

**26th
Annual Report
2011-12**

AMRIT AGRO INDUSTRIES LIMITED

AMRIT AGRO INDUSTRIES LIMITED

BOARD OF DIRECTORS

Naresh Kumar Bajaj
V.K. Bajaj
Alok Mathur
Anand Maheshwari
Sat Narain Agarwal

Chairman

AUDITORS

M/s. V. Sahai Tripathi & Co.
Chartered Accountants
New Delhi

REGISTERED OFFICE

CM/28C, 1st Floor, Gagan Enclave,
Amrit Nagar, G.T. Road,
Ghaziabad-201 009 (U.P.)

CONTENTS	Page No.
Notice	1
Directors' Report	2
Report on Corporate Governance	4
Auditors' Report	11
Balance Sheet	14
Profit & Loss Account	15
Cash Flow Statement	16
Significant Accounting Policies	17
Notes to Accounts forming part of Financial Statements	19

AMRIT AGRO INDUSTRIES LIMITED

NOTICE

NOTICE is hereby given that 26th Annual General Meeting of the members of **Amrit Agro Industries Limited** will be held at Chaudhary Bhavan (Near Jain Mandir), E-Block, Kavi Nagar, Ghaziabad-201 002 (U.P.) on Tuesday, the 14th August, 2012 at 3.30 p.m. to transact the following ordinary business:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date together with the Reports of the Board of Directors & Auditors thereon.
2. To appoint a Director in place of Shri Alok Mathur, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Sat Narain Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

**By order of the Board
for Amrit Agro Industries Limited**

Registered Office:
CM-28C, First Floor,
Gagan Enclave,
Amrit Nagar, G. T. Road,
Ghaziabad-201 009
Dated: 25th May, 2012

V. K. Bajaj
Director

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED AND IF INTENDED TO BE USED, IT SHOULD BE DEPOSITED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.
2. Information required under Clause 49 IV(G)(i) of the Listing Agreement (relating to Corporate Governance) with respect to the Directors retiring by rotation and, being eligible, seeking

re-appointment is given in the Corporate Governance Report annexed to this Annual Report.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, the 7th August, 2012 to Tuesday, the 14th August, 2012 (both days inclusive).
4. In terms of Section 109A of the Companies Act, 1956, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in Form-2B.
5. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the Company by 12th August, 2012 so that the required information can be made available at the meeting.
6. Members are requested to bring their copies of Annual Report at the meeting, as extra copies will not be supplied.
7. Members are requested to notify the Company immediately of any change in their address quoting ledger folio number.
8. Members/proxies are requested to deposit the enclosed attendance slip, duly filled in and signed at the meeting venue.
9. Pursuant to the requirement of the Listing Agreement, the Company declares that the shares of the Company are listed on the stock exchanges at Kanpur, Delhi and Ludhiana. The Annual Listing fee for the year 2012-2013 has been paid to each of the above stock exchanges.
10. Only registered members carrying the attendance slips and the holders of valid proxies registered with the Company will be permitted to attend the meeting.

**By order of the Board
for Amrit Agro Industries Limited**

Registered Office:
CM-28C, First Floor,
Gagan Enclave,
Amrit Nagar, G. T. Road,
Ghaziabad-201 009
Dated: 25th May, 2012

V. K. Bajaj
Director

AMRIT AGRO INDUSTRIES LIMITED

DIRECTORS' REPORT AND MANAGEMENT DISCUSSION & ANALYSIS

To the Members,

Your Directors present the 26th Annual Report together with Audited Accounts of your Company for the financial year ended 31st March, 2012.

FINANCIAL RESULTS

The summarized financial results of the Company for the financial year 2011-12 are as under:

	2011-12	2010-11
Trading and Other Income	5,045.59	18,583.32
Profit before Interest, Depreciation & Tax (EBIDTA)	173.16	39.91
Exceptional Income		
- Sale of Trademark	33.33	-
- Sale of Long Term Investments	14.00	340.14
Depreciation	0.07	0.07
Profit before tax	220.42	379.98
Provision for		
- Current Tax (Net)	7.40	26.16
- Deferred Tax	0.17	(1.03)
Net Profit/ (loss) for the year after tax	212.85	354.85
Balance brought forward from previous year	(124.56)	(479.41)
Balance carried to Balance Sheet	88.29	(124.56)

Due to inadequate distributable profits, the Directors are not recommending any dividend on the equity shares for the year.

MANAGEMENT DISCUSSION & ANALYSIS

Operations

The Company continued the trading activities in edible oils and other commodities during the year, though at the lower scale of operations. The Company is sourcing the manufactured edible oil products from M/s Amrit Banaspati Company Ltd. (ABCL), an associate company, and selling the same through the distribution network of ABCL. During the year, ABCL decided to exit the

Edible Oils Business and sold the same together with the manufacturing facilities located at Rajpura, Distt. Patiala (Punjab) on slump sale basis and as a going concern on 10th February, 2012. Consequently, this affected the trading volumes of the Company.

The Company owned "Yumkeenz" Trademark used in relation to variety of edible articles which it sold to M/s H. R. Snacks Pvt. Ltd., New Delhi during the year for a consideration of ₹ 35 lacs. After adjusting for the expenses on the sale of Trademark, the Company has recognized a profit of ₹ 33.33 lacs in the books of accounts under the head 'Exceptional Income' during the year.

AMRIT AGRO INDUSTRIES LIMITED

The sales turnover from the trading activities amounted to ₹ 4,824.23 lacs during the year. The Company posted operating profit of ₹ 173.16 lacs during the year. After accounting for the Exceptional Income arising out of the sale of 'Yumkeenz' Trademark and long term investments, the profit after tax during the year was recorded at ₹ 212.85 lacs as against ₹ 354.85 lacs during the previous year.

Prospects and Outlook

The Company is in the process of developing the infrastructure for trading of commodities and other items, which have potential.

PUBLIC DEPOSITS

The Company has not accepted any fixed deposits during the year. The Company has already paid the fixed deposits and there is no outstanding deposit as on 31.03.2012.

DIRECTORS

In accordance with the provisions of Companies Act, 1956 and the Articles of Association of the Company, Shri Sat Narain Agarwal and Shri Alok Mathur, Directors, retire by rotation and are eligible for re-appointment.

AUDITORS

M/s V. Sahai Tripathi & Co., Chartered Accountants, Statutory Auditors, New Delhi, retire at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment.

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

Since there were no manufacturing operations during the year, information relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not applicable.

PERSONNEL

There is no employee in the Company whose

particulars are required to be given under Section 217 (2A) of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under section 217 (2AA) of the Companies Act, 1956, your Directors state:

- (i) that in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (ii) that the accounting policies selected and applied are consistent and the judgments and estimates made are 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) that proper and sufficient care has been taken 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 any fraud and other irregularities;
- (iv) that the Annual Accounts have been prepared on a going concern basis.

CORPORATE GOVERNANCE

A Report on Corporate Governance along with a certificate from the Auditors of the Company regarding compliance of the conditions of the Corporate Governance pursuant to Clause 49 of the Listing Agreement is annexed.

ACKNOWLEDGEMENT

The Directors wish to thank and acknowledge the co-operation, assistance and support extended by Company's bankers. The Directors also duly acknowledge the trust and confidence the shareholders and investors have placed in the Company.

For and on behalf of the Board

Place: Noida
Date : 25th May, 2012

N. K. Bajaj
Chairman

AMRIT AGRO INDUSTRIES LIMITED

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Code of Corporate Governance

The Company believes in the practice of good corporate governance and recognizes its importance. The Company is committed to not only running its business in the best possible and transparent manner but also complying with all relevant rules and regulations.

2. Board of Directors

The Board of Directors is comprised of five non-executive directors. Out of five, three non-executive directors are independent directors. The composition, category and their attendance at the Board meetings during the year and at the last Annual General Meeting and also the number of directorships/ memberships of committees of other public limited companies as on 31st March, 2012, are as follows:

(a) Composition of the Board

Name of Director (S/Shri)	Category	No. of Board Meetings attended during 2011-12	Whether attended the last AGM	No. of Directorships in other public limited companies	No. of Committee positions held in other companies as	
					Chairman	Member
N.K. Bajaj Chairman	Promoter/ Non-Executive	5	No	5	1	2
V.K. Bajaj	Promoter/ Non-Executive	5	Yes	4	-	-
Alok Mathur	Independent Non-Executive	5	Yes	-	-	-
Anand Maheshwari	Independent Non-Executive	-	No	-	-	-
Sat Narain Agarwal	Independent Non-Executive	5	Yes	1	-	-

(b) Number of Board Meetings

During the year 2011-12, Five (5) Board Meetings were held on:

- 27th April, 2011,
- 16th July, 2011,
- 10th August, 2011,
- 2nd November, 2011; and
- 2nd February, 2012.

