GUPTA FABTEX PRIVATE LIMITED
NOTICE TO THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the **17th Annual General Meeting** of the members of **Gupta Fabtex Private Limited** will be held at the Registered Office of the Company at E-102, 103, EPIP Sitapura Industrial Area, Jaipur-302022 on September 30th, 2013 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as on March 31st, 2013 with the Auditors' Report and Directors' Report thereon.

2. To appoint auditors and fix their remuneration for the financial year 2013-2014.

Regd. Office:
E-102, 103, EPIP Sitapura Industrial Area,
Jaipur-302022

By order of the Board
For GUPTA FABTEX PVT. LTD.

Managing Director

Date: 04th September, 2013

HARISH KUMAR GUPTA
MANAGING DIRECTOR

NOTES:

1 A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.

2 The Proxy form duly completed and signed should be deposited at the Registered Office of the Company at least 48 hours before the commencement of the meeting.

GUPTA FABTEX PRIVATE LIMITED

DIRECTORS' REPORT

The Director presents the 17th Annual Report of the Company along with the Audited Accounts as on March 31st, 2013, annexed thereto

FINANCIAL RESULTS	Financial Year 2012-13	Financial Year 2011-12
Profit before tax	94,89,463.00	8,814,924.00
Tax expense:		
(1) Current tax	28,50,000.00	2,900,000.00
(2) Earlier Year Tax	(3,820.00)	146,699.00
(3) Deferred tax	2,55,736.00	190,294.00
Profit/(Loss) after tax	63,87,547.00	5,577,931.00
Earning per equity share:		
(1) Basic	3.12	4.39
(2) Diluted	3.12	4.39

DIRECTORS:-

There was no change in composition of Board of Directors during the year.

FIXED DEPOSITS

The Company has neither invited nor taken up any fixed deposits in terms of the provisions of section 58A of the Companies Act, 1956 and the Rules made there under.

PERSONNEL

The provisions of section 217(2A) of the Companies Act, 1956 are not applicable to the company as no employee received the remuneration to the extent laid down therein.

INFORMATION UNDER SECTION 217 (1) (e) OF COMPANIES ACT

The information in accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956, read with Companies (Disclosures of particulars in the Report of Board of Directors) Rules, 1988 is furnished hereunder:-

A. CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION

Company has taken reasonable steps to conserve energy and has not conducted any R&D activity

B. FOREING EXCHANGE EARNING & OUTGO

Total Foreign Exchange earning: NIL
Total Foreign Exchange outgo: NIL

DIRECTORS' RESPONSIBILITY STATEMENT

In pursuance of the provisions of Section 217 (2AA) the directors hereby declare:

1) That in the preparation of the annual accounts for the Financial Year 2012-13, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

2) That the directors have selected such accounting policies and applied them consistently and made judgments and estimate that are reasonable and prudent so as to give a true and fair view of the statement of affairs of the Company at the end of the Financial Year 2012-13.

3) 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 preventing and detecting fraud and other irregularities;

4) That the directors have prepared the enclosed annual accounts on a going concern basis.

AUDITORS

M/s Kalani & Co., Chartered Accountants, Jaipur the auditors of the company , being eligible, offers themselves to be appointed as Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting. Accordingly, the said auditors are proposed to be appointed as auditors of the company for the financial year 2013-14 at the ensuring Annual General meeting.

COMMENTS ON AUDITOR'S REPORT

The Auditor's Report presented herewith is self-explanatory and does not require any comments of the Board except to the extent of notes on accounts annexed with the Audited Statement of Accounts.

COMPLIANCE CERTIFICATE

As per the requirement of section 383A of the Company act, 1956 and Companies Compliance Certificate Rules 2001, the company has obtained a certificate from Company Secretary in whole time practice and the same is enclosed to the Director's Report.

ACKNOWLEDGEMENT

The Directors place on records their appreciation and sincere thanks to the bankers, staff and other concerned for their co-operation and continued support.

