

26th ANNUAL REPORT

F.Y: 2009-10

AVIVA INDUSTRIES LIMITED

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AVIVA INDUSTRIES LIMITED

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26th ANNUAL GENERAL MEETING

Day
Friday

Date
29th Septemeber, 2010

Time
2.30 p.m.

Venue
336, Sardar Gruh Building,
198, Lokmanya Tilak Road,
Nr, Crawford Market, Mumbai-400002

26th Annual Report 2009-2010

BOARD OF DIRECTORS

JATIN P. GUPTA	DIROCTOR
PAWAN B. GUPTA	DIROCTOR
ANIL S. SINGHAL	DIROCTOR
SANDEEP GOYAL	DIROCTOR

REGISTERED OFFICE

336, Sardar Gruh Building,
198, Lokmanya Tilak Road,
Nr, Crawford Market, Mumbai-400002
Ph No: 022-2200356, Fax: 022-22000357

CORPORATE OFFICE

C-601, Shiromoni Flats,
Nr. Nehru Nagar, Satellite,
Ahmedabad-380 015

STATUTORY AUDITORS

J. VAGERIYA & ASSOCIATES
B-10, th Floor, Shalimar Complex,
Mahalaxmi Five Roads,
Paldi, Ahmedabad-380 007.

BANKER

State Bank of India
Specialized Commercial Branch
Gandhigram, Ahmedabad-280 009

SHARE TRANSFER AGENT

MCS LTD
101, Shatdal Complex,
1st Floor, Opp. Bata Show Room,
Ashram Road, Ahmedabad-380 009

AVIVA INDUSTRIES LIMITED

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of the Company will be held on Friday, the 29th September, 2010 at 2.30 p.m. at the registered office of the Company at 336, Sardar Gruh Building, 198, Lok Manya Tilak Road, Nr. Crawford Market, Mumbai-400 002.to transact the following business:

ORDINARY BUSINESS:

- (1) To receive, consider and adopt the audited Balance Sheet as at 31st March 2010 and the Profit & Loss Account for the year ended on that date, together with the Directors' Report and the Auditor Report thereon.
- (2) To appoint a Director in place of Mr. Sandeep Goyal who retires at the ensuring Annual General Meeting and being eligible, offers himself for reappointment.
- (3) To appoint a Director in place of Mr. Jatin Gupta, who retires at the ensuring Annual General Meeting and being eligible, offers himself for reappointment.
- (4) To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until conclusion of 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 Mr. Bharvin Patel appointed as an Additional Director of the Company and who holds office up to the date of the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company."

"RESOLVED THAT Mr. Keyur Mehta appointed as an Additional Director of the Company and who holds office up to the date of the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company."

NOTES:

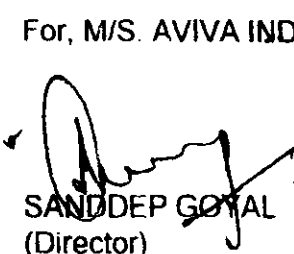
1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY NEED NOT BE MEMBER OF THE COMPANY.** Proxy in order to be valid must be delivered at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.
2. Members are requested to notify the changes, if any, in their registered address.
3. The Register of Members and Share Transfer Book of the Company shall remain closed from 14th September, 2010 to 15th September, 2010 (both days inclusive) for the purpose of Annual General Meeting.
4. Members are requested to bring their copy of Annual Report to the meeting.
5. Members desiring to seek information on Annual Accounts to be explained at the meeting are requested to send their queries at least ten days before the date of the meeting so that the information can be made available at the meeting.
6. The Company's shares are listed with The Bombay Stock Exchange Limited, Mumbai.
7. Explanatory Statement in respect of special business is attached.
8. Information required to be furnished under the Listing Agreement, as required under the Listing Agreement with the Stock Exchanges, the particulars of Directors who are proposed to be appointed, are given below:

	I	II	III	IV
Name	Mr. Sandeep Goyal	Mr. Jatin Gupta	Mr. Bhavin Patel	Mr. Keyur Mehta
Qualification	Bachelor of Commerce	Bachelor of Science.	Bachelor of Science With Chemistry	Bachelor of Science With Chemistry DCA And MBA in Marketing
Expertise	11 Years Of Experience In Textile Industry In Field of Dyeing, Printing, Marketing	He has 24 years of experience in the textile processing and yarn manufacturing	Since Last 15 Year In Field of Ceramic Tile Manufacturing	15 Years of experience of Stock Broking, Finance and Marketing

Other Directorship	Numech Synthetics Pvt. Ltd. Nanadan Dyeing Prints Pvt. Ltd. Comptel Infosys Pvt. Ltd. Gupta Dyeing & Printing Mills Pvt. Ltd. Subhlaxmi Dyeing & Printing Mills Pvt. Ltd. Gupta Power Project Pvt. Ltd. Polycoat India Pvt. Ltd. Microfilament Pvt. Ltd. Koshiho Trade Links Pvt. Ltd. Jatin Synthetics Pvt Ltd. Novarties Syntex Pvt. Ltd. Shiv Shakti Syntex Pvt. Ltd. Tima Filament Pvt. Ltd. Nova Petrofils Pvt. Ltd. Nova Polyyan Pvt. Ltd.	Gupta Dyeing & Printing Mills Pvt. Ltd. Gaurav Silk Mills Pvt. Ltd. Comptel Infosys Pvt. Ltd. Gupta Power Project Pvt. Ltd. Novarties Syntex Pvt. Ltd. Gajanand Metal Pvt. Ltd. Nova Polyfilms Ltd.	Specific Glass Mosiac India Ltd. Dubond Product India Pvt. Ltd. Virtue Ceramics Pvt. Ltd.	Anagram Stock Broking Ltd. Virtue Ceramics Pvt. Ltd.
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For, M/S. AVIVA INDUSTRIES LTD

Place : Ahmedabad
Date : 23rd July 2010


SANDEEP GOYAL
(Director)


JATIN GUPTA
(Director)

Place: Ahmedabad
Date:

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

Item No. 5


Mr. Bharvin Patel and Mr. Keyur Mehta have been appointed as an additional Director of the Company. Pursuant to Section 260 of the Companies Act, 1956 and Articles of Association of the Company he holds office only up to the ensuing Annual General Meeting. The Company has received notice from a member proposing candidature of Mr. Bharvin Patel and Mr. Keyur Mehta for the office of Director of the Company.