The maximum interval between any two meetings was not more than 4 months.

AMRIT AGRO INDUSTRIES LIMITED

(c) Information supplied to the Board

The Board of Directors has complete access to any information within the Company. At the Board Meetings, the Directors are provided with all the relevant information on important matters including the matters specified in Clause 49 of the Listing Agreement.

(d) Materially significant related party transactions

There have been no materially significant related party transactions, pecuniary transactions or relationships between the Company and its Directors during the financial year 2011-12 that may have potential conflict with the interests of the Company at large.

(e) Details of remunerations paid to the Directors during the financial year 2011-12:

(Amount in ₹)

Name	Basic	Perquisites	Commission	Contribution to PF/other funds	Sitting fees	Total
Mr. N.K.Bajaj	-	-	-	-	1,250/-	1,250/-
Mr. Alok Mathur	-	-	-	-	1,250/-	1,250/-
Mr. Sat Narain Agarwal	-	-	-	-	1,250/-	1,250/-
Mr. Anand Maheshwari	-	-	-	-	-	-
Mr. V.K.Bajaj	-	-	-	-	1,250/-	1,250/-

Mr. N. K. Bajaj and Mr. V. K. Bajaj are related to each other being father and son respectively.

3. Committees of the Board

(a) Audit Committee

The Audit Committee of the Company as on 31st March, 2012 comprised of the following three Directors of the Company:

Mr. Alok Mathur	Chairman	Independent non-Executive Director
Mr. Sat Narain Agarwal	Member	Independent non-Executive Director
Mr. Anand Maheshwari	Member	Independent non-Executive Director

The constitution, scope and terms of reference of the Audit Committee conform to the requirements of Clause 49 and Section 292A of the Companies Act, 1956. These broadly include the approval of the annual internal audit plans, review of financial reporting system, internal control systems, ensuring compliance with regulatory guidelines, reviewing the quarterly, half-yearly and annual financial results, interaction with statutory auditors and recommendation for appointment/removal of auditors.

During the financial year 2011-12, Audit Committee met five (5) times and the attendance of the directors on the above meetings was as follows:

Director	No. of Meetings Attended
Mr. Alok Mathur	5
Mr. Sat Narain Agarwal	5
Mr. Anand Maheshwari	-

AMRIT AGRO INDUSTRIES LIMITED

The representatives of the Statutory Auditors are also invited to the meetings.

The Chairman of the Audit Committee was present at the last AGM held on 24th August, 2011.

(b) Remuneration Committee

The Company has constituted a Remuneration Committee on 30th July, 2003 to recommend the package of the managerial personnel and to formulate a broad policy framework for managerial remuneration. The remuneration to non-executive directors comprises of the sitting fee only.

The Remuneration Committee as on 31st March, 2012 comprised of the following non-executive directors of the Company:

Mr. Alok Mathur	Chairman
Mr. Sat Narain Agarwal	Member
Mr. Anand Maheshwari	Member

(c) Shareholders' / Investors' Grievance Committee

The Company has constituted Shareholders'/Investors' Grievance Committee which comprises of two independent non-executive Directors and one promoter non-executive Director. The Committee is vested with the requisite powers and authorities to specifically look into the redressal of shareholders and investors grievances and also to oversee the functioning of the Shares Department. During the year under review, the Company has received four complaints and resolved during the year. As such, no complaint was pending at the end of the year. The Committee as on 31st March, 2012 comprised of the following directors of the Company:

Mr. Sat Narain Agarwal	Chairman
Mr. Alok Mathur	Member
Mr. V. K. Bajaj	Member

All valid requests for share transfer received during the year 2011-12 have been acted upon by the Company and no transfer is pending.

4. General Body Meetings

The last three Annual General Meetings of the Company were held as under:

Financial Year	Date	Time	Venue
2008-09	23 rd AGM 24 th September, 2009	3.30 P.M.	Chaudhary Bhavan (Near Jain Mandir), Kavi Nagar, E Block Ghaziabad - 201002 (U.P.)
2009-10	24 th AGM 28 th September, 2010	3.30 P.M.	Chaudhary Bhavan (Near Jain Mandir), Kavi Nagar, E Block Ghaziabad - 201002 (U.P.)
2010-11	25 th AGM 24 th August, 2011	3.30 P.M.	Chaudhary Bhavan (Near Jain Mandir), Kavi Nagar, E Block Ghaziabad - 201002 (U.P.)

No resolution was passed by way of postal ballot during the year.

AMRIT AGRO INDUSTRIES LIMITED

5. Disclosures

- (i) There were no transactions of material nature with the directors, promoters or relatives etc. during the year that had potential conflict with the interests of the Company at large. The details of related party transactions have been reported in the Notes to Accounts.
- (ii) The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956 and in conformity, in all material respects, with the generally accepted accounting principles and standards in India. The estimates/judgements made in preparation of these financial statements are consistent, reasonable and on prudent basis so as to reflect true and fair view of the state of affairs and results/operations of the Company.
- (iii) The Company has not raised any funds from the capital market (public/rights/preferential issues etc.) during the financial year under review.
- (iv) No penalties or strictures have been imposed on the Company by the stock exchanges, SEBI or any other statutory authorities on any matter relating to the capital market during the last three years.
- (v) The details of the equity shares of the Company held by the Directors as on 31.03.2012 are as under:
Mr. N. K. Bajaj – 19,300 shares; Mr. V. K. Bajaj – 85,950 shares; Mr. Alok Mathur – NIL; Mr. Sat Narain Agarwal – NIL and Mr. Anand Maheshwari – NIL.
- (vi) The Company is complying with all mandatory requirements of Clause 49 of the Listing Agreement. Non-mandatory requirement relating to Remuneration Committee has been adopted by the Company.

6. Means of Communication

The Quarterly, Half yearly and Annual Financial Results are communicated to all the stock exchanges, where the Company's shares are listed, as soon as the same are approved and taken on record by the Board of Directors of the Company. The results are published in "The Financial Express" in English and "Jansatta" in Hindi. The results are not sent individually to the shareholders.

The Management Discussion & Analysis Report forms part of the Directors Report.

7. Disclosure regarding re-appointment of Directors

In accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company, Shri Alok Mathur and Shri Sat Narain Agarwal, Directors, retire by rotation and are eligible for re-appointment.

The profiles in brief of the aforesaid Directors are as under:

Name of Director	Shri Alok Mathur	Shri Sat Narain Agarwal
Age	62 Years	66 Years
Qualifications	B.Sc (Hons.), MBA	B.A.
Date of appointment	November 24, 1999	November 15, 2003
Expertise	Industrialist having rich experience in running & managing the industrial units.	Businessman
Other Directorships in Public Limited Companies and memberships of Committees as on 31.03.2012	NIL	Olympus Overseas Limited

8. Code of Conduct

The Board of Directors of the Company have adopted Code of Business Conduct & Ethics. In terms of the requirement of Clause 49 of the Listing Agreement, the Code of Conduct & Ethics has been displayed at

AMRIT AGRO INDUSTRIES LIMITED

the website of the associate company, www.amritcorp.com. The declaration regarding compliance with the Code for the year ended 31st March, 2012 signed by the Chairman is attached and forms part of this Report.

9. Auditors' Certificate on Corporate Governance

A certificate has been obtained from the Auditors of the Company regarding compliance with the provisions relating to Corporate Governance laid-down in Clause 49 of the Listing Agreement with the stock exchanges. The same is annexed to this Report.

Declaration regarding compliance of Code of Conduct

I, Naresh Kumar Bajaj, Chairman of Amrit Agro Industries Limited, hereby declare that all the Board Members and senior management personnel of the Company have affirmed compliance of the Code of Conduct for the year ended 31st March, 2012.

Place: Noida
Date: 25th May, 2012

N.K. Bajaj
Chairman

GENERAL SHAREHOLDERS INFORMATION

● Annual General Meeting

Date	14 th August, 2012
Time	3.30 p.m.
Venue	Choudhary Bhavan, 'E' Block (near Jain Mandir), Kavi Nagar, Ghaziabad-201 002 (U.P.)

