

ARUNJYOTI ENTERPRISES LTD.

Corp. Off : Prabhas Arcade, # 132, Ganesh Colony,
Bapuji Nagar, New Bowenpally, Secunderabad - 500 011. (INDIA)

INFORMATION MEMORANDUM FOR LISTING OF 50, 58,110 EQUITY SHARES OF RS.10 EACH.

Corporate Off Address: Prabhas Arcade, Plot No.132, Ganesh Colony, New Bowenpally, Secunderabad - 500 011.

Regd. Off Address: "Gandhi House", 16, Ganesh Chandra Avenue, 7th Floor, Room No.2, Kolkatta-700 013

Phone No: +91 40-66179966

Fax: 040-66171536 Website: www.taazastores.com

Contact person: Vivek Surana Email viveksurana24@gmail.com

The Company was incorporated under the Companies Act, 1956 on 12th February, 2001 under the name and style of Arunjyoti Enterprises Limited.

GENERAL RISKS

Investment in equity and equity-related securities involve a degree of risk and investors should not invest in the equity shares of Arunjyoti Enterprises Ltd unless they can afford to take the risk of losing their investment. Investors are advised to read the Risk Factors carefully before taking an investment decision in the shares of Arunjyoti Enterprises Ltd for taking an investment decision, investors must rely on their own examination of the Company including the risks involved.

ABSOLUTE RESPONSIBILITY OF ARUNJYOTI ENTERPRISES LIMITED

Arunjyoti Enterprises Ltd having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to Arunjyoti Enterprises Ltd, which is material, that the information contained in the Information Memorandum is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares of Arunjyoti Enterprises Ltd is at present listed on Calcutta Stock Exchange.



GENERAL INFORMATION

Name of the Company	ARUNJYOTI ENTERPRISES LIMITED
ISIN No. of the Company	NSDL No.INE392H01018 & CDSL No. INE392H01018
Regd. Office Address, Phones and Fax Nos. and website Of the Company	"Gandhi House", 16, Ganesh Chandra Avenue, 7 th Floor, Room No.2, Kolkata-700013 Tel: 033-22363093 Fax:033-22365588 www: taazastores.com
Corporate office and Correspondence Address, Phones and Fax Nos. of the Company	Prabhas Arcade, Plot No.132, Ganesh Colony, New Bowenpally, Secunderabad - 500 011. Tel.No. 040-66179966 Fax No. : 040-66171536
Name, Tel. Phone No., Fax No. and E-mail ID of the Compliance Officer	Mr. Vivek Surana Tel.No. 040-66179966 Fax No. : 040-66171536 Email. viveksurana24@gmail.com
Name, Tel. Phone No., Fax No. and E-mail ID of the Company Secretary	Mr. Vivek Surana Tel. No. 040-66179966 Fax No. : 040-66171536 Email. viveksurana24@gmail.com
Name of the Managing Director of the Company	Mr. P. Ravinder Rao
Registrar and Transfer Agents of the Company (if In-house mention - INHOUSE) Address of the Registrar and Transfer Agents (if In-house provide the address for correspondence by investors)	M/s. Niche Technologies Pvt Ltd. D-511, 5 th Floor, Bagree Market, 71, Biplabi Rash Behari Basu Road, Kolkatta - 700001.
Whether /common Agency appointed for share transfers by the Company (Yes / No)	Yes - M/s. Niche Technologies Pvt Ltd. D-511, 5 th Floor, Bagree Market, 71, Biplabi Rash Behari Basu Road, Kolkatta - 700001. Tel. (033) - 22343576 Fax (033) - 2215 6823



1. BRIEF HISTORY OF THE COMPANY

The Company was incorporated under the Companies Act, 1956 on 12th February, 2001 in the name and style of Arunjyoti Enterprises Limited. The equity shares of the company are listed on Calcutta Stock Exchange since 2003 onwards.

Company's Status:

AEL's business operations are into marketing of different agricultural products like seeds, fertilizers and other agri inputs, corporate farming AND setting up of retail outlets.

