

## DIRECTORS' REPORT

### TO THE MEMBERS,

Your Directors have pleasure in presenting the 20<sup>th</sup> Annual Report of the Company together with the Audited Statements of accounts for the year ended March 31<sup>st</sup>, 2011.

### OPERATION

During the year under review your companies sales has increased to Rs. 2145.84 Lakhs and a pretax loss of Rs. 32.33 Lakhs was incurred after providing depreciation of Rs. 6.36 Lakhs during the year. After adjustment of deffered tax the net loss stands at Rs. 21.25 Lakhs.

### FINANCIALS OF THE COMPANY

Particulars	2010-11	2009-10
Sales Turnover (Net)	214584105	187194829
Other Income	201473	1024129
Expenditure excluding Depreciation	217255070	189742464
Depreciation	635726	692858
Profit for the year before Tax	(3233211)	(2306087)
Provision for Taxation	(1107673)	(562110)
Prior period adjustments	1129981	2873958
Net Profit after Tax	(995557)	1129981

### DIVIDEND

Considering the financials of the Company, the directors do not recommend any dividend for the financial year 2010-11.

### AUDITORS AND AUDITOR'S REPORT

The company's auditors M/s S.S. Kothari Mehta & Co., New Delhi, will retire at the conclusion of ensuing Annual General Meeting and being eligible for re-appointment have offered themselves for reappointment. They have furnished certificate to the effect that their appointment if made will be in accordance with sub section (1B) of Section 224, of the Companies Act, 1956.

In respect of auditor's qualification, your directos' have to explain that, considering the size and nature of the business of the company, the directors are of the opinion that the internal control systems are effective and adequate and does not require any further measures for internal audit system.

### DIRECTORS

During the year there has been no change in the Board of Directors.

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Shri Kailash Kumar Dhoot and Shri Pawan Kumar Maheshwari retire by rotation at the ensuing Annual General Meeting of the Company. They both are eligible for re-appointment.

### COMPLIANCE CERTIFICATE

As per the requirement of Section 383A of the Companies Act, 1956 and Companies (Compliance Certificate) Rules, 2001, the Company has obtained a Certificate from M/s. V.

M. & Associates, Company Secretaries in Whole-time Practice, confirming that the Company has complied with the provisions of the Companies Act, 1956 and a copy of the Compliance Certificate is annexed to this report.

Further, it is proposed to appoint, M/s V. M. & Associates, Company Secretaries in Whole-time Practice, for issuance of Compliance Certificate under section 383A of the Companies Act, 1956, for the financial year 2011-12.

### **PARTICULARS OF EMPLOYEES**

Information in accordance with Sub Section (2A) of Section 217 of the Companies Act, 1956 as amended read with Companies (Particulars of Employees) Rules, 1975 is **NIL**.

### **FIXED DEPOSIT**

The company has not invited any fixed deposit during the year under review.

### **CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars regarding foreign exchange earnings and expenditure are **NIL**.

The directors always put stress on utilizing the power and fuel at optimum efficiency. The Company is using agro-waste, in place of coal. The particulars of power and fuel consumed is annexed in Annexure "A" herewith and forms integral part of the report. The company is using Agro waste in place of coal.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, is hereby confirmed:

- (i) that in preparation of the accounts for the financial year ended 31<sup>st</sup> March, 2011, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that the Directors have selected such accounting policies and applied consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for the preventing and detecting fraud and other irregularities;
- (iv) that the Directors have prepared the accounts for the financial year ended 31<sup>st</sup> March, 2011 on a 'going concern basis'.

### **1. ACKNOWLEDGEMENT**

Your Directors wish to place on record their sincere appreciation of dedicated effort of all concerned at all levels.

**PLACE: ALWAR**  
**DATED: 30.08.2011**

**FOR AND ON BEHALF OF THE BOARD**

**D P SARDA**

**DIRECTOR**

## ANNEXURE 'A'

Information required under the companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988

- a) The Company has installed Mustard Husk(Agro Waste) firing furnace which has helped in saving of fuel cost.
- b) There are no additional investment proposals.
- c) Impact of measures (a) and above are reduction of energy consumption and its impact on the cost of production estimated amount as to cost benefits –Rs. 3.00 Lakhs during the year.
- D) Total energy consumption and energy consumption as per form 'A'

### FORM 'A'

Form for disclosure of particulars with respect to conservation of energy.

	<b>Current Year 2010-11</b>	Previous Year 2009-10
Power And Fuel Consumption		
<b>1 ELECTRICITY</b>		
a) Unit Consumed (KWH)	<b>944100</b>	884541
Total Amount (Rs.)	<b>4319251</b>	4008414
Rate/Unit	<b>4.57</b>	4.53
b) Other Generation		
Diesel Generator (KWH)	<b>4950</b>	2100
Total Amount (Rs.)	<b>55677</b>	19915
Rate/Unit	<b>11.25</b>	9.48
<b>2 FUEL</b>		
a) Mustard Husk Consumed (M. Tons)	<b>267.26</b>	207.06
<b>Fuel Amount (Rs.)</b>		
a) Mustard Husk	<b>660579</b>	489478
<b>3 PROCESSING OF M. SEED IN QUINTALS</b>		
a) Mustard Seed	<b>75821.91</b>	64526.86
<b>4 ELECTRICITY CONSUMED IN KWH PER QUINTAL</b>		
a) Mustard Seed	<b>12.52</b>	13.71
<b>5 MUSTARD HUSK CONSUMED (In M.Tons of Seed Processed)</b>	<b>0.04</b>	0.03

### FORM 'B'

1 Research & Development	Nil
2 Benefit Derived as result of the above	Nil
3 Future Plan of Action	To aim for energy efficient extraction
4 Expenditure on R & D for the year ended 31st Mar 2011	Nil
II Technology Absorption	Nil
III Foreign Exchange Earning and Outgo	Nil
a. Activities relating to exports, incentive to increase export, development of New Exports, Incentive to increase export services and Export Plans	Nil