The Board considered it desirable that the Company should continue to avail his services and hence recommends his appointment as a Director of the Company.

No director is anyway concerned or interested in the proposed resolution.

For, M/S. AVIVA INDUSTRIES LTD

Place : Ahmedabad
Date : 23rd July 2010


SANDEEP GOYAL
(Director)
Place: Ahmedabad
Date:


JATIN GUPTA
(Director)

AVIVA INDUSTRIES LIMITED

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting the Annual Report along with the Audited Statement of Accounts of the Company for the year ended 31st March 2010.

FINANCIAL RESULTS

(Rs. In Lacs)

	2009-2010		2008-2009	
Income From Operation & Other Income		421.25		135.97
(Loss)/Profit before tax, interest and depreciation		(16.01)		(1.02)
Less: Financial charges	0.00		0.00	
Depreciation	1.57	1.57	1.57	1.57
(Loss)/ Profit Before Tax		(17.68)		(2.59)
Less: Provision for taxation				
- Current Tax	0.00		0.26	
- Fringe Benefit Tax	0.00		0.02	
- Deferred	(0.94)		(0.25)	
- Short (Excess) provision of earlier years	0.03	(0.91)	-	0.03
Loss/ Profit after tax		(16.77)		(2.62)
Add: Balance brought forward from Previous year		305.66		308.28
Balance carried to Balance Sheet		288.89		305.66

During the year the company has achieve total turnover of Rs.421.25 Lacs compared to previous year's turnover of Rs.135.97 Lacs.

CORPORATE GOVERNANCE REPORT:

Pursuant to Clause 49 of the Listing Agreement with Stock Exchange, a compliance report on Corporate Governance has been annexed hereto as part of the Annual Report. The Company is in compliance with the requirements and disclosures that have to be made in this regard. The Auditors' Certificate on compliance with Corporate Governance requirements by the Company forms part of said report.

DIVIDEND:

During the year under review Company has incurred the Loss, Your Directors does not recommended any dividend in this financial Year.

DEPOSITS:

The Company has not accepted any deposit within the meaning of Section 58A of the Companies Act, 1956 during the year under review.

MANAGEMENT DISCUSSION & ANALYSIS REPORT:

The Management Discussion and Analysis report is annexed hereto as part of the Directors' Report.

DIRECTORS:

Mr. Sandip Goyal and Mr. Jatin Gupta, Directors of the Company retire by rotation at the ensuing Annual General Meeting and are eligible for reappointment. The Board recommends their reappointment.

During the year under review, Mr. Bhavin Patel and Mr. Keyur Mehta was appointed as additional Director of the company w.e.f 30th April, 2010. He hold office up to the date of ensuing Annual General meeting and is eligible for reappointment.

Your Company has received necessary notices from members, pursuant to section 257 of the Companies Act, 1956, signifying their intention to propose candidature of Mr. Bhavin Patel and Mr. Keyur Mehta for the office of the Director. Necessary Resolutions have been proposed for the approval of members at the ensuing Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956 the Directors confirm that:

- (1) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (2) appropriate accounting policies have been selected and applied them consistently and judgments and estimates made that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (3) 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 safeguard the assets of the Company and for preventing and detecting fraud and other irregularities ;
- (4) the accounts have been prepared on going concern basis.

LISTING:

The Company's securities are listed with Bombay Stock Exchange Ltd, Mumbai. The Company has paid annual listing fee for the year 2009-2010 to the said stock Exchange.

EMPLOYEES:

As required under provisions of section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975 as amended, from time to time, the requisite particulars in respect of the employees of the Company, who were in receipt of remuneration in excess of the limits specified under the said section are set out in the annexure herewith and form part of this report.

INSURANCE:

The Company has taken adequate insurance to cover its assets.

AUDITORS:

M/s. J Vageriya & Chartered, Chartered Accountants, Mumbai will retire at the ensuring Annual General meeting and being eligible to offer themselves for re-appointment. The Members are requested to appoint auditors for the current year and fix remuneration.

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

The Company has no activities relating to Conservation of Energy, Technology Absorption etc. Details of foreign exchange earnings and out go are given into notes to accounts.

ACKNOWLEDGEMENT:

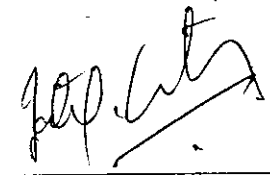
The Board of Directors takes this opportunity to thank the Banks and Regulatory Authority for their continued assistance and co-operation.


Your Directors wish to sincerely thank to all the shareholders for making strategic investment in the Company and the faith they have shown in the management and workings of the Company.

Your Directors recognize the patronage extended by the customers, business associates, employees and Bank of India, Bank of Baroda & State Bank of India, the bankers of the company.

**BY ORDER OF THE BOARD
FOR, AVIVA INDUSTRIES LIMITED.**

Place : Ahmedabad
Date : 23rd July 2010



Director

Director