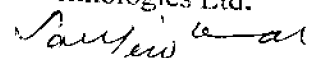


NEELKANTH TECHNOLOGIES LIMITED

15TH ANNUAL REPORT 2007-2008

For Neelkanth Technologies Ltd.



Director

BOARD OF DIRECTORS:

Mr. Arvind R. Bohra	Managing Director
Mr. Anil Puri Goswami	Director
Mr. Ranjeet L. Dave	Director
Mr. Tarun M. Trivedi	Director
Mr. Harpreet Singh Kalra	Promoter Director (w.e.f.27-08-2008)
Mr. Sanjeev Kumar	Promoter Director (w.e.f.27-08-2008)
Mr. Satish Kumar	Promoter Director(w.e.f.27-08-2008)

AUDITORS:

Bhaskar C. Shah & Co.,

BANKERS

The Jain Sahakari Bank Ltd.
Axis Bank.

REGISTRARS AND TRANSFER AGENTS

Bigshare Services Private Limited
E/2, Ansa Industrial Estate,
Saki Vihar Road, Saki Naka,
Andheri (East),
Mumbai - 400 072.

REGISTERED OFFICE

1203, C-Wing Anmol Apartment,
SV Road, Goregaon (West),
Mumbai - 400 092.(w.e.f.27th August, 2008.

For Neelkanth Technologies Ltd.

Satish Kumar

Director

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF NEELKANTH TECHNOLOGIES LIMITED WILL BE HELD ON TUESDAY THE 30TH SEPTEMBER, 2008 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1203, C-WING ANMOL APARTMENT, SV ROAD, GOREGAON (WEST), MUMBAI - 400 092 AT 4.30 P.M. TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts for the year ended **31st March 2008** along with notes and schedules thereon as on that date and the reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ranjeet Dave Director of the company who retires by rotation & being eligible offers himself for re-appointment.
3. To appoint auditors of the Company to hold office from the conclusion of this Annual General Meeting, until the conclusion next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit to pass, with or without modification, the following resolution as an **Ordinary resolution**.

"RESOLVED THAT Mr. Harpreet Singh Kalra, who was appointed as an additional Director w.e.f. 27th August, 2008, and who holds office upto the date of the 15th Annual General Meeting, but who is eligible for the re-appointment and in respect of whom the company has received a notice in writing from a member under section 257 of the Companies Act, 1956 be and is hereby re-appointed as a Director."

5. To consider and if thought fit to pass, with or without modification, the following resolution as an **Ordinary resolution**.

"RESOLVED THAT Mr. Sanjeev Kumar, who was appointed as an additional Director w.e.f. 27th August, 2008, and who holds office upto the date of the 15th Annual General Meeting, but who is eligible for the re-appointment and in respect of whom the company has received a notice in writing from a member under section 257 of the Companies Act, 1956 be and is hereby re-appointed as a Director."

For Neelkanth Technologies Ltd.


Director

6. To consider and if thought fit to pass, with or without modification, the following resolution as an **Ordinary resolution**.

"RESOVLED THAT Mr. Satish Kumar, who was appointed as an additional Director w.e.f. 27th August, 2008, and who holds office upto the date of the 15th Annual General Meeting, but who is eligible for the re-appointment and in respect of whom the company has received a notice in writing from a member under section 257 of the Companies Act, 1956 be and is hereby re-appointed as a Director."

7. To consider and, if thought fit, with or without modification, the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to section 149(2A) of the Companies Act, 1956 the consent of the Company be and is hereby accorded to the commencement of the business by the Company as given in sub-clause 53, 59 and 61 of Clause B of the Memorandum of Association as reproduced below:

Sub Clause 53:

To Carry on the business of manufacturers, dealers, importers, and exporters, merchants, agents of all types of petrochemicals like Naptha, Methane, Ethylene, propylene, Butenes, Naphthalene, Cylohexanone, Benzene, Phenol, Acetuclight and fine chemicals, alkalies and acids, soaps, toilet goods, oils, scents, attars, perfumes, scented oils, flavoured essences, fruit, juice, fruit syrup, vaccines, serums, fruits, raw and ripe, fruit, seeds, and by products of fruits, herbs and other articles.

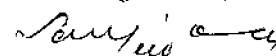
Sub-Clause 59:

To purchase, manufactures, produce, refine, mine or otherwise, acquire, invest in, own, hold use, lease, mortgage, pledged sell assign, transfer or otherwise dispose of; trade deal in and with any or all kinds of chemicals and source materials, ingredients, mixtures, derivatives and compounds thereof, and any and all kinds of products of which any of the foreign constitutes and ingredient, or in the production of which any of the foregoing is used, including but not limited to medicines, pharmaceuticals, fertilizers, pesticides, and industrial chemicals of all kinds.

Sub-Clause 61:

To carry on the business of chemists, druggists, dry salters, oil and color men, importers and manufactures of and dealers in pharmaceuticals, medicinal chemical, firefighting, equipments and industrial and other preparation and articles, compounds, cements plasters, oils, paints pigments and varnishes, drugs, dyewares, paints and colour grinders, printers, makers of and dealers in proprietary articles, of all kinds and of electrical, chemical, photographic, surgical and scientific apparatus, and chemicals, phosphates, uitrates, caustic, soda, chlorine products iodine salts and minerals, organic and inorganic chemicals.

For Neelkanth Technologies Ltd.



Director

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company."

