

Kshitish Trading Co. Limited

PROSPECTUS

**Public Issue of 1,44,000
Equity Shares of Rs. 10/-
each for cash at par.**

**Registered Office :
ROOM NO. 313,
2, LAL BAZAR STREET,
CALCUTTA-700 001.**

Note
1. Three copies of Memorandum & Articles of Association to be submitted to the Registrar of Companies.

PROSPECTUS

This issue of Equity Shares is within the exemption limit of Rs. 50 lacs under the Capital Issues (Exemption) Order 1969.

A copy of the prospectus having attached thereto documents required to be filed under Section 60 of the Companies Act, 1956, has been delivered for registration to the Registrar of Companies, West Bengal.

An application will be made to the Calcutta Stock Exchange Association Ltd., for permission to deal in and for official quotation for the entire Equity Shares of the Company.

The subscription list will open at the commencement of banking hours on Monday 21st February, 1983 and will close at the close of the banking hours on Thursday 3rd March, 1983 or earlier at the discretion of Directors, but not before the close of banking hours on Thursday 24th February, 1983.

Attention of Applicants is drawn to Sub-section (1) of Section 68-A of the Companies Act, 1956 (hereinafter referred to as "Act") which is reproduced below—

"Any person who—

- (a) Makes in a fictitious name an application to a Company for acquiring or subscribing for any shares therein, or
- (b) Otherwise induces a Company to allot, or register any transfer of shares therein to him or any other person in a fictitious name,

shall be punishable with imprisonment for a term which may extend to five years."

PROSPECTUS

KSHITISH TRADING CO. LIMITED

(Incorporated under the Companies Act, 1956)

SHARE CAPITAL :

AUTHORISED :

2,50,000 Equity Shares of Rs. 10/- each

Rs. 25,00,000

Issued, Subscribed & Paid-up :

700 Equity Shares of Rs. 10/- each at par for cash taken by the Promoters. ...

Rs. 7,000

95,300 Equity Shares of Rs. 10/- each have been allotted to the friends
and relatives of Directors & Promoters. ...

Rs. 9,53,000

Rs. 9,60,000

Present Issue :

1,44,000 Equity Shares of Rs. 10/- each at par for cash. ...

Rs. 14,40,000

24,00,000

Application and Terms of Payment :

Application for shares must be made for a minimum of 50 Equity Shares or multiples thereof and the amount payable shall be as follows :—

On Application	...	Rs. 2.50 per Equity Share
On Allotment	...	Rs. 7.50 per Equity Share

Any amount paid on application which is in excess of what has been stipulated herein will be adjusted towards the amount payable on allotment of shares actually allotted. Where no allotment is made, the application money will be refunded in full and where partial allotment is made, the unutilised balance, after adjusting the allotment money due, will be refunded to the applicant in accordance with the provisions of Section 73 of the Act.

Failure to pay the amount due on allotment will render the allottee liable to pay interest thereon @ 12% per annum from the date appointed for the payment thereof to the time of actual payment or at such other rate as the directors may determine and will also render

the shares (including the amount already paid thereon) liable to forfeiture.

Rights of the shareholders conferred by this Prospectus :

The Equity Shares now being offered are subject to the terms of this prospectus, the Application Form and Memorandum and Articles of Association of the Company. The said shares shall rank pari passu with the existing Equity Shares of the Company in all respects and will be entitled to all dividends which may be declared or paid on the Equity shares on any date hereafter and such dividend will be in proportion to the amount paid upon the Equity Shares and prorate for the period during which such capital is paid up.

BOARD OF DIRECTORS

Name, Description	Address & Occupation	Other Directorships.
1. SHRI PRAMOD BAID S/o. Shri Ranjeetsingh Baid	16A, Nandan Road, Calcutta-25. (Student)	Alora Trading Co. Limited
2. SHRI PRAMOD KUMAR JAIN S/o. Shri Roop Chand Jain	Bachelors Home, Sadar Bazar, Raipur-492001. (Business)	Nil
3. SHRI K. NARAYANAN S/o. Late P. S. Krishnan,	49, Ramkrishnapore Lane, Howrah-1. (Service)	Nil

Registered Office : Room No. 313, 2, Lal Bazar Street,
Calcutta-1.

Bankers to the Company :

Allahabad Bank, 1, Ronaldshay Road,
Calcutta-700027.

Auditors :

G. SAWADIA & COMPANY
Chartered Accountants,
3, Woodmunt Court,
Woodmunt Road,
Calcutta-20.

Brokers to the Issue :

Calcutta

M/s. Amitav Dutta
16, India Exchange Place
Calcutta-700 001

Bangalore

M/s. L. K. S. Murthy & Co.
No. 17 Third floor
Kempgowda Road
Bangalore

Bombay

M/s. Jamnadas Virji & Sons
5A, Hamam Street
Bombay-400 023

Ahmedabad

M/s. Champaklal Bhailal
Chokshi

Manek Chowk
Near Share Bazar
Ahmedabad-380 001

Cochin

Mathew and Company
Ernakulam
Cochin-682011

New Delhi

M/s. Bharat Bhushan & Co.
H-45 Cannaught Place
New Delhi-110001

Hyderabad

M/s. Laxminarayan Rathi
4-5 173 & 174 Has mat Gunj
Sultan Bazar
Hyderabad-500 001

Indore

Santosh & Co.
29, Dhenu Market, 1st floor
S. G. S. I. T. S. Road
Indore-452 003

Madras

M/s. V. S. Krishnaswami
& Co.
45, Armanian Street
Madras-600 001

Kanpur

M/s. R. K. Tandon & Co.
37/19C The Mall
Kanpur-208001

Consent in writing of the above named Bankers, Brokers to the issue and Auditors in their respective capacities have been obtained and filed with the Registrar of Companies, West Bengal along with the copy of this prospectus as required by the Companies Act, 1956 and none of them has withdrawn the said consent upto the time of delivery of the copy of this Prospectus to the Registrar of Companies, West Bengal, for registration.

