

GUJARAT INVESTA LTD.

18th Annual Report

2009-2010

GUJARAT INVESTA LIMITED

BOARD OF DIRECTORS

Sri Purushottam Agarwal
Sri Anjani R. Agarwal
Sri Krishnakant Goyal
Sri Anandkumar Agarwal

BANKERS

Union Bank of India

AUDITORS

LUNIA & COMPANY,
Chartered Accountants,
B12, Harekrishna Complex,
Opp: Apsara Cinema,
Ahmedabad - 380 028

REGISTERED OFFICE

3 & 4, Shivalik Plaza,
Opp. Atira, Ambawadi,
Ahmedabad - 380 015

REGISTRARS AND TRANSFER AGENTS

Sharepro Services (India) Private Limited
Regd. Office : 13AB, Samhita Warehousing Complex,
2nd Floor, Saklnaka Telephone Exchange Lane,
Off Andheri Kurla Road, Saklnaka Andheri East,
Mumbai - 400 072

ANNUAL REPORT AND ACCOUNTS 2009-2010

NOTICE TO MEMBERS

NOTICE is hereby given that the 18th Annual General Meeting of the Members of GUJARAT INVESTA LIMITED will be held on Thursday the 30th day of September 2010 at 10.30 A.M. at 3 & 4, Shivalik Plaza, Opp Atira, Ambawadi, Ahmedabad - 380 015 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2010 and the Profit and Loss Account for the year ended on that date and the report of Directors and Auditors thereon.
2. To appoint a director in place of Shri Krishnakant Goyal who retires by rotation and being eligible has offered himself for re-appointment.
3. To appoint Auditors and to authorise the Board of Directors to fix their remuneration.

By order of the Board

Chairman

Registered Office:

3 & 4, Shivalik Plaza,
Opp Atira, Ambawadi,
Ahmedabad - 15
The 28th August, 2010

NOTES

- a) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A proxy form, duly completed and stamped, must reach the registered Office of the Company not less than 48 hours before the aforesaid meeting.

- b) Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting, so as to enable the Management to keep the information ready. Replies will be provided only at the meeting.
- c) Members are requested to notify the Company of any changes in their address (in full) with the postal area pin code number, quoting their folio numbers.
- d) Register of Members of the company will remain closed from Tuesday the 28th day of September, 2010 to Thursday the 30th day of September 2010 both days including.

DIRECTORS' REPORT TO THE SHAREHOLDERS

The Directors have pleasure in submitting their 18th Annual Report and Accounts for the year ended 31st March 2010.

FINANCIAL RESULTS

	Year ended 31st March, 2010 (Rupees in Lacs)	Year ended 31st March, 2009 (Rupees in Lacs)
Sales & Operating Income	816.99	760.36
Operating Profit	6.31	5.16
Depreciation & Preliminary Exp.	3.20	3.20
Profit Before Tax	3.11	1.96
Provision for Taxes	1.40	0.93
Profit after Tax	1.71	1.03
Short/Excess provision for previous year	0.13	-0.07
Balance Brought Down	119.18	118.22
Balance carried to Balance Sheet	121.02	119.18

OPERATING PERFORMANCE

The working of the company has resulted in a net profit after tax of Rs. 1.71 Lacs compared to Rs. 1.03 Lacs of the previous year.

DIVIDEND

The directors do not recommend any dividend looking to the meager profit earned by the company.

EMPLOYEES

There were no employees drawing remuneration in excess of the limit prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

DIRECTORS

Sri Krishnakant Goyal retires by rotation and being eligible has offered himself for re-appointment.

AUDITORS

Lunia & Company, Chartered Accountants, auditors of the Company will be retiring at the ensuing Annual General Meeting. Being eligible, they have offered themselves for reappointment.

GUJARAT INVESTA LIMITED

FIXED DEPOSITS

The company has not accepted any fixed deposits from general public.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Directors report:

- I. that in preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from same.
- II. that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2010 year ended on that dated and of the profit of the company for that period;
- III. that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- IV. that the Directors have prepared the annual accounts on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNING & OUTGOINGS

Information pursuant to Section 217 (1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 relating to the foregoing matters is given hereunder.

a) Conservation of energy	Nil
b) Technology absorption, research & development	Nil
c) Foreign Exchange earning & outgoings	Nil

Place : Ahmedabad

Dated : the 28th August, 2010

For and on behalf of Board of Directors

Sd/-
Purushottam Agarwal

REPORT ON CORPORATE GOVERNANCE:

Company's philosophy on Code of Governance

The company follows the theme of changing in tune with times to continue the race without any major hurdle and attempts to cover all aspects of reporting in transparent and fair manner keeping the basic principles of good corporate governance.

BOARD OF DIRECTORS:

Composition, Attendance and Information of other Directorship /Committee Membership:

Name of the Directors	Category	No of other Directorship in public or private Limited Companies	No of other Board/ Committees of which he is Member Chairman	Attendance at last AGM held on 30th Sept. 2008	Attendance at Board Meeting
Purushottam Agarwal	Promoter	3	1	Yes	Yes
Anandkumar Agarwal	Director	Nil	Nil	Yes	Yes
Krishnakant Goyal	Director	2	Nil	Yes	Yes
Anjani R. Agarwal	Promoter	3	1	Yes	Yes

AUDIT COMMITTEE

The terms of reference of the Audit Committee include the matters specified under Clause 46 (II)(D) of the Listing Agreement as well as in Section 292A of the Companies Act, 1956.

The Company has complied with the requirements of Clause 49(II)(A) as regards the composition of the Audit Committee.

The Audit Committee comprises two Independent Non-Executive Directors and one Whole Time Director. During the financial year ended March, 2010, and up to report, the committee met four times on May, 25, 2009, July, 13, 2009, October, 26, 2009 and January 19, 2010. The attendance of each member of the committee is given below:

Name of the Director	Chairman/Member	Category	No of Mtgs attended
Purushottam R. Agarwal	Chairman	Executive Director	4
Krishnakant Goyal	Member	Non Executive	4
Anand Agarwal	Member	Non Executive	4

The Composition of the Audit Committee meets the stipulated minimum requirement of Independent Directors.

GUJARAT INVESTA LIMITED

MEETINGS:

During the Financial year 2009-10, the Board met 13 times on the following dates:

29/04/2009	15/09/2009
04/05/2009	30/10/2009
30/05/2009	28/11/2009
30/06/2009	30/12/2009
31/07/2009	30/01/2010
30/08/2009	15/02/2010
	30/03/2010

The relevant information about the directors seeking appointment/ reappointment at the 17th Annual General Meeting has been incorporated in the notice of the 18th Annual General Meeting.

GENERAL BODY MEETINGS:

Details of last three General Body Meetings are as under:

Type of Meeting	Date of Meeting & Place	Time
15th AGM	Saturday, 29th September, 2007 at 3 & 4, Shivalik Plaza, Opp Atira, Ambawadi, Ahmedabad - 380015	11.00 A.M.
16th AGM	Tuesday, 30th September, 2008 at 3 & 4, Shivalik Plaza, Opp Atira, Ambawadi, Ahmedabad - 380015	10.30 A.M.
17th AGM	Saturday, 26th September, 2009 at 3 & 4, Shivalik Plaza, Opp Atira, Ambawadi, Ahmedabad - 380015	10.30 A.M.

The shareholders passed all the Resolutions set out in the respective notices. No resolution had been put through Postal Ballot.

DISCLOSURES:

- i) During the year under review, the Company had not entered into any materially significant transaction with any related party that may have potential conflict with the interest of the Company at large. The transactions with related parties, in normal course of business, have been disclosed separately in Notes on Accounts.
- ii) There have been no major instances of non compliance by the Company on any matter related to capital market. No penalties, strictures have been imposed by any Stock Exchange, SEBI and/or any other statutory authority, on any matter related to capital markets, during last three years.

- iii) The Company financial statements are prepared as per Accounting Standard and the accounting principles generally accepted in India.

MEANS OF COMMUNICATION:

The quarterly results of the company are generally published in "Western Times Gujarati Daily" and "Western Times English Daily" (news papers). During the year under review, the company had not sent quarterly/half yearly report to the shareholders and the company had not made any presentation to institutional investors or analysts.

GENERAL SHAREHOLDER INFORMATION

Annual General Date : Thursday the 30th day of September, 2010

Meeting : Time : 10.30 A.M.

Venue : 3 & 4, Shivalik Plaza,
Opp Atira, Ambawadi,
Ahmedabad - 380 015

Financial Calendar: : Year ending March, 31.

Financial Results for the three months ending (Tentative) :

30th June, 2010 : Last Week of July, 2010

30th September, 2010 : Last Week of October, 2010

31st December, 2010 : Last Week of January, 2011

31st March, 2011 : Last Week of April, 2011

18th Annual General Meeting: 30th day of September, 2010

Date of Book Closure : 28th day of Tuesday, 2010 to Thursday 30th Day of September 2010 (both days inclusive)

Market Price Data

Months	Month's High in Rs.	Month's Low in Rs.	Months	Month's High in Rs.	Month's Low in Rs.
April, 09	12.25	11.64	October,09	9.97	6.26
May,09	11.06	9.04	November,09	7.31	5.70
June,09	9.25	8.46	December,09	10.71	7.67
July,09	11.18	10.15	January,10	9.13	7.20
August,09	10.63	10.50	February,10	8.96	7.55
September,09	10.45	9.05	March,10	8.74	7.61

GUJARAT INVESTA LIMITED

Listed on Stock Exchanges & Stock Code:

1. Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Script Code No. 531341

Demat ISIN Number in NSDL and CDSL : INE373D-01017

The company has paid listing fee for the financial year 2010-11 to the Stock exchanges.

Registrars & Share Transfer Agents

Sharepro Services (India) Private Limited

Regd. Office : 13AB, Samhita Warehousing Complex,
2nd Floor, Saklnaka Telephone Exchange Lane,
Off Andheri Kurla Road, Saklnaka Andheri East,
Mumbai - 400 072

Share Transfer System : The transfer of shares is effected by the Registrars after the approval of the Board of Director. It generally takes 2 weeks time for processing.

Distribution of Shareholding as on 31st March, 2010:

Sr. No.	Category of Shareholders	No of Shareholders	Percentage of Shareholders	No of Share held	Percentage of shareholding
1	1-500	635	63.95	191449	2.55
2	501-1000	202	20.34	169488	2.26
3	1001-2000	53	5.34	83859	1.12
4	2001-3000	24	2.42	62381	0.83
5	3001-4000	11	1.11	38209	0.51
6	4001-5000	5	0.5	24185	0.32
7	5001-10000	21	2.11	140558	1.87
8	10001-99999999	42	4.23	6799771	90.54
Total		970	100	7509900	100