● Financial Calendar 2012-13 (Tentative)

Board Meetings to take on record

Financial Results for Quarter ended 30.06.2012	First week of August, 2012
Financial Results for Quarter ended 30.09.2012	First week of November, 2012
Financial Results for Quarter ended 31.12.2012	First week of February, 2013
Financial Results for Quarter/year ended 31.03.2013	Last week of May, 2013
Book Closure Date	7 th August, 2012 to 14 th August, 2012 (both days inclusive)
Dividend payment date	Not Applicable

● Listing

The equity shares of the Company are listed with the following stock exchanges:

Sl. No.	Name & address of stock exchanges
1.	The U.P. Stock Exchange Limited, Padam Towers, 14/113, Civil Lines, Kanpur-208001 (U.P.)
2.	The Delhi Stock Exchange Ltd., DSE House, 3/1, Asaf Ali Road, New Delhi-110002.
3.	The Ludhiana Stock Exchange Ltd., Feroze Gandhi Market, Ludhiana-141001.

Annual listing fee as prescribed has been paid to the above stock exchanges for the year 2012-13.

AMRIT AGRO INDUSTRIES LIMITED

- Share transfer, investors complaints and other communications may be addressed to:

Shares Department
Amrit Agro Industries Ltd.
CM-28C (First Floor), Gagan Enclave
Amrit Nagar, G.T. Road,
Ghaziabad – 201 009 (U.P.)

- **Stock Market Data**

No trading of Company's equity shares took place during the year 2011-12 in any of the stock exchange.

- **Share Transfer System**

Due to low volume, the requests for share transfers, transmissions etc. are processed in-house by the Company. The average time taken for processing share transfer requests including dispatch of share certificates is within 30 days. In the case of off-market/private transactions involving transfer of shares in physical form, SEBI has made mandatory for the transferee(s) to furnish copy of PAN Card to the company. The shareholders/investors are advised to comply with the same while filing transfer documents with the company.

- **Registrar & Share Transfer Agents**

Due to the low volume of transfers, transmissions etc., the Company has not appointed Registrar & Share Transfer Agents.

- **Shareholding Pattern as on 31st March, 2012**

Category	No. of shares	% age of Total
Promoters & Directors	19,24,697	64.16
Non – Resident Indians	1,300	0.04
Private Corporate Bodies	7,900	0.26
Other Indian Investors	10,66,103	35.54
Total	30,00,000	100.00

- **Distribution of shareholding as on 31st March, 2012**

Range (No. of Shares)	No. of shareholders	No. of shares	%age of Capital
1-5,000	3,311	7,71,810	25.73
5,001-10,000	212	1,76,693	5.89
10,001-20,000	38	62,700	2.09
20,001-30,000	9	23,300	0.78
30,001-40,000	3	10,600	0.35
40,001-50,000	9	43,400	1.45
50,001-1,00,000	8	75,350	2.51
1,00,001 and Above	19	18,36,147	61.20
Total	3,609	30,00,000	100.00

AMRIT AGRO INDUSTRIES LIMITED

- **Reconciliation of Share Capital Audit**

A qualified practicing Company Secretary carried out Reconciliation of Share Capital Audit on quarterly basis and the Secretarial Audit Report confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form.

- **Outstanding GDRs/ADRs/Warrants etc.**

Not applicable

- **Plant Location**

There are no manufacturing operations in the Company at present.

- **Address for correspondence**

Regd. Office:

Amrit Agro Industries Limited,
CM/28C (First Floor), Gagan Enclave, Amrit Nagar, G.T. Road,
Ghaziabad – 201 009 (U.P.)
Tel.No.0120-2866880/2866886, Fax No.0120-2866888

AUDITORS' CERTIFICATE REGARDING COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

**To the Members of
Amrit Agro Industries Limited**

We have examined the compliance of conditions of Corporate Governance by Amrit Agro Industries Limited for the year ended 31st March, 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the 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 explanations 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 state that in respect of investor grievances received during the year ended 31st March, 2012, no investor grievances are pending against the Company for a period exceeding one month as per records maintained by the Company.

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

For **V Sahai Tripathi & Co.**
Chartered Accountants
Firm Registration No. – 000262N

Place: Noida
Date: 25th May, 2012

MANISH MOHAN
Partner
M.N.- 091607

AMRIT AGRO INDUSTRIES LIMITED

AUDITORS' REPORT

To the Members

Amrit Agro Industries Limited

1. We have audited the attached Balance Sheet of **Amrit Agro Industries Limited** as at 31st March, 2012, Statement of Profit & Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
 2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management as well as evaluating the overall presentation of financial statements. We believe that our audit provides a reasonable basis for our opinion.
 3. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government in terms of Section 227 (4A) of the Companies Act, 1956 ('the Act') and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us during the course of the audit, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
 4. Further to our comments in the Annexure referred to in paragraph 3 above 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 purposes 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 company's Balance Sheet, Statement of Profit & Loss Account and the 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 & Loss Account and the Cash Flow Statement dealt with by this Report have been prepared in compliance with the applicable accounting standards referred to in sub-section (3C) of Section 211 of the Act, to the extent applicable;
 - (e) On the basis of information and explanations given to us and representations received from all the Directors of the company and taken on record by the Board of Directors, we report that there is no Director of the company who, as at 31st March, 2012, is disqualified u/s 274 (1) (g) of the Companies Act, 1956, from being appointed as Director; and
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the said Balance Sheet and Statement of Profit and Loss Account, read together with the Significant Accounting Policies along with other notes to accounts forming part of financials, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:-
 - i) In the case of the Balance Sheet of the state of affairs of the company as at 31st March, 2012;
 - ii) In the case of the Statement of Profit & Loss Account of the company of the profit for the year ended on that date; and
 - iii) In the case of the Cash Flow Statement, of the cash flows of the company for the year ended on that date.

for **V. SAHAI TRIPATHI & CO.**
Chartered Accountants
Firm Regn. No. 000262N

MANISH MOHAN
(Partner)
M. No. 091607

Place: Noida
Date : 25th May, 2012

AMRIT AGRO INDUSTRIES LIMITED

ANNEXURE TO AUDITORS' REPORT

(Referred to in paragraph (3) of our Report of even date)

Annexure referred to in paragraph (3) of Auditors' Report to the members of Amrit Agro Industries Limited on the financial statements for the year ended March 31, 2012

1. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) The company has a phased programme of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. In accordance with such programme, the management has physically verified its fixed assets during the year and no material discrepancies were noticed by them.
(c) During the year, there was no substantial disposal of fixed assets. However, the company sold the Trademark 'Yumkeenz' to M/s. H. R. Snacks Private Limited for a lump sum consideration of ₹ 35,00,000/-
2. (a) According to the information and explanations given to us, physical verification of inventories is conducted by the management at periodic intervals. These intervals are reasonable having regard to the size of the company and the nature of its inventories.
(b) The procedures followed by the company for physical verification of inventories are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) The company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification as compared to book records.
3. (a) The company has not granted any secured or unsecured loans to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, clauses 3(a) to 3(d) are not applicable and have not been commented upon.
(b) The company has not taken any secured or unsecured loans during the year from parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, clauses 3(e) to 3(g) are not applicable and have not been commented upon.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventories and fixed assets and for the sale of goods. We have not observed any continuing failure to correct major weaknesses in internal controls during the course of our audit.
5. In respect of transactions covered under Section 301 of the Companies Act, 1956:
 - a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Act, have been entered in the register required to be maintained under that section.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding the value of ₹ 5 Lacs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The company has not accepted any deposits from the public and consequently, the directives issued by Reserve Bank of India, the provisions of Sections 58A and 58AA of the Companies Act, 1956 and rules framed there under are not applicable.
7. In our opinion the company has an internal audit system which is commensurate with the size and the nature of its business.
8. In accordance with the information given by the management, the maintenance of cost records has not been prescribed by the Central Government under Section 209 (1)(d) of the Companies Act, 1956.
9. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the company is regular in depositing the undisputed statutory dues including investor education & protection fund, income tax, sales tax, custom duty, excise duty, service tax, cess and any other material statutory dues as applicable with the appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable in respect of the above dues which were outstanding as at 31st March, 2012 for a period of more than six months from the date of their becoming payable.
(b) According to the records of the company examined by us, the particulars of the dues outstanding of income tax, sales tax, service tax, wealth tax, customs duty, excise duty and

AMRIT AGRO INDUSTRIES LIMITED

cess as at 31st March, 2012 which have not been deposited on account of disputes are as under:

Name of the statutes	Nature of dues	A.Y.	Amount (₹)	Forum where dispute is pending
Income Tax Act, 1961	Demand U/s 143 (3)	2001-02	45,15,400	Income Tax Appellate Tribunal, New Delhi
	Demand U/s 271 (1)(C)	2001-02	1,10,41,450	
UPTT Act, 1948	Demand Order U/s 21 (20)	2000-01	20,42,212	Joint Commissioner (Appeal), Noida
TNGST, Chennai	Demand TNGST Order dated 25.1.2001	1998-99	1,90,144	Sales Tax Appellate Tribunal, Chennai
Total			1,77,89,206	

10. The company has no accumulated losses as at 31st March, 2012 and has not incurred any cash losses during the financial year ended 31st March, 2012 and also in the immediately preceding financial year.
11. The company has no loans from financial institutions or banks nor has it issued any debentures.
12. The company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The company is not a chit fund, nidhi, mutual benefit fund or a society. Accordingly, the provisions of clause 4(xiii) of the Order are not applicable.
14. According to the information and explanations given to us, the company is maintaining proper records for dealing or trading in shares, securities, debentures and other investments and timely entries are made therein. All the shares, securities, debentures and

other information have been held by the company in its own name.

