

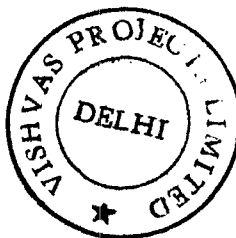


25th

Annual Report

2008-2009

CERTIFIED TRUE COPY



For Vishvas Projects Ltd.

Anne Mahway
Director

VISHVAS PROJECTS LIMITED

(Formerly known as Mefcom Agro Industries Ltd.)



VISHVAS PROJECTS LIMITED
(Formerly known as Mefcom Agro Industries Ltd.)

25th Annual Report 2008-2009

BOARD OF DIRECTORS : Mr. Ashok Marwah
Mr. Nihar Ranjan Mishra
Mr. Satyender Kumar

AUDITORS : MEHRA GOEL & CO.
Chartered Accountants
505, Chiranjiv Tower,
Nehru Place
New Delhi 110 019

BANKERS : HDFC Bank Ltd.

REGISTERED OFFICE : 606, Kailash Building,
K.G. Marg, Connaught Place
New Delhi 110 001

**REGISTRAR & SHARE
TRANSFER AGENTS :** Link Intime India Pvt. Ltd.
A-40, 2nd Floor,
Naraina Industrial Area, Phase II
Near Batra Banquet Hall
New Delhi 110 028



VISHVAS PROJECTS LIMITED
(Formerly known as Mefcom Agro Industries Ltd.)

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the Members of the Vishvas Projects Ltd. Will be held on Wednesday, the 30th day of September, 2009 at 9.30 A.M. at Retreat Motel/Resort, Alipur, Main G. T. Karnal Road, Near Palla Mod, Delhi 110 036 to transact the following business:

ORDINARY BUSINESS:-

Adoption of Annual Accounts, Directors Report and Auditors Report

1. To receive, consider and adopt the audited Balance Sheet, Profit & Loss Account for the year ended 31st March 2009 together with the report of the Board of Directors and Auditors thereon.

Appointment of Directors retiring by Rotation

2. To appoint a Director in place of Mr. Nihar Ranjan Mishra, who retires by rotation and being eligible offer himself for re-appointment.

Appointment of Auditors

3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration. The retiring Auditors M/s Mehra Goel & Co., Chartered Accountants are eligible for re-appointment.

By Order of the Board
For Vishvas Projects Ltd

Place:- New Delhi
Dated:-5th September, 2009

(Ashok Marwah)
Director



VISHVAS PROJECTS LIMITED
(Formerly known as Mefcom Agro Industries Ltd.)

NOTES

- a. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. Proxies in order to be effective must be received at the Registered Office of the Company not less than forty eight hours before this Annual General Meeting.
- b. Register of Members and the share transfer books of the Company will remain closed w.e.f. Tuesday the 29th September 2009 to Wednesday the 30th September 2009 (both days inclusive)
- c. M/s Link Intime India Pvt. Ltd. A-40, 2nd Floor, Naraina Industrial Area, Phase II, Near Batra Banquet Hall, New Delhi 110028, is Registrar and share transfer agent of the Company for electronic mode and transfer of shares physically. Pursuant to the directions of Securities Exchange Board of India (SEBI), trading of the shares of the Company is in compulsory in dematerialized form for all investors. The ISIN No. of the Company is INE188C01011.
- d. Members are requested to intimate to M/s Link Intime India Pvt. Ltd. A-40, 2nd Floor, Naraina Industrial Area, Phase II, Near Batra Banquet Hall, New Delhi 110028, regarding change, if any, in their address for mailing purposes.
- e. As per the amended provisions of the Companies Act 1956, the facility for making nomination is now available to the Members in respect of the Shares held by them. Nomination Form can be obtained from the Company's Registrar M/s Link Intime India Pvt. Ltd.
- f. Members desiring information/clarification on the accounts are requested to write to the Company at its Registered Office at least seven days before the date of the Annual General Meeting so that the same may be responded well in advance.
- g. As a measure of economy, copies of Annual Reports will not be distributed at the Annual General Meeting. Members are requested to bring their copy of Annual Report at the meeting.

By Order of the Board
For Vishvas Projects Ltd.

Place:- New Delhi
Dated:- 05th September, 2009

(Ashok Marwah)
Director



DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 25th Annual report together with the Audited Accounts of the company for the year ended 31st March 2009.

FINANCIAL RESULTS

	YEAR ENDED 31 ST MARCH, 2009 (RS. IN LACS)	YEAR ENDED 31 ST MARCH, 2008 (RS. IN LACS)
Gross Income	14.63	354.09
Profit/Loss before Interest, Dep. and Tax	0.18	0.34
Depreciation	0.06	0.06
Profit/(Loss)	0.06	0.10

DIVIDEND

In view of the carry forward losses, your Directors regret their inability to recommend any dividend.

DIRECTORS

In accordance with the provisions of the Articles of Association of the Company Mr. Nihar Ranjan Mishra is due to retire by rotation and being eligible, offer himself for re-appointment.

DIRECTORS RESPONSIBILITY STATEMENT

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

- In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- The Directors have adopted 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 at the end of the financial year ended 31st March, 2008 and of the Profit of the Company for that period.
- The Directors 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 Companies and for preventing and detecting fraud and irregularities.
- The Directors have prepared the Annual Accounts on a going concern basis.



VISHVAS PROJECTS LIMITED
(Formerly known as Mefcom Agro Industries Ltd.)

PUBLIC DEPOSIT

The company does not have any public deposits.

SUBSIDIARY COMPANIES

The Company does not have any subsidiary Company.

AUDITORS

M/s Mehra Goel & Company, Chartered Accountants, New Delhi retire at the conclusion of this Annual General Meeting, being eligible for reappointment, have expressed their willingness to be re-appointed, as statutory auditors of the Company.

PARTICULARS OF EMPLOYEES

Particulars of employee pursuant to section 217 (2A) of the Companies Act, 1956, read with companies particulars of employees rules, 1975, as amended, and forming part of this director report are Nil.

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

Particulars as required under Section 217(1)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors), Rules 1988 are annexed hereto as Annexure 1, forming part of the report.

During the year under review, the Company did not have any foreign exchange earning or outgo.

LISTING WITH STOCK EXCHANGES

As per the requirement of Clause 49 of the Listing Agreement with Stock Exchange, the company hereby declares that the listing for its shares continued throughout the year with "Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.

FIXED DEPOSITS

The Company has not accepted any fixed deposits during the year therefore the provisions of Section 58A of the Companies Act, 1956 are not applicable to the Company.

FOREIGN EXCHANGE EARNING AND OUTGO

-- NIL

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation of the continued support from its Bankers, Government Authorities, Business Constituents, shareholders & employees.

By Order of the Board
For Vishvas Projects Ltd.

Dated:-05.09.2009

Place:- New Delhi

(Ashok Marwah)
Director