

SITA

ENTERPRISES LTD.

Report
and
Accounts
2011

SITA ENTERPRISES LIMITED

BOARD OF DIRECTORS

Mr.A.Tulsyan
Mr.K.K.Agrawal
Mr.Sandeep S. Rathi
Smt.S.Tulsyan

BANKERS

Syndicate Bank
HDFC Bank
Barclays Bank

AUDITORS

M/s.Mittal & Mittal
Chartered Accountants

REGISTERED OFFICE

415-416, Arun Chambers,
Tardeo Road,
MUMBAI - 400 034.

SITA ENTERPRISES LIMITED

N O T I C E

The Twenty-Eighth Annual General Meeting of Sita Enterprises Ltd. will be held on Thursday, the 29th September 2011 at 9.15 A.M. at 415-416, Arun Chambers, Tardeo Road, Mumbai - 400 034 to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt the Audited Accounts for the year ended 31-3-2011 and the Report of the Directors and Auditors thereon.
2. To appoint a director in place of Shri A.Tulsyan, who retires by rotation and is eligible for re-appointment.
3. To appoint Auditors and fix their remuneration.

By order of the Board

Mumbai, 27th May 2011

A. Tulsyan
Director

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member.
2. Register of Members and Share Transfer Register of the Company will be closed from 26th to 29th September 2011 (both days inclusive).

SITA ENTERPRISES LIMITED

DIRECTORS' REPORT

TO THE MEMBERS:

Your Directors have pleasure in submitting the 28th Annual Report of the Company together with the audited Annual Accounts showing the financial position of the Company for the year ended on 31st March 2011.

Management Discussion & Analysis:

i) Industry structure and development: The Company is an investment and finance Company and has invested funds in Shares, Securities, Mutual Fund Units, Loans and Advances.

ii) Opportunities & Threats: The Company is keeping a close watch on the trends in industry for making investments in accordance with its size of operations. It is also taking into account the possible threats due to external factors.

iii) Segment-wise or product-wise performance: The Company operates only in the segment of finance and investment and as such there are no reportable segments wise or product wise performance.

iv) Outlook: Baring the unforeseen circumstances and the risks and concerns, the management is hopeful to achieve reasonable performance in the current financial year: 2011-2012.

v) Risks and concerns: The Company has exposure in Shares, Securities, Loans & Advances and any adverse development in stock market and industry will have an impact on the Company's performance.

vi) Internal control systems and their adequacy: The Company has adequate internal control systems commensurate for its limited operations.

vii) Financial & Operational performance

	Rupees in lacs.
GROSS INCOME	73.79
Gross Operating Profit	63.70
Depreciation	0.30
PROFIT BEFORE TAX	63.40
Provision for Taxation	11.25
PROFIT AFTER TAX	52.15

viii) Material developments in Human Resources: The relation of the Company with its small team of employees remained cordial throughout the year. The company is not engaged in any industrial activity.

Dividend:

Your Directors do not recommend any dividend for the year ended on 31st March 2011.

Directors:

Shri A.Tulsyan retires from the Board by rotation and being eligible offers himself for re-appointment as director.

Listing:

The Company has paid all dues towards listing fees to The Bombay Stock Exchange Ltd. up to 2011-2012. As not a single trade has taken place at Ahmedabad Stock Exchange, since the listing of the Company's shares there in 1995, the Company had requested for delisting of its shares and had made payment for listing upto 31-3-2000 with the understanding that the exchange would delist its shares under the provisions of compulsory delisting of shares by the exchange and no further payment would be demanded from the Company. On the failure of the exchange to abide by this arrangement the Company has referred the matter to SEBI whose reply is awaited.

Directors Responsibilities Statement:

Pursuant to the requirement under section 217(2AA) of the Companies Act, 1956, with respect to Directors Responsibility statement, it is hereby confirmed:

- That in the preparation of the accounts for the financial year ended 31st March 2011, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- That the Directors have prepared the accounts for the financial year ended 31st March 2011 on a 'going concern' basis.

Auditors:

Messrs. Mittal & Mittal, Chartered Accountants, retire as Auditors of the Company at the ensuing Annual General Meeting and are eligible for re-appointment.

