

SRI KPR INDUSTRIES LIMITED

(Formerly Bhagyanagar Wood Plast Ltd.)

The logo consists of the letters 'KPR' in a bold, blue, sans-serif font. The letters are contained within a blue rectangular border that has a slight 3D effect, with the top and bottom bars being slightly thicker than the side bars.

24th
ANNUAL REPORT
2011-12

BOARD OF DIRECTORS

- | | |
|-------------------------------|---------------------------------------|
| 1. Sri. N. Kishan Reddy | <i>Chairman and Managing Director</i> |
| 2. Sri. N. Srinath Reddy | <i>Whole Time Director</i> |
| 3. Sri. G. Raja Reddy | <i>Director</i> |
| 4. Sri. T. Naveena Chandra | <i>Independent Director</i> |
| 5. Sri. S. Krishna Prasad | <i>Independent Director</i> |
| 6. Sri. P. Jagadeeshwar Reddy | <i>Independent Director</i> |

AUDITORS

V.Sridhar & Co.,
Chartered Accountants,
A/78, Geeta Apartments, Santoshnagar,
Mehidipatnam,
Hyderabad 500 028

BANKERS

State Bank of Hyderabad
Commercial Branch,
Sardar Patel Road,
Secunderabad – 500 003.

REGISTERED OFFICE

Vth Floor, KPR House,
Sadar Patel Road,
Secunderabad 500 003.

NOTICE

Notice is hereby given that the 24th Annual General meeting of the members of M/s. Sri KPR Industries Limited will be held at 10.00 A.M. on Saturday, the 29th day of September 2012 at Nagarjuna Function Hall, Nagarjuna Nagar, Yellareddyguda (back side of Chermas show room), Ameerpet, Hyderabad-500073 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2012 and the Profit and Loss Account of the company for the year ended on that date together with the reports of the Auditors and Directors thereon;
2. To appoint director in place of Sri S. Krishna Prasad , who retires by rotation at the conclusion of the ensuing Annual General Meeting and being eligible, offers him self for re-appointment.
3. To appoint director in place of Sri T. Naveena Chandra , who retires by rotation at the conclusion of the ensuing Annual General Meeting and being eligible, offers him self for re-appointment.
4. To appoint Auditors and fix their remuneration and if thought fit to pass with or without modifications the following resolution as Ordinary Resolution

"RESOLVED THAT M/s V. Sridhar & Co., Chartered Accountants, Hyderabad, the retiring Auditors of the Company be and are hereby re-appointed as Auditors of the Company for the financial year 2012-2013 to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and the Managing Director Sri N. Kishan Reddy be and is hereby authorized to fix their remuneration in consultation with them".

By order of the Board
For Sri KPR Industries Limited,

Sd/-
N. Kishan Reddy
Managing Director

Place: Secunderabad
Date: 31.05.2012

NOTES

1. A member eligible to attend and to vote at the meeting is entitled to appoint a proxy and such proxy need not be a member of the company. Proxies in order to be effective must be received by the company, not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer books of the company will remain closed from 22nd September 2012 to 29th September 2012 (both days inclusive).
3. Members are requested to bring their copies of Annual Report to the meeting along with original attendance slips duly filled.
4. Members are requested to notify any change in their addresses to the share transfer agents M/s. Karvy Computer share Private Limited. Members whose shareholdings are in D-MAT form are requested to send the information for change of address to their respective depository participant.
5. To avoid entry of un-authorized persons into the meeting premises, the signature of the members shall be verified with the specimen signature recorded with the Company at the entrance of the venue. Inconvenience to members in this regard is highly regretted. The members are advised to carry their folio number with them.

INFORMATION PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT REGARDING REAPPOINTMENT OF DIRECTORS.

Name of the Director	:	S Krishna Prasad
Date of Birth	:	27.07.1950
Date of Appointment	:	30.07.2003

Special Expertise	:	Technical.
Qualifications	:	M.Sc. Physics
Directorships of other Companies as on 31 st March 2012	:	Nil

No of shares held by them	:	Nil
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Name of the Director	:	T. Naveena Chandra
Date of Birth	:	28.11.1960
Date of Appointment	:	15.06.2001

Special Expertise	:	Having expertise in financial field
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Qualifications	:	Chartered Accountant
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Directorships of other Companies as on 31 st March 2012	:	1) Saaketa Consultants Ltd 2) Balaji Amimes Ltd 3) CHJ Securities Pvt Ltd 4) Saaketa Finstock Pvt Ltd 5) Zenith Alternative Energy Ventures Pvt Ltd
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No of shares held by them	:	Nil
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DIRECTORS' REPORT

To,

The Members of Sri KPR Industries Limited,
(Formerly known as Bhagyanagar Wood Plast Limited)
Secunderabad.

The Directors present herewith the Twenty Fourth Annual Report on the affairs of the company along with the report of the Auditors on the accounts of the company for the Financial Year 2011-12.

