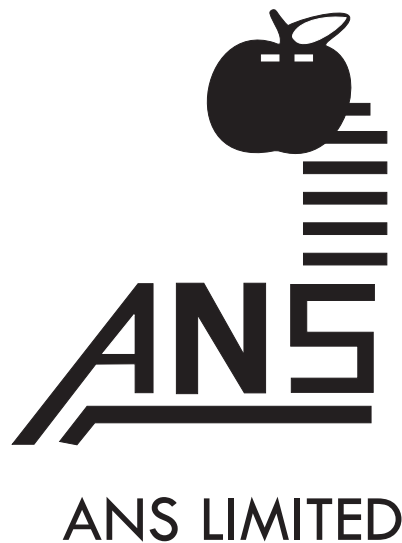


17<sup>TH</sup>  
ANNUAL REPORT  
2010-2011



**BOARD OF DIRECTORS**

Sh. Mehinder Sharma	Managing Director
Sh. S.R. Sahore	Director
Sh. Mahesh Sharma	Director
Sh. R.C.Sharma	Director

**COMPANY SECRETARY**

Sh. Manoj Mishra

**REGD. OFFICE & WORKS**

136 KM, Village & Post office - Shamgarh,  
Dist.-Karnal, Haryana-132116

**HEAD OFFICE**

144/2, Ashram, Mathura Road, New Delhi – 110014

**BANKERS**

Canara Bank  
Malviya Nagar,  
New Delhi-110017

**AUDITORS**

Gaur V.K. & Company  
Chartered Accountants  
2140/5, Street No. 2, Rajguru Road,  
Paharganj, New Delhi – 110055

**REGISTRAR AND SHARE TRANSFER AGENT**

MAS Services Limited  
T-34,2nd Floor, Okhala Industrial Area, Phase-II,  
New Delhi-110020

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**NOTICE**

Notice is hereby given that the 17th Annual General Meeting of the Company will be held at the Registered Office of the Company at 136 KM, Village & Post office - Shamgarh, Dist.-Karnal, Haryana -132116 on Friday, the 30th Day of September, 2011 at 11:30 A.M. to transact the following businesses:

**Ordinary Business**

1. To receive, consider, approve 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 alongwith Directors' Report & the Auditors' Report thereof.
2. To appoint a Director in place of Sh. R.C.Sharma, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s.Gaur V.K. & Company as Statutory Auditors of the Company to hold office from conclusion of this meeting until the conclusion of next AGM of the Company and to fix their remuneration.

**FOR & ON BEHALF OF THE BOARD OF DIRECTORS  
OF ANS LIMITED**

Date: 26th August, 2011  
Place: New Delhi

Sd/-  
(S.R.Sahore)  
Director

**NOTES:**

1. **ANY MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE MEETING SHALL BE ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY/PROXIES NEED NOT BE THE MEMBER OF THE COMPANY.**
2. The proxy forms should be lodged at the registered office of the company at least 48 hours before the meeting.
3. The members are requested to notify immediately any change in their registered address to the company/registrar & share transfer agent quoting reference of the registered folio number.
4. The register of members & share transfer books of the company will remain closed from 26<sup>th</sup> September, 2011 to 30<sup>th</sup> September, 2011 (both days inclusive).
5. Members / proxies should bring the attendance slip duly filled in for attending the meeting.
6. Members are kindly requested to bring their copies of annual report at the meeting.
7. Pursuant to Clause- 49 of the listing agreement, the particulars of Directors seeking re- appointment at the meeting are annexed.

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 17th Annual Report together with Audited Annual Accounts for the financial year ended 31st March, 2011.

