

ANNUAL REPORT-2008-09

VIKSIT ENGINEERING LIMITED

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NOTICE

NOTICE is hereby given that the **Twenty Seventh Annual General Meeting of Viksit Engineering Limited** will be held on Wednesday the 30th September, 2009 at the Registered Office of the Company at A-9/2, MIDC Taloja Industrial Estate, Taloja, District Raigad, Maharashtra at 3.00 P.M. to transact the following business :-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts of the Company and the Reports of Directors' and Auditors' thereon for the year ended 31st March, 2009.
2. To appoint Director in place of Smt. Ruchi Mohan who retires by rotation and being eligible, offers himself for reappointment.
3. To re-appoint Auditors and to fix their remuneration.

Registered Office :
A-9/2, MIDC Taloja Industrial Estate,
Taloja, District Raigad, Maharashtra

By Order of the Board

Place : Mumbai
Dated : 01.09.2009

Sd/-
Dinesh Gupta
(Director)

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY(IES) NEED NOT BE MEMBER(S) OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
2. The Register of Members and Share Transfer books of the Company shall remain closed on 04.09.2009.
3. Members are requested to :
 - a. Notify any change in their registered address along with pin code.
 - b. Write to the Company at least ten days in advance any information on the accounts so as to enable the Company to keep information ready and to quote their respective ledger folio number on every communication with the Company.
 - c. Deposit duly filled in attendance slip annexed to the proxy form at the entrance to place of meeting and not to bring with them any person.
 - d. Bring their copies of the Annual Report with them to the Meeting.

4. All documents referred to the accompanying notice are open for inspection at the Registered office of the Company during the office hours on all working days except holidays between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.

Registered Office :
A-9/2, MIDC Talaja Industrial Estate,
Taloja, District Raigad, Maharashtra

By Order of the Board

Place : Mumbai
Dated : 01.09.2009

Sd/-
Dinesh Gupta
(Director)



DIRECTORS REPORT TO THE SHAREHOLDERS

Dear Shareholders,

Your Directors hereby present the Twenty Seventh Annual Report on the business and operation of your Company together with the Audited Accounts for the year ended 31st March, 2009.

FINANCIAL RESULTS

		(Rs in lacs)
PARTICULARS	2008-09	2007-08
Sales and Income from operations	857.38	5630.19
Profit before Taxation	9.71	784.23
Provision for :-		
Income Tax	0.96	80.02
Deferred Tax	0.00	0.00
Fringe Benefit Tax	0.27	0.29
Profit/(Loss) after Taxation	8.94	703.92
Add : Profit b/f from previous year	949.35	245.43
Amount available for appropriation	958.30	949.35
Surplus Carried to Balance Sheet	941.31	949.35

PERFORMANCE

Your Company achieved turnover of Rs.857.38 lacs as compared to Rs. 5630.19 lacs of the previous year. The profit for the year before tax was Rs. 9.71 lacs as against Rs. 784.23 lacs of the previous year. Profit after tax was Rs. 8.94 lacs as against Rs. 703.92 lacs of the previous year.

DIRECTORS

During the year Smt. Ruchi Mohan was appointed as Director of the Company on 31st July, 2008 and Mr. Arun Tatia gave his resignation from Directorship of the Company on 31st July, 2008. Smt. Ruchi Mohan, Director of the Company will retire by rotation in accordance with the provision of the Companies Act, 1956 and Articles of Association of the Company and being eligible, offer himself for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 217 (2AA) of the Companies Act, 1956, your Directors confirm that:

- i) in the preparation of Annual Accounts, the applicable Accounting Standards have been followed;
- ii) they 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 as at 31st March, 2009 and of the profit of the Company for the year ended on that date;
- iii) they 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 the Company and for preventing and detecting fraud and other irregularities;

- iv) they have prepared the annual accounts on a going concern basis.

AUDITORS

The Auditors M/s Gupta Saharia & Co., Chartered Accountants who retire at ensuing Annual General Meeting and being eligible, offer themselves for reappointment.

FIXED DEPOSIT

Your Company did not accept any Fixed Deposit from the public during the year under review.

INSURANCE

Your Company's Fixed Assets have been adequately insured.

PARTICULARS OF EMPLOYEES

There is no employee in the Company whose particulars are required to be given under Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

Since the Company has not carried out any manufacturing activity therefore there is no information to report with respect to conservation of energy and technology absorption.

