

AMRAWORLD AGRICO LIMITED

PRESENT BOARD OF DIRECTORS:

1. Shri Ashok H.Shah - Director
2. Shri Shambhu Prasad Bhagat - Director
3. Shri Harleen Singh Kathuria - Director

AUDITORS

M/s. ARVIND A THAKKAR & Co.
Chartered Accountants
Ahmedabad.

REGISTERED OFFICE

803, Samedh Building,
Adj. Associated Petroleum,
C.G. Road, Ellisbridge,
Ahmedabad – 380 006.

ADMINISTRATIVE OFFICE

803, Samedh Building,
Adj. Associated Petroleum,
C.G. Road, Ellisbridge,
Ahmedabad – 380 006.

SHARE TRANSFER AGENT

Purva Shareregistry (India) Pvt Ltd..
No-9, Shiv Shakti Industrial Estate, Ground Floor,
J. R. Boricha Marg,Opp. Kasturba Hospital,
Lower Parel, Mumbai - 400 011
Tele No. : 022-2301 6761 / 2301 8261 Fax No. : 022-2301 2517
E-mail : busicomp@vsnl.com Website : www.purvashare.com

NOTICE

Notice is hereby given that 18th Annual General Meeting of the company will be held on Thursday 30th September 2010 at 11.30 A.M. at the registered office of the Company at 803, Samedh Building, Adj. Associated Petroleum, C.G. Road Ellisbridge, Ahmedabad – 380 006 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2010 and the Profit and Loss Account for the period ended on that and the Reports of Directors and the Auditors.
2. To appoint a Director in place of Mr. Ashok h. Shah, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and Fix their remuneration.

SPECIAL BUSINESS :

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

4. **RESOLVED THAT** pursuant to Section 257 of Companies Act, 1956 and other applicable provisions if any, Mr. Harleen Singh Kathuria who was appointed as an additional director of the company w.e.f. 24.03.2010 be and is hereby appointed as Director of the company, liable to retire by rotation.

For and on behalf of Board of Directors

Place: Ahmedabad.

Sd/-
Shri Ashok shah

Date: 03.09.2010

Director

Notes:

- 1 **A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and on a poll, to vote instead of himself. A proxy need not be member of the company. A proxy may be sent in the Form enclosed and in order to be effective must reach the Registered Office of the company at least 48 hours before the commencement of the meeting.**
- 2 Members/ proxies should bring attendance slip, duly filled in, for attending the meeting.
- 3 Members / proxies attending the meeting should bring their copy of the Annual Report for reference at the meeting. As Copies of Annual Report will not be distributed at the Annual General Meeting.
- 4 The Register of Members and Share Transfer Books of the Company was closed from **22nd September,2010 to Thursday 30th September,2010** (both days inclusive).
- 5 Members desirous of obtaining any information concerning the accounts and operations of the company are requested to address their questions to the company so as to reach at least 7 days before the date of the meeting, so that the information required will be made available at the meeting, to the best extent possible.

Explanatory statement pursuant to section 173(2) of the companies act,1956.

Item No.4

Mr. Harleen Singh Kathuria was appointed as additional director of the company under section 260 of the companies act,1956. Company has received notice from one of it share holders signifying has intention to appoint Mr. Harleen Singh Kathuria as director under section 257 of the companies act with requisite fees.

The directors recommend appointment of Mr. Harleen Singh Kathuria, none of the director is interested in appointment of Mr. Harleen Singh Kathuria.

For and on behalf of Board of Directors

**Place: Ahmedabad
Date: 03.09.2010**

**Sd/-
Shri Ashok Shah
Director**

DIRECTOR'S REPORT

To
The Members,
AMRAWORLD AGRICO LIMITED

Your Directors have pleasure in presenting the Fifteenth Annual Report of the Company together with the Audited Accounts for the year ended 31st March, 2010.

FINANCIAL RESULTS:

PARTICULARS	(Rs in Lakh)	
	2009-2010	2008-2009
Sales & other Income	2349.99	13.79
Profit/(Loss) Before Interest & Depreciation	(0.94)	0.38
Interest	-	-
Profit/(Loss) Before Depreciation	(0.94)	0.38
Depreciation	0.00	0.00
Profit/(Loss) Before Tax	(0.94)	0.38
Less: Provision for Tax	0.00	0.15
Profit/(Loss) for the year after Taxation	(0.94)	0.23
Balance Brought Forward	(9.34)	(7.96)
Balance carried Forward	(10.32)	(9.34)

OPERATIONS:

During the year under review, your Company has incurred net loss of Rs. 93,589/- compared to Profit of Rs.22,715 of earlier year. Your Directors strive hard and expect that your Company will achieve significant growth in the coming years.

DIVIDEND

In order to conserve resources, the Board of Directors has thought it prudent not to recommend payment of dividend for the year under review.

PARTICULARS OF EMPLOYEES:

There is no employee having remuneration in accordance with the provisions of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employee) Rules, 1975 as amended.

DIRECTOR:

During the year Shri Harleen Singh Kathuria, appointed as director of the company, liable to retire by rotation, pursuant to Section 257 and other relevant provisions of the companies Act, 1956 and Article of Association, w.e.f 24th March, 2010 and Mr. Pratik Shah resigned as director of the Company w.e.f. 29th March, 2010. Mr. Ashok H. shah, Director will retire at the forthcoming annual general meeting of the company, and being eligible, offer themselves for re-appointment.