AEL ventured into a chain of retail outlets under the brand name of 'TAAZA' for fruits & vegetables, grocery and FMCG. Strategic planning and implementation of both the newly ventured businesses are vast and innovative.

Company is expected to increase Retail footage to more number of retail outlets in twin cities of Andhra Pradesh. Though retail industry is in downturn, strategic planning, perfect execution, maintaining good vendor relationships, efficient supply chain management will enable us to travel in a growth path.

TAAZA outlets have fruits & vegetables, grocery, FMCG to offer and utility bill payments (electricity, water, household tax bills) to accept. It also has exciting periodical offers and shopping with our "TAAZA gateway card" will fetch the customer's loyalty reward points for his every purchase. Customized cards for spouse, kids and introducing an option of purchasing limit on such cards.

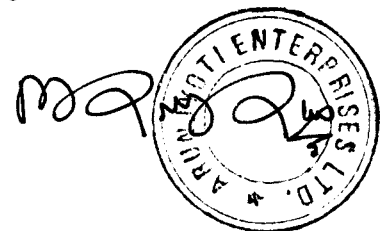
AEL is planning to open at least 200 outlets in twin cities within two to four years. AEL Intends to break in further unorganized segment of retail industry and making a part of it as organized retail under the brand name 'TAAZA' is entering in to interiors of the residential complexes and colonies where the unorganized sector (sabji wala etc) is ruling at the door step of the customer. Here comes Taaza with strategic plans and with excellent skills to venture in to the neighbourhood as a convenience store.

Leaving the large retail companies on the high streets of shopping, TAAZA has come to the neighbourhood, so that the race for the retail real estate and high rental rates will enable us to pass the benefit to customers in terms of lower prices or through exciting offers like economically priced best grade vegetables / fruits and FMCG products.

AEL intends to operate through franchisee model with good profit packages to the franchisees. To prove the same and win the confidence of franchisee, AEL is currently undertaking its outlets on company owned and company operated outlets.

Middle class consumer is shifting to buying vegetables / fruits from organized segment because of better prices, discounts and other associated benefits. Shift is driven largely due to emphasis on buying graded produce in hygienic environment.

Currently AEL is cultivating lands in the leased lands of Billalpur, Medak district, AP. In a phase manner over a period of 5 years, all the farming lands are converted as organic farms. Integrated Pest Management (IPM) is the first step towards maintaining the ecological balance on the farm to achieve organic farming in long run. Favourable



monsoons will increase our corporate farming to produce more and reach out to customers through our outlets. We are planning to expand our corporate farming to 1200 acres.

On Agri input distribution front, it is anticipated a good year in terms of turnovers combined with favourable monsoons. Lineage of products is increased to a wide range, we included new bio pesticides which has good and positive effects on the crops that manages soil organic matter, enhances the chemical, biological and physical properties of the soil to provide good results for the Organic farming cultivators.

CAUTIONARY STATEMENT:

Statements and expectations expressed in this document may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and international markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors

2. CAPITAL STRUCTURE:

Sl.No.	SHARE CAPITAL	As on 31.03.2007 AMOUNT Rs.
1.	Authorised capital 51,00,000 equity shares of Rs. 10 each	5,10,00,000
2.	Issued, Subscribed and Paid up capital 50,58,110 equity shares of Rs. 10 each	5,05,81,100
3.	Calls in arrear	Nil
	TOTAL	5,05,81,100



4. FACT SHEET:

Sl. No.	Particulars	
1	Issued and Paid up capital	Rs. 5.05 crs.
2	Networth (excluding revaluation of reserves) - Rs.5 crores	Rs. 7.51 crs. As on 31.03.2010
4	Non-promoter holding	63.50%
5	Turnover	2008-09-Rs.4059.04 lacs 2009-10-Rs.7903.64 lacs
7	Distributable Profits	2008-09 - Rs. 68.82 lacs 2009-10 - Rs.121.39 lacs
8	Depository connectivity	Signed with NSDL & CDSL

