Annual Report 2010 -11

Arunjyoti Enterprises Limited



11th Annual General Meeting

on Thursday, the 29th September, 2011 at 10.30 a.m. Registered office: 132, Ganesh Colony, Bapuji Nagar, New Bowenpally, Secunderabad-500011

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CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. P. Ravinder Rao : Managing Director

Mr. Y. Srinivas : Director
Mr. P. Vikram Chakravarthy : Director
Mr. G.V. Kamath : Director

AUDITORS : M M REDDY & CO.,

Chartered Accountants, Hyderabad.

BANKERS: State Bank of Hyderabad, R.P.Road,

Secunderabad

HDFC, Pet Basheerabad ICICI Bank, Kharkhana, Vijaya Bank, Bank Street

REGISTERED OFFICE: 132, Ganesh Colony, Bapuji Nagar,

New Bowenpally,

Secunderabad – 500011

Andhra Pradesh Tel: 040-66179966 Fax:040-66171536

CORPORATE OFFICE: 132, Ganesh Colony, Bapuji Nagar,

New Bowenpally,

Secunderabad – 500011

Andhra Pradesh

REGISTRAR AND

SHARE TRANSFER AGENT : M/s. Niche Technologies Pvt. Ltd.

D-511, 5th Floor, Bagree Market 71, Biplabi Rash Behari Basu Road

Kolkata-700001

LISTED AT : Calcutta Stock Exchange Limited

Bombay Stock Exchange(Indonext

model)



Notice

NOTICE is hereby given that the Eleventh Annual General Meeting of the Members of the Company will be held on Thursday, the 29th September, 2011 at 10.30 A.M., at the Registered Office of the Company situated at 132, Ganesh Colony, Bapuji Nagar, New Bowenpally, Secunderabad-500011, Andhra Pradesh, to transact the following business:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Balance Sheet as at 31st March 2011, the Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
- 2) To declare dividend of 10% on equity shares for the financial year 2010-11.
- 3) To appoint a Director in the place of Mr. G. V. Kamath, who retire by rotation and expressed his willingness for reappointment.
- 4) To appoint M/s. M M REDDY & Co, Chartered Accountants, Hyderabad as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and authorise the Board to fix his remuneration.

For and on behalf of the Board of Arunjyoti Enterprises Limited

Place : Secunderabad Date : 13.08.2011

Sd/-P.Ravinder Rao Managing Director



Notes:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies
 to attend and vote on a poll instead of himself / herself and the Proxy need not be a member
 of the Company.
- 2. Proxies, in order to be effective must be received by the Company not less than 48 hours before the commencement of the meeting.
- 3. The Register of Members and Share Transfer Books of the Company will be closed from 26.09.2011 to 29.09.2011 (Both days inclusive). The dividend of 10% for the year ended 31st March, 2011 as recommended by the board, if sanctioned at the AGM will be payable to those members whose names appear on the company's Register of Members as on 25.09.2011
- 4. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
- 5. Members, who hold shares in de-materialized form, are requested to bring their Client ID and DP IDs for easier identification of attendance at the meeting.
- 6. Members are requested to kindly bring their copies of the Annual Report to the meeting. As a measure of economy, copies of Annual Report will not be distributed at the AGM.
- 7. Members who have not yet encashed their dividend warrant for the last two financial years, i.e., 2008-09 and 2009-10 are requested to claim the amount from the company before the transfer of said unclaimed amount to the Central Government and /or the Investor Education & Protection Fund in terms of Section 205A and other applicable provisions of Companies Act, 1956.
- 8. As part of Green Initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), Government of India vide its Circular has allowed paperless compliances by Companies interalia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of Section 53 of the Companies Act, 1956. Keeping in view shareholders are requested to update their E-Mail ID with their DP.

For and on behalf of the Board of Arunjyoti Enterprises Limited

Sd/Place : Secunderabad P.Ravinder Rao
Date : 13.08.2011 Managing Director



DIRECTORS' REPORT

Dear Shareholders.

Your Directors have pleasure in presenting the Eleventh Annual Report on the business and operations of your company and the Audited Financial Results for the year ended on 31st March 2011.

Financial Results

The performance of the Company for the financial year ended 31st March, 2011 is summarized below: (Rs. in Lacs)

Particulars	2010-11	2009-10
Gross Revenue	7233.15	7903.64
Total Expenditure	7070.35	7717.57
Profit before financial charges, depreciation and taxation	162.80	186.07
Depreciation	9.13	2.16
Profit/(Loss) before tax(PBT)	153.67	183.91
Less: Provision for Current tax	49.93	60.23
Deferred Tax Liability	5.28	2.28
Profit/(Loss) after tax	98.47	121.40
Provision for dividend	72.58	50.59
Provision for dividend tax	12.05	8.60
Transfer to general reserves	4.92	6.07
Balance carried to Balance Sheet	74.68	65.77
Earning per share	1.75	2.40

OPERATIONS:

The Company has recorded a turnover of Rs.7144.30 lacs in the current year and made a net profit of Rs. 98.47 lacs. The Company has been continuously working to improve the performance.