RESPONSIBILITY STATEMENT:

As required u/s 217(2AA) of the companies Act 1956 your director confirms that in the preparation of the annual accounts:

- 1) The applicable accounting standards have been followed along with proper explanation relating to material departures.
- 2) Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, 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 the loss of the company for that period.

- 3) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4) The annual accounts have been prepared on a going concern basis.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

As required under rule 3 of the companies (Disclosure of Particulars in the report of board of directors) Rules 1988, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are also **Nil**.

LISTING AGREEMENT:

The securities of the company are listed with the Bombay Stock Exchange Limited (BSE), Mumbai and Ahmedabad Stock Exchange Ltd, Ahmedabad. The company has paid the annual listing fees for the year 2010-2011.

APPOINTMENT OF AUDITORS:

M/s. Mehul Thakkar & Co, Chartered Accountants, Ahmedabad, retiring Auditor express their unwillingness to continue as a Auditor of the company and do not wish to be reappointed. The Board suggest the name new auditor M/s. Arvind A. Thakkar & Co., Chartered Accountants, Ahmedabad for the financial year 2010-2011. The board will fix the remuneration of newly appointed auditors of the company. The necessary certificate under section 224(1B) of the Companies Act, 1956 has been received from the auditor.

The Statutory Auditors of the Company have submitted auditors report on the accounts of the Company for the accounting year ended 31st March, 2010 which is self-explanatory and needs no comments.

ACKNOWLEDGEMENT:

The management is grateful to the Government Authorities, Bankers, Vendors, Employees, for their continued assistance and co-operation. The Directors also wish to place on record the confidence of members in the Company.

For & on behalf of the Board of Directors

**Place: Ahmedabad.
Date: 03.09.2010**

**Mr. Ashok Shah
Director**

REPORT ON CORPORATE GOVERNANCE:
(Pursuant to Clause 49 of the Listing Agreement)

Your company in tune with the requirements of the provisions of Corporate Governance has taken all measures considered necessary for ensuring its compliance.

A detailed Corporate Governance Compliance Report as on **31/03/2010** is given below:

COMPANY'S POLICY:

The company's policy on Corporate Governance envisages the assignment of high level of transparency and accountability in the functioning of the company and the conduct of its business internally and externally, including its interaction with employees, shareholders, creditors, clients, bankers and other business places with due emphasis on regulatory compliance.

The company firmly believes that its system and actions must be devoted for enhancing corporate performance and maximizing shareholder value in the long run.

BOARD OF DIRECTORS:

The Board of Directors met **6 times** during the year dated 30.04.2009, 15.07.2009, 29.07.2009, 30.10.2009, 29.01.2010, 24.03.2010. The attendances of the Directors of the company at the Board Meeting are as follows:

Name of Current Director's	Designation	Category	No. of Board Meetings attended during the year	Whether attended last AGM
Mr. Ashok Shah	Non-Executive & independent	Director	6	Yes
Mr. Shambhu Bhagat	Non-Executive & Professional	Director	6	Yes
Mr. Pratik Shah (Resign w.e.f.29.03.2010)	Non-Executive & independent	Director	5	Yes
Mr. Harleensingh Kathuria (Appointed W.e.f 24.03.2010)	Non – Executive & Independent	Director	1	-
Mr.Ramesh Patel (Resign w.e.f.15.07.2009)	Non – Executive & Independent	Director	2	
Mrs.Pushpaben Patel (Resign w.e.f.15.07.2009)	Non – Executive & Independent	Director	2	
Mr.Vijay V. Thakkar (Resign w.e.f.15.07.2009)	Non – Executive & Independent	Director	2	

AUDIT COMMITTEE

Terms of Reference

1. To review the adequacy of internal control systems and internal Audit Reports and their compliance thereof.
2. To oversee the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient a credible.
3. To recommend the appointment of auditors and fixation of audit fees.
4. To review the financial statements before submission to the Board.

COMPOSITION OF AUDIT COMMITTEE

The Constitution of Audit committee meets the requirement of section 292A of Companies Act, 1956 and clause 49 of Listing Agreement.

The Committee met 4 times during the year on 30.04.2009, 29.07.2009, 30.10.2009, 29.01.2010, and the attendance of members of the committee was as follow:

Name of Current Director's	Designation	Category	No. of Board Meetings attended during the year	Whether attended last AGM
Mr. Ashok Shah	Non – Executive & Independent	Director	4	Yes
Mr. Shambhu Bhagat	Non-Executive & Professional	Director	4	Yes
Mr. Pratik Shah (Resign w.e.f.29.03.2010)	Non-Executive & independent	Director	4	Yes
Mr. Harleensingh Kathuria (Appointed W.e.f 24.03.2010)	Non – Executive & Independent	Director	-	-
Mr.Ramesh Patel (Resign w.e.f.15.07.2009)	Non – Executive & Independent	Director	1	
Mrs.Pushpaben Patel (Resign w.e.f.15.07.2009)	Non – Executive & Independent	Director	1	
Mr.Vijay V. Thakkar (Resign w.e.f.15.07.2009)	Non – Executive & Independent	Director	1	

SHAREHOLDERS/INVESTORS' GRIEVANCE COMMITTEE:

As a measure of Good Corporate Governance and to focus on the shareholders' grievances and towards strengthening investor relations, an investors' Grievance Committee has been constituted as a committee of the Board, to redress / minimize the grievance of shareholders/ Investors

The functions of the committee include:

To specifically look into redressing investors' grievances pertaining to:

- Transfer of shares
- Dividends
- Dematerialization of shares
- Replacement of lost/stolen/mutilated share certificates
- Any other related issues

The committee comprises of the following Directors namely:

Name of the Director	Category
Mr. Ashok shah	Chairman
Mr. Shambhu Prasad Bhagat	Member
Mr. Pratik shah	Member

During the year under review, no complaint was received from Shareholders/ investors or Stock Exchanges or SEBI.

REMUNERATION COMMITTEE:

Constitution of Remuneration Committee by listed public company pursuant to the Listing Agreement is voluntary. Presently company does not pay any remuneration to any Executive or non-executive Director other than sitting fees for attending Board Meetings. All directors waived off their right to receive sitting fees for attending the board meeting of the Company.

GENERAL BODY MEETING:

The location and time of the Annual General Meetings held during the last three years is as follows:

Date	Venue	Time
September 29, 2007	19/20/21,Narayan Chambers,3 rd Floor, B/h. Patang Hotel, Ashram road, Ahmedabad	5.00 P.M
September 30, 2008		4.00 P.M
September 30, 2009		1.30 P.M

STATUTORY DISCLOSURES:

1. There were no transactions of a materially significant nature with the promoters, the directors or the management, their subsidiaries or relatives that may have potential conflict with the interest of the company at large.
2. Transactions with related parties during the year are disclosed in the notes forming part of accounts in the Annual Report.
3. There has been no instance of non- compliance, penalties or strictures on any matter relating to the capital market and listing.

MEANS OF COMMUNICATION:

Quarterly Results-
Which newspapers normally published in : Western Times (English) & (Gujarati) both at Ahmedabad.

Presentation made to Institutional Investors or to Analyst : No

GENERAL SHAREHOLDERS INFORMATION :

1. Financial Calendar 2010 -11 (tentative) : Results for the Quarter ended June 30, 2010: Last week of July 2010.
- Results for the quarter ended September 30, 2010: Last week of October 2010
- Results for the quarter ended December 31, 2010, Last week of January 2011
- Year Ending 31st March, 2011: June 2011.

Book Closure date : 22.09.2010 to 29.09.2010

Registered Office : 803, Samedh Building, Adj.Associated Petroleum,C.G. road, Navrangpura, Ahmedabad – 380006.
Email: amraworldagrigo@gmail.com

Equity Listed on : Bombay Stock Exchange Ltd. And Ahmedabad Stock Exchange Ltd.

Annual General Meeting

Date, Time & Venue : 30th September, 2010 at 11:30AM
: 803,Samedh Building, Adj. Associated Petroleum, C.G. road, Navrangpura, Ahmedabad – 380006.

DISCLOSURES:

1. All related party transactions have been entered into the ordinary course of business and were placed periodically before the audit committee in summary form. There were no material individual transactions with related parties were not in normal course of business to be placed before the audit committee and that may have potential conflict with the interest of the company at large. All individual transactions with related parties or others were on an arm's length basis.
2. The accounting standards which are mandatorily required have been followed in preparation of financial statements and no deviation have been made in the same.

3. Risk assessment and its minimization procedures have been laid down by the company and the same have been informed to Board Members. These procedures are periodically reviewed to ensure that executives' management controls risk through means of a properly defined framework.
4. The company has not raised money through preferential allotment basis during the year.
5. The company duly complies with all mandatory requirements of clause 49 of the Listing Agreement with the Stock Exchanges. However, the company has not adopted the non-mandatory requirements defined therein.
6. Management discussion and Analysis forms part of the Annual Report to the Shareholders and it includes discussion on matters as required under the provisions of clause 49 of the Listing agreement with Stock Exchange.
7. No penalties have been imposed on the company by stock exchanges or SEBI or any statutory authority on any matter related to capital market during the last three years.

**SCRIP CODE: BOMBAY STOCK EXCHANGE LTD. – Scrip Code 531991
AHMEDABAD STOCK EXCHANGE LTD. - Scrip code - 22748**

DEMAT ISIN No. : INE735C01027 IN NSDL & CDSL.

Market price Data: High, low during each month in last financial year i.e. 1st April 2009 to 31st March, 2010 at Bombay Stock Exchange Ltd.

Month	High (in Rs.)	Low (in Rs.)
April 2009	0.66	0.52
May 2009	0.85	0.54
June 2009	1.14	0.84
July 2009	1.00	0.79
August 2009	0.77	0.66
September 2009	0.92	0.70
October 2009	0.91	0.72
November 2009	0.79	0.59
December 2009	0.79	0.56
January 2010	0.91	0.74
February 2010	0.93	0.74
March 2010	0.88	0.64

REGISTRAR AND SHARE TRANSFER AGENT :

Purva Shareregistry (India) Pvt Ltd.,
No-9, Shiv Shakti Industrial Estate, Ground Floor,
J. R. Boricha Marg, Opp. Kasturba Hospital,
Lower Parel, Mumbai - 400 011
Tele No. : 022-2301 6761 / 2301 8261 Fax No. : 022-2301 2517
E-mail : busicomp@vsnl.com Website : www.purvashare.com

SHARE TRANSFER SYSTEM:

Transfer of Shares in Physical form are registered and dispatched within 3 weeks from the date of their receipts, subject to the documents being valid and complete in all respects. Transfer of shares are processed by the Share Transfer Agents and approved by the Share Transfer Committee called as "Investor / Shareholders Grievance Committee", which meets at frequent intervals. Share transfers are registered and returned within 30 days from the date of receipt, if the relevant documents are complete in all respect.

a) Dematerialization of shares and liquidity

The Equity Shares of your company are traded in dematerialization form by investors. The company has entered into agreements with both existing Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) enabling the investors to hold shares of the company in electronic form through the depository of their choice. As on 31st March 2010, 10,39,85,340 Equity Shares (88.44 %) of the Company was held in dematerialized form

b) **Distribution of Shareholding as on 31st March, 2010**

Shareholding of nominal value as on 31 st March, 2010	No. of Shares	% of No. of shares	No. of Shareholders	% of Shareholders
Up to 5000	35,48,608	2.95	4762	89.39
5001 - 10000	43,74,737	3.64	458	8.60
10001- 20000	5,79,254	0.48	37	0.69
20001- 30000	3,02,886	0.25	11	0.21
30001- 40000	3,45,300	0.29	9	0.17
40000- 50000	47,757	0.04	1	0.02
50001- 100000	8,27,338	0.69	11	0.21
100001 and above	11,02,74,120	91.67	38	0.71
Total	12,03,00,000	100.00	5327	100.00

Category of shareholders as on 31st March 2010

Category	No. of Shares held	% of Shareholding
Promoters	0	0
Mutual Funds and UTI	0	0
Public Shareholding		
• Institutions	0	0
• Non-Institutions	120300000	100
Total	120300000	100

Outstanding GDRS/ADRS/Warrants or any Convertible Instruments, conversion Date and Likely Impact on Equity : **None**

Address for correspondence:

Shareholders correspondence should be addressed at registered office of the company at:

REGISTERED OFFICE & ADMINISTRATIVE OFFICE:

803, Samedh Building, Adj. Associated Petroleum,
C.G. Road, Ellisbridge,
Ahmedabad – 380 006.

Compliance Officer:

Mr. Ashok Shah

Director & Compliance officer

Declaration:

None of the Director of the Company is a Director of more than 15 companies and member of more than 10 committees or chairman of more than five committees across all companies in which he is a Director.

AUDITOR'S CERTIFICATE

To,
The Members,
AMRAWORLD AGRICO LIMITED.

We have examined the compliance of the conditions of Corporate Governance by **AMRAWORLD AGRICO LIMITED** for the year ended 31st March, 2010 as stipulated in clause 49 of the listing agreement of the said Company with the Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our Examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an auditor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that in respect of investor grievances received during the year ended 31st March, 2010, no investor grievances are pending against the Company for a period exceeding one month as per records maintained by the Company which are presented to the Shareholders/Investor's Grievance Committee.

We further state that 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 ARVIND A. THAKKAR & Co
CHARTERED ACCOUNTANTS

PROPRIETOR
M.NO. 14334

Date : 03.09.2010.
Place : Ahmedabad

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

In terms of the requirements of the amended clause 49 of the Listing Agreement, this is to confirm that all the members of the Board and the senior management personnel have affirmed compliance with the Code of Conduct for the year ended March, 31, 2010.

FOR, AMRAWORLD AGRICO LIMITED

ASHOK SHAH
Director

Place: Ahmedabad.
Date : 03.09.2010.

AMRAWORLD AGRICO LIMITED

803,Samedh Building,Adj.Associated Petrol Pump, C.G. road, Navrangpura, Ahmedabad – 380 006

ATTENDENCE

(to be handed over at the entrance of the meeting hall)

I Shri / Smt.....of Being a member / proxy of Amraworld Agrico Ltd. do hereby record my presence at the Annual General Meeting of the members of the company held on Thursday 30th September 2010 at 11.00 A.M. at the registered office of the Company at 803,Samedh Building, Adj. Associated Petrol Pump, C.G. road, Navrangpura, Ahmedabad – 380 006

FOLOI NO / CLIENT I.D.	
D.P. ID.	
D.P. NAME.	
NAME OF SHAREHOLDER	
NUMBER OF SHARE HELD	

Member's/ Proxy Signature
(To be signed at the time of handing over this slip)

NOTE: Please carry with you this attendance slip and hand over the same duly signed at the space provided, at the entrance of the Meeting Hall.

-----CUT HERE-----

AMRAWORLD AGRICO LIMITED

803,Samedh Building,Adj.Associated Petrol Pump, C.G. road, Navrangpura, Ahmedabad – 380 006

FORM OF PROXY

FOLOI NO / CLIENT I.D.	
D.P. ID.	
D.P. NAME.	
NAME OF SHAREHOLDER	
NUMBER OF SHARE HELD	

I Shri/Smtbeing a member of Amraworld Agrico Limited, holdingShares in the Company do hereby appointed Shri..... ofor falling him Shri..... of to remain present at the Annual General Meeting of the members of the company held on Thursday 30th September 2010 at 11.00 A.M. at the registered office of the Company at 803,Samedh Building, Adj .Associated Petrol Pump, C.G. road, Navrangpura, Ahmedabad – 380 006

Signed _____ day of _____ 2010.
Signed by the said_____.

Affix
Re. 1
Revenue
Stamp

NOTE: The proxy to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.

Proxy form duly stamped, signed and completed in all respect should be deposited 48 hours before the time fixed for the meeting at the registered office of the company.

AUDITOR'S REPORT

To

The Members of **M/s AMRAWORLD AGRICO LIMITED**

We have audited the attached Balance Sheet of **M/s AMRAWORLD AGRICO LIMITED** as on 31st March 2010 and also the Profit & Loss Account and Cash Flow Statement of the company for the year ended on that date annexed there to. 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.

1. 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 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.
2. As required by the Companies (Auditor's Report) Order 2003 issued by the Central Government of India in terms of section 227(4A) of the Companies Act 1956, we enclose in Annexure a statement on the matters specified in the paragraph 4 and 5 of the said order .

Further to our comments in the Annexure refer to in paragraph 2 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 purpose of our audit.
- b. In our opinion proper books of accounts as required by law has been kept by the company so far as it appears from our examination of the books of accounts.
- c. The balance sheet and Profit & Loss account and Cash Flow Statement dealt by this report are in agreement with the books of accounts.
- d. In our opinion the balance Sheet, Profit & Loss Account and cash Flow Statement dealt with by this report comply with the mandatory Accounting Standards referred in Sub-section 3(C) of Section 211 of the Companies Act 1956.
- e. In our opinion and on the basis of the information and explanations given to us and on the basis of the written representations received from the Directors and taken on record none of the directors of the company is disqualified as on 31st March 2010 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 read together with the Significant Accounting Policies and notes on the accounts thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

i. in the case of balance Sheet of the state of affairs of the company as at 31st March 2010

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 the cash flow statement, of the cash flow for the year ended on that date.

For, ARVIND A. THAKKAR & Co.

Chartered Accountant

Firm Reg. No. 100571W

(Arvind A. Thakkar)

Proprietor

M. No. 14334

Place : Ahmedabad.

Date : 3rd Sept., 2010

ANNEXURE REFERRED TO IN PARAGRAPH-2 OF OUR REPORT OF EVEN DATE

1. (a)The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of information available.

(b)As explained to us, All the assets have been physically verified by the management at reasonable intervals during the year. According to information and explanations given to us, no material discrepancies have been noticed on such verification.

(c)In our opinion, the company has not disposed off substantial part of fixed assets during the year and the going concern status of the company is not affected.
2. (a)The inventories have been physically verified by the management at reasonable intervals during the year.

(b)The Procedures of physical verification followed by the Management as explained to us are, in our opinion, reasonable and adequate in relation to the size of the company and the nature of its business.

(c)As per information and explanation given to us, the discrepancies noticed on physical verification of inventories have been properly dealt with in the books of accounts.
3. (a)As per information and explanation given to us, the company has not granted loans to parties covered in the register maintained under section 301 of the Companies Act, 1956. hence, clause (iii) (a), (b), (c) & (d) are not applicable to the company

(b)As per information and explanation given to us, the company has not taken loans from parties covered in the register maintained under section 301 of the Companies Act, 1956. hence, clause (iii) (e) , (iii) (f) and (iii) (g) 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 its business for the purchase of inventory and fixed assets and also for the sale of goods and services. During the course of our audit we have not observed any continuing failure to correct major weakness in internal controls.
5. As per information & according to explanation given to us, the company has not entered into any transaction that need to be entered into the register maintained under section 301 of the Act.
6. According to the information and explanations given to us, the Company has not accepted any deposits from the public. Therefore, the provisions of clause (iv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
7. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
8. The central government has not prescribed maintenance of cost record under section 209(1) (d) of the Companies' Act 1956 in respect of products of the company.
9. In respect of Statutory dues:
 - a) As per information & according to explanation given to us, the company is generally regular in depositing statutory dues with the appropriate authorities during the year.

- b) As per information & according to explanation given to us, there are no cases of non deposit with the appropriate authorities of disputed dues of Income-tax, and any other statutory dues with the appropriate authorities during the year.
10. The company have accumulated losses of Rs 1032284/- at the end of the financial year. The Company has incurred cash losses of Rs 27513/- during the financial year covered by the audit but not in the immediately preceding financial year.
 11. Based on our audit procedures and according to the information and explanations given to us, there are no loans taken from financial institution, Banks or debenture-holders therefore the question of payments does not arise.
 12. In our opinion and according to the information and explanations given to us and based on the information available, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
 13. In our opinion the company is not a chit fund or a nidhi/mutual benefit fund/society. There fore the provisions of clauses (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
 14. The Company is dealing / or trading in shares, securities, debentures and other investments
 15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from Banks or financial institutions.
 16. The company has not raised any term loans during the year.
 17. According to the information and explanations given to us and on overall examination of the balance sheet of the Company, we are of the opinion that no funds raised short term basis that have been used for long term investment.
 18. The company has not made any preferential allotment of shares to parties and companies covered in the registered maintained under section 301 of the Companies Act 1956.
 19. The company has not created any securities in respect of any outstanding at the year-end.
 20. The company has not raised any money by way of public issue during the year.
 21. In our opinion and according to the information and explanations given to us, no material fraud on or by the company, has been noticed or reported, during the course of our audit.

For, ARVIND A. THAKKAR & Co.
Chartered Accountant
Firm Reg. No. 100571W

(Arvind A. Thakkar)
Proprietor
M. No. 14334

Place : Ahmedabad.
Date : 03rd Sept., 2010

AMRAWORLD AGRICO LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2010

PARTICULARS	SCH.	AS AT	AS AT
		31-03-2010	31-03-2009
		(In Rs.)	(In Rs.)
<u>SOURCES OF FUNDS</u>			
1 Shareholder's Funds			
Share Capital	1	60,079,000	60,079,000
2 Loan Fund			
Unsecured Loan	2	17,323,118	14,585,714
	TOTAL RS.	77,402,118	74,664,714
<u>APPLICATION OF FUNDS</u>			
1 Fixed Assets	3		
Gross Block		184,305	184,305
Less: Depreciation		66,076	0
Net Block		118,229	184,305
2 Investments	4	19,500,010	81,500,010
3 Current Assets, Loans and Advances:			
Cash and Bank Balances	5	3,403,378	3,118,461
Sundry Debtors	6	50,180,937	0
Loans & Advances	7	3,210,716	3,324,929
	TOTAL	56,795,031	6,443,389
Less: Current Liab. & Provisions :			
Current Liabilities & Provisions	8	43,436	14,397,245
		56,751,595	(7,953,856)
4 Miscellaneous Exp. (To the extent not written off or adjusted)			
PROFIT & LOSS ACCOUNT		1,032,284	934,255
	TOTAL RS.	77,402,118	74,664,714

Significant Accounting Policies & Notes on Accounts-Schedule 11

As Per our Report of even date
For, ARVIND A. THAKKAR & CO.
Chartered Accountant
Firm Reg.No.100571W

For and on behalf of the Board

(Arvind A. Thakkar)
Proprietor
M.NO. 14334
Place : Ahmedabad.
Date : 03rd Sept.,2010

Director Director

Place : Ahmedabad
Date : 03rd Sept.,2010

AMRAWORLD AGRICO LIMITED

PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED ON 31ST MARCH, 2010

<u>PARTICULARS</u>	<u>SCH.</u>	<u>31-03-2010</u>	<u>31-03-2009</u>
		<u>(In Rs.)</u>	<u>(In Rs.)</u>
1 INCOME :			
Sales		234,982,000	0
Share Trading (F & D)		0	1,315,012
Other Income	9	17,090	64,065
	TOTAL	<hr style="width: 100%;"/>	<hr style="width: 100%;"/>
		234,999,090	1,379,077
2 EXPENDITURES :			
Purchases		184,190,000	0
Share Trading (F & D)		50,120,723	0
Administrative & Other Expenses	10	703,880	1,293,362
Directors remuneration		12,000	48,000
Depreciation		66,076	0
		<hr style="width: 100%;"/>	<hr style="width: 100%;"/>
		235,092,679	1,341,362
Profit/(Loss) Before tax		(93,589)	37,715
Less : Income tax provision		0	15,000
Less : Deferred tax provision		0	0
		<hr style="width: 100%;"/>	<hr style="width: 100%;"/>
Profit/(Loss) After tax		(93,589)	22,715
Add Taxes of Earlier Year		(4,440)	(160,718)
Add : Balance B/F from Previous Year		(934,255)	(796,252)
		<hr style="width: 100%;"/>	<hr style="width: 100%;"/>
Net Profit/(Loss) After Tax		(1,032,284)	(934,255)
EPS		(0.01)	0.002

Significant Accounting Policies & Notes on Accounts-Schedule 11

As Per our Report of even date
For, **ARVIND A. THAKKAR & CO.**
Chartered Accountant
Firm Reg.No.100571W

For and on behalf of the Board

(Arvind A. Thakkar)
Proprietor
M.NO. 14334
Place : Ahmedabad.
Date : 03rd Sept., 2010

Director Director

Place : Ahmedabad
Date : 03rd Sept., 2010

AMRAWORLD AGRICO LIMITED

SCHEDULES FORMING PART OF BALANCE SHEET AND P & L A/C

PARTICULARS	SCH.	31-12-2010	31-03-2009
		(In Rs.)	(In Rs.)
<u>SHARE CAPITAL</u>	1		
AUTHORISED CAPITAL			
130000000 (130,000,000) Equity Shares of Rs. 1/- each		130,000,000	130,000,000
		<hr/>	<hr/>
		130,000,000	130,000,000
Issued,Subscribed And Paid Up Capital			
120300000(120,300,000)Equity shares of Rs. 1/- each		120,300,000	120,300,000
Less: Calls in Arrears		(60,221,000)	(60,221,000)
		<hr/>	<hr/>
		60,079,000	60,079,000
<u>UNSECURED LOANS</u>	2		
Inter-Corporate Deposits		17,323,118	14,585,714
		<hr/>	<hr/>
		17,323,118	14,585,714
<u>INVESTMENTS (AT COST)</u>	4		
Investment in Shares			
<u>Quoted Shares</u>			
25,00,000(25,00,000) Equity Shares of AmradeepInd.Ltd.		0	2,000,000
12,50,000(12,50,000)Equity Share of XO Infotech Ltd.		12,500,000	12,500,000
		<hr/>	<hr/>
	(i)	12,500,000	14,500,000
Market Value of Quoted Shares		5,775,000	18,500,000
		<hr/>	<hr/>
<u>UnQuoted Shares</u>			
2,00,000(2,00,000) Shares of ACFCL.		0	60,000,000
1 (1) Share of Akshar Entertainment Pvt.Ltd.		10	10
2,00,000(2,00,000)Equity Share of Ishan Finstock Ltd.		2,000,000	2,000,000
5,00,000(5,00,000)Equity. Shares of Medha Fin. LTd.		5,000,000	5,000,000
		<hr/>	<hr/>
	(ii)	7,000,010	67,000,010
	(i)+(ii)	19,500,010	81,500,010
<u>CURRENT ASSETS, LOANS & ADVANCES</u>			
<u>CASH & BANK BALANCES</u>	5		
BANK BALANCES			
In Fixed Deposit		3,016,963	3,000,000
		<hr/>	<hr/>
In Current A/c		16,740	108,066
		<hr/>	<hr/>
	(A)	3,033,703	3,108,066
Cash in Hand		369,675	10,395
		<hr/>	<hr/>
	(B)	369,675	10,395
TOTAL RS.	(A)+(B)	<hr/> <hr/>	<hr/> <hr/>
		3,403,378	3,118,461

AMRAWORLD AGRICO LIMITED

SCHEDULES FORMING PART OF BALANCE SHEET AND P & L A/C

PARTICULARS	SCH.	31-03-2010	31-03-2009
		(In Rs.)	(In Rs.)
<u>SUNDRY DEBTORS</u>	6		
(Unsecured considered good)			
Less than six months		50,180,937	0
		<u>50,180,937</u>	<u>0</u>
<u>LOANS AND ADVANCES</u>	7		
(Unsecured considered good)			
Deposits		32,455	156,056
Advances Recoverable in cash or kind		3,178,261	3,168,873
		<u>3,210,716</u>	<u>3,324,929</u>
<u>CURRENT LIABILITIES & PROVISIONS</u>	8		
Sundry creditors		28,436	14,382,245
Provision For taxation		15,000	15,000
		<u>43,436</u>	<u>14,397,245</u>
TOTAL Rs.			
<u>OTHER INCOME</u>	9		
Interest		18,659	58,874
Other Income		0	5,191
Profit/loss on sale of shares		(1,569)	0
		<u>17,090</u>	<u>64,065</u>
<u>ADMINISTRATIVE & OTHER EXPENSES</u>	10		
Advertisement Exp		6900	11,700
Audit Fees		15000	5,515
Bank Charges		3773	2,061
Interest Exp		125382	380,280
Commission & Brokerage/Vatav		0	10,376
Computer Exps.		0	31,395
Demat Charges		6374	5,786
Electric Expenses		0	11,380
Legal Expenses		63458.5	55,716
Listing Fees		30000	30,300
Ncdex Charges		0	31,175
NSDL, CDSL Charges		74520	44,896
Office Misc Exp		18,060	59,901
Furniture Rent Expenses		36,000	0
Petrol Expenses		0	27,357
Printing & Stationary		29040	23,567
Professional fees		15500	36,000
Salaries & Bonus		192000	291,900
Service Charges		12618	25,360
STT		61254	20,008
Subscription		0	50,000
Telephone & Postage Expenses		14001	38,689
Transaction charges		0	100,000
		<u>703,880</u>	<u>1,293,362</u>

AMRAWORLD AGRICO LIMITED

Schedule 3 : Fixed Assets

Particulars	Gross Block				Depreciation			Net Block	
	Cost as at 01.04.2009	Additions during the year	Deductions during the year	Cost as at 31.03.2010	Upto 01.04.2009	During the Year	Upto 31.03.2010	As at 31.03.2010	As at 31.03.2009
Air Conditioner	10,500	0	0	10,500	0	1,460	1,460	9,040	10,500
Computer	155,000	0	0	155,000	0	62,000	62,000	93,000	155,000
Franking Machine	18,805	0	0	18,805	0	2,616	2,616	16,189	18,805
	184,305	0	0	184,305	0	66,076	66,076	118,229	184,305
Previous year	184,305	0	0	184,305	0	0	0	184,305	

AMROWORLD AGRICO LIMITED**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010**

	(Rupees in Lacs)	
	2009-10	2008-09
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax and Extra Ordinary Items	(0.94)	0.23
Adjustments for		
Depreciation	0.66	0.00
Interest	0.00	0.00
Preliminary Expenses written off	0.00	0.00
Profit on sale of shares	0.02	0.00
Operating Profit before Working Capital Changes	(0.26)	0.23
Adjustments for		
(Increase) / Decrease in Sundry Debtors	(501.81)	0.35
(Increase)/ Decrease in Loans & Advances	1.14	22.46
Increase/ (Decrease) in Current Laibilities	(143.54)	(40.68)
Cash generated from Operations	(644.46)	(17.64)
Short/excess provision of earlier year	(0.04)	0.00
Direct Taxes paid	0.00	(3.56)
Net cash from Operating Activities	(644.50)	(21.20)
B CASH FLOWS FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	0.00	0.00
Interest Received	0.00	0.00
Sale of Investment	620.00	(125.00)
Dividend Received	0.00	0.00
Loss on sales of Shares	0.00	0.00
Profit on sale of Mutual Fund Units	(0.02)	0.00
Net cash flow from Investing Activities	619.98	(125.00)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Share Capital Calls , Interest & forfeiture	0.00	0.00
Proceeds from issue of Equity Shares	0.00	0.00
Premium on Issue of Equity Shares on Preferential Basis	0.00	0.00
Interest Received	0.00	0.00
Bank Borrowings (Net)	0.00	0.00
Dividend Received	0.00	0.00
Proceeds from Unsecured loans	27.37	145.86
Net cash flow from Financing Activities	27.37	145.86
Net Increase/(Decrease) in Cash & Cash Equivalent	2.85	(0.34)
Cash & Cash Equivalents at the beginning of the year	31.18	31.52
Cash & Cash Equivalents at the end of the year	34.03	31.18
Note : Previous Year figures have been regrouped/rearranged, wherever necessary.		
For,Arvind A. Thakkar & Co. Chartered Accountants Firm Reg.No.100571W	For and on behalf of the Board of Director	
Proprietor M.No.014334 Place : Ahmedabad Date : 03rd Sept., 2010	Director Place : Ahmedabad Date : 03rd Sept., 2010	Director

SCHEDULE : 11 NOTES FORMING PART OF THE ACCOUNTS

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

a) General:

- i) Accounting policies not specifically referred to otherwise are in consistence with earlier year and in consonance with generally accepted accounting principles.
- ii) Expenses and income considered payable and receivable respectively are accounted for on accrual basis.

b) Sales:

Sales are accounted on mercantile basis, when the sale of goods is completed.

c) Valuation of Inventories:

Inventories are valued at cost .

d) Fixed assets and depreciation:

- a. Fixed assets are capitalized at cost inclusive of interest, freight, duties, taxes and all incidental expenses related thereto.
- b. Depreciation on assets has been provided on Written Down Value Method at the rates prescribed by schedule XIV to the Companies Act 1956 depreciation in respect of additions to / and deletion from assets has been charged on pro-rata basis to the month of addition or deletion.

e) Investments:

Investments are valued at cost.

f) Foreign currency Transactions:

There is no foreign currency transaction.

g) Retirement Benefits:

Provident fund and employees state insurance scheme contribution is not applicable to the company.

h) Taxes on Income:

Current Tax : Provision for Income-Tax is determined in accordance with the provisions of Income-tax Act 1961.

Deferred Tax Provision: Deferred tax is recognized, on timing difference, being the difference between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

2. Balances of Sundry Debtors, Creditors, Loans and Advances are subject to confirmation and reconciliation.
3. In the opinion of the Board of directors, the current assets, Loans & advances are approximately of the value stated if realized in the ordinary course of business. The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.
4. a) The computation of net profit for the purpose of calculation of director's remuneration u/s 349 of the companies Act 1956 is not enumerated since no commission has been paid to any director.

	2009-10	2008-09
b) Director's remuneration:	Nil	Nil

Related Party Transaction.

No related party transaction were carried out during the year

5. Segment Information:

The are no reportable segment as per the contention of the management.

7. Basic and Diluted Earning per share (EPS) computed in accordance with Accounting Standard (AS).20 “Earning Per Share”

Particulars	31.03.2010	31.03.2009
a. Numerator		
Profit / (Loss) after Tax	Rs.(93589)	Rs.22715
b. Denominator		
Weighted average number of Nos. Equity shares	Rs.12030000	Rs.12030000
c. EPS (Basic & Diluted)		
Numerator/Denominator	Rs.(0.01)	Rs.0.00

8. Payment to Auditor’s **2009-10** **2008-0**

For Audit	Rs. 15,000	Rs 5,515
For Company Matters	Nil	Nil

9. Quantitative Information in respect of Sales, Opening Stock and Closing Stock:

Item	2,010				2,009			
	Shares		Grain		Shares		Grain	
	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value
Opening Stock	0	0	0	0	0	0	0	0
Purchases	0	0	24,700	18,41,90,000	0	0	0	0
Sales	0	0	24,700	23,49,82,000	0	0	0	0
Closing Stock	0	0	0	0	0	0	0	0

	2009-10	2008-09
10. A. Value of import (on CIF basis)	Nil	Nil
B.Expenditure in foreign Currency	Nil	Nil
C.Remittance in Foreign Currency	Nil	Nil
D.Earnings in foreign Exchange	Nil	Nil
E.Exports of Goods on FOB basis	Nil	Nil
F.Value of Imports & Indigenous	Nil	Nil
G.Material Consumption	Nil	Nil

11. Previous years figures have been regrouped and recasted wherever necessary.

For, ARVIND A. THAKKAR & Co.
Chartered Accountant
Firm Reg. No. 100571W

AMRAWORLD AGRICO LIMITED

(Arvind A. Thakkar)
Proprietor
M. No. 14334

Director

Director

Place : Ahmedabad.
Date : 03rd September, 2010

Place : Ahmedabad
Date : 3rd September, 2010

AMRAWORLD AGRICO LIMITED
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No.	:	015846
State code	:	04
Balance Sheet Date	:	31/03/2010

II. CAPITAL RAISED DURING THE YEAR

(Rs . In thousand)

Public Issue	:	NIL
Rights Issue	:	NIL
Bonus Issue	:	NIL
Private Placement (Subscription to Memorandum)	:	NIL
Preferential Issues	:	NIL

III. POSITION OF MOBILISATION & DEPLOYMENT OF FUNDS (Rs . In thousand)

Total Liabilities :	77,402	Total Assets :	77402
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Sources of funds :

Paid up Capital	:	60,079
Capital Incentive	:	Nil
Reserves & Surplus	:	Nil
Secured Loans	:	Nil
Unsecured Loans	:	17,323

Application of Funds :

Net Fixed Assets	:	118
Investments	:	19,500
Net Current Assets	:	56,752
Miscellaneous Expenditure	:	Nil
Accumulated Losses	:	1,032
Preoperative Expenses	:	Nil

IV. PERFORMANCE OF THE COMPANY : (in Thousands)

Turnover	:	234,999
Total Expenditure	:	235,093
Profit before tax	:	(94)
Profit after tax	:	(1,032)
Earning per Share	:	(0.001)

GENERIC NAME OF THE PRINCIPLE PRODUCT & SERVICES OF THE COMPANY.

Item Code No.	:	N.A.
(ITC Code)	:	N.A..
Product Description	:	

For Arvind A. Thakkar & Co.
Chartered Accountant
Firm Reg. No. 100571W

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

(Arvind A. Thakkar)
Proprietor

Place : Ahmedabad

Date : 3rd September, 2010

(Director) (Director)

Place : Ahmedabad

Date : 3rd September, 2010