18TH
ANNUAL REPORT

2011-2012

GENOMIC VALLEY BIOTECH LIMITED

Board of Directors	T.N. Agrawal	Chairman
	Yogesh Agrawal	Director
	Parul Agrawal	Director
	Rakesh Madan	Director
Auditors	ANDROS & COMPANY Chartered Accountants	
Bankers	State Bank of India	
Registered Office & Project Site	4KM Stone, Berri Charra Road Village Kherka Musalman, P.O. Tanda Heri Tehsil Bahadurgarh Distt. Jhajjar-124507 Haryana	
E-mail ID	genomicvalley@gmail.com	
URL	www.genomicvalley.com	

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NOTICE

NOTICE is hereby given that 18th Annual General Meeting of the Members of the Genomic Valley Biotech Limited will be held on Saturday, the 29th September, 2012 at 9.00 a.m. at 4 KM Stone, Berri Charra Road, Village Kherka Musalman, Tehsil Bahadurgarh, Distt. Jhajjar-124507, Haryana to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Net Pre-operative Account for the period ended on that date, together with reports of Auditors and Directors thereon;

2. To appoint a Director in place of Sh. T.N. Agrawal who retires by rotation and eligible offer himself for reappointment;

3. To appoint auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General meeting of the company, and to fix their remuneration.

   "**RESOLVED THAT** M/s. ANDROS & COMPANY, Chartered Accountants be and are hereby appointed Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Members of the Company at a remuneration to be fixed by the Board of Directors plus reimbursement of travelling and other incidental out of pocket expenses, if any incurred in connection with the audit."

By order of the Board

(T.N. AGRAWAL)
Chairman

PLACE : NEW DELHI
DATED : 1st September, 2012

NOTES

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a Member of the Company. The proxy form is attached herewith. The proxy must reach at the Registered Office of the Company not less than 48 hours before the time of holding the aforesaid meeting.

2. The Register of Members and Share Transfer Books of the Company will remain closed on Saturday, the 29th September, 2012.

3. Members/Proxies should bring the attached attendance slip duly filled in for attending the meeting.

4. Members are requested to send their queries at least ten days in advance of the meeting so that information can be made available at the meeting.

5. Members are requested to intimate to the Company the changes, if any in their Registered Address alongwith the Pin Code Numbers.

6. Members/Proxies are requested to bring their copy of the Annual Report to the Annual General Meeting as extra copies will not be supplied due to high cost of paper and printing.

by order of the Board

(T.N. AGRAWAL)
Chairman

PLACE : NEW DELHI

DIRECTORS' REPORT

To,

The Members,

Your Directors have pleasure in presenting the 18th Annual Report together with the Audited Accounts for the period ended 31st March, 2012.

Financial Position

The Company is still in the process of implementation of 100% Export Oriented Priority Sector Tissue Culture Project and has not yet started the commercial production. The financial position of the Company is as under:-

(Amount in Rs. Rs)

	Current yr.	**Previous yr.**
Equity & Liabilities		
Share Capital	**3,05,45,000.00**	3,05,45,000.00
Reserve & Surplus	**126,77,000.00**	126,77000.00
Secured Loan	**75,00,000.00**	1,00,00,000.00
Current Liabities	**63,28,822.58**	95,94,607.58
Total	**5,70,50,822.58**	6,28,16,607.58
Assets		
Fixed Assets	**1,19,42,930.45**	1,12,74,519.45
Capital Work In Progress	**2,78,51253.13**	2,82,05,739.13
Investments	**-**	78,50,000.00
Net Current Assets	**1,72,56,639.00**	1,54,86,349.00
Total	**5,70,50,822.58**	6,28,16,607.58

Operations

During the year under review, there was not much activity in the company at the operational level. Your Company has further organised meetings of eminent scientists of our country related with Human Genome, Plant Genome, DNA Vaccine, Drug Discovery Services and other related activities.