8. To consider and, if thought fit, with or without modification, the following Resolution as a **Special Resolution**:

"RESOLVED THAT Pursuant to the Provisions of section 163 of the Companies Act, 1956, the Company hereby approves that the register of members, the index of members and copies all annual returns prepared under section 159 of the Act together with the copies of the Act together with the companies of certificates and documents required to be annexed thereto under section 161 of the Act or any one or more of them, be kept at the office of RTA i.e. Bigshare Services Private Limited instead of being kept at the Registered office of the Company.

9. To consider and if thought fit to pass, with or without modification, the following resolution as an **Ordinary resolution**.

"RESOLVED THAT the consent of the company be and is hereby accorded to the Board of Directors under section 293(1)(d) of the companies Act, 1956 to borrow any sum of moneys from time to time notwithstanding that the money or monies to be borrowed together with the moneys already borrowed by the company (amount from temporary loans obtained from the companies bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the company and the free reserves, that is to say, reserves not set apart for any specific purpose, provided however, the total amount so borrowed shall not exceed Rs.50,00,00,000/- (Rupees Fifty Crores Only)."

FOR & ON BEHALF OF THE BOARD

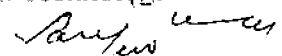
DATE: 27th August, 2008.

sd/-

PLACE: Mumbai

ARVIND BOHARA
(MANAGING DIRECTOR)

For Neelkanth Technologies Ltd.



Director

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company.**
2. **The proxies, in order to be effective should be deposited with the company not less than 48 hours before the time fixed for the commencement of the meeting.**
3. **The Register of Members and Share Transfer Register in respect of equity shares of the Company will remain closed from Tuesday the 23rd September, 2008 to Tuesday the 30th September, 2008 (both days inclusive)**
4. As a measure of economy, copies of the Annual Reports and Accounts will not be distributed at the Meeting. Members are therefore, requested to bring their copies to the Meeting.
5. Members/Proxies are requested to produce the attendance slip duly signed, sent along with the Annual Report and Accounts, for admission to the meeting hall.
6. Members who are holding shares in identical order or names in more than one folio are requested to write to the company to enable the company to consolidate their holdings in one folio.
7. Members whose shareholding is in the electronic mode are requested to direct change of address notification and updation of Saving Bank Account details to their respective Depository Participants.

EXPLANATORY STATEMENT
As required by section 173(2) of the Companies Act, 1956

Item No. 4:

Mr. Harpreet Singh Kalra was appointed as an additional Director w.e.f. 27th August, 2008 under section 260 of the Companies Act, 1956. The said Director will hold office upto the date of the Annual General Meeting. The company has received a notice in writing from member proposing the candidature of Mr. Harpreet Singh Kalra for the office of the Director under section 257 of the Companies Act, 1956.

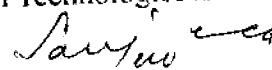
1	Name of the director	Mr. Harpreet Singh Kalra.
2	Age	40
3	Qualification	Graduate
4	Experience	10 Years in Manufacturing line.
5	Number of directorship in other Indian Public Limited Company	Nil

Mr. Harpreet Singh Kalra is not having any shareholding in the Company.

The Board of Directors recommends the resolution for approval of the members.

None of the Directors are concerned or interested in the said Resolution except Mr. Harpreet Singh Kalra.

For Neelkanth Technologies Ltd.


Director

Item No. 5:

Mr. Sanjeev Kumar was appointed as an additional Director w.e.f. 27th August, 2008 under section 260 of the Companies Act, 1956. The said Director will hold office upto the date of the Annual General Meeting. The company has received a notice in writing from member proposing the candidature of Mr. Sanjeev Kumar for the office of the Director under section 257 of the Companies Act, 1956.

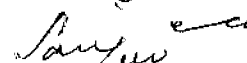
1	Name of the director	Mr. Sanjeev Kumar
2	Age	39 Years
3	Qualification	Graduate in Pharma
4	Experience	10 years in Manufacturing
5	Number of directorship in other Indian Public Limited Company	Nil

Mr. Sanjeev Kumar is not having any shareholding in the Company.

The Board of Directors recommends the resolution for approval of the members.

None of the Directors are concerned or interested in the said Resolution except Mr. Sanjeev Kumar

For Neelkanth Technologies Ltd.


Director

Item No. 6:

Mr. Satish Kumar was appointed as an additional Director w.e.f. 27th August, 2008 under section 260 of the Companies Act, 1956. The said Director will hold office upto the date of the Annual General Meeting. The company has received a notice in writing from member proposing the candidature of Mr. Satish Kumar for the office of the Director under section 257 of the Companies Act, 1956.

1	Name of the director	Mr. Satish Kumar
2	Age	50 Years
3	Qualification	Graduate
4	Experience	12 Years in Trading
5	Number of directorship in other Indian Public Limited Company	Nil

Mr. Satish Kumar is not having any shareholding in the Company.

The Board of Directors recommends the resolution for approval of the members.

None of the Directors are concerned or interested in the said Resolution except Mr. Satish Kumar

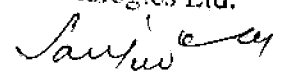
Item No.7

Your company in future may diversify its activities by entering into Pharma business. Clause Nos.53, 59 and 61 allows Directors to undertake the said activities. Since any business which is mentioned in other objects requires shareholders consent for its commencement the said resolution is proposed for.

Your Directors seek the consent of shareholders by way of special resolution pursuant to provisions of section 149(2A) of the Companies Act, 1956.

The new activity will give synergy of operations and improved financials in the coming years.

For Neelkanth Technologies Ltd.