15. According to the information and explanations given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions during the year.
16. According to the information and explanations given to us, no term loan has been obtained by the company.
17. According to the information and explanations given to us, no funds have been raised by the company during the year on short term basis and, therefore, provisions of clause (xvii) are not applicable.
18. The company has not made any preferential allotment of equity shares to any company covered in the register maintained under Section 301 of the Companies Act, 1956.
19. The company has not issued any debentures during the year.
20. The company has not raised any money by public issue during the year.
21. During the course of our examination of the books and records of the company and according to the information & explanations given to us, there were no frauds on or by the company, noticed or reported during the course of our audit for the year ended 31st March, 2012.

for **V. SAHAI TRIPATHI & CO.**
Chartered Accountants
Firm Regn. No. 000262N

MANISH MOHAN
(Partner)
M. No. 091607

Place: Noida
Date : 25th May, 2012

AMRIT AGRO INDUSTRIES LIMITED

BALANCE SHEET as at 31st March, 2012

Particulars	Note No.	As at 31st March, 2012 (₹)	As at 31st March, 2011 (₹)
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	1	3,00,00,000	3,00,00,000
(b) Reserves and Surplus	2	6,55,30,900	4,42,45,626
2 Non-current Liabilities			
(a) Other Long-term Liabilities	3	57,98,537	58,47,208
(b) Long-term Provisions	4	8,85,384	8,85,384
3 Current Liabilities			
(a) Trade Payables	5	4,543	8,77,95,306
(b) Other Current Liabilities	6	3,89,952	1,06,55,392
TOTAL		10,26,09,316	17,94,28,916
II. ASSETS			
1 Non-current Assets			
(a) Fixed Assets	7		
(i) Tangible assets		40,048	46,988
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(b) Non-current investments	8	4,68,65,606	4,42,19,986
(c) Deferred tax assets (Net)	9	85,557	1,02,877
(d) Long-term loans and advances	10	5,38,895	12,13,216
(e) Long term trade receivable	11	-	18,57,342
2 Current Assets			
(a) Current investments	12	1,46,89,137	1,01,49,893
(b) Inventories	13	1,26,19,236	6,82,88,348
(c) Trade receivables	14	-	2,69,354
(d) Cash and cash equivalents	15	2,26,30,162	4,14,48,675
(e) Short-term loans and advances	16	51,40,675	1,18,32,237
TOTAL		10,26,09,316	17,94,28,916

Significant Accounting Policies and Notes forming part of the financial statements 1- 33
This is the Balance Sheet referred to in our Report of even date.

for **V. Sahai Tripathi & Co.**
Chartered Accountants
Firm Regn No. 000262N

N.K. Bajaj

Chairman

Manish Mohan (Partner)
Membership No. 091607
Place : Noida
Date : 25th May, 2012

Alok Mathur
Sat Narain Agarwal
V. K. Bajaj

Directors

AMRIT AGRO INDUSTRIES LIMITED

STATEMENT OF PROFIT AND LOSS for the year ended 31st March, 2012

Particulars	Note No.	For the year ended 31st March, 2012 (₹)	For the year ended 31st March, 2011 (₹)
I. Revenue from Operations	17	48,24,23,117	1,84,60,68,778
II. Other Income	18	2,21,36,084	1,22,63,343
III. Total Revenue		50,45,59,201	1,85,83,32,121
IV. Expenses:			
Purchases of Stock-in-Trade	19	45,92,09,572	1,86,00,50,193
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	1,71,05,744	(2,97,24,980)
Depreciation and amortization expenses	7	6,940	6,629
Other expenses	21	1,09,28,219	2,40,15,727
Total expenses		48,72,50,475	1,85,43,47,569
V. Profit before exceptional and extraordinary items and tax		1,73,08,726	39,84,552
VI. Exceptional items			
Profit on sale of Trademark 'Yumkeenz'	26(b)	33,33,333	-
Profit on sale of Long term investments(Net)	25	14,00,430	3,40,13,911
VII. Profit /(loss) before extraordinary items and tax		2,20,42,489	3,79,98,463
VIII. Extraordinary Items		-	-
IX. Profit before tax		2,20,42,489	3,79,98,463
X Tax expenses:	22		
- Current tax		7,39,895	26,16,364
- Deferred Tax		17,320	(1,02,877)
XI Net Profit/ (Loss) for the year after tax Equity Shares of Par value of ₹ 10/- each		2,12,85,274	3,54,84,976
XII EPS (Net Profit from operations after tax)	31		
- Basic		7.10	11.83
- Diluted		7.10	11.83
XIII Number of weighted average shares used in computing earnings per share			
- Basic		30,00,000	30,00,000
- Diluted		30,00,000	30,00,000

Significant Accounting Policies and Notes

forming part of the financial statements 1- 33

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

for V. Sahai Tripathi & Co.

Chartered Accountants

Firm Regn No. 000262N

N.K. Bajaj

Chairman

Manish Mohan (Partner)

Membership No. 091607

Place : Noida

Date : 25th May, 2012

Alok Mathur

Sat Narain Agarwal

V. K. Bajaj

Directors

AMRIT AGRO INDUSTRIES LIMITED

CASH FLOW STATEMENT for the year ended 31st March, 2012

Particulars	31st March, 2012 (₹)		31st March, 2011 (₹)	
(A) Cash flow from Operating Activities				
Profit before Tax	2,20,42,489		3,79,98,466	
Add:				
Depreciation	6,940		6,629	
Interest Received	(4,00,019)		(2,55,453)	
Dividend Received	(1,96,19,216)		(15,10,332)	
Provision for Duty Recoverable	25,31,663			
Profit on Sale of Long Term Investments	(14,00,430)		(3,40,13,911)	
Profit on Sale of Current Investments	-		(9,13,481)	
Reduction in value for current Investments	8,35,907			
Profit on Sale of Trademark	(33,33,333)		-	
Profit on sale of units	(2,72,309)		-	
Operating Profit before working capital changes	3,91,692		13,11,918	
Adjustment for:				
Change in Trade Payable	(9,80,56,203)		10,10,64,599	
Change in inventories	5,56,69,112		(6,82,88,348)	
Change in Trade receivable	2,69,354		(2,69,354)	
Change in Short Term Loans & Advances	69,57,870		(81,69,484)	
Cash generation from Operating Activities	(3,47,68,175)		2,56,49,331	
Less: Income Tax paid	10,06,202	(3,57,74,377)	63,22,397	1,93,26,934
(B) Cash Flow from Investing Activities				
Purchase of Investment	(2,48,68,351)		(4,09,52,412)	
Interest Income	4,00,019		2,55,453	
Dividend Income	1,96,19,216		15,10,332	
Purchase of Fixed Assets	-		(6,650)	
Sale on Trademark	33,33,333		-	
Sale of Investment	1,85,20,318	1,70,04,535	5,66,50,190	1,74,56,913
(C) Cash Flow from Financing Activities				
Proceeds from long term borrowings	(48,671)	(48,671)	-	-
Net increase/decrease in cash & cash equivalents		(1,88,18,513)		3,67,83,847
Cash and Cash equivalents as at 01.04.2011 (Opening Balance)		4,14,48,675		46,64,828
Cash and Cash equivalents as at 31.03.2012 (Closing Balance)		2,26,30,162		4,14,48,675

Significant Accounting Policies and Notes forming part of the financial statements

1- 33

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

for **V. Sahai Tripathi & Co.**

Chartered Accountants
Firm Regn No. 000262N

N.K. Bajaj

Chairman

Manish Mohan (Partner)

Membership No. 091607
Place : Noida
Date : 25th May, 2012

**Alok Mathur
Sat Narain Agarwal
V. K. Bajaj**

Directors

AMRIT AGRO INDUSTRIES LIMITED

SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation of Financial Statements

The financial statements have been prepared under the historical cost convention on accrual basis of accounting in accordance with generally accepted accounting principles, applicable Accounting Standards provided in the Companies (Accounting Standards) Rules, 2006 and as per the relevant provisions of the Companies Act, 1956.

