previous Year figures have been regrouped / rearranged wherever necessary.

For Y. D. & Co.

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

FOR AND ON BEHALF OF THE BOARD

(CA RAKESH PURI)

PARTNER/ M. No. 092728

Place: Ludhiana

Date: 30.08.2013

HARLEEN SINGH KATHURIA

(DIRECTOR)

Place: Delhi

Date: 30.08.2013

MAHENDRA SOLANKI

(DIRECTOR)

Notes forming part of the financial statements
Note: 1 Significant Accounting Policies
a) ACCOUNTING CONVENTIONS:

- i) The financial statements are prepared under the historical cost convention, in accordance with the generally accepted accounting principles and the provision of the Companies Act, 1956
- ii) The company generally follows mercantile system of accounting and recognizes significant items of income & expenditure on actual basis.

b) FIXED ASSETS AND DEPRECIATION:

Fixed assets are recorded at their actual cost, freight and incidental expenses related thereto.

Depreciation on fixed assets is charged from the date of installation in accordance with the rates specified under Schedule XIV to the Companies Act, 1956, on W.D.V. method.

- c) **INVESTMENTS:** Investment in shares, securities are valued at cost. The market value of quoted investment is not ascertained.
- d) **DEFERRED REVENUE EXPENSES:** Preliminary expenses are written off over a period of ten year from the year of payment.
- e) **INVENTORIES:** Inventories are valued at cost or market price whichever is less.
- f) **STAFF BENEFITS:**
 - The payment of Gratuity Act is not applicable to the company as the number of persons employed or were employed is below the limit fixed under the Act.
 - Provisions of Employees Provident Fund & Miscellaneous Act, 1952 and Provisions of ESI Act, 1948 are not applicable to the company.

Note : 2 Share Capital

Sr. No	Particulars	Current Year	Previous Year
1	AUTHORIZED CAPITAL 8,00,00,000 Equity Shares of Rs.10/- Each	800,000,000	800,000,000
		800,000,000	800,000,000
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL 33,456,348 Equity Shares of Rs. 10/- Each	334,563,480	334,563,480
	Total in	334,563,480	334,563,480

Note : 3 Reserve & Surplus

1	Capital Reserve	10,924,100	10,924,100
2	Securities Premium reserve	24,300,000	24,300,000
3	Other Reserve (General Reserve)	17,908,644	17,908,644
4	Amalgamation Reserve	00	00
5	Surplus (Profit & Loss Account)	(4,210,412)	(2,286,770)
	Balance brought forward from previous year	(2,286,770)	(1,462,876)
	Less: Tax on Regular Assessment Paid	00	00
	Add: Profit for the period	(1,923,642)	(823,894)
	Total in	48,922,332	50,845,974

Note : 4 Short Term Borrowings(Unsecured)

Sr. No	Particulars	Current Year	Previous Year
1	Loan Repayable on Demand - From Other Parties	850,000	00
	Total in `	850,000	00

Note : 5 Short Term Provisions

1	Provision for Taxation	160,000	160000
2	Audit Fees Payable	15,000	15000
	Total in `	175,000	175,000

Note : 7 Non Current Investment

1	Investment in Property	00	00
2	Investment in Equity Instrument(At Cost)	00	00
	Quoted		
	OK Play Ltd.	14500000	14500000
	GS Auto Ltd.	9500000	9500000
	Sahas Cement Ltd.	11909995	11909995
	Hid.Dev.Corp.Ltd.	100000	100000
	Daurala Orgc Chem Ltd.	500	500
	Kenzil Indian Samay Ltd.	10000	10000
	Sangi Ployesters Ltd.	30000	30000
	Lanesda Steel Ltd.	600	600
	Oswal Agro mill Ltd.	20000	20000
		36,071,095	36,071,095
	Unquoted		
	Gala Finance & Investment (P) Ltd.	26,000,000	26000000
	Aahaar Finvest P.Ltd.	10,497,750	10497750
	GS Auto Leasing Ltd.	30,000,000	30000000
	Shakti Hotel (P) Ltd.	9,059,500	9059500
	NCML Industries Ltd.	7,400,000	7400000
	Securocrop Securities I (P) Ltd.	18,500,000	18500000
		101,457,250	101,457,250
	Market Value Of Quoted Investment	00	00
	Total in	137,528,345	137,528,345

Note : 6 Fixed Asset
I. Fixed Asset

Sr. No	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	31.03.13	WDV as on 31.03.12
I	<u>Tangible Assets</u>											
	Building	5.00%	7,524,600	--	--	7,524,600	3,342,673	209,096	--	3,551,770	3,972,830	4,181,927
	Car	25.89%	2,096,356	--	--	2,096,356	1,214,105	228,415	--	1,442,520	653,836	882,251
	Computer	40.00%	6,855,973	--	--	6,855,973	6,258,053	239,168	--	6,497,221	358,752	597,920
II	<u>Intangible Assets</u>											
	Software	40.00%	1,660,000	--	--	1,660,000	1,592,577	26,969	--	1,619,546	40,454	67,423
	Goodwill	--	9,735,480	--	--	9,735,480	--	--	--	--	9,735,480	9,735,480
	SUB TOTAL (A)		27,872,409	--	--	27,872,409	12,407,409	703,648	--	13,111,057	14,761,352	15,465,000
	(Previous Year)		27,450,409	422,000	--	27,872,409	11,518,739	888,670	--	12,407,409	15,465,000	15,931,670

Note : 8 Long Term Loans and Advances

Sr. No	Particulars	Current Year	Previous Year
1	Advance to suppliers	149,429,561	170,771,952
2	Other Loans & Advances	60,430,000	58,480,000
	Total in	209,859,561	229,251,952