Corporate Governance:

A separate section for Corporate Governance and a Certificate from the auditors of the Company for compliance of conditions of Corporate Governance and declaration for compliance of code of conduct and ethics as stipulated under clause 49 of the listing agreement with the Stock Exchanges, form part of the Annual Report.

Compliance Certificate under Companies Act, 1956.

Compliance Certificate issued in terms of the provisions of Section 383A of the Companies Act 1956 by Company Secretaries to the effect that the Company has complied with the applicable provisions of the said Act is attached to this report.

Other Information:

The company has no employee of the category specified in Section 217(2A) of the Companies Act, 1956.

The Company has not consumed any significant quantity of energy; therefore no comments are made on conservation of energy and technology absorption. There has been no foreign exchange income/outflow during the year under review.

The Company has not accepted any deposit within the meaning of Sections 58A & 58AA of the Companies Act, 1956 and the rules made there under.

On behalf of the Board

Mumbai, 27th May 2011

A.Tulsyan
Director

Details of Director seeking re-appointment at the Annual General Meeting.

Name of the Director – A. Tulsyan.

Age – 54 years

No. shares held in company – 1,30,500

Category – Promoter

List of other Public Companies in which Directorship/ Chairmanship held as on 31-3-2011 – Sita Offers & Bourse Expertise Ltd and Goyal Housing and Finance Ltd. Member of the Committees of other Companies – Nil.

COMPLIANCE CERTIFICATE

[SEE RULE - 3]

To the Members of **SITA ENTERPRISES LIMITED**,

We have examined the Registers, Records, Books & Papers of **SITA ENTERPRISES LIMITED** (the Company) [Registration No.11- 026737] having their registered office at 415-416, Arun Chambers, Tardeo Road, Mumbai- 400 034 as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum & Articles of Association of the Company for the financial year ended on 31st March, 2011 In our opinion and to the best of our information and according to explanations furnished to us by the Company, its officers and agents, which to the best of our knowledge and belief were necessary for the purpose of this certification and according to the examinations carried out by us, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all Registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Directors, Central Government, Company Law Board or with other authorities within the time prescribed under the Act and the rules made thereunder.
3. The Company is a Public Limited Company, comments are not required.
4. The Board of Directors of the Company duly met 6 (Six) times on 27th April 2010, 24th May 2010, 29th July 2010, 27th October 2010, 28th January 2011 and 09th March 2011 in respect of which meetings proper notices were given, and the proceedings were properly recorded and signed. No circular resolution has been passed during the year.
5. The company has closed its Registers of Members during the financial year from 27-09-2010 to 30-09-2010.
6. The Annual General Meeting for the financial year ended on 31st March, 2010 was held on 30-09-2010 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year under review.
8. The Company has not advanced any loans to its directors or persons or firms or Companies referred to in section 295 of the Companies Act, 1956.
9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13. i) There was 1200 physical shares transferred during the year.
ii) The Company has not declared any dividend during the year.
iii) The Company has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year
15. The Company has not appointed any Managing Director/Whole Time Director/Manager during the financial year.
16. The Company has not appointed any Sole Selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The Company has not made any borrowing during the financial year under review.

25. The Company has made Investments in other bodies corporate and the necessary entry in the register maintained for the purpose has been made. The Company has made loans to other bodies corporate and has made entries in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to the situation of the Company's Registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the Objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to the Name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to the Share Capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year under scrutiny.
31. There was/were no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishment imposed on the company during the financial year, for offences under the Act..
32. The Company has not received any amount as "Security" from its employees during the financial year.
33. The provision of Provident Fund under Provident Fund Scheme u/s. 418 of the Act is not applicable to the Company. Hence there is no deduction on Provident Fund.

VKM & Associates
Company Secretaries

Place: Mumbai
Date: 27th May, 2011

VijayKumarMishra
Proprietor
C.P.No.4279

Annexure - "A"
[With reference to point No. 1 of compliance certificate]

Registers as maintained by the Company
Statutory Registers

1. Register of Members U/S 150 of the Act.
 2. Minutes Book u/s 193 of the Act.
 3. Books of Accounts U/S 209 of the Act.
 4. Register of Particulars of Contracts in which Directors are interested U/S 301.
 5. Register of Directors' Managing Director Manager and Secretary u/s 303.
 6. Register of Directors' Shareholding u/s 307.
- Other Registers
1. Register of Directors' Attendance.
 2. Register of Shareholders' Attendance.
 3. Register of Transfers.
 4. Register of Documents Sealed.

