

24th ANNUAL REPORT

2009 - 2010

CENTURY 21ST PORTFOLIO LIMITED

BOARD OF DIRECTORS

Mr. T.Surya Prakash Rao -Director
Mr. Hemraj Baid-Director
Mr. K. Ravi Kumar -Director & C.S.
Mr. Y. Kondal Reddy-Additional Director
Mr. D.V.Surendra Babu -Additional Director

AUDITORS

M/s.Venkata Srinivasa & Associates
Chartered Accountants
6-3-609/11/2, Anand Nagar Colony,
Khairatabad, Hyderabad – 500 004.

BANKERS

HDFC Bank Ltd
Road No1, Banjara Hills,
Hyderabad – 500 034.

LISTED AT

Bombay Stock Exchange Ltd.,
Delhi Stock Exchange Ltd.,
Ahmedabad Stock Exchange Ltd.,
Ludhiana Stock Exchange Ltd .

REGISTRARS

Venture Capital & Corporate
Investments Pvt. Ltd.,
H.No.12-10-167, Bharath Nagar,
Hyderabad – 500 018.

REGD. OFFICE

Suite 404, Mayfair Gardens,
Road No.12, Banjara Hills,
Hyderabad – 500 034, A.P.
Email: cenport@gmail.com

NOTICE

Notice is hereby given that the 24th Annual General Meeting of the members of Century 21st Portfolio Limited will be held on Thursday, the 30th September, 2010 at 11.00 a.m. at the registered office of the company at Suite 404, Mayfair Gardens, Road No.12, Banjara Hills, Hyderabad – 500 034 to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited balance sheet as at 31st March 2010 and profit & loss account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. T.Suryaprakasa Rao who retires by rotation and do not seek reappointment.
3. To appoint M/s. M.M. Reddy & Co. Chartered Accountants, Hyderabad, in place of M/s. Venkata Srinivas & Associates, 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 their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Y. Kondal Reddy, who was appointed as additional director of the company pursuant to the provisions of section 260 of the Companies Act, 1956 by the board of directors w.e.f 12.07.2010 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of director of the company, be and is hereby appointed as a director of the company whose period of office is liable to be determined by retirement of directors by rotation”

5. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. D.V. Surendra Babu, who was appointed as additional director of the company pursuant to the provisions of section 260 of the Companies Act, 1956 by the board of directors w.e.f 12.07.2010 and who holds the office up-to date of the ensuing annual general meeting and in respect of whom the company has received a notice in writing under section 257 read with section 190 of the said Act, along with requisite deposit proposing him as candidate for the office of director of the company, be and is hereby appointed as a director of the company whose period of office is liable to be determined by retirement of directors by rotation”

For and on behalf of the Board of Directors of
Century 21st Portfolio Limited

Place: Hyderabad

Date: 04.09.2010

K. Ravi Kumar
Director & CS

Notes:

1. **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 27.09.2010 to 30.09.2010 (Both days inclusive).
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.

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item No.4:

The members may note that Mr. Y. Kondal Reddy, was inducted into Board as Additional Director of the company, with effect from 12.07.2010 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The company has received notice in writing from members of the company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in their General Meeting.

Hence, the Board recommends the resolution for your approval.

None of Directors except Mr. Y.Kondal Reddy may be deemed to be concerned or interested in the resolution.

Item No.5:

The members may note that Mr. D.V. Surendra Babu, was inducted into Board as Additional Director of the company, with effect from 12.07.2010 pursuant to the provisions of section 260 of the Companies Act, 1956 and holds the office as such up to the date of ensuing Annual General Meeting. The company has received notice in writing from members of the company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said person for the Office of Director whose period of office is determinable by retirement of Directors by rotation.

As per the provisions of section 257 of the Act, any such proposal ought to be approved by the members in their General Meeting.

Hence, the Board recommends the resolution for your approval.

None of Directors except Mr. D.V. Surendra Babu may be deemed to be concerned or interested in the resolution.

For and on behalf of the Board of Directors of
Century 21st Portfolio Limited

Place: Hyderabad
Date: 04.09.2010

K. Ravi Kumar
Director & C.S

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 24th Annual Report of the Company for the financial year ended 31st March, 2010.