FINANCIAL RESULTS AND PERFORMANCE

The performance of the company is summarised as under;

Amount in Rupees

Particulars	For the financial year ended 31.03.2012	For the financial year ended 31.03.2011
Revenue from Operations	-	-
Other Income	57,19,023	36,57,544
Administrative & other expenses	35,64,453	20,92,476
Financial Costs	28,578	58,202
Depreciation	2,10,640	2,10,640
Profit before tax	19,15,352	13,26,226
Tax including deferred tax	2,77,154	94,441
Profit after tax	16,38,198	12,31,785

BUSINESS OPERATION:

During the year under review company has achieved a Gross receipt of Rs. 57,19,023 against previous year receipt of Rs. 36,87,544/- and registered a profit of Rs. 16,38,198/- (PAT) against previous year profit of Rs. 12,31,785/- (PAT).

The Company expects for a better performance in the coming years pursuant to proposed scheme of amalgamation as approved by the members.

DIVIDEND:

To strengthen the long-term prospects and ensuring sustainable growth in assets and revenue, it is important for your Company to evaluate various opportunities in the different business verticals in which your Company operates.

Your Board of Directors considers this to be in the strategic interest of the Company and believes that this will greatly enhance the long term shareholders' value. Considering the current scenario and future funds requirement your directors have not recommended any dividend for the financial year.

DIRECTORS**RETIRE BY ROTATION**

In accordance with the Provisions of Section 256 of the Companies Act, 1956 read with Articles of Association of the Company, Mr. T. Naveen Chandra and Mr. S. Krishna Presad retires by rotation and being eligible offers themselves for reappointment.

A brief profile of the directors is given in the notice of the Annual General Meeting.

AUDITORS

M/s V. Sridhar & Co., Chartered Accountants, Hyderabad, the Statutory Auditors of the company retire at the conclusion of the ensuing annual general meeting and being eligible offers themselves for reappointment.

DIRECTORS RESPONSIBILITY STATEMENT (SECTION 217 (2AA) OF THE COMPANIES ACT, 1956

- a. The accounting standards to the extent applicable to the company have been followed in the preparation of the annual accounts. There are no material departures there-from.
- b. The accounting policies selected by the Board for the purpose of preparation and presentation of the financial statements have been and are being applied consistently and reasonable and prudent the judgements and estimates (wherever applicable) have been made, for the said purpose, so as to give a true and fair view of the affairs of the company as at end of the financial year under review and of the profit for the said year.
- c. Proper and sufficient care has been taken 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.
- d. The annual accounts have been prepared on going concern basis.

CHANGE OF NAME:

The shareholders of the company at previous Annual General meeting has passed resolution for change of name and the same was filed with the Registrar of Companies , Andhra Pradesh, Hyderabad and obtained a fresh certificate of incorporation under the name and style of M/s. Sri KPR Industries Limited.

DEPOSITS:

Your Company has not accepted any deposits from the public in terms of Section 58A of the Companies Act, 1956 during the year under review.

PARTICULARS OF EMPLOYEES:

There are no employees on the rolls of the company whose particulars are required to be disclosed in the report of the Directors pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

MANAGEMENT DISCUSSION & ANALYSIS REPORT:

The Management discussion & analysis report for the year under review is provided separately and the same forms part of the annual report.

CORPORATE GOVERNANCE:

Your Company adopts the corporate best practices and is committed to conduct its business in accordance with applicable laws, rules & regulations. A report on Corporate Governance is provided and forms part of the annual report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION:

The Company has not carried out any manufacturing activities for the financial year, the particulars prescribed under the provision of 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 is provided in annexure and the same forms part of the annual report.

STATUS OF AMALGAMATION APPLICATION:

The members are aware that the proposal of amalgamation of M/s. Sri Venkateswara Pipes Limited with M/s. Sri KPR Industries Limited was approved by members in the Extra Ordinary General Meeting held on 24.09.2011 and now the petition for approval of merger is pending before the Hon'ble Court of A.P.

The Management is confident that the petition will be approved as explained earlier and will help the Company for better future prospects.

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their sincere appreciation and acknowledge with gratitude the support and consideration extended by the Bankers, Shareholders and employees and look forward for their continued support and cooperation.

For & on behalf of the Board
For Sri KPR Industries Limited

Sd/-

N.KISHAN REDDY

Chairman

Place: Secunderabad

Date: 31.05.2012

ANNEXURE TO DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2011-12

Particulars	Current Year	Previous Year
A. CONSERVATION OF ENERGY		
<i>Electricity</i>		
Units Purchased	NIL	NIL
Total cost (Rupees) gross	NIL	NIL
Rate per unit (Rupees)	NIL	NIL
Energy Conservation measures taken and impact thereof		
No substantial investments have been made in this year in this regard.		
B. TECHNOLOGY ABSORPTION: Not applicable		
C. FOREIGN EXCHANGE EARNINGS AND OUTGO		
Foreign Exchange Earnings: NIL		
Foreign Exchange Outgo: NIL (Previous Year – NIL)		

For and on Behalf of the Board

Sd/-

N.KISHAN REDDY

Chairman

Place: Secunderabad

Date: 31.05.2012