5. SHAREHOLDING PATTERN AS ON 30.06.2010

Sl. No.	Category	No. of Shares	% Of Shares
(A) (1)	Indian Promoters	2095972	36.50
	Foreign Promoters	0	0
	Others	0	0
	Sub-Total (A)(1)	2095972	36.50
(B) (1)	Non-promoters		
	Institutional Investors	0	0
	Sub-Total (B)(1)	0	0
(B) (2)	Public Shareholding		
	Private bodies	130	0.00
	corporate		
	Indian public	2962008	63.50
	NRIs/ OCB's	0	0
	others	0	0
	Sub-Total	2962138	63.50
	Grand Total (A+B)	50,58,110	100.00

6. DIVIDEND TRACK RECORD: The Company has paid dividend of 10% for the last two financial years i.e., 2008-09 and 2009-10.

7. FINANCIAL PERFORMANCE:
(Rupees in Lakhs)



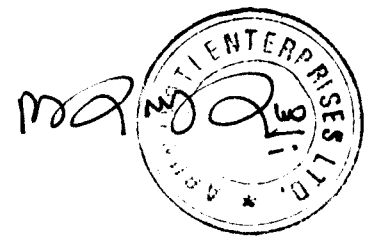
Particulars	Year ended 31.03.2010	year ended 31.03.2009
Sales and other income	7821.08	4185.87
Total Expenditure	7637.17	4085.18
Profit After Tax	121.39	68.82
Fixed assets	48.62	14.38
Debtors	1898.44	93.14
Secured Loans	2.30	
Unsecured Loans	NIL	NIL
Equity (paid up)	505.81	505.81
Reserves & Surplus	75.28	13.07
Dividend	50.58	50.58
EPS Rs.	2.40	1.36

8. Un-audited Results: Snap shot of quarterly results for last 4 qtrs.
(Rupees in Lakhs)

Particulars	Qtr. ended 31.03.2010	Qtr. ended 31.12.2009	Qtr. ended 30.09.2009	Qtr. ended 30.06.2009
Sales and other income	3510.59	2872.76	1030.92	489.42
Total Expenditure	3428.03	2834.12	979.98	476.29
Profit After Tax	52.36	25.89	35.19	9.06
Equity (paid up)	505.81	505.81	505.81	505.81
Dividend	NIL	NIL	NIL	NIL
EPS Rs.	1.04	0.51	0.70	0.43

9. BOARD OF DIRECTORS AND MANAGEMENT

Sri. P. Ravinder Rao - Managing Director
Sri. Y. Srinivas - Director
Sri. P. Vikram Chakravarthy - Director
Sri. G. V. Kamath - Director



PROFILE OF THE COMPANY

ARUNJYOTI ENTERPRISES LTD

Executive Summary

Arunjyoti Enterprises Ltd (AEL) is a public limited company established in the year 2001 and got listed on Calcutta Stock Exchange in the year 2003. AEL's business operations are into marketing of different agricultural products like seeds, fertilizers and other agri inputs. In 2009 AEL ventured in to a chain of retail outlets under the brand name of 'TAAZA' for fruits & vegetables, grocery and FMCG and AEL also started its operations of corporate farming. Strategic planning and implementation of both the newly ventured businesses are vast and innovative.

AEL's chain of retail outlets has a unique selling proposition as penetrating its outlets in to the neighborhood convenience shops for the households. The crux of our penetration is, to provide convenience, complete one stop solution for monthly household needs and also to provide a high end shopping experience for the customer at his/her neighborhood. AEL is opened and operating in 5 outlets in Secunderabad, AP. AEL is planning to open at least 200 outlets in twin cities within two years. By the end of the two years, AEL will have an outlet for every 2000 households in the twin cities. In next 6 years, AEL will have 1000 outlets spreading in South India.