COMPLIANCE CERTIFICATE

**CIN: L15142RJ1991PLC006353**  
**Nominal Capital Rs. 5,00,00,000/-**

**To,**

The Members,  
**Sarda Protiens Limited**  
**E-172 (A), Matsya Industrial Area,**  
**Alwar- 301030**

We have examined the registers, records, books, documents and papers of **SARDA PROTIENS LIMITED**, (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31<sup>st</sup> March, 2011**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. the Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. the Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate with the Registrar of Companies through the Ministry of Corporate Affairs, prescribed under the Act and the rules made thereunder. However, no forms and returns were required to be filed with the Regional Director, Central Government, Company Law Board or other authorities.
3. the Board of Directors duly met **8 (Eight)** times on 14.05.2010, 26.05.2010, 10.06.2010, 20.07.2010, 31.08.2010, 03.09.2010, 30.10.2010 and 29.01.2011 in respect of which meetings proper notices were given and the proceedings were properly recorded in the Minutes Book maintained for the purpose. However, no circular resolution was passed.
4. the Company closed its Register of Members from 29<sup>th</sup> September, 2010 to 30<sup>th</sup> September, 2010 (both days inclusive) and necessary compliance of Section 154 of the Act has been made in this regard.
5. the Annual General Meeting for the financial year ended on **31<sup>st</sup> March, 2010** was held on **30.09.2010** after giving due notice to the members of the Company and the resolutions passed there at were duly recorded in the Minutes Book maintained for the purpose.
6. the Company has made necessary entries in the register maintained under section 301 of the Act.
7. the Company has
  - a) delivered all the certificates on lodgment thereof for transfer of securities in accordance with the provisions of the Act.
  - b) duly complied with the requirements of section 217 of the Act.
8. the Board of Directors of the Company is duly constituted. During the year Shri Badri Bishal Sarma and Shri Siddharth Sarma, retired by rotation and being eligible were re-

appointed. However, there was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.

9. the directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
10. the Company has deposited both employee's and employer's contribution to provident fund with the prescribed authorities pursuant to Section 418 of the act.
11. other paras of the Companies (Compliance Certificate) Rules, 2001 are either **NIL** or **NOT APPLICABLE** for the current year.

**NOTE:** Pursuant to Section 192A of the Companies Act, 1956, the Company conducted postal ballot, for seeking the approval of the Members of the Company by an Ordinary Resolution to sell, lease or dispose off the whole or substantially the whole of the undertaking(s) of the Company, pursuant to the provisions of section 293(1)(a) of the Companies Act, 1956. The result of the said postal ballot was declared on 05.07.2010.

**PLACE: JAIPUR**  
**DATE: 30.08.2011**

**FOR V. M. & ASSOCIATES**  
**COMPANY SECRETARIES**

**V. M. DAVE**  
**PARTNER**  
**Certificate of Practice: 452**

## **Annexure A**

Registers as maintained by the Company:

- |   |          |
|---|----------|
| 1. Register of Members                                  | u/s 150  |
| 2. Minutes Book of Board, Committee and General Meeting | u/s 193  |
| 3. Register of Contracts                                | u/s 301  |
| 4. Register of Directors                                | u/s 303  |
| 5. Register of Investments                              | u/s 372A |
| 6. Register of Share Transfer                           | -----    |

## **Annexure B**

Forms and Returns as filed by the Company with the Registrar of Companies, Rajasthan at Jaipur through the Ministry of Corporate Affairs during the financial year ending on **31<sup>st</sup> March, 2011**:

1. E-Form No. 62 dated 26.05.2010 containing calendar of events with regard to postal ballot was filed in time on 29.05.2010.
2. E-Form 17 dated 10.06.2010 for satisfaction of charge of Rajasthan Financial Corporation was filed in time on 05.07.2010.
3. E-Form No. 23 dated 05.07.2010 for registration of Postal Ballot resolution was filed in time on 29.07.2011.
4. E-Form No. 66 along with Compliance Certificate filed u/s 383A for the financial year ended on 31.03.2010, filed on 27.10.2010.
5. E-Form No. 23AC and 23ACA alongwith Balance Sheet and Profit & Loss Account for the year ended on 31.03.2010, filed u/s 220 on 27.10.2010.
6. E-Form No. 20B alongwith Annual Return under Schedule V, for the Annual General Meeting held on 30.09.2010 was filed in time on 25.11.2010.

## AUDITORS' REPORT

### To the members of Sarda Proteins Limited

1. We have audited the attached Balance Sheet of Sarda Proteins Limited as at March 31, 2011 and also the Profit & Loss Account and the Cash Flow Statement of the Company 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 have conducted our audit in accordance with 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 financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

3. As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditors' Report) (Amendment) Order, 2004 (collectively the Order) issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, 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 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 Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
- d) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
- e) On the basis of information & explanations received from the management and the written representations received from directors of the company as on March 31, 2011, and taken on record by the Board of Directors, none of the directors of the company are disqualified as on March 31, 2011 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.
- f) Without qualifying our opinion, attention is invited to note no. 8 of Schedule XIII wherein the company has not provided for diminution in the value of investment in the equity shares of a company for the reasons explained therein.
- g) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with the Accounting policies and Notes thereon,

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 Balance Sheet, of the state of affairs of the Company as at March 31, 2011;
- ii) In the case of Profit and Loss Account, of the loss for the year ended on that date; and
- iii) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For **S.S. KOTHARI MEHTA & CO.**  
Chartered Accountants  
Firm Reg No.- 000756N

Place: New Delhi  
Dated: 30<sup>th</sup> August 2011

**KAMAL KISHORE**  
Partner  
M.No. 078017



**ANNEXURE TO AUDITORS' REPORT**  
**(Annexure referred to in our report of even date)**

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. Management has physically verified certain fixed assets during the year. There were no discrepancies noticed on such verification between the physical balances and fixed assets records.  
  
(c) No substantial part of fixed assets have been disposed off during the year.
2. (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.  
  
(b) The procedures for the physical verification of inventory followed by the management are, in our opinion, reasonable and adequate in relation to the size of the Company and nature of its business.  
  