Financial hurdles and Legal actions

As reported in earlier Director's Report, the present status of various Financial hurdles and Legal actions are as follows:

ii) The Civil suit with National Horticulture Board(NHB) who has illegally withhold Rs.25 lacs FDRs and interest accrued thereon, is decreed against the Company at Civil Court, Jr.Division, Bahadurgarh (Haryana). The Company has filed an Appeal in District Court of Jhajjar, Haryana.

Future Prospects

This century is adjudged as the century of bio-technology, and your company has the right vision, focus and has the qualified manpower to convert their plans in to the reality.

Listing Agreement

The Company's securities are listed at the following 4 (four) Stock Exchanges in India:

i) The Delhi Stock Exchange Association Limited (the Regional Stock Exchange)

ii) Pune Stock Exchange Limited

iii) The Stock Exchange, Ahmedabad

iv) Jaipur Stock Exchange Limited

The Annual Listing fee for the Financial Year 2011-2012 is being paid to The Delhi Stock Exchange (The Regional Stock Exchange). As there has been no trading at all during the last several years in the Stock Exchanges viz., Ahmedabad, Pune & Jaipur, thus as a part of cost reduction measures the Company has already proposed to delist its Equity Shares from all or any of these Stock Exchanges.

Share Transfer System & Dematerialization

The Company has an in-house share transfer system. The valid share transfers complete in all respects are registered and returned within a maximum period of one month from the date of receipt. In terms of notification issued by SEBI, the Equity Shares of the Company are already compulsorily under Demat trading for all investors from 31st May, 2001 at CDSL and from 19th June, 2001 at NSDL. Shareholders who are still holding their shares in physical mode are, therefore advised to dematerialize their shareholding as soon as possible to avoid inconvenience in trading. Both NSDL & CDSL have issued ISIN No. **- INE574D01010**.

Directors' Responsibility Statement

Pursuant to the requirement under Section 217 (2AA) of the Company Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

1. That in the preparation of the accounts for the Financial Year 2011-2012, the applicable Accounting Standards have been followed alongwith proper explanation relating to material departures;

2. That the Directors have selected such Accounting Policies and applied them consistently and made judgements 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 and of the profit of the Company for that period.

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 your Company and for preventing and detecting fraud and other irregularities; and

4. That the Directors have prepared the accounts for the Financial Year 2011-2012 on a 'going concern' basis.

Corporate Governance

As there is no operation the company at present, the Corporate Governance procedures will be implemented in the ensuing years.

Dividend

The Company has not yet started commercial production. Hence, in the absence of profits, no dividend has been recommended for the period under review.

Directors

In accordance with the Provisions of the Companies Act, 1956 and Articles of Association of the Companies, Mr. T.N. Agrawal, who retires by rotation and being eligible offers himself for re-appointment.

Fixed Deposits

The Company has not accepted any deposit from the public under Section 58A of the Companies Act, 1956 and Rules framed thereunder.

Auditors Report

Auditors observations, as contained in the Auditors' Report are self explanatory and do not call for any clarification.

Auditors

A notice in terms of Section 190 of the companies Act, 1956 has been received under section 225(1) from Members proposing the appointment of M/s. ANDROS & COMPANY, Chartered Accountants, as Auditors of the Company. They have given their eligibility certificate in terms of section 224(1B) of the companies Act, 1956.

Personnel

The Statement of particulars of employees as required by Section 217(2A) of the Companies Act, 1956 is not annexed as no employee has drawn remuneration exceeding the limits prescribed under Section 217(2A) of the Companies Act, 1956.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo.

The Company's present activities are either commercial in nature or manufacturing with manual operations, therefore, do not require Directors' comment on conservation of energy and technology absorption. Further, there was no foreign currency transaction during the year review.

Appreciation

It is our strong belief that caring for our business constituents has & will go a long way in the progress of the Company and your Directors acknowledge the overwhelming co-operation and assistance received from its Bankers and Government Authorities.

The Directors thanks the Customers, Vendors and Investors for their continued support to your Company's growth.

The Directors record their appreciates to all employees for their efforts towards achieving their performance.

For and on behalf of the Board of Directors

PLACE : NEW DELHI **(T.N. AGRAWAL)**
DATED : 1st September, 2012 **Chairman**