COMPANY OVERVIEW

Arunjyoti Enterprises Limited started its operations in the year 2008 in Andhra Pradesh. AEL's business operations are into marketing of different agricultural products like seeds, fertilizers and other agri inputs.

AEL ventured in to a chain of retail outlets under the brand name of 'TAAZA' for fruits & vegetables, grocery and FMCG. Strategic planning and implementation of both the newly ventured businesses are vast and innovative.

TAAZA outlets have fruits & vegetables, grocery, FMCG to offer and utility bill payments (electricity, water, household tax bills) to accept. It also has exciting periodical offers and shopping with our 'Taaza gateway card' will fetch the customer's loyalty reward points for his every purchase. Customized cards for spouse, kids and introducing an option of purchasing limit on such cards.

AEL is planning to open at least 200 outlets in twin cities within two years. By the end of the two years, AEL will have an outlet for every 2000 households in the twin cities. In next 6 years, AEL will have 1000 outlets spreading in South India.

VISION

- To be a multimillion dollar Organization by 2016
- To be the preferred neighborhood convenience store in India.

MISSION

- To provide the best quality farm fresh fruits, vegetables, FMCG & grocery products to consumers at affordable prices
- To satisfy consumer needs vis-à-vis taste, health and convenience
- To be a sensitive entity driving rural employment, empowerment and prosperity



- To become an employer of choice

INDIAN RETAIL SCENARIO

Indian retail market is the fifth-largest retail destination globally and it is estimated to grow from the US\$ 330 billion in 2007 to US\$ 427 billion by 2010 and US\$ 637 billion by 2015. Retail industry contributes to 10 per cent of India's GDP and provides employment to 8 per cent of India's working population.

India ranked first for the third consecutive year on the Global Retail Development Index - 2007 (GRDI), India is ranked as the most preferred retail destination for international investors. India ranked first for the fifth time on the Global Consumer Confidence Index - June 2007 (GCCCI), Indians were judged as the world's most optimistic consumers, with high financial confidence about their income for the next 12 months.

Higher disposable incomes, easy availability of credit and high exposure to media and brands has considerably increased the average propensity to consume over the years. Modern retail would increase its share in the total retail market to 22 per cent by 2010. Organized retail segment is expected to grow from five per cent to about 14 to 18 per cent by 2015.

AEL BUSINESS MODEL

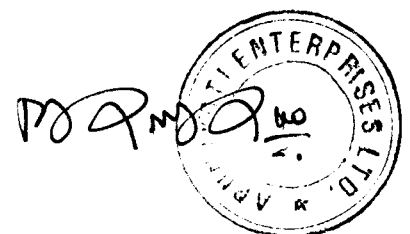
AEL intends to break in further unorganized segment of retail industry and making a part of it as organized retail under the brand name 'TAAZA'. Taaza is entering in to interiors of the residential complexes and colonies where the unorganized sector (sabji wala etc) is ruling at the door step of the customer. Here comes Taaza with strategic plans and with excellent execution skills to venture in to the neighborhood as a convenience store.

TAAZA offers fruits & vegetables, grocery, FMCG and utility bill payments (electricity, water, household tax bills) at the neighborhood. It has every reason to believe and bring the customer to the outlet for long and happy association shopping at our outlets with our membership program. Periodical offers and innovative plans allows the customer to shop, right at his neighborhood for his/her monthly household needs.

Shopping with Taaza gateway cards will fetch the customer's loyalty reward points and a cashless transaction for his monthly household needs. Cards are customized for spouses, kids, senior citizens. We are introducing an option to set a purchasing limit on such cards.

Taaza Retailing

Leaving the large retail companies on the high streets of shopping, TAAZA has come to the neighborhood, so that the race for the retail real estate and high rental rates will enable us to pass the benefit to customers in terms of lower prices or through exciting offers like economically priced best grade vegetables / fruits and FMCG products. Categories of products and services are listed in the Annexure I



AEL is planning to open at least 200 outlets in twin cities within two years of establishment. By the end of the two years, AEL will have an outlet for every 2000 households in the twin cities. In next 6 years, AEL will have 1000 outlets spreading PAN India, in states like Andhra Pradesh, Karnataka, Tamil Nadu, Maharashtra, Madhya Pradesh and Gujarat.

AEL intends to operate through franchisee mode with good profit packages to the franchisees. To prove the same and win the confidence of franchisee, AEL is currently undertaking its outlets on company owned and company operated outlets.

Middle class consumer is shifting to buying vegetables / fruits from organized segment because of better prices, discounts and other associated benefits. Shift is driven largely due to emphasis on buying graded produce in hygienic environment. Stores will remain open for 7 days in a week, 7:00 A.M. to 10:00 P.M. Convenience stores will offer friendly and personalized service.

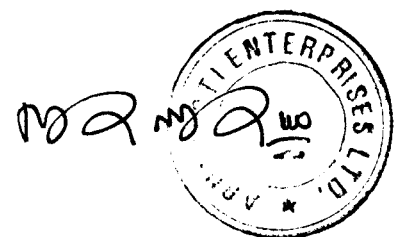
AGRI INPUT CORPORATE SALES

AEL is authorized distributor and marketing agent for corporate sales of different companies like Rallis India Ltd, Chemcel Biotech Ltd, Sri Bio Remedies Pvt Ltd, Bhaskara Agro Chemicals Ltd, Amsri Chemicals Ltd. Corporate sales carried out are agri-inputs such as pesticides, seeds, fertilizers, and implements etc., which have contributed major portion of revenues in FY 2008-09.

AEL Advantages

It has well established arrangements for uninterrupted and economical sourcing of fruits and vegetables. Management has expertise in Sales, inventory & Planning since Inventory management is crucial for running convenience store chain. We also have tie-ups with VISWAS an established agri input retail chain. Viswas retail chain of outlets which has its presence in 4 States with 234 stores; stores are in Andhra Pradesh, Tamil Nadu, Maharashtra & Karnataka. Management has the ability to rapidly establish a seamless supply chain for Taaza outlets. Expansion of stores and sales on monthly basis for the next three years is given in the Annexure-II.

AEL is in to Corporate farming. It is planning to cultivate crops on lands - that are owned or leased - by the company. It operates on lease lands from both private landowners and also from the government, where the firms are invited for under taking agriculture on a large scale. AEL undertakes the operations of cultivating of Fruits & Vegetables, Contract farming, Seed production, to take care of the harvested produce a Warehouse and Cold storage and for power consumption we are planning to construct a Bio CNG plant (first of its kind in India) for every unit i.e., for 2000 acres and 25 such units (50,000 acres) in next 6 years. AEL aims to bring all of its farms under cultivation of organic farming in due course of time, 'so as to promote and enhance biodiversity, biological cycles and soil biological activity' in the farm.



Marketing Activities

AEL Marketing activities are well planned and executed in a phase wise manner to make the presence of Taaza more visible due to the activities that are conducted in the colonies. An exclusively trained team sends promotional brochures and special offerings to the customer base and to other prospective customers within the vicinity of the oncoming Taaza store. Convenience stores unique selling propositions are competitive pricing, convenient location, and friendly service to encourage new customers & loyalty further.

Periodical & cyclical exciting offers, lucky draws, price discounts are common features found on the stores. Sale of merchandise is either for cash or with our exclusive Taaza gateway card (prepaid amount is loaded by the customer) or through credit card only. It also started its own brand 'AMOGH' for the grocery needs of the households. It is performing equally with any other established national brand.

Innovative Loyalty Programs

AEL launching exciting loyalty programs for our membership enrollers. Membership card is offered for free through our marketing activity. To activate the membership card, customer needs to load Rs. 2222/- in their membership cards initially and on need basis later on. Every store is aiming at least 2000 such memberships from its vicinity & launching new programs every fortnight. Such customers are entitled for a freebie (introductory offer: Electric Pressure Cooker) and Rs. 2000/- worth of goods which can be purchased at any of our Taaza stores in 90 days.

Uploading amounts can be from Rs 2222/- to Rs. 5555/- depending upon the customer requirement for his household needs. Uploading options are online transfer and direct payment at the counter of any of our Taaza outlets. We also respond to our customer's preferences and servicing them accordingly with their customized request.

Customer will be accumulating loyalty reward point with every purchase from any of our stores and redeeming such points can be provided on our website with range of offers from points, price discounts, and to special subscriptions etc. Unique features of stores are enlisted in the Annexure-III

Co-branding with reputed Organizations

AEL is planning to launch exclusive Taaza Co-Branded cards for its loyal customers. These co-branded cards will fetch a special discount for the holders on the goods that are displayed by the co-branded organization. If the co-branding organization is a service industry, it can provide the holders a flat discount on few predetermined merchandise. Co-branded Cards are valid at all our Taaza retail outlets adding convenience to shop for our customers. Card holders will enjoy special privileges on various product categories and promotional schemes. On Pilot basis we are planning to launch such cards on a limited basis and for exclusive customers only.



FINANCIAL highlights

During the year 2008-09, the Company started its operations in agriculture related activities particularly distribution and marketing of agri-inputs such as pesticides, seeds, fertilizers, implements etc., which have contributed major portion of revenues.

The company has made a turnover of Rs.40.59 crores for the year 2008-09 and made a gross profit of Rs.68.82 lacs. The company also paid a dividend of Rs.1 per share for the financial year 2008-09 and turnover of Rs.79.03 crores for the year 2009-10 and made a gross profit of Rs.1.21 crores. The company also paid a dividend of Rs.1 per share for the financial year 2009-10.

BOARD OF DIRECTORS

AEL is managed by a well experienced team that has hands on expertise in marketing & retail industries. Successfully implemented and proven retail outlets by the management. The Board of Directors for AEL is comprised of following:

Details of Directors:

- Mr. P. Ravinder Rao, Managing Director

Mr. P. Ravinder Rao, aged 45 years, is a post graduate in Personnel Management and has immense experience in the agri related areas of business.

- Mr. P.Vikram Chakravarthy, Independent Director

Mr. P.Vikram Chakravarthy, aged 32 years is a graduate in B. Tech, Electronics and Communications from MIT College – Aurangabad, Maharashtra. He has vast experience in sales and marketing activities.

- Sri. Y. Srinivas, Independent Director

Mr. Srinivas, aged 48 years is a Chartered Accountant and has more than two decades of experience. His in depth knowledge in the financial and capital markets will benefit the company immensely.

- Sri. G. V. Kamath, Independent Director

G. V. Kamath, aged 47 years is a graduate of fisheries science and has in depth knowledge of development of nutritional food products, production, finance, marketing and legal.



Management TEAM

- Mr. P.B N Murthy
Mr. P.B N Murthy, aged 38 years is a graduate in Bachelors of Sciences. He has vast experience in setting up new firms. He served as Director for Papillion Marketing for establishing its vast network in 230 outlets of Viswas. He is experienced in sales and marketing activities
- Mr. Krishna Kumar M, General Manager - Operations
Mr. Krishna Kumar M, aged 27 years, is a graduate in B.Sc Agriculture and post graduate in Agri Business Management from IIM Ahmedabad. He has vast experience in Agro setups,
- Mr. B.R C Murthy, Accounts and Finance
Mr. B.R C Murthy, aged 56 years, is a graduate in Bachelor of Commerce. He has got very good experience in Finance and Accounts.

Annexure-I: Products & Services offered by AEL at Taaza stores

PRODUCTS	SERVICES	OTHER SERVICES LIKE:
Fruits	Accepting Utility bills for payments like:	Ticketing services:
Vegetables	<ul style="list-style-type: none">• MCH Water bills	<ul style="list-style-type: none">• Bus, Railways, Airways
Grocery	<ul style="list-style-type: none">• Electricity bills	Insurance Premium payments like
FMCG	<ul style="list-style-type: none">• MCH Household Property Tax payment	<ul style="list-style-type: none">• Life / Health /Travel / Vehicle
Processed food	<ul style="list-style-type: none">• Telephone bills	



Annexure-III: Initiatives of AEL in Taaza stores

Concept of organized neighborhood shop	
Taaza gateway card	Primary card of the household
Taaza family connect card	An Add-on card for spouse
Taaza elite card	An up gradation and privilege card for any card holder as per his purchasing power
Taaza Inner Circle card	A card for AEL employees, Channel partners
Loyalty reward points	
Periodical exciting offers	
Interactive Voice Response (IVR) facility for customers	
Door delivery request	
Utility bill payments	
Insurance premium payments	
Ordering unavailable items on request basis	



Group Companies

We do not have any group companies and Subsidiary Companies.

9 Other Group Companies : Not Applicable

10 Status of Corporate Governance Compliance

The company has complied with the provisions of corporate governance.

11 Outstanding Litigations and defaults of Promoters Directors or the other Group of Companies.

The company does not have any outstanding Litigations and defaults of Promoters Directors.

Other Regulatory Disclosures

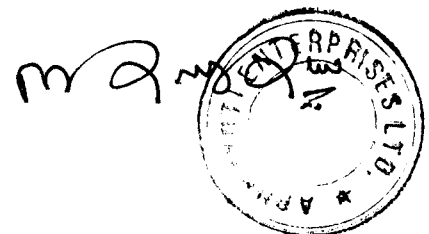
1. BRIEF STATEMENT OF COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The company's philosophy on Corporate Governance is aimed at achieving transparency in the management of the Company for efficiency in conducting its business. The Company follows the policy of full disclosure and communication. It has a lean and flat corporate structure in consonance with its activity and to encourage and attain effective participation of each level of management and to enhance Shareholders value through sound business decisions, prudent financial management, creating Corporate Goodwill and sound image building and high standard of business ethics.

2. COMPOSITION AND CATEGORY OF DIRECTORS E.G.; EXECUTIVE NON-EXECUTIVE INDEPENDENT NOMINEE DIRECTOR ETC.:

The Board of Directors consists of 3 independent non-executive directors and 1 (one) executive director. The composition and category of Directors is as follows:

Sl. No.	NAME OF THE DIRECTORS	CATEGORY
1	Sri P. Ravinder Rao	Managing director
2	Sri P. Vikram Chakravarthy	Independent non-executive
3	Sri G. V. Kamath	Independent non-executive
4	Sri Y Srinivas	Independent non-executive



3 AUDIT COMMITTEE:

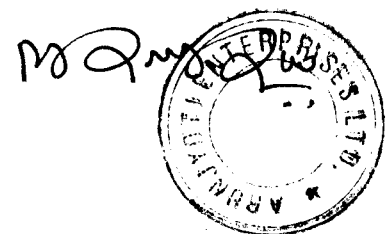
The company constituted a Qualified and Independent Audit Committee comprises of Three Directors of which three are Non-Executive independent directors in accordance with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges and Sec. 292A of the Companies Act 1956.

Audit Committee consists 3 directors as mentioned below: .

SL.NO.	NAME OF THE DIRECTOR
1.	Sri Y. Srinivas
2.	Sri P. Vikram Chakravarthy
3.	Sri. G. V. Kamath

The terms of reference stipulated by the Board of Directors to the Audit Committee are as contained in clause 49 of the Listing Agreement and section 292A of the Companies Act 1956 briefly as follows:

- (a) Oversight of the Company's financial reporting process and the disclosure of its financial information.
- (b) Recommending the appointment of External auditors and Internal Auditors fixation of their fees and approval for payment for any other services.
- (c) Reviewing with management the Quarterly Half Yearly and Annual Financial Statements before submission to the Board focusing primarily on (i) any changes in accounting policies and practices (ii) major accounting entries based on exercise of judgment by management (iii) qualifications in draft audit report (iv) significant adjustments arising out of audit (v) the going concern assumptions (vi) compliance with accounting standards (vii) compliance with stock exchanges and legal requirements concerning financial statements and (viii) any related party transactions i.e. transactions of the Company of material nature with promoters or the management or relatives etc. that may have potential conflict with the interest of the Company.
- (d) Reviewing with the management external and internal auditors the adequacy and compliance of internal control systems.
- (e) Reviewing the adequacy of internal audit functions.
- (f) Discussion with internal auditors any significant findings and follow- up there of.
- (g) Reviewing the findings of any internal investigations by the internal auditors into matters where there is irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.



- (h) Discussions with external auditors before the audit commence nature and scope of audit as well as have post-audit discussion to ascertain any area concern.

4. REMUNERATION COMMITTEE:

The Remuneration Committee is vested with the power to recommend and review remunerations of the executive and non-executive directors of the company. The committee consists of the following directors.

1. Sri P. Vikram Charkaravarthy
2. Sri P. Ravinder Rao
3. Sri. Y. Srinivas

5. SHARE HOLDER'S GRIEVANCE COMMITTEE:

The Shareholder's Grievance Committee comprises of

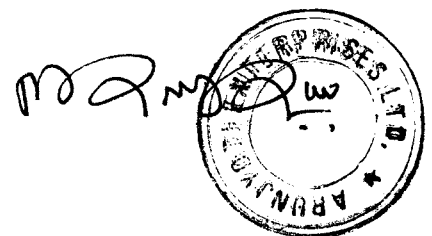
1. Sri P. Vikram Chakravarthy,
2. Sri P. Ravinder Rao
4. Sri. Y. Srinivas

The Committee specifically looks after the services of the Registrars and Share Transfer Agents and recommends measures for providing efficient services to investors and resolving investor's complaints in the shortest possible time.

6 . ANNUAL GENERAL MEETING:

Location and time for last three Annual General Meetings were as follows:

AGM for the financial year ended	Location of holding AGM	Date and Time of AGM
2009-2010	"Gandhi House", Ganesh Chandra Avenue, 7 th Floor, Room No.2, Kolkata - 700013	16, 17 th day of July, 2010 at 11.30 A.M.
2008-2009	"Gandhi House", Ganesh Chandra Avenue, 7 th Floor, Room No.2, Kolkata - 700013	16, 31 st day of July, 2009 at 11.00 A.M.
2007-2008	4, Syngagogue Street, Floor, Kolkata - 700001	8 th 1 st day of August, 2008 at 11.00 A.M.



7 DISCLOSURE:

The Company has no related Party transactions in the ordinary course of business, which are not having any potential conflict with the interest of the Company.

There was no non-compliance by the Company during the last 3 years on any matter relating to capital markets and there were no penalties strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority.

The Company has complied with the mandatory requirements of Clause 49 and is in the process of implementation of Non-mandatory requirements.

8. Demat ISIN No for CDSL & NSDL - INE392H01018

09. Registrar and Transfer Agents:

M/s. Niche Technologies Pvt Ltd.
D-511, 5th Floor, Bagree Market,
71, Biplabi Rash Behari Basu Road, Kolkatta - 700001.
Tel. (033) - 22343576
Fax (033) - 2215 6823

DECLARATION

NO STATEMENT MADE IN THIS INFORMATION MEMORANDUM SHALL CONTRAVENE ANY OF THE PROVISIONS OF THE COMPANIES ACT, 1956 AND THE RULES MADE THEREUNDER. ALL THE LEGAL REQUIREMENTS AS ALSO THE GUIDELINES, INSTRUCTIONS, ETC., ISSUED BY BSE IN RESPECT OF LISTING OF SECURITIES HAVE BEEN DULY COMPLIED WITH.

Yours faithfully

For and on behalf of the Board of Directors of,

Arunjyoti Enterprises Limited



P. Ravinder Rao

Managing Director

Place: Hyderabad

Date: 26.07.2010