(c) In our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been properly dealt with in the books of account.
3. (a) The Company has not granted any loan, secured or unsecured, to Companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956.  
  
(b) The company has not taken any loan, secured or unsecured, from companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956.  
  
(c) Since there are no such loans, the comments regarding terms & conditions, repayment of the principal amount & interest thereon and overdue amount are not required.
4. In our opinion, and according to the information and explanations given to us during the course of audit, there are adequate internal control systems commensurate with size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods. Further, on the basis of our examination of the books & records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across nor have we been informed of any instance of major weaknesses in the aforesaid internal control systems.

5. (a) Based upon the audit procedures applied by us and according to the information and explanations given to us, there are no particulars of contracts or arrangements which are required to be entered into the register maintained under section 301 of the Companies Act, 1956.  
  
(b) In our opinion, and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements required to be entered in the register maintained under Section 301 of the Companies Act, 1956 and aggregating during the year to Rupees five lakhs or more in respect of each party.
6. The Company has not accepted any deposits from the public within the meaning of section 58A and 58AA of the Companies Act, 1956 or any other relevant provisions of the Act including the Companies (Acceptance of Deposit) Rules, 1975.
7. In our opinion, *the Company does not have an internal audit system commensurate with the size & nature of its business.*
8. The Central Government has not prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the Company.
9. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-tax, Sales-tax, Wealth-tax, Service tax, Custom Duty, Excise Duty, Cess and other material statutory dues wherever applicable have been generally regularly deposited with the appropriate authorities during the year and there are no undisputed statutory dues outstanding as on the date of Balance Sheet for a period exceeding six months from the date they became payable.  
  
(b) According to the information & explanations given to us and as per the books and records examined by us, there are no dues of Income Tax, Custom duty, Wealth Tax, Service tax, Sales tax, Excise duty and Cess which have not been deposited on account of any dispute.
10. There are no accumulated losses as at the end of the financial year. The company has incurred cash losses during the financial year and in the immediately preceding financial year.
11. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company does not fall within the category of Chit fund / Nidhi / Mutual Benefit fund / Society and hence the related reporting requirements of the Order are not applicable.
14. In respect of the Company's dealing in shares and other investments, proper record has been made of the transactions & contracts and timely entries have been made therein. All the investments are held by the company in its own name.

15. The company has not given any guarantee for loan taken by others from bank or financial institution.
16. According to the information & explanations given to us, the Company has not taken any term loans during the year.
17. According to the information and explanations given to us and on an overall examination of balance sheet of the company, the funds raised on short term basis have not been applied for long term investments.
18. The Company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. The Company has not issued any debentures during the year nor are there any outstanding debentures.
20. The Company has not raised any money by way of public issues during the year.
21. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud on or by the Company, noticed and reported during the year, nor have we been informed of such case by the management.

**For S.S. KOTHARI MEHTA & CO.**  
Chartered Accountants  
Firm Reg No 000756N

Place: New Delhi  
Dated: 30<sup>th</sup> August 2011

**KAMAL KISHORE**  
Partner  
M. No. 078017

**SARDA PROTEINS LIMITED****BALANCE SHEET AS AT 31st MARCH 2011**

Particulars	Schedule	AS At 31.03.11 Amount (Rs.)		AS At 31.03.10 Amount (Rs.)
<b>SOURCES OF FUNDS :</b>				
<b>1 Share Capital</b>	<b>I</b>	<b>24348500</b>		24348500
Reserve & Surplus				
Profit & Loss account		<b>0</b>	1129981	
Capital Subsidy		<b>1807800</b>	<b>1807800</b>	2937781
<b>2 Loan Fund:</b>				
Secured Loans	<b>II</b>	--		--
Unsecured Loans		--		--
<b>3 Deferred Tax Liabilities</b>				
			<b>26156300</b>	<b>27286281</b>
<b>APPLICATION OF FUNDS :</b>				
<b>1 FIXED ASSETS</b>	<b>III</b>			
Gross Block		<b>17336648</b>	17631463	
Less: Depreciation		<b>12435889</b>	<b>12094978</b>	
Net Block		<b>4900759</b>		5536485
<b>2 Investments</b>	<b>IV</b>	<b>6906900</b>		6906900
<b>3 Deferred Tax Assets</b>		<b>1275958</b>		168285
<b>4 Current Assets, Loans &amp; Advances</b>	<b>V</b>			
Inventories		<b>11287993</b>	9401493	
Sundry Debtors		<b>9291265</b>	6984695	
Cash & Bank Balances		<b>4679363</b>	3142870	
Other Current Assets		<b>114064</b>	26716	
Loans & Advances		<b>7642714</b>	<b>7484576</b>	
		<b>33015399</b>	<b>27040350</b>	
Less :				
<b>Current Liabilities &amp; Provisions</b>	<b>VI</b>			
Liabilities		<b>19891446</b>	11180679	
Provisions		<b>1046827</b>	<b>1185060</b>	
		<b>20938273</b>	<b>12365739</b>	
<b>Net Current Assets</b>		<b>12077126</b>		14674611
<b>Profit &amp; Loss A/c</b>		<b>995557</b>		0
		<b>26156300</b>		<b>27286281</b>
<b>Significant Accounting Policies and Notes to Accounts</b>	<b>XIII</b>	0.00		0.00
As per our report of even date attached for <b>S.S.Kothari Mehta &amp; Co.</b> Chartered Accountants				

**KAMAL KISHORE**Partner  
M.No. 078017  
Dated: 30.08.2011  
Place : New Delhi**D.P. SARDA**  
Director**S.Sarda**  
Director