(b) Fixed Assets

Fixed assets are stated at their original cost of acquisition inclusive of inward freight, duties, taxes and incidental expenses relating to acquisition and installation.

(c) Depreciation

- (i) Depreciation is provided on the straight line method at the rates specified in Schedule XIV of the Companies Act, 1956.
- (ii) In respect of assets added/disposed off during the year depreciation is charged on a pro-rata basis with reference to the month of addition/disposal. In the case of additions, it is charged for the full month in which additions took place and in the case of sales up to the month preceding the date of sale.
- (iii) Assets below ₹ 5,000/- are depreciated at the rate of 100%.

(d) Investments

Investments are either classified as current or long term based on the managements intention at the time of purchase. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current investments are stated at the lower of the cost and fair value determined on an individual basis. Long term investments are stated at cost. A provision for diminution in value is made to recognize a decline other than temporary in the value of the long term investments. Profit/loss on sale of investments is computed with reference to their average cost.

(e) Inventories

Finished goods are valued at lower of moving weighted average cost or net realizable value. Cost of inventory consists of all costs of purchase and other costs incurred in bringing the inventory to their present location and condition.

(f) Revenue Recognition

Revenue is recognized to the extent that it can be reliable, measured and is appropriate to the economic benefits that will flow to the company.

(i) Revenue Recognition for Sale of Goods

Revenue from the sale of goods is recognized when the significant risks & rewards of ownership of the goods are transferred to the customers and is stated net of rebates/trade discounts.

(ii) Dividend

Dividend income is recognized if the right to receive the payment is established by the Balance Sheet date.

(iii) Interest

Interest revenue is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(g) Employee Benefits

(i) Short Term Employee Benefits

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages etc are recognized in the period in which the employee renders the related service.

(ii) Post-Employment Benefits

■ **Defined Contribution Plans:** The State governed provident fund scheme are **defined contribution plans**. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related service.

■ **Post-Employment Benefits**

The Gratuity liability payable under the payment of Gratuity Act, 1972, provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee salary and tenure of employment. The Liability to pay arises once an employee completes five years of tenure of service in an organization. It is paid/payable to employee at the time of retirement or on resignation, or on death to his dependents. Wherever applicable, the present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

AMRIT AGRO INDUSTRIES LIMITED

Since there are no employee during the financial year, no actuarial valuation as per Project Unit Cost Method has been carried out.

The company does have en-cashable leave encashment policy, however, considering that there are no employees during the period, no provision has been made during the financial year ending 31st March, 2012 on actuarial basis. There are no other en-cashable short term benefits.

(h) Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated. The Cash Flow Statement is separately attached with the Financial Statements of the company.

(i) Provisions & Contingency

Provisions are recognized when the Company has a present obligation as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Where the Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset, only when such reimbursement is virtually certain. Contingent Liabilities are disclosed after an evaluation of the facts and legal aspects of the matters involved. Contingent Assets are neither recognized nor disclosed. Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

(j) Impairment

The carrying amount of assets is reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted cost of capital.

(k) Use of Estimates

The preparation of the financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under employee retirement benefit plans, income tax, post-sales customer support and the useful lives of fixed assets and intangible assets. Actual results could differ from those estimate. Any revision to accounting estimate is recognized prospectively in the current and future periods.

(l) Earning Per Share

In determining earnings per share, the Company considers the net profit after tax and includes the post-tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

The details are stated in the financial notes below which are not reproduced here. There is no diluted Earning per Share as there are no dilutive potential equity shares.

(m) Income Tax & Deferred Tax

The current charge for Income Tax is ascertained on the basis of assessable profits computed in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternative Tax ("MAT") paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that company will pay normal tax in future. MAT Credit entitlement can be carried forward and utilized for a period of ten years from the year in which the same is availed. Accordingly, it is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the company and the asset can be measured reliably.

Deferred tax is recognized subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between taxable profits and accounting profits. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the period that includes the enactment date. Deferred tax assets on timing difference are recognized only if there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. However, deferred tax assets on the timing differences when unabsorbed depreciation and losses carried forward exist, are recognized only to the extent that there is virtual certainty that sufficient future taxable income will be available against which such deferred tax can be realized. Deferred tax assets are reassessed for the appropriateness of their respective carrying values at each balance sheet date.

AMRIT AGRO INDUSTRIES LIMITED

NOTES TO ACCOUNTS FORMING PART OF FINANCIAL STATEMENTS

1 SHARE CAPITAL

The authorised, issued, subscribed and fully paid up share capital of Equity Shares having a par value of ₹ 10/- each as follows:

Share Capital	As at 31st March, 2012		As at 31st March, 2011	
	Number	Amount in ₹	Number	Amount in ₹
Authorised Equity Shares of ₹ 10/- each	70,00,000	7,00,00,000	70,00,000	7,00,00,000
Issued Equity Shares of ₹ 10/- each	30,00,000	3,00,00,000	30,00,000	3,00,00,000
Subscribed & fully paid up Equity Shares of ₹ 10/- each fully paid	30,00,000	3,00,00,000	30,00,000	3,00,00,000
Total	30,00,000	3,00,00,000	30,00,000	3,00,00,000

Equity Shares: The company has one class of equity shares having a par value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share. Re-payment of equity share capital shall be made at the time of winding-up of the company. The company can also partly buy-back equity shares as and when decided by the company in accordance with the provisions of the Companies Act, 1956. There is no restriction on distribution of dividend to equity shareholders.

1A Reconciliation of number of shares

Particulars	Equity Shares			
	As at 31st March, 2012		As at 31st March, 2011	
	Number	Amount in ₹	Number	Amount in ₹
Shares outstanding at the beginning of the year	30,00,000	3,00,00,000	30,00,000	3,00,00,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Any other movement	-	-	-	-
Shares outstanding at the end of the year	30,00,000	3,00,00,000	30,00,000	3,00,00,000

1B Details of shares held by shareholders holding more than 5% of aggregate shares in the Company

Name of Shareholder	Equity Shares			
	As at 31st March, 2012		As at 31st March, 2011	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
V.K. Bajaj Investment Pvt. Ltd.	2,03,240	6.77	2,03,240	6.77
A.K. Bajaj Investment Pvt. Ltd.	2,03,200	6.77	2,03,200	6.77
A.F. Trading Company Pvt. Ltd.	7,18,737	23.96	7,18,737	23.96
Amrit Trademart Pvt. Ltd.	1,62,820	5.43	-	-
United Holdings Pvt. Ltd.*	-	-	1,62,820	5.43
Jyoti Nirmal Investment Pvt. Ltd.	2,05,400	6.85	2,05,400	6.85
Others (less than 5% of holding)	15,06,603	50.22	15,06,603	50.22
Total	30,00,000	100.00	30,00,000	100.00

*United Holdings Pvt. Ltd. amalgamated with Amrit Trademart Pvt. Ltd. w.e.f. 23rd November, 2011 and consequently all the assets and liabilities, including the investments, devolved on Amrit Trademart Pvt. Ltd.

AMRIT AGRO INDUSTRIES LIMITED

2 RESERVES AND SURPLUS

Reserves and Surplus consist of the following:

Reserves and Surplus	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
(a) Capital Reserves		
Opening Balance	5,17,01,500	5,17,01,500
Additions /(Deductions) during the year	-	-
Closing Balance	5,17,01,500	5,17,01,500
(b) Securities Premium Account		
Opening Balance	50,00,000	50,00,000
Additions /(Deductions) during the year	-	-
Closing Balance	50,00,000	50,00,000
(c) Surplus in Statement of Profit and Loss Account		
Opening balance	(1,24,55,874)	(4,79,40,850)
(+) Net Profit/(Net Loss) for the current year	2,12,85,274	3,54,84,976
Closing Balance	88,29,400	(1,24,55,874)
TOTAL	6,55,30,900	4,42,45,626

3 OTHER LONG TERM LIABILITIES

Other Long term borrowings consist of the following:

Other Long Term Liabilities	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
(a) Trade payables	21,88,055	21,87,175
(b) Others		
- Statutory Liabilities	6,990	6,990
- Dealer's Security	9,26,404	9,26,404
- Interest Accrued & due	16,72,314	16,72,314
- Establishment Payable	4,26,937	4,26,937
- Staff Imprest	84,386	84,386
- Expenses Payable	4,93,451	5,43,002
Total	57,98,537	58,47,208

4 LONG TERM PROVISIONS

Long term provisions consist of the following:

Long Term Provisions	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Provision for employee benefits (refer Note 28)		
- Leave Encashment	3,82,234	3,82,234
- Bonus	1,13,339	1,13,339
- Gratuity	3,89,811	3,89,811
Total	8,85,384	8,85,384