M/s. G. Sawadia & Company, the Auditors of the Company have also given their written consent to the issue of this prospectus with their report being included herein the form and content in which it is included elsewhere in the prospectus and such consent has not

been withdrawn upto the time of delivery of the copy of the prospectus to the Registrar of Companies, West Bengal, for registration.

History and Business of the Company :

The Company was incorporated as a Public Limited Company on 10.11.82 in West Bengal and obtained the commencement of Business certificate on 23. 11. 1982.

The Company's business consists of the main objects stated in Company's Memorandum and Articles of Association which is produced later in this prospectus.

Management :

The Company is managed by its Board of Directors.

Prospects :

In the opinion of the Directors, in a developing economy, there are fairly good prospects for the marketing of agricultural and industrial products and the Company expects to earn reasonable profits and will be in a position to pay a reasonable rate of dividend on its issued Equity Shares.

Tax Benefits :

The Board of Directors, are advised that according to the Current Laws, the following tax benefits would be available to the Company and its Shareholders :

(a) To the Company :

1. The Company will be entitled to total exemption from sur-tax on dividends received by it from an Indian Company or a Company which has made prescribed arrangements for the declaration and payment of dividends within India and will also be entitled to deduction in respect of inter-corporate dividends from its gross total income u/s 80M.
2. The Company will be entitled to deduction of one tenth of the specific expenditure, including the expenses incurred on the issue of shares for a period of ten successive years u/s 35D of the Income Tax Act, 1961.

(b) To the Shareholders :

1. Members of the Company who are themselves companies will be entitled to total exemption from Sur-Tax on dividends received by them from the Company as also the benefit of a deduction of 60% of the dividends received by them from the Company u/s 80M of the Income Tax Act, 1961.
2. The Members of the Company who are individuals are entitled to claim deduction from

total income to the extent of Rs. 4,000/- per year in respect of specified income including dividends received from Indian Companies u/s 80L of the Income Tax Act, 1961.

3. The Members of the Company who are individuals or Hindu Undivided Families will not have to pay wealth tax on the value of their shares if such value together with the value of their assets referred to in Section 5(1A) of the Wealth Tax Act, 1957 does not exceed Rs. 1,65,000/-.

Main Objects of the Company :

The main objects of the Company are set out in the Company's Memorandum of Association, a copy of which is available for inspection at the Registered office of the Company, during the office hours, which inter alia are as follows :—

1. To carry the business of buyers, sellers, suppliers, traders, merchants, importers, exporters, indentors, brokers, agents, assemblers, packers, stockists, distributors, financiers, hire purchase and dealers of and in all kinds of pipes, pipe fittings, agricultural produces, wood articles, industrial products, industrial components, electronic parts & devices, forest products, raw materials, minerals, metals, industrial and other wastes and by-products, industrial and other gases, alcohol, edible and non-edible oils and fats, consumer goods, household goods, hardware & stores, plant & Machinery stores, spare parts and accessories, commercial and man-made fibres, textiles of all kinds, readymade garments, wool, silk, hemp, flex and other fibres substances, blankets, and any products of cotton and yarn and woollen textile, raw jute and jute products, cement, chemicals, paper, imported cars, plastics, building materials, vehicles, bullion, shares and securities.
2. To act as investors, guarantors, underwriters, financiers to industrial enterprises and to lend or deal with the money either with or without interest or security, provided Company shall not do any banking business as defined under the Banking Regulation Act, 1949.

Objects of the Issue :

The proceeds of the present issue will be utilised for carrying on the business as provided in the main objects of the Company.

Capital Outlay :

The Capital Outlay of the Company's business as stated herein is estimated as follows :—

Expenses of the Issue &	
Preliminary Expenses	Rs. 40,000
Working Capital	Rs. 23,60,000
	<u>Rs. 24,00,000</u>

Source of Finance :

Issued, Subscribed and Paid-up Capital	Rs. 9,60,000
Present Issue of Shares	Rs. 14,40,000
	<u>Rs. 24,00,000</u>

AUDITOR'S REPORT

To
The Directors,
M/s. KSHITISH TRADING CO. LIMITED
Room No. 313,
2, Lal Bazar Street,
Calcutta-700001.

Gentlemen,

We have examined the books of accounts of M/s. Kshitish Trading Co. Ltd. for the period from 10.11.82 the date of incorporation of the Company to 27.1.83, the last date to which the accounts of the Company have been made up for the purpose of this report and found correct and we report as under.

- (i) No Profit & Loss Account has been prepared by the Company since it has not started any business operation.
- (ii) The Assets and Liabilities of the Company as at 27.1.1983 are set out below :

ASSETS As at 27.1.83.
Current Assets, Loan and Advances :

(A) Current Assets

Cash in hand	2,491.50
Bank Balance	
(in a Scheduled Bank	
in current account)	43,544.60
Share application money.	3,50,000.00
	<u>3,96,036.10</u>

(B) Loans and Advances :

(Unsecured, considered good)	
Loan to Sundry Parties	5,50,000.00
Rent Deposit	500.00
	<u>5,50,500.00</u>
	9,46,536.10

Represented By :**Share Capital**

96,000 Equity shares of Rs. 10/- each
fully paid up in cash 9,60,000.00

Less : Miscellaneous Expenditure

(To the extent not written
off or adjusted)

Preliminary Expenses 10,025.40

Pre Operative Expenses 3,438.50

13,463.90 9,46,536.10

(iii) We further report that no dividend has been declared by the company since the date of incorporation.

Yours faithfully,

For G. SAWADIA & CO.
Chartered Accountants
G. SAWADIA
Proprietor.

Calcutta,

Dated : 27th January, 1983.

Minimum Subscription :

The minimum subscription in respect of the present issue will be subscription of the entire Equity Shares offered under this Prospectus. The Directors will proceed to allot shares covered by this Prospectus on receipts of the said application money for these shares i. e. 1, 44, 000 Equity Shares of Rs. 10/- each as indicated in the sources of finances, the purpose of the minimum subscription of Rs. 7,20,000/- is to meet its working capital requirements of the Company after meeting the cost of issue and preliminary expenses.

Preliminary Expenses :

The preliminary expenses other than pre-incorporation expenses amount to Rs. 12,000/- and have been incurred by the promoters of the Company which has to be re-imbursed to them.

Expenses of The Issue :

The expenses of the issue payable by the Company inclusive of brokerage, legal charges, auditors' fees, registration, printing and listing fee etc. are estimated at Rs. 40, 000/- and are to be met out of the proceeds of this issue.

Brokerage and Underwriting Commission :

Brokerage will be paid at the rate of 1.5% to the members of any recognised Stock Exchange in India on the nominal value of the equity shares on the basis of allotment made against application bearing their stamp brokerage at the same rate will be payable to the brokers and the bankers to the issue in respect of allo-

tments made against applications procured by them provided the relative forms of application bear their stamp in the Broker's column. No commission is payable to underwriters as no part of the issue has been underwritten.

Previous Issues :

Except as stated in this prospectus, the company has not issued any shares since the date of its incorporation.

Issue at Premium and Discount :

No amount has been paid or is payable by way of premium on any shares issued or agreed to be issued since the date of incorporation of the Company. The Company has also not issued any shares at a discount.

Issue Otherwise than for Cash :

No issue of shares has been made by the Company otherwise than for cash since the incorporation of the Company.

Revaluation of Assets and Capitalisation of Reserves :

No revaluation of assets nor capitalisation of reserves and profits has been made since the incorporation of the Company.

Option to Subscribe :

The Company has not entered into any contract or arrangement and does not at present propose to enter into any contract or arrangement whereby any option or preferential right of any kind has been or proposed to be given to any person to subscribe for any share in the Company.

Directors :

Until otherwise determined by the Company in a General Meeting, the number of Directors shall not be less than three and more than nine. Directors are not required to hold any shares in the Company as qualification share.

Restriction on Power of Directors :

The control of the Company, subject to the provisions of the Articles, shall be vested in the Board who shall be entitled to exercise all such powers and to do all such acts and things as the Company is authorised to exercise and do, provided that the Board shall not exercise any power or do any act or thing which is directed or required whether by the Act or any statute or by the Memorandum of the Company or by these Articles or otherwise to be exercised or done by the Company in General Meeting Provided further that in exercising any such power or doing any such act or thing the Board shall be subject to the provisions in the

G. SAWADIA & CO.

CHARTERED ACCOUNTANTS

Dated 25.1.83.

To
M/s. Kshitish Trading Co. Ltd.,
2, Lal Bazar Street,
Room No. 313,
Calcutta-1.

Re: Prospectus consent

Dear Sir,

We hereby give our consent to the inclusion of our separate report dated 27.1.83 in your prospectus for the proposed public issue of shares in the form and context in which it has been given.

We also give our consent to our name being inserted in the prospectus as auditors of your company.

Thanking you,

Yours faithfully,
For G. Sawadia & Co.
Chartered Accountants.

Gandis
G. Sawadia.
Proprietor.

g Co. Ltd.
company
y have
and we

the
operation
at

7.1.83.

536-10

536-10

lly,
& Co.
Chartered Accountants.
Gandis

Calcutta.
Dated 27th January, 1983.

G. Sawadia.
Proprietor.

AUDITOR'S REPORT

To
The Directors,
M/s. Kshitish Trading Co. Ltd.,
Room No. 313,
2, Lal Bazar Street,
Calcutta-1.

Gentlemen,

We have examined the books of accounts of M/s. Kshitish Trading Co. Ltd. for the period from 10.11.82 the date of incorporation of the company to 27.1.83, the last date to which the accounts of the Company have been made up for the purpose of this report and found correct and we report as under.

- 1) No profit & Loss Account has been prepared by the Company since it has not started any business operation.
- ii) The Assets and Liabilities of the company as at 27.1.83 are set out below:

As at 27.1.83.

Assets

CURRENT ASSETS, LOAN AND ADVANCES

A) Current Assets.

Cash in hand.	2,491=50
Bank Balance (in a scheduled	
Bank in current account)	43,544=60
Share application money.	3,50,000=00
	3,96,036=10

B) Loans and Advances:

(Unsecured considered good)

Loan to Sundry parties.	5,50,000=00
Rent Deposit.	500=00
	5,50,500=00

9,46,536=10

REPRESENTED BY

SHARE CAPITAL.