### FINANCIAL RESULTS:

(Rs.in Lacs)

PARTICULARS	CURRENT YEAR ( 2010-11)	PREVIOUS YEAR (2009-10)
Contract Receipts, Sales and other Income	1129.34	1332.64
Profit/(Loss) before Interest, Depreciation & Tax	129.93	98.92
Interest	0.00	0.00
Depreciation	43.63	43.58
Provision for taxation	0.00	0.00
Net Profit/(Loss) for the year	86.30	55.34
Debit Balance in P&L A/C brought forward from previous year	NIL	NIL
Debit Balance carried forward to Balance Sheet	NIL	NIL

### STATE OF AFFAIRS OF THE COMPANY

Your Company has made net profit of Rs. 86.30 Lacs as on 31st March, 2011 as compared to the net profit of Rs. 55.34 Lacs during the previous year. There is no accumulated loss of the Company. Your Directors are making sincere efforts to increase the profit of the Company.

During the year the Company has processed a total of 1030515 KG of Peas in Pea Season out of which 110435 KG was processed for third parties.

Now your company is going to launch its own product of pea having brand name as Maxxofresh in different quantity and sizes for which we have already applied for the registration of Trade mark and we have got the Bar Code No.8908001960 from GS-1 for our product.

Civil Contracts work at Dahej has been completed successfully.

### RESERVES

The Board of Directors of the Company has decided not to propose any amount to carry any reserves in the Balance Sheet.

### DIVIDEND

The Board of Directors has decided not to recommend any amount of dividend with a view to conserve resources.

### DISCLOSURE UNDER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

#### A. CONSERVATION OF ENERGY

The Company is making efforts to reduce its dependence on State Electricity power supply. It using Rice Husk for the boiler to eliminate use of Fuel Oil.

## **B. TECHNOLOGY ABSORPTION**

The Company is making efforts for absorption of sophisticated technology.

## **C. FOREIGN EXCHANGE EARNING & OUTGO**

During the year there are no earnings and outgo of foreign exchange as already given in notes on Accounts.

## **PARTICULARS OF EMPLOYEES**

Nobody is employed in the Company during the year or for part of the year who is in receipt of remuneration exceeding the sum prescribed under the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

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

1. that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that 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 ending on March 31, 2011 and profit and loss of the company for that period;
3. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. that the directors had prepared the annual accounts on a going concern basis.

## **AUDITORS & AUDITORS' REPORT**

The Statutory Auditors of the Company M/s. Gaur V.K. & Company, Chartered Accountants, New Delhi, retire at the ensuing Annual General Meeting in accordance with the provisions of Section 224 of Companies Act, 1956 and being eligible, offer themselves for re-appointment and confirm that if their re-appointment is made, it shall be within the limits of Section 224 (1) (B) of the Companies Act, 1956.

Auditors' Report on Annual Accounts of the company are self explanatory and do not contain any reservation, qualification & adverse remark in Auditors' Report.

## **FIXED DEPOSITS**

The company has not invited any fixed deposits from public in terms of provisions of Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules 1975.

## **DIRECTORS**

Sh. R. C. Sharma, who retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment.

The details of Director seeking re-appointment are as follows:-

## ANS LIMITED



Name of Director	Sh. R.C.Sharma
Age	64 Years
Date of Appointment	22-03-2006
Expertise in Special Functional area	Construction
Qualification	Intermediate
Directorship held in other Companies as on 31-03-2011	Nil
Membership of Committees in other Companies in which he is Director as on 31-03-2011	Nil
No. of shares held in the Company (including those held by relatives)	74800

### CORPORATE GOVERNANCE

Auditors' Certificate on compliances with the conditions of Corporate Governance, a separate report on Corporate Governance and Management Discussion and Analysis are enclosed as Annexure "A", "B"& "C" respectively to this report.

### ACKNOWLEDGEMENT

Your Directors wish to convey their thankful appreciation for the constant and enthusiastic support of the Company's Customers, Shareholders, Suppliers, Bankers and the State & Central Governments without which the Company would not have been able to accomplish whatever it has actually attained. Your Directors also take this opportunity to express their appreciation of the earnest efforts put in by the employees at all levels in achieving the corporate objectives.