DIVIDEND:

The directors are pleased to recommend, for approval of the Members a dividend of Re. 1/- per share on 72,58,110 equity shares of Rs 10/- each of the Company for the financial year 2010-11. The dividend on the Equity shares, if declared would involve an outflow of Rs.72,58,110 towards dividend and Rs.12,05,481 towards dividend tax, resulting in a total outflow of Rs.84,63,591/-.



TRANSFER TO RESERVES:

The Company proposes to transfer Rs.4.92 lakhs to the Profit and Loss Account.

CAPITAL OF THE COMPANY:

During the year Company has allotted 22,00,000 equity shares on preferential basis to the promoters and public at an issue price of Rs.12/- each. As a result the paid up capital of the stands at 72,58,110 equity shares at Rs. 10/- each. Authorized share Capital of the Company stands at Rs.10,00,00,000 divided into 1,00,00,000 equity shares of Rs. 10/- each.

PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Sec.58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, during the financial year under review.

LISTING:

The equity shares of your company are listed on The Calcutta Stock Exchange Limited and the scrip is traded on Bombay Stock Exchange Limited.

DIRECTORS:

In accordance with the Companies Act, 1956 and read with Articles of Association of the company the Director, Mr. G.V. Kamath retires by rotation and is eligible for reappointment.

Your Board recommends the re-appointment of the Director above.

BRIEF PROFILE:

Particulars	Mr. G.V. Kamath
Date of Birth	11-11-1962
Date of Appointment	18.02.2009
Expertise in specific functional areas	Nutritional food products, Production, Finance, Marketing and Legal.
Qualifications	Bachelor of Fisheries Science and Bachelor of Commerce
No. of Shares held in the Company	Nil
Directorships held in other companies (excluding private limited and foreign companies)	Nil
Positions held in mandatory committees of other companies	Nil



DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Sec.217 (2AA) of the Companies Act, 1956 the Board of Directors of your Company hereby certifies and confirms that:

- i. In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgment 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;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the Annual accounts on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT GO:

The required information as per Sec.217 (1) (e) of the Companies Act 1956 is provided hereunder:

A. Conservation of Energy

Adequate measures have been taken to reduce energy consumption, wherever possible. Total energy consumption and energy consumption per unit of production is not applicable as company is not included in the industries specified in the schedule.

B. Technology Absorption

1. Research and Development (R&D) : Nil 2. Technology absorption, adoption and innovation : Nil

C. Foreign Exchange Earnings and Out Go

Foreign Exchange Earnings : Nil

Foreign Exchange Outgo : Rs. 11,04,382/-



PARTICULARS OF EMPLOYEES:

There is no employee who is falling under section 217 (2A). Therefore, the disclosures required to be made under section 217 (2A) of the Companies Act, 1956 and the rules made there under are not applicable.

CODE OF CONDUCT:

The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them.

AUDITORS:

M/s M M Reddy & Co., Chartered Accountants retire at the ensuing Annual General Meeting and being eligible have expressed their willingness for re-appointment. Your directors propose the appointment of M/s M.M.Reddy & Co., Chartered Accountants, as statutory auditors to hold office until the conclusion of the next Annual General Meeting of the company.

PREFERENTIAL ALLOTMENT:

During the year Company has allotted 22,00,000 equity shares of Rs.12/- each to the promoters and public on preferential basis.

The Company could raise about Rs.2,64,00,000 from the above issue and spent the same towards purposes as mentioned in the respective explanatory statement. As a result the paid up capital stands at 72,58,110 equity shares at Rs. 10/- each aggregating to Rs.7,25,81,100.

CORPORATE GOVERNANCE:

As a listed company, necessary measures have been taken to comply with the listing agreements of Stock Exchanges. A report on Corporate Governance, along with a certificate of compliance from the Auditors, is attached elsewhere in the Annual Report.

ACKNOWLEDGEMENTS:

Your directors would like to express their grateful appreciation for assistance and co-operation received from clients, banks, investors, Government, other statutory authorities and all others associated with the company. Your directors also wish to place on record their deep sense of appreciation for the excellent contribution made by the employees at all levels, which enabled the company to achieve sustained growth in the operational performance during the year under review.



DECLARATION BY MANAGING DIRECTOR OF AFFIRMATION BY DIRECTORS AND SENIOR MANAGEMENT PERSONNEL OF COMPLIANCE WITH THE CODE OF CONDUCT.:

The shareholders,

I, P. Ravinder Rao, Managing Director of the Company do hereby declare that the directors and senior management of the Company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

For and on behalf of the Board of Arunjyoti Enterprises Limited

Place : Secunderabad Date : 13.08.2011 Sd/-P.Ravinder Rao Managing Director