



Where others see a wall, we see a window
(Formerly Known as Mefcom Agro Industries Ltd.)

30th Annual Report
2013-2014

COMPANY INFORMATION

Board of Directors

Ashok Marwah

(Whole Time Director)

Nihar Ranjan Mishra

(Director)

Atul Joshi

(Director)

Registered Office

606, Kailash Building, 26, Kasturba Gandhi Marg,

New Delhi-110001

Phone No. 011-43583455

Investor Relations E-mail ID

mefcomagro2007@yahoo.com

Registrar & Transfer Agent

Link Intime India Pvt. Ltd

A - 40, 2nd Floor, Naraina Industrial Area,

Phase – II, Near Batra Banquet Hall,

New Delhi- 110028

Principal Bankers

HDFC Bank Ltd.

Auditors

M/s Rupesh Mangal & Associates

Chartered Accountants

S-502 3rd Floor, School Block, Shakarpur,

New Delhi - 110092

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE VISHVAS PROJECTS LIMITED (FORMERLY KNOWN AS MEFCOM AGRO INDUSTRIES LIMITED) WILL BE HELD ON TUESDAY, 30TH DAY OF SEPTEMBER, 2014 AT 09:30 A.M. AT RETREAT MOTEL/RESORT, ALIPUR, MAIN G.T. ROAD, NEAR PALLA MOD, DELHI -110036 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt audited Balance Sheet as at 31st March, 2014 and Profit & Loss account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Atul Joshi, who retires by rotation and being eligible offer himself for re-appointment.
3. To appoint auditors and fix their remuneration and in this regard to consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT M/s Rupesh Mangal & Associates, Chartered Accountants having firm registration no. 025449N, be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and on such remuneration as shall be fixed by the Board of the Directors of the Company in consultation with the Statutory Auditors.”

By Order of the Board
For VISHVAS PROJECTS LIMITED

Place: New Delhi
Date: 30th August, 2014

Sd/-
Ashok Marwah
Director

Notes

1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding

more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.

The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

2. Register of members and the Share transfer books of the Company will remain closed from 24th September to 26th September, 2014 (both days inclusive) for AGM purpose.
3. The shareholders who are holding shares in demat form and have not yet registered their e-mail IDs, are requested to register their e-mail IDs with their Depository Participant at the earliest, to enable the Company to use the same for serving documents to them electronically, hereinafter. Shareholders holding shares in physical form may kindly provide their e-mail IDs to the RTA sending an e-mail at delhi@linkintime.co.in.
4. Members holding shares in physical form are requested to advise any change of address, bank details etc. immediately to the Company's Registrar and Share Transfer Agents, M/s Link Intime India Pvt. Ltd.
5. Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 10 days before the date of meeting.
6. Members/proxies are requested to bring their attendance slips sent herewith duly filled in for attending the meeting.
7. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9 A.M. to 5 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

By Order of the Board
For VISHVAS PROJECTS LIMITED

Place: New Delhi
Date: 30th August, 2014

Sd/-
Ashok Marwah
Director

DIRECTOR'S REPORT

Dear Members,

Your Directors are pleased to present the 30th Annual Report and the Audited Accounts for the year ended 31st March, 2014.

1. FINANCIALS

S. No.	Particulars	2013-14	2012-13
1.	Total Income/Loss	942,839	440,598
2.	Less: Total Expenses	11,32,743	2,30,75,996
3.	Profit Before Tax	(189,904)	(2,26,35,398)
4.	Current Tax	-	-
5.	Profit/Loss after Tax	(190,345)	(2,26,42,296)

2. OPERATIONS

During the year under review, your Company achieved total income of Rs. 942,839 during the current year, as against Rs. 440,598 during the previous year. Net Profit before taxation for the financial year ended on 31st March, 2014 is Rs. (189,904) as against previous year is Rs. (2,26,35,398).

3. DIRECTORS

In accordance with the provisions of the Articles of Association of the Company Mr. Atul Joshi is due to retire by rotation and being eligible, offer himself for appointment.

4. DIVIDEND

In consideration of future prospects of the Company, your Board of Directors has decided to plough back the profits into the business operations of the Company

5. PUBLIC DEPOSIT

The Company has not accepted any deposits during the year under review.

6. AUDITORS

The Statutory Auditors M/s. Rupesh Mangal & Associates, Chartered Accountants (Firm Registration Number 021412N), holds office until the conclusion of the ensuing Annual General Meeting.

The Company has received undertaking from them to the effect that their appointment, if made, would be in accordance with the Act and that they are not disqualified for such re-appointment.

A Board of directors of the company has recommended their appointment in the ensuing Annual General Meeting.

7. AUDITOR'S REPORT

The observation made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 217 of the Companies Act, 1956.

8. INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

9. SUBSIDIARY COMPANIES

The Company does not have any subsidiary.

10. CONSOLIDATED FINANCIAL STATEMENTS

Since there is no subsidiary of the Company at present, hence no consolidated financial statements have been prepared.

11. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 217(2AA) of the Companies Act, 1956 the Directors confirm:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2014 and of the Profit or Loss of the company for that period.
- c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, in safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Directors have prepared the annual accounts on a going concern basis.

- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

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

The provisions of 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 not applicable to the Company. Therefore, the information relating to conservation of energy or technology absorption etc. is not given. There has been no foreign exchange earnings and outgo during the year under Report.

13. PARTICULARS OF EMPLOYEES

The provisions of section 217(2A) of the Companies Act, 1956 are not applicable as no Employee was in receipt of remuneration to the extent laid down therein

14. PERSONNEL

The Management-Employees relations remained very cordial throughout the year. Your Directors wish to place on record their appreciation of sincere and devoted services rendered by all the workers and staff at all levels.

15. ACKNOWLEDGEMENTS

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous co-operation and assistance.

By Order of the Board
For VISHVAS PROJECTS LIMITED

Place: New Delhi
Date: 30th August, 2014

Sd/- Sd/-
Ashok Marwah Atul Joshi
DIN: 0178756 DIN: 03051663

S. K. Jha & Associates
Company Secretaries

308-309, Vardhman Fortune Mall,
Opp. Gujrawala Town, G. T. Karnal Road,
Azadpur, Delhi-110033,
Mob. 9811579790,
E-mail- sanacs_khg@rediffmail.com,
sanjayjhafcs@gmail.com

COMPLIANCE CERTIFICATE

(Rule 3)

CIN:- L65921DL1983PLC016382

Nominal Capital: Rs. 10,00,00,000/-

The Members,
VISHVAS PROJECTS LIMITED
606, Kailash Building, 26 Kasturba Gandhi Marg,
New Delhi-110001

We have examined the registers, records, books and papers of M/s Vishvas Projects Limited (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the Rules made thereunder, the provisions contained in the Memorandum and Articles of Association of the Company and also the audited Annual Accounts, Auditors' Report on the said annual accounts for the financial year ended 31st March, 2014 (financial year). In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, I certify that in respect of the financial year:

1. The company has kept and maintained all Registers as stated in Annexure "A" to this certificate, as per the provisions and the rules made there under 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 the companies within the time prescribed under the Act and the rules made thereunder.
3. The Company being a public limited company, Company has minimum prescribed paid up capital and its minimum number of members during the said financial year were not less than seven.
4. The Board of Directors duly met 05 (Five) times on 29.05.2013, 14.08.2013, 02.09.2013, 14.11.2013 and 13.02.2014 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members, and / or Debentures holders on 28th September, 2013 and 30th September 2013 after giving notice in newspaper as per provisions of the Act during the financial year.