96,000 Equity shares of Rs. 10/-
each fully paid up in
Cash.

9,60,000=00

LESS: Miscellaneous Expenditure

(To the extent not written
off or adjusted).

Preliminary Expenses.	10,025=40
Pre Operative Expenses.	3,438=50
	13,463=90

9,46,536=10

- iii) We further report that no dividend has been declared by the Company since the date of incorporation.

Yours faithfully,
For G. Sawadia & Co.
Chartered Accountants.

Calcutta.
Dated 27th January, 1983.

G. Sawadia.
Proprietor.



इलाहाबाद बैंक
ALLAHABAD BANK

ALIPORE BRANCH, CALCUTTA
TELEPHONE : 45-6267
TELEGRAM : ALLAPUR

HEAD OFFICE : 2, NETAJI SUBHAS ROAD
CALCUTTA-700 001

ALL LETTERS TO BE ADDRESSED TO
THE MANAGER

1, RONALDSHAY ROAD

CALCUTTA-700 027.....**20.1.**.....19**83.**

REF. NO.

M/s. Kshitish Trading Co. Ltd.,
Room No. 313,
2, Lalbazar Street,
Calcutta-700 001.

Dear Sirs,

Proposed Issue of 1,44,000 Equity shares of
Rs. 10/- each.

With reference to your letter of the 9th December, 1982, we are agreeable to act as the sole Banker to the above issue of M/s. Kshitish Trading Co. Ltd. and the funds collected on application will remain with us till allotment of Shares.

We also authorise the said company to deliver their consent to the Registrar of Companies concerned for Registration pursuant to sections 60(3) of the companies Act 1956.

Our terms & condition will be as under:-

- (a) Commission - $1\frac{1}{8}\%$ of the total issue plus out of pocket expenses i.e. postages, telegram and handling charges etc.
- (b) Brokerage - $1\frac{1}{2}\%$ on the nominal value of shares bearing our stamp as Broker.

It is to be noted that Alipore Branch will act as co-ordinator to the above issue.

For Allahabad Bank

Manager
Alipore Branch

amitava dutt

members, calcutta stock exchange association
stock & share brokers & dealers

34260
39951

16 india exchange place calcutta 700 001. phones 22 2859 22 3072

M/s. Kshitish Trading Co. Ltd.,
Room No. 313, 2, Lal Bazar Street,
Calcutta-700 001.

Date. 27.12.1982.

il Road
ce)

82011

982

Dear Sirs,

We, the undersigned, hereby consent to act as
brokers to **M/s. Kshitish Trading Company Limited,**
and to our name being inserted as brokers to the issue in
the prospectus which the Company intends to issue in
respect of the proposed issue of capital, and we hereby
authorise the said Company to deliver this consent to the
Registrar of Companies, **West Bengal.**
pursuant to Section 60 of the Companies Act, 1956.

As required by Section 76 (I) (V) of the Companies
Act, we are agreeable to accept 1 Percent on the nominal
value of the shares as brokerage, on allotments made in
respect of applications bearing our stamp as brokers.

Yours faithfully,
For amitava dutt



(Amitava Dutt)

~~Partner~~

FOR L. R. S. MONTI & CO.



BHARAT BHUSHAN & CO.

Branch : DAYAVARSH. Telex : 2677 Shanti. Phones : Stock Exchange : 272491 Residence : 583144-583781

HEAD OFFICE :-

4E, Connaught Place

New Delhi-110001

Phones : 320320, 350705, 322772, 322593

ACCOUNTS :-

107, Rohit House, 3-Tolstoy Marg

New Delhi-110001

Phone : 388390-386575

Dated 10.12.1982

M/s Kshitish Trading Co. Ltd.,
Room No. 313, 2 Lal Bazar Street,
Calcutta-700001.

Dear Sirs,

Sub: Proposed Public Issue of the company

We, the undersigned, hereby testify and consent to act as brokers to the above mentioned issue of Kshitish Trading Co. Ltd. pursuant to Section 60 of the Companies Act, 1956 and to our name being inserted as brokers in the prospectus which the company proposes to issue in respect of the proposed issue of shares and we hereby authorise the said company to deliver this consent to the Registrar of Companies, pursuant to Section 60 of the Companies Act, 1956.

Pursuant to Section 76 of the Companies Act, as amended by the Companies (Amendment) Act, 1965 we hereby agree to accept 1½% on the issue price as brokerage on allotments made in respect of the applications bearing our stamp as brokers to the above-mentioned issue.

Thanking you,

Yours faithfully,
for BHARAT BHUSHAN & COMPANY


PARTNER

Stock & Share Brokers, Members Delhi Stock Exchange

Departments : Shares, Government Securities, Bonds, Unit Trust, New Issues Underwriting,

Loans, Bank Facilities, Govt. Institutional Loans, International Mailing Services

Fortnightly Investments Journal 'Share Tips'

FOR L. R. S. MONTHLY & CO.



R. K. Tandon & Co. Members, U.P. Stock Exchange

STOCK SHARE & FINANCE BROKERS

Regd. Office : 241, Civil Lines, Bareilly

37-19-C, The Mall, Kanpur

Phones { 60203
81263
81545

Date. 27.12.82.