**SARDA PROTEINS LIMITED****PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH 2011**

Particulars	Schedules	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b>INCOME :</b>			
Sales		<b>214584105</b>	187194829
Other Income	<b>VII</b>	<b>201473</b>	1024129
Increase /(Decrease) in Stock of Finished Goods	<b>VIII</b>	<b>(127993)</b>	<b>(89723)</b>
		<b>214657585</b>	<b>188129235</b>
<b>EXPENDITURE :</b>			
Raw Material Consumed	<b>IX</b>	<b>197355613</b>	168844780
Cost of Raw Material Sold			2128746
Goods Purchases		<b>6953410</b>	4872428
Remuneration & benefits to employees	<b>X</b>	<b>3154712</b>	3101179
Other Expenses	<b>XI</b>	<b>9457021</b>	9090614
Interest	<b>XII</b>	<b>334314</b>	1704717
Depreciation	<b>III</b>	<b>635726</b>	692858
		<b>217890796</b>	<b>190435322</b>
Profit/ (Loss) Before Tax		<b>(3233211)</b>	<b>(2306087)</b>
Provision For Taxation			
a) Current Income Tax		-	-
b) Earlier Year income Tax		-	15160
b) Fringe Benefit Tax		-	1648
c) Deferred Tax		<b>(1107673)</b>	<b>(578918)</b>
Profit/ (Loss) after Tax		<b>(2125538)</b>	<b>(1743977)</b>
Amount brought forward from previous year		<b>1129981</b>	2873958
Amount Carried to Balance Sheet		<b>(995557)</b>	1129981
Basic & Diluted Earning per Share(Rs.)		<b>(1)</b>	<b>(1)</b>

As per our report of even date attached  
for **S.S.Kothari Mehta & Co.**  
Chartered Accountants

**KAMAL KISHORE**

Partner  
M.No. 078017  
Dated:30.08.2011  
Place : New Delhi

**D.P. SARDA**  
Director

**S.Sarda**  
Director

**SARDA PROTEINS LIMITED**

SCHEDULES I TO XII ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT  
31st MARCH, 2011 AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE

Particulars	<b>As At 31.03.11 Amount (Rs.)</b>	As At 31.03.10 Amount (Rs.)
<b>SCHEDULE-I</b>		
<b>SHARE CAPITAL</b>		
Authorised 50,00,000 Equity Shares of of Rs. 10/= each	<u>5000000</u>	<u>5000000</u>
Issued, Subscribed and Paid up 3283100 Equity Shares of Rs. 10/- each fully paid up	<b>32831000</b>	32831000
Less : Calls in Arrears ( Other then Directors)	<b>8482500</b>	8482500
	<u><b>24348500</b></u>	<u>24348500</u>
<b>SCHEDULE-II</b>		
<b>SECURED LOANS</b>		
From Financial Institution	<b>0</b>	0
From Banks (against working capital)	<u><b>0</b></u>	<u>0</u>
	<u><b>0</b></u>	<u>0</u>

**SCHEDULE-III FIXED ASSETS**

Particulars	GROSS				DEPRECIATION				NET	
	Cost as on	Add During	Deduction	Total	As on	For the	Dep.Adju.	Total up to	As on	As on
	01.04.10	the year		31.03.11	01.04.10	Year	on Sale	31.03.2011	31.03.2011	31.03.2010
Land (Lease hold)	1061645	0	0	1061645	0	0	0	0	1061645	1061645
Building	2143882	0	0	2143882	289549	71606	0	361155	1782727	1854333
Plant & Machinery	11057210	0	0	11057210	9870071	335896	0	10205967	851243	1187139
Other Equipment	578480	0	0	578480	421510	39380	0	460890	117590	156970
Vehicle	2521624	0	294815	2226809	1305190	181123	294815	1191498	1035311	1216434
Furniture & Fixtures	268622	0	0	268622	208658	7721	0	216379	52243	59964
<b>TOTAL</b>	17631463	0	294815	17336648	12094978	635726	294815	12435889	4900759	5536485
Previous Year	17160252	698383	227172	17631463	11629292	692858	227172	12094978	5536485	5530960

<b>Particulars</b>	<b>As At 31.03.11</b>	<b>As At 31.03.10</b>
<b>SCHEDULE-IV</b>		
LONG TERM INVESTMENTS (NON-TRADE, AT COST)		
UNQUOTED		
National Savings Certificate (Pledged with Sales Tax and Mandi Tax Authorities)	<b>18000</b>	18000
Aura Infra (P) Ltd. 114500 Shares Face Vale Rs.10.00	<b>6870000</b>	6870000
Quoted		
State Bank of Bikaner & Jaipur 350 Shares Face Value Rs. 10.00	<b>18900</b>	18900
	<u><b>6906900</b></u>	<u>6906900</u>
Note: Market Value of Quoted investment	<b>182018</b>	158778
Book Value quoted investment	<b>18900</b>	18900
Book Value of unquoted investment	<b>6888800</b>	6888800
<b>SCHEDULE-V</b>		
CURRENT ASSETS, LOANS AND ADVANCES		
Inventories (As taken and certified by management)		
Raw Material	<b>8518454</b>	6607285
Finished Goods	<b>2363167</b>	2491160
Stores & Spares	<b>102945</b>	108655
Packing Material	<b>303427</b>	194393
	<u><b>11287993</b></u>	<u>9401493</u>
<b>SUNDRY DEBTORS</b>		
(Unsecured, considered Good)		
Debts Outstanding for a period exceeding six months	<b>878481</b>	1105453
Other Debts	<b>8412784</b>	5879242
	<u><b>9291265</b></u>	<u>6984695</u>
Cash & Bank Balances		
Cash in Hand	<b>119275</b>	128807
Balances with Scheduled Banks		
In Current Account	<b>3540088</b>	1994063
In Fixed deposit Account	<b>1000000</b>	1000000
In Margin Money Account	<b>20000</b>	20000
	<u><b>4679363</b></u>	<u>3142870</u>
Note:		
Balances with Scheduled bank in margin money account represents margin money against guarantee of Rs. 20000/= given by bank to sales tax authorities.		
Other Current Assets		
Interest Receivable	<b>114064</b>	26716
	<u><b>114064</b></u>	<u>26716</u>
Advances recoverable in cash or in kind for value to be received	<b>2774458</b>	2202730
Share Application Money (Unquoted)	<b>4200000</b>	4200000
Security Deposits	<b>631400</b>	850900
TDS, Advance tax etc.	<b>36856</b>	230946
	<u><b>7642714</b></u>	<u>7484576</u>