Director

None of the Directors of the Company are interested in the resolution

Item No.8:

Under Section 163 of the Companies Act, 1956, certain documents which are normally required to be kept at the registered office of the Company may be kept at any other place within the city, town or village in which the registered office is situate if such other place has been approved by a Special resolution passed by the Company in general meeting.

Since Register of members and other related records are maintained by Big Shares Services Private Limited, the Transfer agent of the Company the Board thought it appropriate to keep the records which are required to be maintained pursuant to section 159 and 161 of the Companies Act, 1956 at the office of Big share Services Private Limited.

None of the Directors are interested in this resolution.

ITEM No.9:

Pursuant to section 293(1)(d) of the Companies Act, 1956, requires the consent of the Members in the General Meeting for authorizing the Board of Directors to borrow monies (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) in excess of the aggregate of the paid-up Capital and free reserves.

In view of the growing operations of the company, your company may require additional funds as term loan and/or Working Capital. It is therefore recommended to authorize the Directors for borrowing to the tune of Rs.50,00,00,000/- (Rupees Fifty Crore Only).

None of the Directors are interested in the aforesaid resolution.

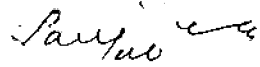
**BY ORDER OF THE BOARD
FOR NEELKANTH TECHNOLOGIES LIMITED**

DATE: 27th August, 2008
PLACE: Mumbai

Sd/-

**ARVIND BOHARA
(MANAGING DIRECTOR)**

For Neelkanth Technologies Ltd.



Director

NEELKANTH TECHNOLOGIES LIMITED

DIRECTORS' REPORT:

To,
The Members,
NEELKANTH TECHNOLOGIES LIMITED

Your Directors have great pleasure in presenting 15th **ANNUAL REPORT** along with the Audited Balance Sheet and Profit And Loss Account, for the year ended **31st March, 2008**.

FINANCIAL RESULTS

	(Rs. In 000)
	Year ended on 31-03-2008	Year ended on 31-03-2007
Net Profit/(Loss) before charging depreciation	105.14	53.44
Depreciation	26.36	26.36
Net operational Profit/(Loss)	(131.50)	26.72
Profit as per last accounts	(1687.05)	(1709.81)
Provision for tax	9.80	3.96
Profit carried to Balance Sheet	1819.95	(1687.05)

DIVIDEND

Your Directors have not recommended any dividend for the year under review.

DIRECTORS

Mr. Ranjeet Dave, who retires by rotation and being eligible, offer himself for re-appointment.

Mr. Harpreet Singh Kalra, Mr. Sanjeev Kumar and Mr. Satish Kumar were appointed as an additional promoter Directors w.e.f. 27th August, 2008. You are requested to reappoint them in the forthcoming Annual General Meeting.

AUDITORS

M/s. Bhaskar C. Shah & Co., Chartered Accountants, Mumbai, Auditor of the Company, retire at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

DEPOSITS

The Company has not invited or accepted any deposit from the public under the Non-Banking Financial Companies, Reserve Bank of India Directors, 1977.

PARTICULARS OF EMPLOYEE

The information required under section 227(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules 1975, not applicable.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:

The particulars under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, on conservation of energy & technology absorption are not applicable to the company.

FOREIGN EXCHANGE

There is no outflow/inflow of foreign Company.

CORPORATE GOVERNANCE:

The Company has complied with the requirements regarding Corporate Governance as required under clause 49 of the listing agreement entered into with The Stock Exchanges, where the company's shares are listed. A report on the Corporate Governance in this regard is made a part of this Annual Report and a certificate from the Auditor's of the Company regarding compliance of the conditions of the Corporate Governance is attached to this report.

DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors hereby confirm:

- i. That in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

- ii. That the Directors have selected 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 and of the Profit or Loss of the Company for that period.
- iii. That the Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. That the Directors have prepared the Annual accounts on a going concern basis.

ACKNOWLEDGEMENT

Your Company and its Directors wish to sincerely thank all the customers and commercial banks for their continuing support and co-operation.

Your Directors express their appreciation for the dedicated and sincere services rendered by the employees of the Company. Your Directors sincerely thank the shareholders for the confidence reposed by them in the company and for the continued support and co-operation extended by them.

FOR & ON BEHALF OF THE BOARD

DATE: 27th August, 2008.
PLACE: Mumbai

Sd/-

ARVIND BOHARA
(CHAIRMAN & MANAGING DIRECTOR)

REPORT ON CORPORATE GOVERNANCE

1. **NEELKANTH TECHNOLOGIES LIMITED: PHILOSOPHY ON CODE OF GOVERNANCE:** The Board of Directors of your company strongly supports the principles of corporate governance. Further the Board lays emphasis on transparency, accountability and integrity in all its operations and dealings with outsiders. The following are the detailed practices on Corporate Governance in your Company.

2. BOARD OF DIRECTORS:

Composition of the Board: (for the financial year 2007-2008)

Director	No of Meetings Attended	No. of outside Directorship held	Total No. of Membership chairmanship of committees across all Companies	
			Member	Chairman
Mr. Arvind R. Bohra	6	6	--	--
Mr. Ranjeet L. Dave	6	1	--	--
Mr. Tarun M. Trivedi	6	--	--	--
Mr. Anilpuri Goswami	6	--	--	--

All the Directors have attended the last Annual General Meeting held on 29th September, 2007

Six Board meetings were held during the financial year 2007-2008. The dates on which the meetings were held are given below:

30-04-2007, 31-05-2007, 31-07-2007, 31-10-2007, 31-01-2008 and 21-03-2008

3. AUDIT COMMITTEE:

The following Directors are the members of the Audit Committee:

- | | |
|-------------------------|---------------------------|
| 1. Mr. Arvind R. Bohra | Chairman of the Committee |
| 2. Mr. Ranjeet L. Dave | Director |
| 3. Mr. Tarun M. Trivedi | Director |

Statutory Auditors attended the meeting of the Committee as invitee. The Committee met five times during the year 2007-2008 on 30-04-2007, 31-05-2007, 31-07-2007, 31-10-2007 and 31-01-2008 as against the minimum requirement of 3 meetings.

The Audit Committee held discussions with the Statutory Auditors on the "Limited Review" of the half yearly accounts, matters relating to compliances of accounting standards, their observations arising from the annual audit of the Company's accounts and other related matters.

4. REMUNERATION OF DIRECTORS:

The Company does not pay any remuneration to Non-executive Directors. There is no remuneration paid to Mr. Arvind R. Bohra, Managing Director. Disclosure of Non-mandatory requirement.

Company does not have a Remuneration Committee.

5. SHAREHOLDERS COMMITTEE:

The Shareholders/Investors Grievance and Share Transfer Committee consists of 3 Non executive and Managing Directors viz,

- | | |
|-------------------------|---------------------------|
| 1. Mr. Arvind R. Bohra | Chairman of the Committee |
| 2. Mr. Ranjeet L. Dave | Director |
| 3. Mr. Tarun M. Trivedi | Director |

During the year, the Company has not received any compliant letters from the shareholders. There were no pending compliant letters from the shareholders as on 31-03-2008

6. GENERAL BODY MEETINGS:

Location and time, where last three AGMs held:

Year	Location	Date	Time
2006-2007	Registered Office	29-09-2007	4.30 P.M.
2005-2006	Registered Office	30-09-2006	4.30 P.M.
2004-2005	Registered Office	30-09-2005	5.30 P.M.

Disclosure of Non Mandatory requirement:

No special Resolution was put through postal ballot last year, nor is any proposal for this year, as presently, there is no requirement for the same.

Extra Ordinary General Meeting of the company held on 26.03-2007 at Registered office of the Company and passed Special Resolution of change of name of the company from Shri. Lakhavi Infotech Ltd. to Neelkanth Technologies Ltd.

7. MEANS OF COMMUNICATION:

Quarterly/Half yearly results are forwarded to listed Stock Exchanges immediately after the Board Meeting. The Company currently does not have a website.

8. SHAREHOLDER INFORMATION:

I. Annual General Meeting :

Date: 30-09-2008

Time: 4.30 P.M.

Venue: Registered office

II. Financial Calendar:

Financial reporting for

Quarter ending June 30, 2008 : End of July 2008

Quarter ending Sept 30, 2008 : End of October 2008

Quarter ending December 31 2008 : End of January 2009

Quarter ending March 31, 2009 : End of April, 2009

Annual General Meeting for the year ended March 31, 2009: End of September, 2009.

III. Dates of Book Closure: 23rd September, 2008 to 30th September, 2008

IV. Dividend payment date: --

V. Listing on Stock Exchange Ltd

Bombay Stock Exchange Limited

VI. Demat ISIN Number in NSDL: INE 546F0103.

VII. Stock Market Data

There was nominal trading in the year 2007-2008 rates was between Rs.2/- to Rs.6/-

VIII. Registrar and Share Transfer Agents:

Big shares Services Private Limited
E-2, Ansa Ind. Estate, Saki Vihar Road,
Andheri(East),
Mumbai – 400 072.

IX. Share Transfer System:

Share Transfer are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respect. The power to approve transfer of securities has been delegated by the Board to the Shareholders/Investors grievance and Share Transfer Committee which meets once in a fortnight. Share Transfer requests are processed within an average of 15 days from the date of receipt. Letters are sent to the shareholders after transfer of shares in their names giving an option for dematerialization of shares of the physical shares. Physical shares are dematerialized and electronic credit is given to those shareholders, who opt for dematerialization, share certificates are dispatched by Registered post.

X. Distribution of shareholding (As on 31-03-2008)

	For the year 2007-2008			
	No. of Shareholders	% of Shareholders	No. of Shares held	% of shareholding
1 - 5000	605	87.68116	5,33,100	14.73670
5000 - 10000	21	3.04348	1,45,500	4.02211
10001 - 20000	17	2.46377	2,49,150	6.88735
20001 - 30000	13	1.88406	3,40,400	9.40981
30001 - 40000	7	1.01449	2,38,200	6.58466
40001 - 50000	4	0.57971	1,86,300	5.14997
50001 - 100000	20	2.89855	15,03,550	41.56323
100001 - 99999999	3	0.43478	4,21,300	11.64616

XI. Dematerialization of shares and Liquidity:

Over 31-74% of the shares have been dematerialized upto 31st March, 2008. There are 131 beneficial holders held in the NSDL Depository to whom all company company's mailers and Annul Reports are dispatched in additions to Registered members.

XII. Address for correspondence:

Neelkanth Technologies Limited
Devchand Bldg, 1st Floor, Plot-18,
3rd Daulat Nagar, Borivli (East),
Mumbai - 400 066.

Auditor's Certificate to, the members of the Company on compliance of the conditions of Clause 49 of the Listing Agreement (Corporate Governance) for the year ended 31st March, 2008.

To,
The Members' of Neelkanth Technologies Limited.

We have reviewed the implementation of Corporate Governance procedure by the company during the year ended March, 31 2008, with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions of Corporate Governance is the responsibility of the management; Our examination is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of the above and according to the information and explanations given to us, in our opinion, the Company has complied in all material respects with the conditions of Corporate Governance stipulated in clause 49 of the Listing Agreement with the Stock Exchanges.

We further state that our examination of such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Bhaskar C. Shah & co.,
Chartered Accountants

(Bhaskar C. Shah)
Proprietor

Mumbai, 27th August, 2008.

BHASKAR C. SHAH & Co.

Chartered Accountants
A-401, Pavapuri Apt., Chakravarti Ashok Road,
Kandivli-I, Mumbai 400 101.

AUDITORS' REPORT

To the Members of
Neelkanth Technologies Ltd.

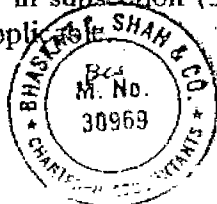
1. We have audited the attached Balance Sheet of Neelkanth Technologies Ltd. as at March 31, 2008 and the Profit & Loss Account and also the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in the term of sub-section (4A) of section 227 of Companies Act, 1956, we enclose in the annexure, a statement on the matters specified in paragraphs 4 & 5 of the said Order.

4. Further to our comments in the annexure referred to above we report that:

- a) We have obtained all the information and explanations, which to the best of our knowledge and belief, were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the company, so far as appears from our examination of the books.
- c) The Balance Sheet and Profit & Loss Account also the Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
- d) In our opinion, the Balance Sheet and Profit & Loss Account and also the Cash Flow Statement dealt with this report, comply with Accounting standards referred to in subsection (3C) of section 211 of the Companies Act 1956, to the extent applicable.

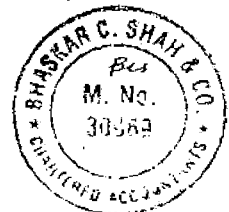


- e) On the basis of written representations received from the Directors of the company and taken on record by the Board, we report that none of the directors is disqualified as on March 31, 2008 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
- i) in the case of the Balance Sheet of the state of affairs of the Company as at March, 31, 2008 :
- ii) In the case of the Profit & Loss Account of the Loss for the year ended on that date. and
- iii) In the case of Cash Flow Statement of the cash flow for the year ended on that date.

Mumbai
Date : 27th June, 2008

For Bhaskar C. Shah & Co.
Chartered Accountants

B. Shah
(Bhaskar C. Shah)
Proprietor



ANNEXURE TO THE AUDITORS' REPORT

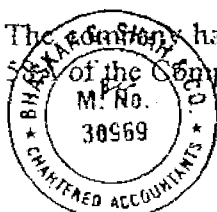
(Referred to in paragraph 3 of our Report on even date)

On the basis of such checks as were considered appropriate and according to the information and explanation given to us during the course of our Audit, we further state that:

1. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. We have been informed that the fixed assets have been physically verified by the management in reasonable intervals and no material discrepancies were noticed in such verification. In our opinion, the frequency of physical verification of fixed assets is reasonable having regard to the size of the company and nature of assets.
2. a) As explained to us, the securities held as stock-in-trade have been physically verified by the management at reasonable intervals. For securities held by the company in dematerialized form in NSD/SHCIL is verified with the statement received from them periodically.

b) In our opinion, and according to the information and explanations given to us, the procedure of physical verification of securities held as stock-in-trade except for dematerialized shares followed by the management were reasonable and adequate in relation to the size of the Company and nature of its business.

c) In our opinion, and according to the information and explanations given to us, the company has maintained proper securities held as stock-in-trade, and no material discrepancy were noticed on verification.
3. As informed to us the Company has neither granted nor taken any loans secured or unsecured to/from companies, firms or other parties listed in the register maintained under section 301 and 370(1B) of the Companies Act, 1956. Accordingly Clause 4(iii) (b) to (d) and (f) & (g) of the Companies (Auditors Report) Order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us there are adequate internal control procedures commensurate with the size of the company and the nature of the business for purchase of fixed assets and inventory and for the sale of the goods and services we have not observed any continuing failure to correct major weakness in such internal controls.
5. In our opinion and as explained to us there are no transactions which need to be entered in the register maintained under Section 301 of the Companies Act, 1956.
6. The Company has not accepted any deposits within the meaning of Section 43 of the Companies Act, 1956 and the rules framed there under.



7. Statutory and other dues :

According to the information and explanations given to us, the company has been generally regular in depositing undisputed statutory dues including Provident Fund, Income Tax, Sales Tax, Custom Duty, and other material statutory dues, with the appropriate authorities during the year and undisputed income tax of Rs. 9070/- is outstanding as of March 31, 2008 for a period more than six months from the date they become payable.

8. The accumulated losses of the company are less than fifty percent of the net worth of the company. The company has not incurred cash loss during the financial year. In the immediately preceding financial year, the company has incurred cash losses.

9. According to the information and explanations given to us, the company has not taken any loan from financial institutions and banks.

10. According to the information and explanations given to us, the Company has not given any guarantee for loan taken by others from banks or financial institution.

11. To the best of knowledge and belief and according to the information and explanations given to us, in our opinion company has not taken any term loan.

12. According to the information and explanations given to us, and on an overall examination of the balance sheet of the company, funds raised on short-term basis have, prima facie, not been used during the year for long-term investment.

13. To the best of our knowledge and belief, and according to the information and explanations given to us, no fraud on or by the company was noticed or reported during the year.

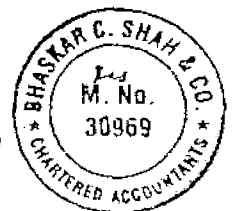
14. Other clauses of Companies (Auditors Report) Order 2003 are either NIL or NOT APPLICABLE to the company for the year under report.

For Bhaskar C. Shah & Co.
Chartered Accountants

B. C. Shah

(Bhaskar C. Shah)
Proprietor

Place: Mumbai
Dated: 27th June, 2008



VEELKANTH TECHNOLOGIES LIMITED

Profit & Loss Account for the period ended on 31st March, 2008

PARTICULARS	Schedule	RUPEES	For the year ended 31.3.08 RUPEES	For the year ended 31.3.07 RUPEES
INCOME				
Sales and other Income	6		7,569,755.78	11,992,408.84
EXPENDITURE				
cost of goods sold		7,450,115.78		11,674,919.61
Administrative and other exps	7	224,781.33		264,412.28
Depreciation		26,360.00		26,360.00
			<u>7,701,257.11</u>	<u>11,965,691.89</u>
Net Profit/loss for the year			(131,501.33) ✓	26,716.95
Provision for FBT			800.00	2,000.00
(Excess)/Short provision of earlier year(FBT)			(308.00)	1956.00
Earlier year TDS w/off			906.00	0.00
Balance brought forward			(1,687,049.24) ✓	(1,709,810.19)
Balance carried to Balance Sheet			<u>(1,819,948.57)</u>	<u>(1,687,049.24)</u>

Significant accounting Policies
and Notes on Accounts

Schedule - 7

As per our report of even date attached

For BHASKAR C. SHAH & CO.
Chartered Accountants

B. Shah

BHASKAR C. SHAH
Proprietor
Place: Mumbai
Date: June 27, 2008



For and on behalf of the Board

Arvind R. Bohra

[Signature]

Tarun Trivedi

[Signature]

KANTH TECHNOLOGIES LIMITED

Balance Sheet As At March 31, 2008

PARTICULARS	SCHEDULE	RUPEES	As on 31.3.08 RUPEES	As on 31.3.07 RUPEES
SOURCES OF FUND				
SHAREHOLDERS' FUND				
Share Capital	1		36,175,000.00	36,175,000.00
TOTAL			<u>36,175,000.00</u>	<u>36,175,000.00</u>
APPLICATION OF FUNDS				
Fixed Assets	2		146,804.74	173,164.74
Current Assets, Loans & Advances	3	34,294,119.04		34,667,481.90
Less				
Current Liabilities & Provisions	4	<u>85,872.35</u>	<u>34,208,246.69</u>	<u>352,695.88</u>
Miscellaneous expenditure (to the extent not written off or adjusted)				<u>34,314,786.02</u>
Profit & Loss Account			1,819,948.57	1,687,049.24
TOTAL			<u>36,175,000.00</u>	<u>36,175,000.00</u>

Significant accounting Policies
and Notes on Accounts

Schedule - 7

As per our report of even date attached

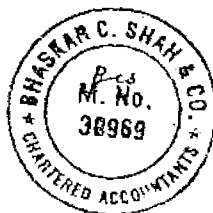
For BHASKAR C. SHAH & CO.
Chartered Accountants

B. Shah

BHASKAR C. SHAH
Proprietor

Place: Mumbai

Date: June 27, 2008



For and on behalf of the Board

Arvind R. Bohra

Tarun Trivedi

Tarun Trivedi

KANTH TECHNOLOGIES LIMITED

Schedule forming part of Accounts for the year ended March 31, 2003

Schedule: 5

SALES AND OTHER INCOME:

Sales of Securities	7,484,916.03	11,637,563.92
Other Sales	36,000.00	
Interest	39,813.75	276,284.95
Computer training fee	0.00	62,500.00
Commission	0.00	16,000.00
Other Income	9,020.00	59.97
TOTAL	7,569,755.78	11,992,408.84

Schedule: 6

ADMINISTRATIVE AND OTHER EXPENSES:

Bank charges	5,032.53	2,169.33
Advertisement Exps	5,067.00	2271.00
Subscription	0.00	5,500.00
Electricity expenses	1,220.00	7,387.00
Laundry expenses	8,102.23	8,975.07
Staff Welfare		3750.00
Filing fee	3,500.00	2,500.00
Legal expenses	29,495.00	22,744.00
Printing fee	10,000.00	10,000.00
Printing & Stationery expenses	25,751.00	3,750.00
Repairing	950.00	9,100.00
Salary and Allowances	65,510.00	145,713.00
Finance exps.	0.00	6,250.00
Telephone expenses	11,672.00	12,555.79
Commission	5,400.00	0.00
Security transaction Tax	11,220.00	8,428.56
Auditors fee	5,000.00	5,000.00
Demat chg.	1,346.88	916.29
Loss on future	30,514.69	27,402.24
Web Exps.	5,000.00	10000.00
TOTAL	224,781.33	264,412.28



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SIGNIFICANT ACCOUNTING POLICIES

(A) Basis of preparation of financial statements:

The financial statements are prepared under the historical cost convention and in accordance with generally accepted accounting principles in India, the applicable standards and as per provisions of the Companies Act, 1956.

(B) Income & expenditures:

All income and expenses are recognised and accounted for on accrual basis.

(C) Fixed Assets:

Fixed Assets are valued at cost less depreciation.

(D) Depreciation:

Company provides depreciation on straight line method at the rates prescribed under schedule XIV of the Companies Act, 1956 for the assets acquired by the company for its use.

(E) Inventories:

Items of inventories i.e. Stock-in-trade consists of shares and goods which are valued at cost, but exclusive of security transaction tax.

(F) Gratuity:

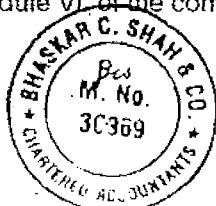
As none of the employee has completed prescribed period as per payment of Gratuity Act, 1972 no provision has been made.

(G) accounting for taxes on income:

Provision for Current Tax is made on the basis of the amount of tax payable on taxable income for the year in accordance with the Income Tax Act 1961. Deferred tax resulting from "timing difference" between book and taxable profit, wherever material is accounted for using the tax rates and laws that have been enacted or substantially enacted as on balance sheet. Deferred tax assets, subject to consideration of prudence are and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

2. NOTES TO ACCOUNTS:

1. Contingent liabilities against the company- Nil.
2. Earning / Expenditure in foreign currency - Nil.
3. Balances in sundry creditors, debtors, loans & advances are subject to confirmation and reconciliation, if any.
4. Other additional information pursuant to the provisions of paragraph 3, 4C and 4D of part II schedule VI of the companies Act, 1956 to the extent not applicable are not given.



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Additional information pursuant to part II of schedule VI of the companies Act, 1956.

Details of Trading Activity in shares:

	No. of Shares		Value (Rs.)	
	2007-2008	2006-2007	2007-2008	2006-2007
a) Opening Stock	1497933	1485735	16571436	16669955
b) Purchases	31274	74468	5113392	11576401
c) Sales	247207	62270	7484916	11634564
d) Closing Stock	1282000	1497933	14234713	16571436

6. Related Party Disclosures:

(i) Related party Relationships:

(a) Key Management Personnel:

Mr. Arvind Bohra (Mg. Director)

Mr. Ranjeet Dave(Director)

(b) Relative of Directors

P. R. Bohra

(ii) Transactions with related parties during the year:

(c) Transactions with related parties during the year				
Types of related parties	Description of transactions	Volume of transactions	Outstanding as on	
			31.3.08	31.3.07
Key Management Personnel:				
	Deposit	Nil	1200	1200
	Loan given	57	78	135
	Purchase of shares	100.19	NIL	100.19
	Reimbursement	112.95	NIL	112.95
Relative of Directors				
	Loan given	582.50	NIL	582.50

7. In view of uncertainty of future taxable income which will set off the unabsorbed depreciation and brought forward loss, no deferred tax assets has been created in terms of accounting standard AS-22 accounting for taxes issued by Institute of Chartered Accountants of India.

8. As per explanation given to us there is no amount due to SSI units.

9. Previous years figures have been regrouped and rearranged wherever necessary.

As per our report of even date
For BHASKAR C. SHAH & CO.
Chartered Accountants

For and on behalf of the Board
Arvind R. Bohra



B. Shah

BHASKAR C. SHAH
Proprietor
Place: Mumbai.
Date: June 27, 2008



Tarun Trivedi

NEELKANTH TECHNOLOGIES LIMITED

STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2007
(As required by clause 32 of the Listing Agreement)

(Rs. in Thousands)

	Current Year	Previous year
Cashflow from Operating Activity:		
Net profit (Loss) before Tax and extra ordinary items	(131.50)	25.72
Adjustments for:		
Depreciation	26.35	26.36
Share/Debiture and preliminary expenses written off	0.00	0.00
Provision for taxation	0.00	0.00
Total of Adjustments	26.35	26.36
Operating Profits before Working Capital Change	(105.14)	53.08
Decrease/(Increase) in Current Assets	347.02	283.47
Loan Disbursements(Gross)	0.00	0.00
Borrowing from Banks/Financial institutions & Others(Net)	0.00	0.00
Total change in Working Capital	347.02	283.47
Net Cash from Operating Activity	241.88	336.55
Cashflow from Investing Activity:		
Purchase of Fixed Assets	0.00	0.00
Sale of Assets	0.00	0.00
Net cash from Investing Activity	0.00	0.00
Cashflow from Financing Activity:		
Net cash from Financing Activity	0.00	0.00
Net Increase in Cash & Cash Equivalents	241.88	336.55
Cash & Cash equivalents as at the beginning of the year (Opening balance)	486.51	149.96
Cash & Cash equivalents as at the end of the year (Closing balance)	728.39	486.51

For and on behalf of the Board

ARVIND R. BOHRA
Managing Director

Mumbai
June 27, 2008

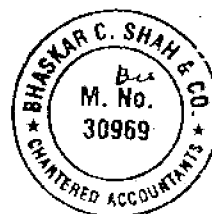
AUDITOR'S CERTIFICATE

We have examined the attached Cash Flow Statement of NEELKANTH TECHNOLOGIES LTD. for the year ended on 31st March, 2007. The statement has been prepared by the company in accordance with the requirements of Listing Agreement clause 32 with Bombay Stock Exchange and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the company covered by our report dated 27.6.2008 to the Members of the Company.

For Bhaskar C Shah & Co.
Chartered Accountants

Bhaskar C. Shah
Proprietor

Mumbai
June 27, 2008



Statement pursuant to Part IV of Schedule VI to the Companies Act, 1956.
Balance Sheet Abstract and Company's General Business Profile

I. Registration Details

Registration No. 77999 State Code 11
Balance Sheet Date 31.03.2006
Date Month Year

II. Capital raised during the year :

Public Issue NIL	Right Issue NIL
Bonus Issue NIL	Private Placement NIL

III. Position of Mobilisation and Deployment of funds(Amount in Rs. Thousands):

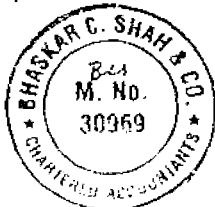
Total Liabilities 36176	Total Assets 36176
Sources of Funds	
Paid-up Capital 36176	Reserve & Surplus NIL
Secured Loans NIL	Unsecured Loans NIL
Application of Funds	
Net Fixed Assets 147	Investments NIL
Net Current Assets 34208	Misc. Expenditure NIL
Accumulated Losses 1820	

IV. Performance of Company(Amount in Rs. Thousands):

Turnover (Gross Revenue) 7569	Total Expenditure 7701
+ - Profit / Loss Before Tax 132	+ - Profit / Loss After Tax 132
(Please tick appropriate box + for Profit, - for Loss)	
Earnings per Share in Rs. NIL	Dividend NIL

V. Generic Names of Three Principal Product/Services of Company (as per Monetary Terms)

Item code No. (ITC Code)	Not Applicable
Product description	INFOTECH
Item code No. (ITC Code)	Not Applicable
Product description	INVESTMENT BANKING
Item code No. (ITC Code)	Not Applicable
Product description	MARKETING



KANTH TECHNOLOGIES LIMITED

Schedule forming part of Accounts for the year ended March 31, 2008

Schedule 1

PARTICULARS	As at 31.3.08 RUPEES	As at 31.3.07 RUPEES
SHARE CAPITAL		
Authorised:		
40,00,000 Equity Shares of Rs. 10/- each	40,000,000.00	40,000,000.00
Issued, Subscribed & paid up:		
36,17,500 Equity Shares of Rs. 10/- each fully paid up	36,175,000.00	36,175,000.00
TOTAL	36,175,000.00	36,175,000.00

Schedule 3

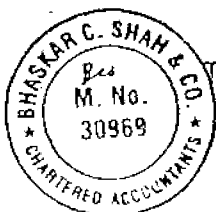
CURRENT ASSETS, LOANS & ADVANCES:

CURRENT ASSETS:			
Stock in trade (At cost)	14,234,712.66		16,571,436.52
Cash in hand	90,363.43		182,766.43
Balance in current account with:			
Scheduled Banks	638,026.14		303,745.22
Sundry Debtors:			
more than 6 months	614,186.00		614,186.00
		15,577,288.23	17,672,134.17
LOANS & ADVANCES:			
(Unsecured, considered good)			
Advances recoverable in cash or kind for which value to be received	17,511,830.81		15,787,485.73
Deposits (including Rs. 12,00,000/- to Mg. Director)	1,205,000.00		1,205,000.00
Advance tax(FBT)	0.00		1956.00
T.D.S.	0.00		906.00
		18,716,830.81	16,995,347.73
TOTAL		34,294,119.04	34,667,481.90

Schedule 4

CURRENT LIABILITIES & PROVISIONS:

CURRENT LIABILITIES			
Liabilities for expenses		5,000.00	5,000.00
Provision for Tax		9,800.00	12,956.00
Sundry creditors		71,072.35	334,739.88
TOTAL		85,872.35	352,695.88



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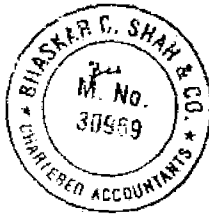
ELKANTH TECHNOLOGIES LTD.

Module forming part of accounts for the year ended March 31, 2008

Schedule 2

FIXED ASSETS (AT COST)

Sr Particulars No.	As on 1.4.07	Gross Block		Total As on 31.3.08	Depreciation			Net Block		
		Additions During the year	Sold During the year		As on 1.4.07	For the year	written back during the year	As on 31.3.08	As on 31.3.07	As on 31.3.07
1 Computers	465700.00	0.00	0.00	465700.00	455896.75	3242.00	0.00	459138.75	6581.25	8803.25
2 Airconditioner	44000.00	0.00	0.00	44000.00	28825.50	2090.00	0.00	28915.50	15084.50	17174.50
3 Furniture & Furnitures	233014.50	0.00	0.00	233014.50	162165.00	14088.00	0.00	176233.00	56781.50	70849.50
Office Equip.	151411.00	0.00	0.00	151411.00	76073.51	8960.00	0.00	83033.51	68377.49	75337.49
Total	894125.50	0.00	0.00	894125.50	720960.76	26360.00	0.00	747320.76	146604.74	173164.74
Previous year	894125.50	0.00	0.00	894125.50	688764.96	26360.00	0.00	720960.76	173164.74	19962474.00



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NEELKANTH TECHNOLOGIES LIMITED

1203, C-Wing, Anmol Apartment, S.V. Road, Goregaon (West),
Mumbai – 400 062

ATTENDANCE SLIP

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 15th Annual General Meeting of the Company at Regd. Office of the company on Tuesday 30th September, 2008 at the registered office of the Company situated at 1203, C-Wing, Anmol Apartment, S.V. Road, Goregaon(West), Mumbai – 400 062 at. 4.30 p.m.

Name of the Shareholder

Signature

Folio No. _____

(Full name of Proxy)

Note: No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Repot to the Meeting.

NEELKANTH TECHNOLOGIES LIMITED

1203, C-Wing, Anmol Apartment, S.V. Road, Goregaon (West),
Mumbai - 400 062

PROXY FORM

I/We.....of.....
..... in the district of being a member/members of the
above named Company hereby appoint of
..... in the district of..... or failing him
..... of
.....In the district of
..... as my / our proxy to vote for me/us
on my our behalf at the 15th Annual General Meeting of the Company to be held on
Tuesday the 30th September, 2008 at 4.30 p.m. and at any adjournment thereof.

Signed this..... day of, 2008.
Reg. Folio No.....
No. of Shares

REVENUE
STAMP

Note: This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