AMRIT AGRO INDUSTRIES LIMITED

5 TRADE PAYABLES

Trade payables consist of the following:

Current Liabilities	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Trade Payables		
- Due to MSMED (refer Note 27)	-	-
- Due to others	4,543	8,77,95,306
Total	4,543	8,77,95,306

6 OTHER CURRENT LIABILITIES

Other current liabilities consist of the following:

Other Current Liabilities	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
(a) Advance received from parties*	-	6,27,202
(b) Other Payable		
- Statutory Liabilities	20,455	98,05,399
- Audit Fees Payable	1,26,405	24,817
- Charity	2,43,092	1,97,974
Total	3,89,952	1,06,55,392

* Advances received from finished goods dealers

AMRIT AGRO INDUSTRIES LIMITED

7 FIXED ASSETS

Fixed assets consist of the following:

Fixed Assets	Gross Block			Accumulated Depreciation			Net Block		
	Balance as at 1st April, 2011	Additions	Deletion/ Adjustment	Balance as at 31st March, 2012	Balance as at 1st April, 2011	Depreciation charge for the year	On Disposals	Balance as at 31st March, 2012	Balance as at 31st March, 2011
a. Tangible Assets									
(Not under Lease)									
Furniture & fixtures	6,650	-	-	6,650	110	421	-	531	6,540
Vehicles	2,51,592	-	-	2,51,592	2,51,592	-	-	2,51,592	-
Computers	2,68,025	-	-	2,68,025	2,31,353	5,017	-	2,36,370	26,672
Arms and Ammunitions	28,750	-	-	28,750	27,313	-	-	27,313	1,437
Air Conditioners	31,625	-	-	31,625	19,286	1,502	-	20,788	12,339
Total	5,76,642	-	-	5,76,642	5,29,654	6,940	-	5,36,594	46,988
b. Intangible Assets									
Total	-	-	-	-	-	-	-	-	-
c. Capital Work In Progress									
Total	-	-	-	-	-	-	-	-	-
Grand Total	5,76,642	-	-	5,76,642	5,29,654	6,940	-	5,36,594	46,988
Previous Year	5,69,992	6,650	-	5,76,642	5,23,025	6,629	-	5,29,654	-

8 NON CURRENT INVESTMENTS

Long Term Investments at Cost

8A

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Others (Quoted) (refer Note 8B)		
Investments in Equity Shares	3,61,15,606	2,99,69,986
Investments in Mutual Funds	1,07,50,000	1,42,50,000
Less : Provision for diminution in value	-	-
Total	4,68,65,606	4,42,19,986

AMRIT AGRO INDUSTRIES LIMITED

8B Details of other Investments

Sr. No.	Particulars	Subsidiary/ Associate/ JV/Controlled Special Purpose Entity/Others	No. of Shares/Units		Quoted/ Unquoted	Partly Paid/ Fully Paid	Amount in ₹		Basis of Valuation
			As at 31st March, 2012	As at 31st March, 2011			As at 31st March, 2012	As at 31st March, 2011	
(a)	Investments in Equity Shares								
	Amrit Corp Ltd. of ₹ 10/- each	Associate	2,67,817	2,67,817	Quoted	Fully Paid	49,54,078	49,54,078	At Cost
	Amrit Banaspati Company Ltd. of ₹ 10/- each	Associate	2,82,738	2,82,738	Quoted	Fully Paid	81,33,280	81,33,280	At Cost
	Axis Bank Ltd. of ₹ 10/- each	Others	385	385	Quoted	Fully Paid	5,00,549	5,00,549	At Cost
	Blocon Ltd. of ₹ 10/- each	Others	1,150	-	Quoted	Fully Paid	3,95,037	-	At Cost
	BGR Energy Systems Ltd. of ₹ 10/- each	Others	700	700	Quoted	Fully Paid	4,00,197	4,00,197	At Cost
	Cadila Healthcare Ltd. of ₹ 2/- each	Others	480	-	Quoted	Fully Paid	3,97,536	-	At Cost
	Cummins India Ltd. of ₹ 2/- each	Others	660	660	Quoted	Fully Paid	5,00,785	5,00,785	At Cost
	Diamond Cables Ltd. of ₹ 10/- each	Others	1,400	1,400	Quoted	Fully Paid	3,00,496	3,00,496	At Cost
	Godrej consumer Ltd. of ₹ 10/- each	Others	600	-	Quoted	Fully Paid	2,55,720	-	At Cost
	ICICI Bank Ltd. of ₹ 10/- each	Others	495	390	Quoted	Fully Paid	4,99,795	3,98,408	At Cost
	IFCI Ltd of ₹ 10/- each	Others	7,200	7,200	Quoted	Fully Paid	3,96,432	3,96,432	At Cost
	Indraprastha Gas Ltd. of ₹ 10/- each	Others	1,080	-	Quoted	Fully Paid	4,00,280	-	At Cost
	Infosys Technologies Ltd. of ₹ 5/- each	Others	200	270	Quoted	Fully Paid	5,89,336	6,08,392	At Cost
	Larsen & Tubro Ltd. of ₹ 2/- each	Others	260	325	Quoted	Fully Paid	4,68,729	5,92,896	At Cost
	Gold Exchange Traded Fund of ₹ 10/- each	Others	190	-	Quoted	Fully Paid	4,97,541	-	At Cost
	Nifty Benchmark Exchange Traded Fund of ₹ 10/- each	Others	3,530	2,550	Quoted	Fully Paid	20,01,422	14,99,298	At Cost
	Slate Bank of India of ₹ 10/- each	Others	290	290	Quoted	Fully Paid	8,00,136	8,00,136	At Cost
	Tata Consultancy Services Ltd. of ₹ 1/- each	Others	365	-	Quoted	Fully Paid	4,01,437	-	At Cost
	Tata Motors Ltd. DVR of ₹ 2/- each	Others	6,500	1,300	Quoted	Fully Paid	10,97,934	10,97,921	At Cost
	Thermax Ltd. of ₹ 10/- each	Others	620	620	Quoted	Fully Paid	4,88,118	4,88,118	At Cost
	Thomas Cook (India) Ltd. of ₹ 10/- each	Others	8,300	-	Quoted	Fully Paid	4,98,414	-	At Cost
	United Spirits Ltd of ₹ 10/- each	Others	850	-	Quoted	Fully Paid	4,89,354	-	At Cost
	Amrit Learning Ltd. of ₹ 10/- each	Associate	9,39,100	8,21,600	Unquoted	Fully Paid	1,16,49,000	92,99,000	At Cost
	Total						3,61,15,606	2,99,69,986	
(b)	Investments in Mutual Funds								
	Kotak FMP Series 34(370Days)	Others	-	2,50,000	Quoted	Fully Paid	25,00,000	25,00,000	At Cost
	Kotak FMP Series 29(370Days)	Others	-	2,50,000	Quoted	Fully Paid	25,00,000	25,00,000	At Cost
	Kotak FMP Series 71	Others	2,75,000	-	Quoted	Fully Paid	27,50,000	-	At Cost
	Kotak FMP Series 81	Others	5,50,000	-	Quoted	Fully Paid	55,00,000	-	At Cost
	Deutsche investements India Pvt. Ltd.	Others	25	-	Quoted	Fully Paid	25,00,000	-	At Cost
	Religare FMP Series V Plan B-13M Growth	Others	-	5,00,000	Quoted	Fully Paid	-	50,00,000	At Cost
	Tata Fixed maturity Fund-S-29	Others	-	4,25,000	Quoted	Fully Paid	-	42,50,000	At Cost
	Total						1,07,50,000	1,42,50,000	

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Aggregate amount of quoted investments market value.	38,97,32,176	16,44,15,216

AMRIT AGRO INDUSTRIES LIMITED

9 DEFERRED TAX ASSETS (NET)

Major components of the deferred tax balances:

Deferred Tax Assets	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
On account of depreciation and amortisation	85,557	1,02,877
Net Deferred Tax Assets	85,557	1,02,877

10 LONG TERM LOANS AND ADVANCES

Long term Loans and Advances consist of the following:

Long-term loans and advances	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
(a) Security Deposits		
Unsecured considered good	5,38,895	5,38,895
(b) Other Loans and advances		
Unsecured considered doubtful		
- Excise Deptt. recoverable	5,32,178	5,32,178
- Sales Tax recoverable	1,42,143	1,42,143
Total	6,74,321	6,74,321
Less: Provision for doubtful advances	6,74,321	-
Total(a) + (b)	5,38,895	12,13,216