**SCHEDULE-VI****CURRENT LIABILITIES & PROVISIONS**

## Liabilities

## Sundry Creditors

Due to Micro, Small, Medium Enterprises

Others

Outstanding Liabilities

Other Liabilities

Bank OD

Advances from Customers

**NIL****18733522****725612****135809****223797****72706****19891446**

NIL

10135363

756457

170577

0

118282

11180679

## Provisions

Income Tax Payable

Gratuity and Earned Leave Payable

**NIL****1046827****1046827**

210533

974527

1185060

## Note:

Sundry Creditors include due to Directors Rs. 166881.79 Maximum due any time during the year Rs. 619645.00

(previous year Rs. Nil and Rs. 121202.47 respectively)

The company has not received from vendors/suppliers their status as Micro, Small and Medium Enterprises under MSME

Act, 2006. So the disclosure requirement for balance outstanding, interest paid/ payable as at the year end as required under the Act has not been given.

	<b>Current Year</b>	Previous Year
<b>SCHEDULE – VII</b>		
<b>OTHER INCOME</b>		
Interest (Gross)	<b>173913</b>	201301
(Incl. TDS Rs. 16443.00 previous year Rs. 21750.00)		
Insurance Claim		808628
Profit on sale of fixed assets	<b>20000</b>	10000
Dividend	<b>7560</b>	4200
	<b>201473</b>	1024129

**SCHEDULE-VIII****INCREASE & (DECREASE ) IN STOCK OF FINISHED GOODS**

Closing Stock

Less: Opening Stock

**2363167****2491160****(127993)**

2491160

2580883

(89723)

**SCHEDULE-IX RAW MATERIAL****CONSUMED**

Opening Stock

Purchases

Inward Freight

Expenses

Less:

Cost of R M (Mustard Seed

Sold)

Claim &amp; Discount

Closing Stock

**6607285****190223226****1635883****503917****198970311****199840****8518454****8718294****190252017****7103596****197355613**

19764583

150957564

1120451

394473

2128746

22556

6607285

163478484

5366296

168844780

172237071

8758587

163478484

5366296

168844780

Packing Material Consumed



<b>SCHEDULE-X</b>	<b>Current Year</b>	<b>Previous Year</b>
<b>REMUNERATION &amp; BENEFITS TO EMPLOYEES</b>		
Wages, Salary & other Benefits	<b>2701441</b>	2629037
Staff Welfare Expenses	<b>114104</b>	127894
Contribution to Provident & Other Funds	<b>339167</b>	344248
	<b>3154712</b>	3101179

<b>SCHEDULE-XI</b>	<b>Current Year</b>	<b>Previous Year</b>
<b>OTHER EXPENSES</b>		
Stores & Spares Consumed	<b>488338</b>	546944
Power & Fuel	<b>5060370</b>	4466858
Repairs to Plant & Machinery	<b>116937</b>	151310
Repairs to Building	<b>12835</b>	39557
Repairs to others	<b>20</b>	1345
Insurance	<b>189444</b>	219243
Rates & Taxes	<b>51942</b>	37485
Legal & Professional Fees	<b>217347</b>	177201
Conveyance & Travelling (Including Directors Travelling Rs.68300. previous year Rs.66977)	<b>230545</b>	233997
Miscellaneous Balance W/off		1365
Miscellaneous Expenses	<b>930559</b>	879340
Loss on sale of Commodities		460828

Selling & Distribution Expenses:			
Brokerage	<b>485424</b>	516973	
Claim & Discount	<b>434149</b>	336379	
Packing, Freight & Forwarding	<b>1184342</b>	958177	1811529

Donation & Charity	<b>6715</b>		18590
--------------------	-------------	--	-------

Payment to Auditors:			
Audit Fees	<b>24266</b>	24266	
Tax Audit Fees	<b>11582</b>	11582	
Expenses (Reimbursed)	<b>12206</b>	9174	
Other Matters	<b>0</b>	0	45022
	<b>9457021</b>		9090614

<b>SCHEDULE-XII</b>		
<b>INTEREST EXPENSES</b>		0
Interest on working capital borrowings	<b>9938</b>	839684
Interest on Others	<b>324376</b>	865033
	<b>334314</b>	1704717

## Schedule-XIII

### SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

Annexed to and forming part of the Statement of Accounts as at and for the year ending 31<sup>st</sup> March, 2011

#### A Significant Accounting Policies

##### i. General

The accounts have been drawn up on historical cost convention and on the basis of applicable Accounting Standards as notified under the Companies (Accounting Standards) Rules, 2006 and disclosure requirements of Schedule VI of the Companies Act, 1956.

##### ii. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognised in the period in which the results are known / materialized.

##### iii. Fixed Assets

Fixed Assets are stated at historical cost less depreciation. The cost comprises directly attributable costs such as freight, insurance and specific installation charges for bringing the assets to their working condition for intended use.

##### iv. Depreciation

Depreciation is provided on the basis of Straight Line Method as per the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956.

##### v. Inventories

- a. Finished Goods are valued at cost or market value whichever is lower.
- b. Raw materials are valued at lower of cost or net realisable value (NRV).
- c. By products are valued at estimated realizable price.
- d. Stores and Spare parts are valued at/or under cost.

Cost for the purpose of inventory valuation is computed on FIFO (First In First Out) basis.

##### vi. Revenue Recognition

Revenue is recognized on mercantile basis except for claims/insurance claims, which are accounted for on ascertainment basis in view of uncertainty involved in determining the final amount.

Interest income on fixed deposit with bank is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend income from investments is recognized when the Company's right to receive payment is established.

##### vii. Cash and cash equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank, cash/ Cheques in hand and fixed deposits with banks.

##### viii. Subsidies

State subsidies are accounted for on receipt basis.