By order of the Board

Regd. Office:

E-102, 103, EPIP Sitapura Industrial Area,
Jaipur-302022

For GUPTA FABTEX PVT. LTD.
Managing Director
Harish Kumar Gupta
Managing Director

For GUPTA FABTEX PVT. LTD.
Director
Pawan Kumar Gupta
Director

Date: 04rd September, 2013
Place: Jaipur

ANSHU PARIKH
COMPANY SECRETARY

COMPLIANCE CERTIFICATE

CIN No. of the Company: U17124RJ1996PTC011522
Nominal Capital: Rs. 2,05,00,000

To
The Members,
M/s Gupta Fabtex Pvt Ltd.
E-102, 103 EPIP Sitapura Industrial Area,
Jaipur-302022

I have examined the registers, records, books and papers of **M/s Gupta Fabtex Pvt Ltd.** as required to be maintained under the Companies Act, 1956 and the rules made there under and also the provisions contained in the Memorandum & Articles of Association of the Company for the Financial Year ended on 31st March, 2013. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all statutory registers as stated in **Annexure 'A'** to this certificate, as per the provisions of the Act and the rules made there under and all entries have been duly recorded.
2. The Company has duly filed the e-forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies.
3. The Company being a Private Limited Company has the minimum prescribed paid-up capital and has maintained prescribed minimum number of members during the said financial year below 50 excluding its present and past employees and the Company during the year under scrutiny:-
    a. has not invited public to subscribe for its shares or debentures; and
    b. has not invited or accepted any deposits from persons other than its members, directors or their relatives.
4. The Company has duly complied with the provisions of section 285 of the Companies Act, 1956.
5. The Company has not closed its Register of Members or Debenture holders during the financial year.
6. Annual General Meeting for the financial year ended on 31st March, 2012 was held on 29/09/2012 after giving due notice to the members of the company and the resolution passed thereat were duly recorded in Minutes Book maintained for the purpose.



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Mob: +91-9887658618, Email: parikhanshu26@yahoo.com

7. As per the records provided, Extra Ordinary General Meeting was held on 25/04/2012 during the financial year after giving due notice to the members of the company and the resolution passed thereat were duly recorded in Minutes Book maintained for the purpose.
8. The Company being a Private Company, Section 295 of the Act is not applicable.
9. As certified by the management, the Company has not entered into any contracts falling within the purview of Section 297 of the Act during the Financial Year.
10. The Company is maintaining the Register under Section 301 of the Act.
11. As explained to us, Company has obtained approval of members for the instance falling within the purview of section 314 of the Act.
12. The Company has not issued any duplicate share certificates during the financial year under scrutiny.
13. Company :
    i. has complied with all the provisions of the Act relating to allotment/transfer/transmission of shares as required.
    ii. has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
    iii. has not required to post warrants to any members of the Company as no dividend was declared during the financial year.
    iv. The Company has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. During the financial year under review, there was no appointment of Additional Directors, Alternate Directors and Directors to fill the casual vacancy.
15. The Company being a Private Company, provisions of Section 269 of the Act with regard to appointment of Managing Director / Whole-time Director/ Manager are not applicable.
16. The Company has not appointed any sole selling agent during the financial year.
17. As certified by the management, the Company was not required to obtain any approvals of the Central govt., Company Law Board, Regional Directors, Registrar and/ or such authorities prescribed under the various provisions of the Companies Act during the Financial Year.
18. 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 there under.
19. The Company has not issued any equity shares during the financial year under scrutiny.
20. The Company has not bought back any shares during the financial year.
21. The Company has not allotted or redeemed any preference shares or debentures during the financial year under scrutiny.
22. There was no transaction necessitating the company to keep in abeyance the right of dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
23. As per the explanations and information given by the management, the Company has not accepted any deposits within the meaning of section 58A of the Companies Act 1956, during the financial year.
24. The Company being Private Company, the provisions of section 293(1)(d) of the Act are not applicable.
25. The Company being a Private Company, the provisions of Section 372A are not applicable.

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26. The Company has not changed its registered office from one state to another during the year under scrutiny.
27. The Company has not altered the objects of the Memorandum of Association during the year under scrutiny.
28. The Company has not changed the name of the Company during the year under scrutiny.
29. The Company has altered the provisions of the Memorandum with respect to the Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. As certified by the management, there was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. As certified by the management, the Company has not received any money as security from its employees during the financial year.
33. As certified by the management, there was delay in compliance of the provisions of Section 418 of the Act for the period under scrutiny.



(Anshu Parikh)
Company Secretary
ACS-26791
C.P No.-10686

Date: 04.09.2013
Place: Jaipur

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