

**ANNUAL REPORT
2008-2009**

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ASIAN VEGPRO INDUSTRIES LTD.

ASIAN VEGPRO INDUSTRIES LTD.

Directors :

Rajendra Agarwal
Shyam Sunder Agarwal
Subhash Mittal
Shiv Ratan Agarwal

Auditors :

DEDHIA TALAK DEVJI
Chartered Accountants
1st Floor
78/80, V. V. Chand Street
Masjid Bunder
Mumbai-400 003

Bankers :

Indian Overseas Bank Ltd.
India Exchange Place, Kolkata
Allahabad Bank
Chowringhee, Kolkata
Bank of India
Tambe Nagar, Mulund (W)
Mumbai-400 080

Registered Office :

Todi Chambers
2, Lal Bazar Street
3rd Floor, Room No. 315
Kolkata - 700 001

Administrative Office :

Runwal Heights
1st Floor, L. B. S. Marg
Mulund (W)
Mumbai - 400 080

Factory :

A-67/1, MIDC, Sinnar (Malegaon)
District : Nashik
Maharashtra

ASIAN VEGPRO INDUSTRIES LTD.

NOTICE

NOTICE is hereby given that the Annual General Meeting of M/s. ASIAN VEGPRO INDUSTRIES LTD. will be held at its Registered Office at 2, Lal Bazar Street, 3rd Floor, Room No. 315, Kolkata - 700 001 on Wednesday, the 30th September, 2009 at 10.00 A.M. for transacting the following business :

1. To receive, consider and adopt the Directors' Report and the Audited Balance Sheet as at 31st March, 2009 and Profit & Loss Account for the year ended on that date.
2. To appoint Directors in place of Shri Shyam Sunder Agarwal & Shri Shiv Ratan Agarwal who retire by rotation and being eligible offer themselves for re-appointment.
3. To appoint Auditors for the year ending 31st March, 2009 and to fix their remuneration.



Registered Office :
Todi Chambers
2, Lal Bazar Street
3rd Floor, Room No. 315
Kolkata - 700 001
Dated : the 3rd day of September, 2009

By Order of the Board
SUBHASH MITTAL
Director

NOTE : A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company.

ASIAN VEGPRO INDUSTRIES LTD.

DIRECTORS' REPORT

To

Dear Members,

Your Directors are pleased to submit their 14th Annual Report, together with the Audited Statement of Accounts of your Company for the period ended 31st March, 2009.

OPERATIONS

The income for the Company during the period was Rs. 20,09,456/- the expenditure was Rs. 4,77,083/-, depreciation was Rs. 12,73,657/- resulting in net Profit of Rs.2,58,716/-.

DIVIDEND

The Directors are unable to recommend any dividend for the period ended 31st March, 2009.

PARTICULARS OF EMPLOYEES

As required by the provisions of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended, none of the employee of the Company is in receipt of remuneration in excess of limit.

DEPOSITS

The Company has not invited or accepted any deposits from public during the year.

DIRECTORS

In accordance with Section 255 of the Companies Act, 1956 Sri Rajendra Agarwal and Sri Subhash Mittal, Directors of the Company, retire by rotation at the ensuing Annual General Meeting, but being eligible offer themselves for re-appointment.

INDUSTRIAL RELATIONS

The Industrial relations continued to be cordial throughout the year.

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

The Company has not activity relating to conservation of energy and technology absorption in terms of Section 217(1)(e) of the Companies Act, 1956. The Company has no Foreign Exchange earnings and outgo during the year under review.

AUDITORS

M/s. Esmail H. Lakkadghat, Chartered Accountants, Auditors of the Company retire and M/s. Dedhia Talak Devji was appointed as Auditor for the financial year 1st April, 2008 to 31st March, 2009.