**M/s. Kshitish Trading Co. Ltd.,
Room No. 313, 2, Lal Bazar Street,
Calcutta-700 001.**

Dear Sirs,

We, the undersigned, hereby consent to act as brokers to
M/s. Kshitish Trading Co. Limited.
and to our name being inserted as brokers to the issue in the
prospectus which the Company intends to issue in respect of the
proposed issue of capital, and we hereby authorise the said
Company to deliver this consent to the Registrar of Companies,
West Bengal.
pursuant to Section 60 of the Companies Act, 1956.

As required by section 76 (I)(V) of the Companies Act, we are
agreeable to accept $1\frac{1}{2}\%$ Percent on the nominal value of the
shares as brokerage, on allotments made in respect of applications
bearing our stamp as brokers.

Yours faithfully,
For R. K. TANDON & CO.



(RAVINDRA KUMAR TANDON)

Prop.

FOR R. K. S. MONTAGU & CO.



JAMNADAS VIRJI & SONS.
SHARE & STOCK BROKERS

Telephones : 272681-270571 Office

N. J. 593638

P. N. 216458

Telex : 2249

} Residence

8/812, Stock Exchange Tower.

Dalal Street, Fort,

BOMBAY-400 023.

Date 27.12. 19 82.

al Road
ice)

82011
b)

982

M/s. Kshitish Trading Co. Ltd.,
Room No. 313, 2, Lal Bazar Street,
Colombo-700 001.

Dear Sirs,

We, the undersigned, hereby testify and consent to act as Brokers to **M/s. Kshitish Trading Co. Ltd.** pursuant to section 60 of the Companies Act, 1956 and to our name being inserted as Brokers in the Prospectus which the Company intends to issue in respect of the proposed issue of Capital and we hereby authorise the said Company to deliver this letter of Consent to the Registrar of Companies, pursuant to Section 60 of the Companies Act, 1956.

As required under Section 76 (1) (v) of the Companies Act, 1956, as amended by the Companies (Amendment) Act, 1965 we are agreeable to accept 1% on the nominal value as brokerage on allotments made in respect of applications bearing our stamp as Brokers.

Yours faithfully,
For **Jamnadas Virji & Sons**



FOR L. R. S. MURTHY & CO.



Grams : 'SKYBLUE'
Telex : LKS (0845) 762

Office : 55567
53987
70731
70883
Resi : 608293

34260
39951

L. K. S. MURTHY & CO.

Stock & Share Brokers & Dealers

Members : BANGALORE STOCK EXCHANGE LTD.

Adm. Off. "Devatha Plaza" 406, 4th Floor, Residency Road, BANGALORE-560025.

Partners :

L. K. SRINIVASA MURTHY
KRISHNA MURTHY S. LOKKUR

Branch :

No. 17, Third Floor,
Kempegowda Road,
BANGALORE-560009.

Ref. No.

Date 11th December 1982

The Board of Directors
Kshitish Trading Co. Ltd.
Room No. 313, 2 Lal Bazar Street
CALCUTTA - 700 001

Dear Sirs,

Ref. : **Your forthcoming Public Issue of Shares.**

We, the undersigned, hereby testify and consent to act as Brokers
to **M/s Kshitish Trading Company Limited, Calcutta,**

pursuant to Section 60 of the Companies Act 1956, and to our name being inserted
as Brokers in the Prospectus which the Company intends to issue in respect of
the proposed issue of Capital and we hereby authorise the said Company to deliver
this letter of consent to the Registrar of Companies pursuant to Section 60 of the
Companies Act, 1956.

As required under Section 76 (i) (v) of the Companies Act as amended by the
Companies (Amendment) Act, 1965, we are agreeable to accept ~~one and a~~ ^{*1 1/2%}
~~quarter percent~~ brokerage on the issue price of allotments made in respect of ^{(one & a}
applications bearing our stamp as Brokers. ^{half}
^{percent)}

Thanking you,

Yours faithfully,
For L. K. S. MURTHY & CO.

Name: "RATHI"



Phone { Offi. : 53837
46198
Resi. : 41903

Laxmi Narayan Rath

Member : The Hyderabad Stock Exchange Ltd.,

STOCK & SHARE BROKER

45-173 & 174, Hashmat Gunj, Sultan Bazar, HYDERABAD-500 001 (A.P.)

Off : 34260
Res : 39951

Canal Road
rt Office)
AM
N - 682011
(India)

Date 10.12.82.

2.1982

M/s Kshitish Trading Company Ltd.,
Room No. 313, 2, Lal Bazar Street,
CALCUTTA-700 001.

Dear Sirs,

I, the undersigned, hereby certify and consent to act as
Broker to the issue M/s KSHITISH TRADING COMPANY LIMITED

Pursuant to section 60 of the Companies Act, 1956, and to my
name being inserted as Broker in the prospectus which the Company
intends to issue in respect of the proposed issue of Equity / pref /
Debenture capital and I hereby authorise the said Company to deliver
this consent to Registrar of Companies pursuant to section 60 of
the Companies Act, 1956.

As required under Section 76 (i) (v) of the Companies Act,
amended by the Companies amendment Act, 1965. I am agreeable
to accept 1½ % brokerage on the issue price on allotments made
in respect of applications bearing my stamp as Broker.

Yours faithfully,

Tellex : 885 - 297 CIMC
Telegram : MATHEWCO., Ernakulam

Phone { Off : 34280
Res : 39951



Mathew and Company

STOCK & SHARE BROKERS & FINANCIAL CONSULTANTS
FOUNDER MEMBER - COCHIN STOCK EXCHANGE LTD.

Mullassery Canal Road
(Near Passport Office)
ERNAKULAM
COCHIN - 682011
Kerala (S. India)

Proprietor : C. I. MATHEW

Date 13.12.1982

M/s Kshitish Trading Co. Ltd.,
Room No 313, 2 Lal Bazar Street,
Calcutta 700 001.

Dear Sirs,

Re: Public Issue of 1,44,000 Equity shares of Rs. 10 each

We, the undersigned, do hereby testify our consent to act as brokers
to our name being inserted as brokers to M/s. **Kshitish Trading Co.**
in the prospectus of


Limited
in respect of the public issue of 1,44,000
Equity Shares of Rs. 10/- each and we authorise the said company
to deliver this letter of consent to the Registrar of Companies

West Bengal
to the provisions of Section 60 of the Companies Act 1956.

We are agreeable to accept brokerage at 1 1/2% on the issue price on
allotments made in respect of application bearing our stamp as
brokers and we confirm that copy of this letter may be delivered
to the Registrar of Companies pursuant to the provisions of
Section 76 (I) (V) of the Companies Act 1956.

Thanking you,

Yours faithfully,
For MATHEW AND COMPANY,


C. I. MATHEW,
(Proprietor)

SANTOSH & CO.

POST BOX NO. 222
OFFICE 39705
RESIDE 38069
GRAM NEWVIEW

29, DHENU MARKET, 1st FLOOR, S.G.S.I.T.S. ROAD, INDORE - 452 003
December 18, 1982

STOCK, SHARE AND FINANCE BROKERS

M/s. Kshitish Trading Co. Limited

Dear Sirs,

We, the undersigned, hereby certify and consent to act as Brokers
Kshitish Trading Co. Limited
to M/s

and to our name being inserted as Brokers in the Prospectus, which
the Company intends to issue in respect of the proposed issue of
capital and we hereby authorise the said Company to deliver this
letter of consent to the Registrar of Companies, pursuant to the
provisions of Section 60 of the Companies Act, 1956.

We are agreeable to accept brokerage @ (
percent) on the issue price on allotment made in respect of appli-
cations bearing our stamp as Brokers and we confirm that a copy
of this letter may be delivered to the Registrar of Companies
pursuant to the provisions of Section 76(1)(v) of the Companies
Act, 1956.

Thanking you,

Yours faithfully,
For Santosh & Co.

for **Proprietor**

MEMBERS: MADHYA PRADESH STOCK EXCHANGE, INDORE

(1088:82)

CHAMPAKLAL BHAILAL CHOKSHI
SHARE STOCK & FINANCE BROKERS

Gram : TYC
Phones :-
Office : 364024
366130

NEW ISSUE DEPT.
MANEK CHOWK, NEAR SHARE BAZAR,
AHMEDABAD-380 001.

Date : 2

KSHITISH TRADING COMPANY LIMITED,
Room No. 313,
2 Lal Bazar Street,
CALCUTTA 700 001.

Dear Sirs,

Re : Public Issue of 1,44,000 Equity Shares of
Rs. 10/- each for cash at par.

We, the undersigned, hereby certify and consent to act as Brokers to **Kshitish Trading Company Limited.**
and to our name being inserted as Brokers in the Prospectus which the Company intends to issue in respect of the proposed issue of Equity Shares and we authorise the said Company to deliver this Letter of Consent to the Registrar of Companies,

Pursuant to the provisions of Section 60 of the Companies Act, 1956.

As required under Section 76 (i)(v) of the Companies Act, 1956, as amended by the Companies (Amendment) Act, 1965, we are agreeable to accept Brokerage at % (Percent) on the nominal value on allotment of Shares made in respect of applications bearing our stamp as Brokers.

Yours Faithfully,

For Champaklal Bhailal Chokshi

Partner

Telgrams : "CAREFUL"

Telex : Careful 041-577

Telephones : { Office : 21668
Trunk : 24761

V. S. KRISHNASWAMI & CO.,

Stock & Share Brokers
(Members : Madras Stock Exchange Ltd.,)
45, ARMENIAN STREET, Post Box No. 265.
MADRAS-600 001

Date, 14th December 1982.

To

M/s Kshitish Trading Company Ltd.,
Room No.313,
2, Lal Bazar Street,
Calcutta 700 001.

Dear Sirs,

Re: **Proposed issue of 1,44,000 Equity shares of
Rs.10/- each to the public by
Kshitish Trading Company Ltd., Calcutta.**

We, the undersigned, testify our consent to act as Brokers to the above mentioned issue by your Company, pursuant to Section 60 of the Companies Act, and to our name being inserted as Brokers in the Prospectus which the company proposes to issue in respect of the proposed issue of shares, and we hereby authorise the said company to deliver this Letter of Consent to the Registrar of Companies, pursuant to Section 60 of the Companies Act.

Pursuant to Section 76 of the Companies Act, as amended by Companies (Amendment) Act 1965, we hereby agree to accept one and half per cent as brokerage on the issue price of allotments made in respect of the applications bearing our rubber stamp as Brokerage to the above mentioned issue.

Thanking you,

Yours faithfully,



behalf contained in the Act or any other statute or in the Memorandum of the Company or in these Articles or in any regulations not inconsistent therewith and duly made thereunder including regulation made by the Company in General Meeting and no such regulation shall invalidate any prior act of the Board which would have been valid if that regulation had not been made.

Remuneration of Directors :

Remuneration of the Directors shall be a fee not exceeding Rs. 250/- for each Director for each meeting of the Board of Directors and of any committees of the Board of Directors attended by him.

All other remuneration, if any, payable by the Company to each Director whether in respect of his services as a Managing Director or Deputy Managing Director in whole or part-time employment of the Company shall be determined in accordance with and subject to the provisions of the Articles and the Act.

The Directors shall be entitled to be paid reasonable travelling, hotel and other expenses incurred in connection with their attending Board and Committee Meetings or otherwise incurred in the execution of their duties as Directors. If any Director being willing shall be called upon to perform extra services or make any special exertions for any of the purposes of the Company, then subject to Sections 198, 309 and 310, of the Act, the Board may remunerate the Director either by a fixed sum or by a percentage of profits or otherwise and such remuneration may be either in addition to or in substitution for any other remuneration to which he may be entitled.

Managing Director :

Subject to the provisions of the Act, the Board may from time to time appoint one or more Directors to be Managing or wholetime Director or Directors of the Company for a term not exceeding five years on such remuneration as may from time to time be sanctioned by the Company subject to the provisions of Sections 198, 309 and 311 of the Act. The Managing or Wholetime Director shall not be liable to retire by rotation.

Borrowing Powers :

Subject to the provisions of the Companies Act (as amended) the Board may, from time to time at its discretion, raise or borrow either from the Directors or from elsewhere and secure the payment of any sum or sums of money for the purpose of the Company. The Articles empower the Board to raise or secure the payment of such sum or sums in such manner and

upon such terms and conditions as it thinks fit. The Company has not issued any debentures.

Classes of Shares :

The authorised share capital of the company is Rs. 25,00,000/- (Rupees Twenty five lakhs) divided into 250000 Equity Shares of Rs. 10/- each. The Company has the power to increase or reduce the capital and to divide and sub-divide the shares into several classes with such preferential, qualified or special rights, privileges or conditions, and to vary, modify or abrogate any of them as may be permitted by Companies Act, 1956 or as provided by the Articles of Association of the Company.

Subject to the provisions of the Articles of Association of the Company, the Company has the power to issue preference share carrying a right to redemption out of profits which would otherwise be available for dividend or out of the proceeds of a fresh issue of shares made for the purpose of such redemption or liable to be redeemed at the option of the Company. The Board may, subject to the provisions of Section 80 of the Act, exercise such power in such manner as it thinks fit.

The Company does not at present intend to issue any preference shares.

Voting Right :

The Articles provided, subject to the provisions of Section 81 of the Act and to any special conditions or restrictions as to voting upon which any shares may be issued or may, for the time being, be held, on a show of hands, every member present in person shall have one vote and on a poll every member present in person or by proxy shall have one vote for every share held by him in respect of which he is entitled to vote. And no company or body corporate being a member of the Company shall vote by a proxy so long as a resolution of its Board under the provisions of Section 187 of the Act is in force and the representative named in such resolution is present at that General Meeting.

No member shall be entitled to exercise voting rights either personally or by proxy at any meeting of the Company in respect of any shares registered in his name on which any calls or other sums presently payable by him have not been paid or in regard to which the Company has and has exercised any right of lien.

Lien :

The Company shall have a first and paramount lien upon every share not being fully paid up registered in the name of each members (whether solely or jointly with others) and upon the proceeds of the sale thereof for moneys called or payable at a fixed time in respect of such share whether the time for payment thereof shall have actually arrived or not. Such lien shall extend to all dividends from time to time declared in respect of such share. Unless otherwise agreed the registration of transfer of a share shall operate as a waiver of the Company's lien, if any, on such share.

Rights of Shareholders :

(1). In respect of dividends :

Subject to the Provisions of the Companies Act, 1956, (as amended) and to the rights of shareholders entitled to shares, if any, with preferential or special rights attached thereto, the profits of the Company which are determined to be distributed as dividend in respect of any year shall be applied for the payment of a dividend on the equity shares of the Company but so that a partly paid up share shall only entitle the holder with respect thereof to such proportion of the distribution upon a fully paid up share as the amount paid thereon bears to the nominal amount of such share. Where capital is paid up in advance of calls upon basis that the same shall carry interest, such capital shall not rank for dividends or confer a right to participate in profits.

(2). On winding up :

The Article of the Company provide that if the Company shall be wound up, the liquidator may with the sanction of a special resolution of the Company and any other sanction required by the Act divide amongst the member, in specie or kind the whole or any part of the assets of the Company whether they shall consist of property of the same kind or not.

Modification of Rights :

The Company's Articles provide that if at any time the share capital is divided into different classes of shares the rights attached to any class (unless otherwise provided by the terms of the issue of shares of that class) may whether or not the Company is being wound up, be varied with the consents in writing of the holders of three-fourths of the issued shares of that class or with the sanction of a special resolution passed at a separate General Meeting of the holders of the share of that class.

Indemnity :

Every Director, Secretary or Officer of the Company or any person (whether an officer of the Company or not) employed by the Company and any person appointed as Auditor shall be indemnified out of the funds of the Company against any liability that may be incurred by him as such Director, Secretary, Officer, Employee or Auditors in defending any proceeding whether civil or criminal in which judgement is given in his favour or in which he is acquitted or in connection with any application under Section 633 of the Act in which relief is granted to him by the Court.