Annexure - "B"
Forms & Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other Authorities during the financial year ending 31st March 2011:

1. Annual Return filed under Schedule V to the Act in respect of Annual General Meeting held on 30th September 2010 filed on 19-10-2010.
2. Balance Sheet, Profit & Loss Account for the year ended 31st March 2010 filed on 08-10-2010.
3. Compliance Certificate for the year ended 31st March 2010 filed on 05-10-2010.

VKM & Associates
Company Secretaries

Place: Mumbai
Date: 27th May, 2011

VijayKumarMishra
Proprietor
C.P.No.4279

CORPORATE GOVERNANCE PHILOSOPHY: Sita Enterprises Limited ("the Company") believes in conducting its affairs in a fair and transparent manner and maintaining the high ethical standards in dealings with all its constituents.

BOARD OF DIRECTORS: The composition of the Board of Directors and details with regard to them is as follows: -

Name of Directors and Category	No. of Directorships in other Public Companies	No. of Committee Memberships in other Companies	No. of Board Meetings held during the tenure	No. of Board meetings attended	Last AGM attended
A Tulsyan Promoter	2	-	6	6	Yes
K K Agrawal Independent Non Executive	1	-	6	2	No
S Tulsyan Promoter	2	-	6	6	No
S Rathi Independent Non Executive	-	-	6	6	Yes

During the year ended 31.3.2011 six board meetings were held on 27/04/10, 24/05/10, 29/07/10, 27/10/10, 28/01/11 and 09/03/11.

AUDIT COMMITTEE: The Company has constituted an audit committee with Mr. S Rathi as chairman, Mr. K K Agrawal as independent member and Mr. A Tulsyan as non-executive director. During the year 4 committee meetings were held which were attended by committee members.

The broad terms of reference of the Audit Committee include, reviewing of annual financial statements, financial policies, adequacy of internal control systems and internal audit functions, overseeing of the Company's financial reporting process, appointment of auditors, etc.

REMUNERATION OF DIRECTORS: The Company does not pay remuneration to its directors and no committee has been formed for the purpose.

SHARE HOLDERS COMMITTEE: Mr. S. Rathi- director heads the shareholders Committee. Mr. Vasant Vora – Assistant Manager is the Compliance Officer. During the year the Company received no complaint from shareholders and there were no pending complaint and share transfers as on 31.3.2011.

GENERAL BODY MEETINGS: The last three Annual general meeting were held at Company's registered office on 30.09.2010 at 9.15 AM, 29.09.2009 at 9.15 AM and on 29.09.2008 at 9.15 AM. In the previous 3 Annual General Meetings no special resolution was passed. No special resolution through postal ballot was passed in the last year and no such resolution is proposed now.

DISCLOSURES: Transaction entered into with related parties as disclosed in schedule H of the accounts have no potential conflict with the interest of company at large. The Company has complied with the requirements of regulatory authorities on capital markets and no penalties or strictures have been imposed against it. Company is not implementing formal Whistle Blower policy considering the small size of its operations. However, no personnel has been denied access to the Audit Committee of the Company. The Company has implemented mandatory requirements of clause 49 of the listing agreement.

Code of Conduct : The Board of Directors have adopted the Code of Business Conduct and Ethics for Directors and Senior Management which have been posted at www.sebidifar.nic.in

MEANS OF COMMUNICATION: Quarterly results are normally published in Asian Age and Aapala Mahanagar. The results and news releases are displayed at www.edifar.com and website of Bombay Stock Exchange - www.bseindia.com. No presentations are made to institutional investors or to the analysts.

GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting will be held on 29.09.2011 at 9.15AM at 415/416 Arun Chambers, Tardeo Road, Mumbai – 400 034. Financial year is from 1st April to 31st March. Date of Book Closure: - From 26th to 29th September 2011. The Company's shares have been listed at Bombay Stock Exchange – Stock code 512589. The Para in Directors' report about listing forms part of this report.