**FOR & ON BEHALF OF THE BOARD  
OF ANS LIMITED**

Date: 26th August, 2011  
Place: New Delhi

Sd/-  
(Mehinder Sharma)  
Managing Director

Sd/  
(S.R.Sahore)  
Director

**ANNEXURE -“A” TO THE DIRECTORS’ REPORT**

**AUDITORS CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE - 49 OF THE LISTING AGREEMENT**

**To the Members of  
ANS Limited**

We have examined the compliance of conditions of Corporate Governance by ANS Limited for the year ended 31st March, 2011 as stipulated in Clause - 49 of the listing agreement of the said Company with the 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 the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

We state that no investor grievance is pending for the period against the Company as per the records maintained by the Investor Grievance Committee.

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

**For Gaur V.K. & Company  
Chartered Accountants**

Sd/-  
(Vinod Kr. Gaur)

Prop.  
Membership No. 17615

Date: 30-05-2011  
Place: New Delhi

## **ANNEXURE “B” TO THE DIRECTORS’ REPORT**

### **REPORT ON CORPORATE GOVERNANCE (Compliances of Clause- 49 of the Listing Agreement)**

Equity Shares of the Company are listed in two Stock Exchanges of India namely: Bombay Stock Exchange & Delhi Stock Exchange. The Clause- 49 of the Listing Agreement entered into with the Stock Exchanges sets out conditions of Corporate Governance which the listed companies are required to comply with. The Company is in compliance with those conditions and details of such compliance are furnished hereunder:

#### **A. MANDATORY DISCLOSURES**

##### **1. COMPANY’S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

Company’s philosophy on Corporate Governance practices is based on high standard of “universally acceptable” ethical values and disciplined approach. The policies, procedures and practices that are installed in the organization ensure requisite care and diligence in functioning as well as providing transparency and accountability for performance thereby enhancing shareholders and other stakeholder’s value and safeguarding their interest. All Directors and members of senior management and employees are bound by Code of Conduct that sets out the fundamental standards to be followed in all actions carried out on behalf of the Company.

##### **2. BOARD OF DIRECTORS**

###### **Composition of Board**

The Board of Directors of the Company consists of four Directors. The day to day affairs of the company are conducted by the Managing Director subject to supervision & control of others members of the Board of Directors of the Company.

The information as required under Annexure-I to Clause -49 of the Listing Agreement and other material information is available to the Board of Directors to ensure adequate disclosures and transparent decision making process.

###### **Board Meetings**

During the year ended 31st March, the Board met twelve (12) times on 30th April 2010, 25th May 2010, 30th May 2010, 31st July 2010, 27th August 2010, 30th October 2010, 16th November 2010, 21st December 2010, 07th January 2011, 15th January 2011, 31st January 2011 & 15th March 2011.

The composition of the Board of the Directors, Attendance record and details of the Directorships are given as under:

Name of Directors	Categories	Board Meetings Attended during the year	Attendance at the last AGM	Number of outside Directorship held (excluding Pvt. Ltd. Companies)		Number of other Committee Memberships	
				Indian Companies	Other Companies	As Chairman	As Member
Sh. Mehinder Sharma	Executive & Managing Director	11	Present	4	NIL	NIL	2
Sh.S.R.Sahore	Non - executive Director	12	Present	NIL	NIL	NIL	NIL
Sh. Mahesh Sharma	Non - executive Director	10	Present	1	NIL	1	NIL
Sh. R.C.Sharma	Non - executive Director	10	Present	NIL	NIL	NIL	NIL



### 3. AUDIT COMMITTEE

#### Terms of Reference

The power, role, and terms of reference of this committee are wide enough to cover the matters specified for Audit Committee under Clause-49 of the Listing Agreement, as well as in Section 292A of the Companies Act, 1956 besides other term as may be referred by the Board of Directors. This includes oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible, to review with Management quarterly, half-yearly as well as annual financial statement before submission to the Board for approval, focusing particularly on matters to be included in the Directors' Responsibility Statement, changes, if any, in the accounting policies and practices and reasons for the same, major accounting entries involving estimate based on exercise of judgment by management, significant adjustment made in the financial statement arising out of audit findings, compliance with listing and other legal requirement relating to the financial statement, disclosure of related party transactions, qualifications, if any, in the draft audit report, etc. Recommending the Board, the appointment, re-appointment and removal of the auditors and fixing their remuneration. It also oversees the working of the internal audit system, including the internal control mechanism of the Company.

#### Composition

The Audit Committee comprises of Sh.S.R.Sahore, Sh.Mahesh Sharma & Sh.R.C. Sharma, all of them are Non-executive & Independent Directors. Sh. Mahesh Sharma chairs the meeting. The Audit Committee met four times during the year and all the members of the Committee attended the aforesaid meetings four times.

### 4. REMUNERATION COMMITTEE

#### Terms of Reference

The function of the Remuneration Committee includes making recommendations for appointment in the Board, grant of remuneration of the whole- time / Managing Director(s) etc., evaluation of their performance and forming any remuneration policy (ies) in relation thereto.

#### Composition

The Remuneration Committee comprises of Sh. S.R. Sahore & Sh. Mahesh Sharma both of them are Non-executive & Independent Directors. Sh.Mahesh Sharma chairs the meeting. No meeting was held during the year.

### 5. SHAREHOLDERS/ INVESTORS GRIEVANCES COMMITTEE

#### Terms of Reference

The functions of the Investor Grievances Committee include overseeing the allotment /approvals & rejection of transfer / transmission of shares, issue of duplicate share certificates, review & redressal of the investor's complaints and listing requirement of securities on the stock exchange including dematerialisation and / or rematerialisation of securities.

#### Composition

The Investors Grievances Committee comprises of Sh. S.R. Sahore and Sh. Mahesh Sharma, both of them are Non-executive & Independent Directors. Sh. S.R.Sahore chairs the meeting. The Investors Grievances Committee met five times (5) during the year and both the members of the Committee attended the aforesaid meetings. None of the investor's complaints are pending during the year

## 6. GENERAL BODY MEETINGS

The detail of the last three Annual General Meetings of the Company are as under:

Year	Venue	Day & Date	Time
2010	136 KM, Village & Post office-Shamgarh, Dist. Karnal, Haryana	Thursday, 30th September, 2010	11.30 A.M
2009	136 KM, Village & Post office-Shamgarh, Dist. Karnal, Haryana	Wednesday, 30th September, 2009	11.30 A.M
2008	136 KM, Village & Post office-Shamgarh, Dist. Karnal, Haryana	Monday, 29th September, 2008	11.30 A.M

During the year the Company has not obtained any approval from the members, through Postal Ballot.

## 7. DISCLOSURES

During the year ended 31st March, 2011, there has been no materially significant transaction entered by the Company with any party, which is considered to have potential conflict with the interest of the Company at Large.

There has not been any non-compliance and no penalties or strictures have been imposed on the Company by the Stock Exchange, SEBI or any such other Statutory Authority, on any matter relating to the capital markets, during the last three years.

The Company has not yet put in place a Whistle Blower Policy. However, no employee has been denied access to the Audit Committee of the Board of the Directors of the Company.

The Company has fully complied with mandatory requirement of Clause- 49 of the Listing Agreement as revised/ amended by the BSE vide its letter ref. No. CRD/GEN/2004/7 dated 06.11.2006 pursuant to SEBI Circular No. SEBI/CFD/DIL/CG/1/2004/12/10 dated 29.10.2004.

### Disclosure of accounting Treatment

While in the preparation of financial statement the applicable Accounting Standards, issued by the Institute of Chartered Accountants of India (ICAI) have been followed.

## 8. MEANS OF COMMUNICATION

The financial results of the Company are normally published in the newspapers of The Pioneer & Vir Arjun. Your Company believes that all shareholders have access to adequate information about the Company.

## 9. GENERAL SHAREHOLDERS INFORMATION

- Annual General Meeting** of the Company will be held on Friday, 30th September, 2011 at 11.30 A.M. at the registered office of the Company at 136 K.M., Village & Post office - Shamgarh, Dist. - Karnal, Haryana-132116.
- Financial Year 2010-11 & Quarterly Results**

First Quarter Results	31st July, 2010
Second Quarter Results	30th October, 2010
Third Quarter Results	31st January, 2011
Fourth Quarter & Annual Audited Results (2010-11)	30th May, 2011