



Navkar Builders Limited



Navkar Builders Limited

Board of Directors

Mr. Dakshesh Shah
Mr. Ullas Shah
Mr. Samir Patel
Mr. Shailesh Shah
Mr. Rameshchandra Patel
Mr. Sunil Bohara
Mr. Prakashbhai Shah

Managing Director
Joint Managing Director
Joint Managing Director
Director
Director
Director
Director

Auditors

M/S. J.B. Shah & Co.,
Chartered Accountants
Ahmedabad

Registered Office

407, Sarita Complex,
Behind Hotel Classic Gold,
C. G. Road,
Ahmedabad- 380009.
Email Id: navkarbuilders@yahoo.co.in
Website: www.navkarbuilders.com

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NOTICE FOR NINETEENTH ANNUAL GENERAL MEETING

NOTICE is here by given that the Nineteenth Annual General Meeting of the Company will be held at 407, Sarita Complex, B/h. Hotel Classic Gold, C. G. Road, Ahmedabad – 380006 on the 29th September, 2011 at 10.30 a.m. to transact the following business:-

ORDINARY BUSINESS:

1. To receive and adopt the audited balance sheet as 31st March, 2011 and profit & loss account of the company for the year ended on 31st March, 2011 and the Report of the Directors' and Auditors.
2. To re-appoint Director in place of Mr. Sunil Bohara who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Director in place of Mr. Prakashbhai Shah who retires by rotation and being eligible offers himself for reappointment.
4. To appoint the Auditor & fix their remuneration.

For & on behalf of the Board of Director

Date: 05/08/2011
Place: Ahmedabad

Sd/-
Dakshesh Shah
Managing Director

Sd/-
Samir Patel
Joint Managing Director



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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Proxies, in order to be effective, must be lodged at the registered office of the Company not later than 48 hours before the meeting.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, 21st September, 2011 to Thursday, 29th September, 2011 (both days inclusive).
3. The Company has appointed M/s. Sharepro Services (India) Pvt. Ltd, as its Registrars and Share Transfer Agents for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, Demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and Address to M/s. Sharepro Services (India) Pvt. Ltd, Unit: Navkar Builders Limited.
4. Members/proxies should bring the attendance slip duly filled in for attending the Meeting.
5. Members are requested to bring their copies of the Annual Report to the Meeting.
6. Members are requested to update their Email ID with their respective depository participant and with the Company's Registrar and Transfer Agents (RTA) to enable dispatch the communications in electronic form from time to time as your Company have taken a "Green Initiative" as per the directions of Ministry of Corporate Affairs, New Delhi allowing paperless compliances for Companies.
7. Members holding shares in physical form are requested to notify to the company's Registrar and share Transfer Agent, M/s. Sharepro Services (India) Pvt. Ltd quoting their folio, any change in their registered address with pin code and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participant.
8. Corporate Members intending to send their authorized representatives under Section 187 of the Companies Act, 1956, are requested to send a duly certified copy of the board Resolution authorizing their representatives to attend and vote at the Meeting.



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9. In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.

For & on behalf of the Board of Director

Date: 05/08/2011
Place: Ahmedabad

Sd/-
Dakshesh Shah
Managing Director

Sd/-
Samir Patel
Joint Managing Director



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ANNEXURE TO THE NOTICE

Notes on directors seeking appointment/re-appointment as required under Clause 49 of the listing agreement entered into with Stock Exchanges:

PROFILE OF DIRECTORS BEING RE-APPOINTED:

Item No. 2

Name	Mr. Sunil Bohara
Date of Birth	01/12/1975
Directorship in other Public limited Companies	Nil
Membership of Committees of other Public Limited Companies	Nil
Director of Company since	11/06/2007
No. of Shares Held	Nil

Item No. 3

Name	Mr. Prakashbhai Shah
Date of Birth	26/11/1956
Directorship in other Public limited Companies	Nil
Membership of Committees of other Public Limited Companies	Nil
Directors of Company since	11/06/2007
No. of Shares Held	Nil



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DIRECTORS' REPORT

To,
The Members

The Directors' present the Seventeenth Annual report on the business and operations of your Company for the year 2010-2011.