## **ix. Retirement Benefits**

### **a) Gratuity**

Provision for Gratuity in the nature of defined benefit obligation is considered on the basis of revised Accounting Standard (AS-15) on actuarial valuation. The discount rate and other actuarial assumptions are based on the parameters defined in the Accounting Standard.

### **b) Provident Fund**

Company's contribution to the Provident Fund in the nature of Defined Contribution Plan is being charged to the Profit & Loss Account in the year in which services are rendered by the employees.

### **c) Leave encashment**

Short term benefits are provided for on accrual basis on the basis of management estimates.

## **x. Income Tax**

Provision of current income tax is made considering various allowances and benefits available to the company under the provisions of income tax laws. In pursuance of Accounting Standard AS-22 "Accounting for Taxes on Income", deferred tax is recognized on timing difference arising between book income and taxable income to the extent such timing differences are capable of reversal in one or more subsequent periods. Deferred Tax Asset on account of unabsorbed losses and depreciation are recognized only to the extent that there is a virtual certainty of sufficient future taxable income available to realize such assets.

## **xi. Intangible Assets**

Intangible Assets are recognized on the basis of recognition criteria as set out in Accounting Standard AS-26 "Intangible Assets".

## **xii. Impairment of Assets**

Impairment loss is recognized wherever the carrying amount of an asset is in excess of its recoverable amount and the same is recognized as an expense in the statement of profit and loss account and carrying amount of the asset is reduced to its recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the asset over its remaining useful life. Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the asset no longer exist or have decreased.

## **xiii. Provisions, Contingent Liabilities and Contingent Assets**

**Provisions are recognised for liabilities that can be measured by using a substantial degree of estimation, if**

- a) the Company has a present obligation as a result of a past event,
- b) a probable outflow of resources is expected to settle the obligation and
- c) the amount of the obligation can be reliably estimated.

Contingent Liability is disclosed in the case of

- a) a present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- b) a possible obligation, unless the probability of outflow of resources is remote.

Contingent Assets are neither recognised nor disclosed.

Provisions, Contingent liabilities and Contingent assets are reviewed at each Balance Sheet date.

## B. Notes to Accounts

1. Contingent Liability not provided for: Nil (Previous Year Nil)
2. In the opinion of the management the current assets, loans and advances have a value on realization at least equal to the amount at which they are stated in the Balance Sheet and the provision for all known liabilities has been made.
3. No provision of Income tax has been made considering various benefits and allowances available to the company under the provisions of Income Tax Act, 1961.
4. Movement for deferred tax is as under:

	Balance as on 31.03.09	During the Previous year charge/(Credit)	Balance as on 31.03.10	During the year Charge/credit	Balance as on 31.03.2011
Depreciation	6,73,983	(74,782)	5,99,201	(76,539)	5,22,662
Others	(2,63,350)	(5,04,136)	(7,67,486)	(10,31,134)	(17,98,620)
Total	4,10,633	(5,78,918)	(1,68,285)	(11,07,673)	(12,75,958)

5. Balance in Sundry Debtors and Sundry Creditors are subject to confirmation / or reconciliation.
6. In current year interest income of Rs. 52650/- is booked however it relates to previous year hence treated as a prior period adjustments.
7. As per Accounting Standards (AS)-15 "Employees Benefits" (revised) the disclosure of employee benefits as defined in Accounting Standard are given below.

### Defined Contribution Plan

Contribution to defined contribution plan, as expenses for the year are as under.

	2010-11	2009-10	2008-09
Employer's contribution to Provident Fund	2,57,474	2,55,372	2,26,563

### Defined Benefit Plan

The employees gratuity fund scheme is a defined benefit plan. The present value of obligation 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 employees benefit entitlement and measures each unit separately to build up the final obligation.

I. Assumptions:	2010-11	2009-10	2008-09
Discount Rate:	8.10%	8.00%	7.50%
Rate of increase in Compensation Levels	10.00%	10.00%	10.00%
Rate Return on Plan Assets	---	---	---
Average Outstanding Service of Employees up to Retirement	23yrs	22yrs	23 yrs
Estimated Term of Benefit Obligation	16 yrs	16 Yrs	16 yrs

**II. Table Showing Charges in Present Value of Obligation during the period**

	<b>2010-11</b>	<b>2009-10</b>	<b>2008-09</b>
Present Value of Obligation as at the beginning of the period	9,23,179	7,84,912	4,63,223
<b>Acquisition adjustment</b>			
Interest Cost	73,854	58,868	37,521
<b>Past Service Cost</b>			
Current Service Cost	1,39,718	1,32,049	1,30,288
Curtailement Cost /(Credit)	----	----	----
Settlement Cost / (Credit)	----	----	----
Benefit Paid	(1,01,365)	----	(11,423)
Actuarial (gain)/ Loss on obligation	(23,502)	52,650	(1,65,303)
Present Value of Obligation as at the end of the period	10,11,884	9,23,179	7,84,912

**III. Table Showing changes in the fair value of Plan Assets**

	<b>2010-11</b>	<b>2009-10</b>	<b>2008-09</b>
Fair Value of Plan Assets at the beginning of the period	---	---	---
Acquisition Adjustments	---	---	---
Expected Return on Plan Assets	---	---	---
Contributions	---	---	---
Benefits Paid	---	---	---
Fair Value of Plan Assets at the end of the period	----	---	---
Funded Status	(1011884)	(923179)	(784912)

**IV. THE AMOUNT TO BE RECOGNIZED IN BALANCE SHEET AND STATEMENTS OF PROFIT AND LOSS.**

Present Value of Obligation as at the end of the period	10,11,884	9,23,179	7,84,912
Fair Value of Plan Assets as at the end of the period	---	---	---
Funded Status	(10,11,884)	(9,23,179)	(7,84,912)
Unrecognized Actuarial (gains)/losses	---	---	---
Unrecognized Past Service Cost (Non Vested Benefits)	---	---	---
Net Liability Recognized in Balance Sheet	10,11,884	9,23,179	7,84,912

**V. EXPENSE RECOGNIZED IN THE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD.**

	<b>2010-11</b>	<b>2009-10</b>	<b>2008-09</b>
Current Service Cost	1,39,718	1,32,049	1,30,288
Past service Cost	---	---	---
Interest Cost	73,854	58,868	37,521
Expected Return on Plan Assets	---	---	---
Curtailement Cost / (Credit)	---	---	---
Settlement Cost / (Credit)	---	---	---
Net actuarial (gain)/ loss recognized in the period	(23,502)	(52,650)	1,65,303
Expenses Recognized in the statement of Profit & Loss	1,90,070	1,38,267	3,33,112

8. In accordance with guiding principles as enunciated in Accounting Standards AS-17 Segment Reporting, the company has only one segment of oil business. Therefore, the disclosure requirements of the Standard are not applicable.