FINANCIAL RESULTS:

The performance of the Company for the financial year ended 31st March, 2010 is summarized below:

(Rs.in Lakhs)		
Particulars	2009-10	2008-09
Gross Revenue	18.41	14.69
Total Expenditure	14.45	12.25
Profit before financial charges, depreciation and taxation	3.96	2.44
Less: Financial Charges	0.71	0
Depreciation	2.49	1.22
Profit/(Loss) before tax (PBT)	0.76	1.22
Less: Provision for Current tax	0.00	0.82
Profit/(Loss) after tax	0.76	0.41
Add:- Balance brought forward from Previous year	- 37.58	-37.99
Balance carried to Balance Sheet	- 36.82	-37.58

OPERATIONS:

The Company has earned gross profit of Rs.18.41 lakhs in the current year and made a net profit of Rs.0.76 lakhs during the year.

The Company has been continuously working to improve the performance to a greater extent by following both organic and inorganic modes. In this regard the company seriously contemplating and on look out for acquisition of companies which are engaged in agri-related areas.

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 Bombay Stock Exchange Ltd, Delhi Stock Exchange Ltd, Ahmedabad Stock Exchange Ltd and Ludhiana Stock Exchange Ltd.

Your directors pleased to mention that the Bombay Stock Exchange Ltd, has revoked the suspension in trading of equity shares of the Company .

DIRECTORS:

In accordance with the Companies Act, 1956 read with Articles of Association of the company the Director, Mr.T.Surya Prakasa Rao retires by rotation and do not seek reappointment.

During the year Mrs. Malisetty Anja Rajeswari and Mr. Kolluri Satyanandam were resigned as directors and Mr. Hemraj Baid was appointed as a Director

Further, Mr. Y.Kondal Reddy and Mr. D.V. Surendra Babu were appointed as additional Directors of the Company. w.e.f 12.07.2010 The company has received notice in writing from members of the company along with the requisite deposit under Section 257 read with section 190 of the Companies Act, 1956 proposing the candidature of the above said persons for the Office of Director, Hence your directors recommend the same for your approval.

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 | : | Nil |

PARTICULARS OF EMPLOYEES

As the Company is not having any employee during the year under review, 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. A declaration signed by the Director is given in Annexure.

AUDITORS

M/s Venkata Srinivas & Associates., Chartered Accountants retire at the ensuing Annual General Meeting and being eligible have not opted 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.

COMPLIANCE CERTIFICATE

Compliance Certificate issued by Mr.K.V.Chalama Reddy, Practising Company Secretary pursuant to section 383A of the Companies Act, 1956 which forms part of the report is annexed herewith

CORPORATE GOVERNANCE

Clause 49 of the Listing Agreement with Stock Exchanges is not applicable to our company since the paid up capital is less than Rs. 3 Crores.

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 Director of affirmation by Directors and senior Management personnel of compliance with the code of conduct

The Shareholders,

I, K. Ravi Kumar, Director & C.S 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 Directors of
Century 21st Portfolio Limited

Place: Hyderabad
Date: 04.09.2010

K. Ravi Kumar
Director & C.S.

PERSONS CONSTITUTING GROUP AS DEFINED UNDER THE MONILOPLIES AND RESTRICTIVE TRADE PRACTICES ACT, 1969.

1. K. Anasuya
2. Hemraj Baid
3. K. Ravi Kumar
4. Y. Kondal Reddy
5. D.V. Surendra Babu
6. Harvy Stock Trade Pvt. Ltd.
7. Nisha Baid

The above statement has been published to avail the exemption under Regulation 3(1) (e) (ii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 as amended from time to time.

AUDITORS' REPORT

To
The Members Of
Century 21st Portfolio Limited
Hyderabad

Date : 04.09.2010

1. We have audited the attached balance sheet of Century 21st Portfolio Limited as at 31st March, 2010 and also the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We report that:
 - a. As required by the Companies (Auditors' Report) Order, 2003, issued by the Government Of India in terms of sub - section 4A of Section 227 of The Companies act 1956, we enclose in the Annexure a Statement on the matters specified in paragraphs 4 and 5 of the said order.
 - b. Further to the above our comments are as under :
 1. Reference is invited to Note Number b(8) under Schedule Number I regarding confirmation of balances.

Further to our comments in the Annexure referred to in paragraph (3) and (4) above, we report that: