



***HIMGIRI FOODS LIMITED***

***13th Annual Report  
2004-2005***

## HIMGIRI FOODS LIMITED

### BOARD OF DIRECTORS

SHRI R. K. AGARWAL  
SMT. DEEPA AGARWAL  
SHRI MANISH PATEL  
SHRI DILIP MOTWANI  
SHRI RAJESH TARPARA

CHAIRMAN & MANAGING DIRECTOR  
DIRECTOR  
INDEPENDENT DIRECTOR  
INDEPENDENT DIRECTOR  
INDEPENDENT DIRECTOR

### AUDITORS

SUDHIR J. SHAH  
CHARTERED ACCOUNTANTS  
6, GANDHI BAUG,  
NEAR LAW COLLEGE,  
ELLISBRIDGE,  
AHMEDABAD - 380 006.

### BANKERS

DENA BANK

### REGISTERED OFFICE

N. H. 8,  
VILLAGE : VADWA  
TALUKA : KARJAN  
DISTRICT : VADODARA

### WORKS

VILLAGE : VADWA  
TALUKA : KARJAN  
DISTRICT : VADODARA

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**NOTICE**

Notice is hereby given that the 13th Annual General meeting of Himgiri Foods Limited will be held on Monday, the 29th August, 2005 at 12.00 noon at **Registered of the company at the N.H. 8, Village : Vadwa, Taluka : Karjan, Dist. : Vadodara** to transact the following business.

**Ordinary Business**

1. To receive, consider and adopt the Balance sheet as at 31.03.2005 and profit and loss account for the year ended on that date together with reports of auditors and Directors thereon.
2. To appoint directors in place of Mr. Rajesh Tarpara and Mr. Dilip Motwani who retire by rotation and being eligible offers themselves for re-appointment.
3. To appoint auditors and fix their remuneration.

By order of the Board.

Date : 10.07.2005  
Place : Ahmedabad

Sd/-  
**R. K. AGARWAL**  
( CHAIRMAN )

**NOTE :**

1. A member entitled to attend and vote at the meeting is also entitled to appoint proxy to attend and vote instead of him and the proxy need not be a member of the Company.
2. Proxies in order to be effective must reach the registered office of the company atleast 48 hours before the commencement of the Meeting.

**HIMGIRI FOODS LIMITED****DIRECTORS REPORT**

Your Directors present their the 13th report together with audited Annual Accounts for the year ended 31.03.2005.

**OPERATIONS**

The plant of the company is closed and business operations are at stand still as the bank has filed a suit for recovery.

**FINANCIAL POSITION**

	(Rs in lacs)	
	2004-05	2003-04
Profit before Depreciation	(09.12)	(26.70)
Depreciation	32.41	32.41
Profit/Loss before Taxation	(41.53)	(59.11)
Tax	---	---
Net profit / loss after tax	(41.53)	(59.11)
Add balance of last year	(766.29)	(707.18)
Balance carried to balance sheet.	(807.82)	(766.29)

In the absence of profit, no amount was transferred to reserves and no dividend was declared.

**DIRECTORS**

Mr. Rajesh Tarpara and Dilip Motwani retire by rotation and being eligible offers themselves for re-appointment.

**COMPLIANCE CERTIFICATE :**

The detailed report on Corporate Governance and auditors compliance certificate is enclosed.

**AUDIT COMMITTEE**

The Board has constituted an audit committee consisting of three members which reviews the financial accounts, interacts with statutory auditors and reviews matters of special interest. Mr. Manishkumar Patel (C.A.) an independent non executive Director is Chairman of the Committee.

**DEPOSITS**

The Company has not accepted any deposits from the public during the year.

**CONSERVATION OF ENERGY ETC.**

Since there is no manufacturing activity during the year, nothing is required to be reported under this head.

**FOREIGN EXCHANGE EARNINGS (FOB) / OUTGO (CIF)**

	(Rs in lacs)	
	2004-05	2003-04
FOREIGN EXCHANGE EARNING	---	---
FOREIGN EXCHANGE OUTGO	---	---

**ARTICULARS OF EMPLOYEES.**

There was no employee drawing remuneration in excess of limits prescribed under companies (particulars of employees) rules.

**DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirements under section 217 (2AA) of the companies Act., 1956 with respect to Directors Responsibility statement, it is hereby confirmed :

- i. That in the preparation of the annual accounts for the financial year ended 31.03.2005 the applicable accounting standards had been followed along with proper explanation relating to material departures :
- ii. That the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so as to gave true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for the year under review.
- iii. That the directors had 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.
- v. That the company has not done any business during the year and the business operations of the company are suspended as the bank filed a suit for recovery as clarified in the notes to accounts.

**AUDITORS.**

M/s. Sudhir J. Shah, Chartered Accountants, Ahmedabad retires as Auditors and being eligible offer themselves for re-appointment. Regarding auditors remark, the notes on accounts are self explanatory.

**APPRECIATION.**

The Directors place on record their appreciation for the support extended by Govt. / Semi Govt. Departments and the employees of the Company.

For and on behalf of the Board.

Date : 10.07.2005  
Place : Ahmedabad

Sd/-  
**R. K. AGARWAL**  
( CHAIRMAN )