11 LONG TERM TRADE RECEIVABLES

Other non-current assets consist of the following:

Long term trade receivables	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Unsecured considered doubtful	18,57,342	18,57,342
Less: Provision for Doubtful Debts	18,57,342	-
Total	-	18,57,342

12 CURRENT INVESTMENTS
SHORT TERM INVESTMENTS - AT THE LOWER OF COST AND FAIR VALUE

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Others (refer Note 12B) Investments in Mutual Funds*	1,55,25,044	1,01,49,893
Less: Provision for investments	8,35,907	-
Total	1,46,89,137	1,01,49,893

12B Details of Other Investments

Sr. No.	Name of Body Corporate	Subsidiary/ Associate/ JV/Controlled Special Purpose Entity/Others	No. of Shares/Units		Quoted/ Unquoted	Partly Paid/ Fully Paid	Amount in ₹		Basis of Valuation
			As at 31st Mar., 2012	As at 31st Mar., 2011			As at 31st Mar., 2012	As at 31st Mar., 2011	
(a)	Investments in Mutual Funds								
i	ING Optimix multi-manager equity fund of ₹ 10/- each	Others	4,17,014	4,17,014	Quoted	Fully Paid	40,86,739	50,00,000	Lower of cost & fair value
ii	ICICI Prudential Focused Blue chip fund	Others	33,967	-	Quoted	Fully Paid	5,28,193	-	Lower of cost & fair value
iii	Mirae Assets China advantage fund	Others	1,75,747	1,75,747	Quoted	Fully Paid	18,03,163	20,00,000	Lower of cost & fair value
iv	Kotak Flotier Long Term (GR)	Others	22,805	87,238	Quoted	Fully Paid	3,88,598	13,47,338	Lower of cost & fair value
v	Kotak Flotier Long Term (GR)	Others	1,49,489	-	Quoted	Fully Paid	25,46,216	-	Lower of cost & fair value
vi	Sundram fixed term plan CA Growth	Others	4,60,000	-	Quoted	Fully Paid	47,55,112	-	Lower of cost & fair value
vii	HDFC Cash Management Fund	Others	25,679	85,849	Quoted	Fully Paid	5,81,116	18,02,555	Lower of cost & fair value
	Total						1,46,89,137	1,01,49,893	

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Aggregate amount of quoted investments - Market Value**	1,46,89,137	72,22,788

Note: * Since the market price is less than the cost, the amount has been reduced on the basis of measurement principle prescribed in Accounting Standard-13 and the same has been shown as reduced value of investments as per Revised Schedule VI.

****** The figures of above investments were shown as long term investments in previous year ended 31st March 2011. The above investments are now considered as current investments in accordance with the new Revised Schedule VI and as per the management of the company.

AMRIT AGRO INDUSTRIES LIMITED

13 INVENTORIES

Inventories consist of the following:

Inventories	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Stock in Trade	1,26,19,236	6,82,88,348
Total	1,26,19,236	6,82,88,348

Inventory Valuation Method:

Stock in trade are valued at lower of moving weighted average cost or net realizable value. Cost of inventory consists of all costs of purchases and other costs incurred in bringing the inventory to their present location and condition.

14 TRADE RECEIVABLES

Trade receivables consist of the following:

Trade Receivable	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Trade receivables outstanding for a period less than six months from the date they are due for payment unsecured, considered good	-	-
Trade receivables outstanding for a period exceeding six months from the date they are due for payment unsecured, considered good	-	2,69,354
Total	-	2,69,354

15 CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the following:

Cash and Cash Equivalents	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
a. Balances with banks - In Current Accounts (refer Note 15A)	2,24,50,707	1,81,01,986
b. Cheques, drafts in hand	-	2,30,88,347
c. Cash in hand	34,432	13,319
d. Others - Margin Money for Bank Guarantees (refer Note 15B)	1,45,023	2,45,023
Total	2,26,30,162	4,14,48,675

AMRIT AGRO INDUSTRIES LIMITED

15A Details of Current Accounts

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Punjab National Bank	2,02,16,638	1,64,49,599
Axis Bank	20,75,046	13,99,283
Other Banks	1,59,023	2,53,104
Total	2,24,50,707	1,81,01,986

15B Details of Margin Money

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Punjab National Bank	1,45,023	2,45,023
Total	1,45,023	2,45,023

16 SHORT TERM LOANS AND ADVANCES

Short term loans and advances consist of the following:

Short-term Loans and Advances	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
(a) Loans and advances to related parties		
Unsecured, considered good		
- Security Deposit	-	25,00,000
(b) Other Loans and advances		
Unsecured, considered good		
- MAT Credit Entitlement	37,20,845	35,16,577
- Other Loans and advances (refer Note 16A)	14,19,830	58,15,660
Total	51,40,675	1,18,32,237

16A Details of other loans and advances consist of the following:

Particulars	As at 31st March, 2012 Amount in ₹	As at 31st March, 2011 Amount in ₹
Interest Receivable	1,44,304	6,029
T.D.S on Interest recd.	61,722	1,27,379
Advance E-Tax form	83,671	-
Prepaid Expenses	6,016	59,091
AVSL Industries	10,00,000	10,00,000
Share India Securities Ltd.	-	20,798
Other Recoverables	-	45,37,690
Advance FBT	-	2,596
Advance Tax (Net of Tax)	1,24,117	62,077
Total	14,19,830	58,15,660

AMRIT AGRO INDUSTRIES LIMITED

17 REVENUE FROM OPERATIONS

Revenue from operations consist of revenues from:

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹
Sale of products (refer Note 17A)	48,24,23,117	1,84,60,68,778
Total	48,24,23,117	1,84,60,68,778

17A Details of Goods sold

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹
Trading goods		
- Vanaspati	3,85,46,444	1,14,51,69,786
- Refined oil	39,82,97,605	70,08,98,992
- Castor Seed	2,26,76,658	-
- Castor Oil	96,94,428	-
- Paddytrd	47,50,191	-
- Cotton Seed Wash Oil	44,75,792	-
- Guar Gum	39,81,999	-
Total	48,24,23,117	1,84,60,68,778

18 OTHER INCOME

Other income (Net) consist of the following:

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹
Interest income (refer Note 18A)	4,00,019	2,55,453
Dividend income	1,96,19,216	15,10,332
Gain/(Loss) on sale of investments (Net)	2,72,309	9,13,481
Incentive Received	18,20,547	94,93,097
Miscellaneous Receipt	23,993	90,980
Total	2,21,36,084	1,22,63,343

AMRIT AGRO INDUSTRIES LIMITED

18A Details of Interest Income

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹
Interest on Inter corporate deposits	1,47,479	1,65,178
Interest on Bank fixed deposits	1,07,835	6,028
Interest on income tax refund	6,898	-
Interest on Security	1,37,807	84,247
Total	4,00,019	2,55,453

19 DETAILS OF GOODS PURCHASED FOR TRADING

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹
Stock in trade		
- Vanaspati	2,82,45,399	1,15,19,19,848
- Refined oil	37,34,52,999	70,81,30,345
- Castor Seed	3,02,08,125	-
- Castor Oil	95,74,307	-
- Paddytrd	93,81,759	-
- Cotton Seed Wash Oil	44,19,683	-
- Guar Gum	39,27,300	-
Total	45,92,09,572	1,86,00,50,193

20 DETAILS OF CHANGES IN INVENTORY

Inventory at the end of the year consists of the following:

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹	Increase/ (Decrease) Amount in ₹
Stock in Trade			
- Vanaspati	-	94,26,500	94,26,500
- Refined oil	-	2,02,98,480	2,02,98,480
- Castor Seed	79,28,356	-	(79,28,356)
- Castor Oil	-	-	-
- Paddytrd	46,90,880	-	(46,90,880)
- Cotton Seed Wash Oil	-	-	-
- Guar Gum	-	-	-
Total	1,26,19,236	2,97,24,980	1,71,05,744

AMRIT AGRO INDUSTRIES LIMITED

21 OTHER EXPENSES

Other expenses consist of the following:

Particulars	For the year ended 31st March, 2012 Amount in ₹	For the year ended 31st March, 2011 Amount in ₹
Sale Depot Expenses	18,68,281	27,79,559
Travelling and Conveyance	66,577	76,663
Freight Outward	28,63,400	1,18,71,344
Payment to Auditors		
- Audit fee	1,40,450	27,575
- Reimbursement of expenses	19,900	2,100
Payment to Directors		
- as sitting fees	5,000	5,000
- as travelling expenses	-	5,000
Legal & Professional charges	5,74,193	12,38,450
Provision for Duty Recoverable/Doubtful Debts	25,31,663	-
Reduction in value of Current Investments	8,35,907	-
Dealers Incentives	9,93,481	62,22,419
Miscellaneous Expenses	10,29,367	17,87,617
Total	1,09,28,219	2,40,15,727

22 TAX EXPENSES

Tax expenses consist of the following:

Particulars	For the year ended 31st March 2012 Amount in ₹	For the year ended 31st March 2011 Amount in ₹
Current Tax		
- Income Tax	9,44,163	61,32,941
- MAT Credit Entitlement	(2,04,268)	(35,16,577)
Deferred Tax Liabilities		
Depreciation and amortisation	17,320	(1,02,877)
Total	7,57,215	25,13,487

AMRIT AGRO INDUSTRIES LIMITED

23. The company has no manufacturing activities at present. The company has been carrying on trading activities in edible oils & other commodities.

24. Contingent Liabilities

Name of the statutes	Nature of dues	A.Y.	Amount (₹)	Forum where dispute is pending
UPTT Act, 1948	Demand Order u/s 21 (20)	2000-01	20,42,212	Asst. Commissioner , Noida
TNGST, Chennai	Demand TNGST Order dated 25.1.2001	1998-99	1,90,144	Sales Tax Appellate Tribunal, Chennai
Total			22,32,356	

25. During the financial year 2011-12, the Company has disposed off some of its long term investment which has resulted into an income of ₹ 14,00,430/- which was of exceptional nature. Accordingly, such income of ₹ 14,00,430/- was shown as Exceptional Income in the Profit and Loss Account.

During the previous year 2010-11, the Company sold/transferred its long term investment of 5,35,635 equity shares of ₹ 10/- each of M/s ABC Paper Ltd. to a co-promoter by way of inter-se transfer between the promoters consequent to restructuring of shareholding amongst the promoters of the Company. It has resulted into an income of ₹ 3,40,13,911/- which was of exceptional nature. Accordingly, such income of ₹ 3,40,13,911/- was shown as Exceptional Income in the Profit and Loss Account.

26. (a) The Company, being legal/beneficial owner and registered proprietor of the Trademark 'Yumkeenz,' has sold the same to M/s H. R. Snacks Pvt. Ltd., New Delhi, for which H. R. Snacks Pvt. Ltd. has paid a sale consideration to Amrit Agro Industries Ltd. M/s H. R. Snacks Pvt. Ltd. has offered to purchase the same by way of transfer/assignment to it for a consideration of ₹ 35,00,000/-. The offer of H. R. Snacks Pvt. Ltd. was accepted by the Company after approval of the same by the Board of Directors.

(b) The transfer of the Trademark 'Yumkeenz' to H. R. Snacks Pvt. Ltd. has resulted in a profit of ₹ 33,33,333/-. The same has been shown under the head "Exceptional Item" in the Profit & Loss Account. The profit of ₹ 33,33,333/- is computed as under:

(i) Gross amount realized on sale of brand name	₹ 35,00,000
(ii) Less: C.S.T	₹ 1,66,667
(iii) Net Profit on sale of 'Yumkeenz'	₹ 33,33,333

27. The Company had no outstanding dues to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act) as at March 31, 2012.

28. There are no employees in the Company in the year ending 31st March, 2012. No Employee Benefit Schemes such as Gratuity, Provident Fund & other staff welfare schemes are applicable to the Company during the reporting period. Accordingly, no provision has been made during the reporting period as mandated by "Accounting Standard-15 on Employees Benefits", issued by the Institute of Chartered Accountants of India.

29. Related Party Disclosures

a. Related Parties

(i) Key Management Personnel	: Mr. N. K. Bajaj, Chairman : Mr. V. K. Bajaj, Director
(ii) Associate Companies	: M/s Amrit Corp. Ltd. (ACL) : M/s Amrit Learning Ltd. (ALL) : M/s Amrit Banaspati Company Ltd. (ABCL)

AMRIT AGRO INDUSTRIES LIMITED

B. Transactions with Related Parties

(Fig. in ₹)

	Type of Transaction	ACL		APL		ABCL		ALL		Key Managerial Personnel	
		2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11
(a)	Remuneration of key managerial personnel- Sitting Fees	-	-	-	-	-	-	-	-	2,500	2,500
(b)	Expenses Reimbursed	-	16,658	-	-	-	-	-	-	-	-
(c)	Investments Sold	-	-	99,08,159	-	-	-	-	-	-	-
(d)	Purchases	-	-	-	-	36,31,35,030	1,89,86,18,959	-	-	-	-
(e)	Dividend Received	10,71,268	5,35,634	-	-	1,80,95,232	5,35,634	-	-	-	-
(f)	Investments in Shares	-	-	-	-	-	-	23,50,000	-	-	-
Closing Balance as on 31st March, 2012											
(i)	Loans & Advances	-	-	-	-	-	-	-	-	-	-
(ii)	Credit Balance	-	-	-	-	-	8,77,50,258	-	-	-	-
(iii)	Investments in shares	49,54,078	49,54,078	-	-	81,33,279.60	81,33,279.60	1,16,49,000	92,99,000	-	-

* ABC Paper Ltd. (now known as Kuantum Papers Ltd.) has ceased to be the associate company/ related party w.e.f. 16th July, 2010 consequent to divestment of the shareholding of ABC Paper by the Company and the resignations of common directors from both the companies. Accordingly, the transactions with ABC Paper have been furnished till 15th July, 2010.

30. Segment Information

The Company is investing its idle funds in investment activities and considering that there is only one segment as required to be given in Accounting Standard (AS-17) 'Segment Reporting', issued by the Institute of Chartered Accountants of India, there is no segment information for the year ended March 31, 2012 which is required to be given.

31. Earning per share

	(Fig in ₹) 2011-12	(Fig. in ₹) 2010-11
Profit after Tax as per Profit & Loss Account	2,12,85,274	3,54,84,976
Profit attributable to equity shareholders	2,12,85,274	3,54,84,976
Weight average number of equity shares outstanding	30,00,000	30,00,000
Basic and diluted earning per share in rupee (face value – ₹ 10/- per share) including Exceptional Income	7.10	11.83

32. Information pursuant to Clause 32 of the Listing Agreement with stock exchanges

	2011-12	2010-11
Loans and advances in the nature of loans to associates/ companies in which directors are interested	Nil	Nil

33. Previous year's figures have been regrouped/re-arranged wherever necessary.

AMRIT AGRO INDUSTRIES LIMITED

AMRIT AGRO INDUSTRIES LIMITED

Regd. Office : CM/28C, 1st Floor, Gagan Enclave, Amrit Nagar, G.T. Road, Ghaziabad-201009 (U.P.)
26th ANNUAL GENERAL MEETING – 14TH August, 2012 AT 3.30 P.M.
AT CHAUDHARY BHAVAN, (NEAR JAIN MANDIR), 'E' BLOCK,
KAVI NAGAR, GHAZIABAD – 201 002 (U.P.)

ATTENDANCE SLIP

Name of Member
Folio No.

Signature: _____

If Joint Holder is attending: _____

(Full name in block letters)

Signature: _____

If Proxy: _____

(Full name in block letters)

Signature : _____

Note: if attending, please bring this form duly completed at the time of the meeting

Shares Held



AMRIT AGRO INDUSTRIES LIMITED

Regd. Office : CM/28C, 1st Floor, Gagan Enclave, Amrit Nagar, G.T. Road, Ghaziabad-201009 (U.P.)

PROXY FORM

Folio No. _____

I/ we _____

of _____ being a member/members of Amrit Agro Industries Limited

hereby appoint _____ of _____

in the district of _____

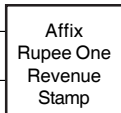
or failing him _____ of _____

in the district of _____

as my/our proxy in my/our absence to attend and vote for me /us on my/our behalf at the Annual General Meeting of the Company to be held on 14th August, 2012 at 3:30 pm at Chaudhary Bhawan, (Near Jain Mandir), 'E' Block, Kavi Nagar, Ghaziabad, (U.P.) and at any adjournment thereof.

Signed this _____ day of _____ 2012

Signature (s) of _____
the Member (s)



Note : The Proxy must be deposited at the Shares Department of the Company at CM/28C, 1st Floor, Gagan Enclave, Amrit Nagar, G.T. Road, Ghaziabad-201 009 (U.P.) not less than 48 hours before the time for holding the Meeting. THE PROXY NEED NOT BE A MEMBER.

Book Post

To

If undelivered, please return to:

AMRIT AGRO INDUSTRIES LIMITED

Regd. Office :

CM/28C, 1st Floor, Gagan Enclave, Amrit Nagar, G.T. Road,
Ghaziabad-201 009 (U.P.)