9. Related party disclosures as required by Accounting Standards AS-18

- A. Key management personnel and their relatives  
 Mr. D.P. Sarda  
 Mr. S. Sarda  
 Mr. C.S. Sarda  
 Mr. M.S.Somani  
 Remuneration Rs.12,35,000 (Previous Year Rs. 9,45,000)  
 Payable at year end Rs. 1,66,882 (Previous Year Rs.NIL)
- B. Enterprises in which key management personnel and their Relatives are able to exercise significant influences:  
 Sarda Agro Products (P) Ltd.  
 Sarda Oil Industries (P) Ltd.  
 Sarda Industrial Corporation  
 Aura Infracons (P) Ltd.  
 Shree Ram Surendra Kumar
- Investment in above enterprises
- i) Investment in Equity share Rs. 68,70,000 (Previous year Rs.68,70,000)
- ii) Share application money (pending allotment) Rs.42,00,000  
 (Previous year Rs. 42,00,000)

10. The book value of investment in equity shares of Aura Infracons (P) Ltd. is below the purchase/ subscription price of investment made by the company. Considering long term strategic nature of investment, diminution in value has been considered temporary and hence no provision has been made.

11. Earnings per share as required by Accounting Standard AS- 20

	<b>2010-11</b>	<b>2009-10</b>
Net Profit/ (Loss)	(21,25,538)	(17,43,977)
No of Equity Shares of Rs. 10.00 each		
(Weighted average number of shares		
On account of fully and partly paid shares)	24,34,850	24,34,850
Basic and diluted earnings per share	(0.87)	(0.72)

12. The remuneration and benefits to the Directors

Salary and allowances	12,35,000.	9,45,000
Contribution to PF and other Funds	1,24,200	1,13,400
Provision for Gratuity	-----	-----

\*Note: Does not include Provision towards Gratuity Since the provision is made for the Company as a whole on actuarial basis.

**13 Additional information as required by part II of schedule Vi of the Companies Act, 1956**

	2010-11		2009-10	
<b>I. Licensed Capacity</b>	<b>N.A.</b>		<b>N.A.</b>	
<b>ii. Installed Capacity per annum</b>	<b>In Quintals</b>		<b>In Quintals</b>	
Seed Crushing	120000		120000	
<b>iii. Actual Production ( in quintals)</b>				
Mustard Oil	26,718.31		24,171.31	
Mustard Oil Cake	46,828.86		40,872.59	
<b>iv. Raw Material (Processed )</b>	<b>Qty. in Qtls</b>	<b>Value Rs.</b>	<b>Qty. in Qtls</b>	<b>Value Rs.</b>
Mustard Seed (Indigenous)	75,821.91	190252017	67,050.71	163478484
<b>v. Sales (Including Trading)</b>				
Mustard Oil	27,886.18	154972070	25,198.64	132353605
Mustard Oil Cake	47,365.55	59612035	40,570.15	52803469
Mustard Seed	-		818.52	2037755
<b>vi. Stock (Including Trading)</b>				
<b>Opening Stock:</b>				
Mustard Oil	312.24	1525764	462.85	2117103
Mustard Oil Cake	735.82	965396	433.38	463779
<b>Closing Stock</b>				
Mustard Oil	265.53	1418780	312.24	1525764
Mustard Oil Cake	845.88	944387	735.82	965396
<b>vii. Trading of Mustard Oil Cake:</b>				
Purchase	646.75	716273	-	-
Sales	646.75	737295	-	-
<b>Vii</b>				
<b>i Trading of Mustard Oil :</b>				
Purchase	1,121.16	6237137	876.72	4872428
Sales	1,121.16	6431503	876.72	4695790
<b>ix Trading of Mustard Seed</b>				
Purchase	-		818.52	2128746
Sales	-		818.52	2119262
<b>X a) Raw Material</b>	<b>Percentage</b>	<b>Value Rs.</b>	<b>Percentage</b>	<b>Value Rs.</b>
Consumption Indigenous	100%	190252017	100%	163478484
Imported	--	--	--	--
<b>Total</b>	<b>100%</b>	<b>190252017</b>	<b>100%</b>	<b>163478484</b>
<b>b) Stores &amp; Spares</b>				
Consumption Indigenous	100%	488338	100%	546944
Imported	--	--	--	--
<b>Total</b>	<b>100%</b>	<b>488338</b>	<b>100%</b>	<b>546944</b>

12 Previous year figures have been regrouped wherever necessary.

As per our report of even date attached  
for **S.S.Kothari Mehta & Co.**  
Chartered Accountants