Note : 9 Other Non Current Assets

1	Others (It includes preliminary exp to the extent not written off)	1,559,672	2,339,508
	Total in	1,559,672	2,339,508

Note : 10 Cash & Cash Equivalent

1	Cash-in-Hand Cash Balance	1,020,793	72,657
	Sub Total (A)	1,020,793	72,657
2	Bank Balance	59,681	71,111
	Sub Total (B)	59,681	71,111
	Total [A + B]	1,080,474	143,768

Note :11 Short Terms Loans and Advances

1	Others Advance Income Tax/Refund Due Other Loans & Advances	 375,550 19000000	 375,550 00
	Total in	19375550	375,550

Note : 12 Revenue from Operations

1	Operational Income	00	1,210,000
	Total in	00	1,210,000

Note : 13 Employment Benefit Expenses

1	Salaries, Bonus, PF & ESIC	36,000	36000
	Total in `	36,000	36,000

Note :14 Financial Cost

1	Bank Charges	1,896	100
	Total in	1,896	100

Note : 15 Depreciation & Amortized Cost

1	Depreciation	703,648	888,670
2	Misc. Expenses W/O	779,836	779,836
	Total in	1,483,484	1,668,506

Note : 16 Other Expenses

Sr. No	Particulars	Current Year	Previous Year
1	Annual Custody Fees	89,888	00
2	Listing Fees	109,551	00
3	Office Rent	00	102,000
4	Auditors Remuneration	15000	15000
5	Printing Exp	6000	24615
6	Roc Exp.	3500	00
7	RTA Exp.	15329	00
8	Telephone Exp	6670	00
9	Car Insurance	00	21500
10	Depository & Legal Charges	00	206979
11	Postage Telegram & Courier Charges	00	4368
12	Insurance Exp	21851	00
	Total in	267,789	374,462

Note:17 Director Remuneration:

	31.03.2013	31.03.2012
Salary	Nil	Nil

Note:18 Investments have been verified and certified by the management. Investments of the company in the form of shares and Govt. securities are either lodged or transferred or held with valid transfer forms as certified.

Note:19 No provision has been made of interest on short term loans and advances given.

Note:20 No deposit has been accepted from the public under Section 58(A) of the Companies Act 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

Note:21 Previous year figures have been regrouped or rearranged wherever necessary

Note:22 Figures are rounded off to nearest rupee.

Note:23 Accounting for Taxes on income-
In accordance with the requirements under the Accounting Standard 22-“Accounting for taxes on income”, the Company has created Deferred Tax Liability of Rs. 134473/- during the year.

Note:24 The deferred tax assets arisen on account of unabsorbed depreciation and Carry Forward Losses have been recognized and carried forward only to the extent where there is reasonable extent & where there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be adjusted. The deferred tax liability has arisen principally on account of the time difference between the depreciation admissible under the Income Tax Act and the depreciation adjusted in the accounts.

Note:25 There was no due as at 31.03.2013 under Micro Small and Medium Enterprises Act. 2006

For Y. D. & Co.

CHARTERED ACCOUNTANTS

Firm Reg. No. 018846 N

FOR AND ON BEHALF OF THE BOARD

(CA RAKESH PURI)
PARTNER/ M. No. 092728
Place: Ludhiana
Date: 30.08.2013

HARLEEN SINGH KATHURIA
(DIRECTOR)
Place: Delhi
Date: 30.08.2013

MAHENDRA SOLANKI
(DIRECTOR)

SPINE TRADERS LIMITED

(Formally Known as CHANDRIKA TRADERS LIMITED)

Reg. Office Address: A-308, LGF, Defence Colony, New Delhi-110024

ANNUAL GENERAL MEETING**On 30.09.2013 at 12.00 Noon at registered office of the company**

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

* Applicable for shareholding in electronic form.

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

Signature of Member/s/ Proxy

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

✂-----Cut Here-----

FORM OF PROXY**SPINE TRADERS LIMITED**

(Formally Known as CHANDRIKA TRADERS LIMITED)

Reg. Office Address: A-308, LGF , Defence Colony, New Delhi-110024

ANNUAL GENERAL MEETING**On 30.09.2013 at 12.00 Noon at registered office of the company**

I/We

\of.....

Member / Members of **SPINE TRADERS LIMITED (Formally Known as CHANDRIKA TRADERS LIMITED)** hereby appoint..... ofof failing him/her..... ofas my/our Proxy to attend and vote for me/us on my/ our behalf at the Annual General Meeting of the Company to be held on 30.09.2013 at 10:00 at registered office of the company and at any adjournment thereof.

Signed on thisday of2013.

Affix Revenue Stamp

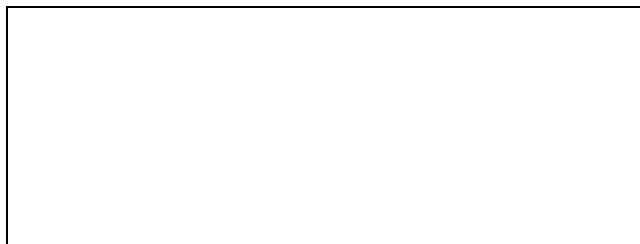
Signature

Ref. Folio No		Demat Account No		D.P. ID No	
---------------	--	------------------	--	------------	--

NOTE:

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

BOOK-POST



If undelivered, please return to:

SPINE TRADERS LIMITED

(Formally Known as CHANDRIKA TRADERS LIMITED)

Reg. Office Address: A-308, LGF, Defence Colony, New Delhi-110024