The Company has no export & import during the year therefore there is no foreign exchange earnings & expenditure.

COMPLIANCE CERTIFICATE

Pursuant to provisions of Section 383A of the Companies Act, 1956 a copy of Compliance Certificate received from a secretary in whole-time practice is attached with this Report.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation for the co-operation and support extended by the Bankers, Local & Other Government Agencies. A word of appreciation is also placed on record for the employees of the Company at all levels for their dedicated cooperation. The Directors also express their gratitude to the shareholders for their co-operation and support.

Registered Office :
A-9/2, MIDC Taloja Industrial Estate,
Taloja, District Raigad, Maharashtra

Place : Mumbai
Dated : 01.09.2009

By Order of the Board

Sd/-
Dinesh Gupta
(Director)

SHILPESH DALAL & CO.**PRACTICING COMPANY SECRETARY**205-A, Anmol Tower, 15th 2, Old Palasia.

(Near Navneet Darshan) Indore (M.P.) - 452 001

Ph. 0731 - 2560690, 4094803 Fax : 0731- 2560690

Mob 94250-56686

E-mail : shilpeshdalal@rediffmail.com

Service Tax No. - R-ST/IND/PCS/21/2001-02

Service Tax Code No. - ABZPD4918JST001

Compliance Certificate**(Under sub-section (1) of Section 383A of the Companies Act, 1956)**

Reg. No. : L99999MH1983PLC029321

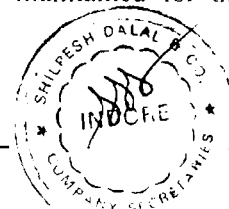
Nominal Capital: Rs. 2,00, 00,000/-

To,
The Members,
VIKSIT ENGINEERING LIMITED,
Taloja.

I have examined the registers, records, books and papers of **Viksit Engineering Limited, Taloja** as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2009. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officer and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made thereunder.
3. The Company being public limited company, comments are not required
4. The Board of Directors duly met six times respectively on 30.04.2008, 30.06.2008, 29.07.2008, 31.07.2008, 31.10.2008 and 31.01.2009 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members on 01.09.2008 and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March 2008 was held on 30th September 2008 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

Resd. 306 Goyal Nagar (E), Kanadia Road, Indore Ph. 2591200

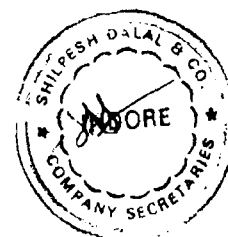


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7. During the financial year 2008-09 **no extra ordinary general meeting** was held.
8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of directors, members or Central Government.
12. The Company has not issued any duplicate share certificates during the said financial year.
13. The Company :
 - (i) has delivered all the certificates on lodgment of shares for transfer of securities in accordance with the provisions of the Act and there was no allotment or lodgment of shares for transmission or any other purpose.
 - (ii) has not deposited any amount in a separate Bank Account as no dividend was declared during the said financial year.
 - (iii) was not required to post warrants to any member of the Company as no dividend was declared during the said financial year.
 - (iv) was not required to transfer the amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon to Investor Education and Protection Fund since there was no such case.
 - (v) duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of additional director and alternate director. Mrs. Ruchi Mohan was appointed as director to fill casual vacancy during the financial year caused by resignation of Mr. Arun Tatia.
15. The Company has not appointed any Managing Director/ Whole time Director/ Manager during the said financial year.
16. The Company has not appointed any sole-selling agent during the said financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year.

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18. The directors have disclosed their interest in other firms/ Companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or other securities during the said financial year.
20. The Company has not bought back any shares during the said financial year.
21. The Company has not yet issued any preferential shares/debentures hence not redeemed any preferential shares/debentures during the said financial year.
22. There was no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A of the Act during the said financial year.
24. The Company has not made any borrowings during the said financial year.
25. The Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provision of the Memorandum with respect to situation of the Company's Registered office from one state to another during the said Financial Year.
27. The Company has not altered the provision of the Memorandum with respect to the objects of the Company during the said financial year.
28. The Company has not altered the provision of the Memorandum with respect to name of the Company during the said financial year.
29. The Company has not altered the provision of the Memorandum with respect to share capital of the Company during the said financial year.
30. The Company has not altered its Articles of Association during the financial year.
31. There was/were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the said financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the said financial year.



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