**KAMAL KISHORE**

Partner  
M.No. 078017  
Dated:30.08.2011  
Place : New Delhi

**D.P. SARDA**  
Director

**S.Sarda**  
Director

**SARDA PROTEINS LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2011**

	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Tax and extraordinary items	(3233211)	(2306087)
<b>A. ADJUSTMENT FOR</b>		
Depreciation	635726	692858
Interest Received	(173913)	(201301)
Dividend Received	(7560)	(4200)
Interest Paid	334314	1704717
Profit on sale of Fixed Assets	(20000)	(10000)
Operating profit before working capital charges	(2464644)	(124013)
<b>ADJUSTMENT FOR:</b>		
Trade and other receivables	(2552056)	2933417
Inventories	(1886500)	13211161
Trade Payables	8572534	(5597255)
Cash generated from operations	1669334	10423310
Direct Taxes Paid	0	16808
<b>Net Cash from operating activities</b>	<b>1669334</b>	<b>10406502</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
<b>B. ACTIVITIES</b>		
Capital Expenditure	0	(698383)
Profit on sale of Fixed Assets	20000	10000
Interest received	173913	201301
Dividend received	7560	4200
<b>Net cash received from investing activities</b>	<b>201473</b>	<b>(482882)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
<b>C. ACTIVITIES</b>		
Proceeds from Long term borrowing	0	0
Increase in working capital from banks	0	(7510605)
Interest paid	(334314)	(1704717)
<b>Net cash inflow/(outflow) from financing activities</b>	<b>(334314)</b>	<b>(9215322)</b>
Net cash increase/(Decrease) in cash and cash equivalents (A+B+C)	1536493	708298
Cash & Cash Equivalents (Opening)	3142870	2434572
Cash & Cash Equivalents (Closing)	4679363	3142870

0

0

As per our report of even date attached  
**for S.S.Kothari Mehta & Co.**  
Chartered Accountants

**KAMAL KISHORE**

Partner

M.No. 078017

Dated:30.08.2011

Place : New Delhi

**D.P. SARDA**  
**Director**

**S.SARDA**  
**Director**



**SARDA PROTEINS LIMITED****BALANCE SHEET ABSTRACT AND COMPANY'S  
GENERAL BUSINESS PROFILE**

<b>1. REGISTRATION DETAILS</b>	Registration No.L15142RJ1991PLC006353	
	State Code	17
	Balance Sheet date	31-03-2011
<b>2. CAPITAL RAISED DURING THE YEAR</b>	Public Issue	NIL
	Right Issue	NIL
	Bonus	
	Issue	NIL
	Private Placement	NIL
<b>3. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS</b>	Total Liability	47095
	Total Assets	47095
	<b>Sources of Funds</b>	
	Paid up Capital	24348
	Reserve & Surplus	1808
	Secured Loans	--
	Unsecured Loans	--
	<b>Application of Funds</b>	
	Net Fixed Assets	4901
	Investments	6907
	Deferred Tax	1276
	Net Current Assets	12077
	Profit & Loss A/c	996
<b>4. PERFORMANCE OF COMPANY</b>	Turnover	214584
	Total Expenditure	217891
	Profit before Tax	(3233)
	Profit after Tax	(2126)
	Earning per share in Rs.	(0.87)
	Dividend Rate %	Nil
<b>5. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY</b> (As per monetary terms)	Mustard Oil	15149120
	Mustard Oil Cake	23069012

As per our report of even date attached  
for **S.S.Kothari Mehta & Co.**  
Chartered Accountants

**KAMAL KISHORE**  
Partner  
M.No. 078017  
Dated: 30.08.2011  
Place : New Delhi

**D.P. SARDA**  
Director

**S. SARDA**  
Director

## NOTICE

**NOTICE** is hereby given that the 20<sup>th</sup> Annual General Meeting of the members of **SARDA PROTEINS LIMITED** will be held on **Friday, the 30<sup>th</sup> Day of September, 2011 at 2.30 P.M.** at the Registered Office of the Company at E-172 (A), Matsya Industrial Area, Alwar - 301030 to transact the following business: -

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at **31<sup>st</sup> March, 2011** and the Profit & Loss Account for the year ended on that date and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Kailash Kumar Dhoot, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Shri Pawan Kumar Maheshwari, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditor of the company to hold office from the conclusion of this meeting until conclusion of the next Annual General Meeting and to fix their remuneration.

### **SPECIAL BUSINESS:**

5. To consider and if thought fit to pass with or without modifications the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** M/s V. M. & Associates, Company Secretaries, Jaipur be and is hereby appointed as Company Secretary for the issuance of Compliance Certificate under section 383A of the Companies Act, 1956 and to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board of Directors of the Company in consultation with the said firm.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

**PLACE: ALWAR  
DATED: 30.08.2011**

**BY ORDER OF THE BOARD**

**DIRECTOR**

### NOTES:

1. An explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of the special business is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE PROXY FORM DULY COMPLETED AND STAMPED MUST REACH THE REGISTERED OFFICE OF THE**

**COMPANY NOT LESS THAN 48 HRS. BEFORE THE TIME FOR HOLDING THE AFORESAID MEETING.**

3. A copy of Profit & Loss Account for the year ended 31<sup>st</sup> March, 2011 and Balance Sheet as on that date together with the Directors and Auditors Report thereon are enclosed herewith.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 29<sup>th</sup> September, 2011 to Friday, 30<sup>th</sup> September, 2011 (both days inclusive).
5. Keeping in view of the new provision of Ministry of Corporate Affairs (MCA), the company may send various notices/documents to its members through electronic mode to the registered e-mail addresses of the shareholders. In view of this, the shareholders are requested to provide their e-mail ID to the company duly mentioning their Folio No., number of shares held as on date. This can also be send by electronic mode to the company at e-mail ID of the company [sardaproteins@yahoo.com](mailto:sardaproteins@yahoo.com) as well as of the RTA.

**ANNEXURE TO THE NOTICE**

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

**ITEM NO. 5**

As per the requirements of Section 383A of the Companies Act, 1956 and (Companies Compliance) Certificate Rules, 2001 the Company has to obtain a certificate from Company Secretary in practice certifying that legal and procedural requirement under the Companies Act have been duly complied with by the Company. For which appointment of V. M. & Associates, Company Secretaries, Jaipur for conducting and issuing Compliance Certificate u/ s 383A of the Companies Act, 1956 is sought.

Your Directors recommend the appointment of V.M. & Associates, Company Secretaries, Jaipur.

None of the Directors of the Company are, in any way, concerned or interested in the resolution.

**PLACE: ALWAR  
DATED: 30.08.2011**

**BY ORDER OF THE BOARD**

**D P SARDA  
DIRECTOR**