Restriction on Transfer :

The Board may without assigning any reason for such refusal may within two months from the date on which the instrument of transfer was delivered to the Company refuse to register any transfer of a share upon which the Company has a lien and in case of shares not fully paid up the Board may refuse to register a transfer to a transferee of whom it does not approve. No transfer shall be made to a minor or person of unsound mind. This is a subject to the provisions of Section 111 of the Act.

Material Contracts :

No contracts (not being contracts entered into in the ordinary course of business carried on by the Company or entered into more than two years before the date of this prospectus) which are or may be material have been or proposed to be entered into by the Company.

Inspection of Documents :

The following documents (or copies thereof) may be inspected at the Registered office of the Company between 10-30 a.m. and 12-30 p.m. on any working day (except Saturday) for a period of fourteen days from the date of publication of the Prospectus or closing of the subscription list, whichever is earlier.

1. Memorandum and Articles of Association of the Company.
2. Certificate of Incorporation.
3. Certificate of Commencement of Business.
4. Consents of Bankers, Auditors and Brokers to the Issue.
5. Auditors' Report with statement of adjustment, if any.

Application and Allotment :

Application forms properly completed together with cash, cheques or drafts for the amount payable on

application must be delivered before the closing of the subscription list to the bankers to the issue named in the Prospectus at any of their branches at the places mentioned against its name in the application form. (Cheques or drafts should be drawn on any Schedule Bank including a State Co-operative Bank included in Second Schedule to the Reserve Bank of India Act, 1934 and on any bank which is a Member or a Sub-Member of Clearing Houses located at centres where there are recognised Stock Exchanges). No receipt will be granted but the Bankers to the Issue will send to the applicant an acknowledgement slip attached to the application form. Applicants will be notified in due course by despatch of allotment letters or share certificates or letters of regret. The Directors reserve the full and uncontrolled right to accept or reject any application in whole or in part without assigning any reason. Where an application is rejected or not accepted in full, the whole or any balance of application money will be refunded without interest. Allotment letters or share certificates or letter of regret together with refund pay orders, if any, will be despatched to the applicants at the applicant's risk within two months from the date of closing of the Subscription List or such extended time as may be granted by Calcutta Stock Exchange. Refund Pay Order issued to applicants will be payable at par at all places where bankers of the Company exist. Application must be in the name of individuals, limited companies or other bodies corporate and not in the name of partnership firms, minors, trusts, non-residents or other nominees.

Application forms from non-resident Indians/Persons of Indian origin resident abroad properly completed together with remittance from abroad towards the amount payable on the application through approved banking channels or out of the funds held in non-resident (External) accounts along with the documentary evidence in this behalf must be delivered before the closing date of subscription list with the Bankers to the issue named in this Prospectus or in the column mentioned against their names in the application form. The Company is required by the Reserve Bank of India for its permission in the manner prescribed by the Reserve Bank of India to accept such application from non-resident Indians/Persons of Indian Origin resident abroad. The allotment of shares to non-resident Indians/Persons of Indian origin resident abroad shall be subject to the Company, obtaining such approval from the Reserve Bank of India. Non-resident Indians/Persons of Indian Origin resident abroad need not apply direct to the Reserve Bank of India.

An applicant should submit only one application (and not more than one) for the total number of shares required. Applications may be made in single or joint names (not more than three). Two or more Applications in single and/or joint names will be deemed to be Multiple Applications if the sole and/or first Applicant is one and the same. The Board of Directors reserve their right to reject in its absolute discretion all or any Multiple Applications.

Applications may be in the names of Indian Nationals resident in India as well as non-resident Indian Persons of Indian origin resident abroad.

For further instructions please read the Application Form carefully.

Names, addresses, description of the Signatories to the Memorandum and Articles of Association and the number of Shares subscribed by them are as follows :—

Names, addresses, descriptions and occupations of subscribers.	No. of Equity Shares taken by each subscriber.	Names, addresses, occupations and descriptions of witness.
1. PRAMOD BAID S/o. Shri Ranjeet Singh Baid, 16-A, Nandan Road, Calcutta-25. Student	100 Equity (One hundred)	Witness to all the signatories PRAKASH BAID S/o. Shri Ranjeet Singh Baid, 16-A, Nandan Road, Calcutta-700 025. Chartered Accountant.
2. SAJJAN TIBREWALA S/o. Shri Mahabir Prasad Tibrewala P-12, New Howrah Bridge Approach Road, Calcutta-700 001. Chartered Accountant.	100 Equity (One hundred)	
3. SURYA KARAN SHARMA S/o. Late Bhagat Ram Sharma 48, Harish Mukherjee Road, Calcutta-700 025 Business.	100 Equity (One hundred)	
4. RAJESH KUMAR JALAN S/o. Shri Murlidhar Jalan 514, Rabindra Sarani, Calcutta-700 025. Service.	100 Equity (One hundred)	
5. PRASHAN KUMAR SETHIA S/o. Shri Badai Chand Sethia, 144, Cotton Street, Calcutta-7. Service.	100 Equity (One hundred)	
6. KRISHAN NARAYANAN S/o. Late P. S. Krishnan, 49, Ram Krishtopore Lane, Howrah-1. Service.	100 Equity (One hundred)	
7. VASANT A. PAREKH S/o. Late Amba Lal Parekh 3, Kender Dila Lane, Calcutta-700 012. Service.	100 Equity (One hundred)	
Total Shares taken	700 Equity (Seven hundred)	

Pramod Baid
Pramod Jain
Le. Narayanan