FINANCIAL RESULTS AND OPERATIONAL REVIEW:

During the Year, Chairman informed to the Board of Directors of the Company regarding change of Financial Year by passing resolution at the meeting of Board of Directors held on 09/02/2011. Financial and operational review of the Company is as under:

Particulars	Year Ended 31.03.2011 (₹)	Year Ended 30.06.2010 (₹)
Gross Sales/Income	203,863,398	162,474,760
Less Depreciation	4,072,630	3,745,659
Profit/(Loss) before Tax	16,719,565	3,534,823
Taxes/Deferred Taxes	5,732,004	2,406,577
Profit/(Loss) After Taxes	10,987,561	1,128,246
P& L Balance b/f	8,569,307	7,441,061
Profit/ (Loss) carried to Balance Sheet	19,556,869	8,569,307

During the year under review the total income from operations was Rs. 203863398 as compared to Rs. 162,474,760 of that of the previous Year. The Company has provided Rs.162474760 for depreciation. After making all necessary provisions for current year and after taking into account the current year net profit and total provisions for taxation, the surplus carried to Balance Sheet is Rs. 19556869; the management has nothing to say much about the activities of the company. Right now various options are being explored and appropriate decision will be taken as early as possible to fully activate the company.

PARTICULARS OF EMPLOYEES:

There is no employee having remuneration with the provisions of section 217(2A) of the companies Act 1956 read with the Companies (Particulars of employee) Rules, 1975 as amended.

DIRECTORS:

Mr. Sunil Bohara & Mr. Prakash Shah, Directors of the Company, are liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.



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RESPONSIBILITY STATEMENT:

As required u/s 217(2AA) of the Companies Act, 1956 your Director confirms that in the preparation of the annual accounts.

The applicable accounting standards have been followed along with proper explanation relating to material departures.

Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, 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 the profit/loss of the company for that period.

Proper and sufficient care has been taken for the maintenance of the adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

The annual accounts have been prepared on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

As required under rule 3 of the companies (Disclosure of Particulars in the report of Board of Directors) Rules 1998, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are also Nil.

APPOINTMENT OF AUDITORS:

M/s. J. B. Shah & Co., Chartered Accountants, the retiring auditors being eligible offer themselves for re-appointment. Members are requested to appoint them as auditors of the company.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management discussion and analysis Report, pursuant to Clause 49 of the Stock Exchange Listing agreement, forms part of this Report and the same is annexed hereto.

REPORT ON CORPORATE GOVERNANCE:

A separate Report on Corporate Governance along with Certificate from Auditors on its compliance as annexed hereto.

SEGMENT:

Your Company is engaged in a single segment only.



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ACKNOWLEDGEMENT:

The management is grateful to the government authorities, Bankers, Vendors for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

For & on behalf of the Board of Director

Date: 05/08/2011

Place: Ahmedabad

Sd/-
Dakshesh Shah
Managing Director

Sd/-
Samir Patel
Joint Managing Director



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DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY:

SR NO.	Particulars	Unit	2010-2011	2009-2010
(I)	POWER AND FUEL CONSUMPTION			
1.	Electricity			
(a)	Purchased	Kwh	--	--
	Total Amount	Rs.	--	--
	Rate/Unit	Rs./ Kwh	--	--
(b)	Own		--	--
	Generation (Units)		--	--
2.	Coal		--	--
	Quantity	Kg	--	--
	Total Cost	Rs.	--	--
	Average Rate	Rs./Kg	--	--
3.	High Speed Diesel/ LDO		--	--
	Quantity	Liters	--	--
	Total Cost	Rs.	--	--
	Average Rate	Rs./ Liters	--	--
4.	Other Internal Generation		--	--
(II)	Consumption per unit of production:			



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Report on Corporate Governance (Pursuant to Clause 49 of the Listing Agreement)

The Board of Directors of the Company gives due support to the principles behind the good Corporate Governance. Given below is a report on Corporate Governance:

1. COMPANY'S PHILOSOPHY

The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the law coupled with total adherence to highest norms of business ethics. These two main drivers, together with the company's ongoing contributions to the local communities, it operates in through meaningful and relevant Corporate Social Responsibility initiatives add to enhance the stakeholders value.

The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our plant and facilities, transparency in decision making process and fair & ethical dealings with all, pollution free clean environment and last but not the least, accountability to all the stakeholders. These practices are being followed since the inception and have contributed to the company's sustained growth.

2. BOARD OF DIRECTORS

2.1 Composition of Board of Directors as on date of Report:

The Board of Directors of the Company comprised Seven Directors of whom four were non-executive Directors. The Chairman is an executive director.

Name of Director	Category
Mr. Dakshesh Shah	Managing Director
Mr. Ullas Shah	Joint Managing Director
Mr. Samir Patel	Joint Managing Director
Mr. Prakash Shah	Director
Mr. Sunil Bohara	Director
Mr. Shailesh Shah	Director
Mr. Rameshchandra Patel	Director

2.2 Responsibilities of the Board:

The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the company is vested in the Board of Directors presided over by the Chairman and Managing Director. The Board has delegated some of its powers to the executives of the company. The Board reviews from time to time such delegated powers and their utilization for effective functioning of the Company.