Month	Sita Enterprises		BSE Sensex	
	High (Rs.)	Low (Rs.)	High	Low
April 10	10.99	7.92	18,047.86	17,276.80
May 10	11.53	9.74	17,536.86	15,960.15
June 10	13.00	10.5	17,919.62	16,318.39
July 10	12.17	9.94	18,237.56	17,395.58
Aug 10	11.55	10.44	18,475.27	17,819.99
Sept 10	9.92	9.43	20,267.98	18,027.12
Oct 10	10.29	9.80	20,854.55	19,768.96
Nov 10	9.78	9.30	21,108.64	18,954.82
Dec 10	10.24	9.76	20,552.03	19,074.57
Jan 11*	10.24	9.76	20,664.80	18,038.48
Feb 11*	10.24	9.76	18,690.97	17,295.62
Mar 11	10.51	10.51	19,575.16	17,792.17

*There has been no trading during this period and hence the previous closing prices have been quoted.

SHARE TRANSFERS / DEMATERIALIZATION:

Registrar & Share Transfer Agents (Both for Physical & Demat)
Link Intime Pvt. Ltd. - C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400 078.

All the transfers are received and processed by the Registrar and Transfer Agents. The Company has made dematerialisation arrangement of its shares with NSDL and CDSL. The ISIN allotted for its shares is INE 579D01019. 48.86% of the total capital is held in Demat mode. The Company has not issued any GDRs/ ADRs/ Warrants or any convertible instruments.

DISTRIBUTION OF SHAREHOLDING: as on 31-3-11 - Promoters – 22,50,000 shares (75.00%) Private Corporate Bodies – 89,176 (2.97%) Indian Public – 6,58,507 shares (21.95%) Others – 2317 shares (0.08 %)

PLANT LOCATION: The Company does not have any plant.

ADDRESS FOR CORRESPONDENCE:

Sita Enterprises Ltd.
415/416, Arun Chambers,
Tardeo Road, Mumbai – 400 034.

DECLARATION

As provided under clause 49 of the listing agreement, the board members and senior management personnel have confirmed compliance with the code of conduct and ethics for the year ended 31st March, 2011.

For Sita Enterprises limited

Mumbai, 27th May 2011

(A. Tulsyan)
Director

Auditors' Report on Corporate Governance:

We have examined the compliance of conditions of corporate governance by Sita Enterprises Limited, for the year ended on 31st March 2011 as stipulated in clause 49 of the listing agreement of the said Company with the Stock Exchanges, Mumbai.

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 with the conditions of corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the directors and the management, we certify that the Company has compiled in all material respects with the conditions of Corporate Governance as stipulated in clause 49 of the above-mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month as on month as on 31st March 2011, against the Company as per the records maintained by the Shareholders/Investors Grievance Committee.

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

For Mittal & Mittal
Chartered Accountant

Ajmer, 27th May 2011

Ajeet Agarwal
Partner

To the Members of Sita Enterprises Limited

- 1) We have audited the attached Balance Sheet of **Sita Enterprises Limited**, as at 31st March 2011, the Profit and Loss Account and also the Cash Flow Statement 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 amount 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 terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order to the extent applicable, to the company during the year.
- 4) Further to our comments in the Annexure referred to in Para 3 above, we report as follows:
- (i) 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.
 - (ii) 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 those books.
 - (iii) The Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956.
 - (v) On the basis of written representations received from the directors as on 31st March 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - (vi) In our opinion, and to the best of our information and according to the explanation given to us, the said accounts, read together with the significant accounting policies and notes thereon in schedule H 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:
 - (a) in the case of the Balance Sheet, of the **State of Affairs** of the Company as at 31st March 2011,
 - (b) in the case of the Profit and Loss Account, of the **Profit** for the year ended on that date and
 - (c) In the case of the Cash Flow Statement, of the **Cash flows** for the year ended on that date.

For **Mittal & Mittal**
Chartered Accountants

Ajeet Agarwal
Partner
Membership No.077493

Ajmer, 27th May 2011

1. (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
(b) The fixed assets of the company have been physically verified by the management during the year and no discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.
(c) None of the fixed assets of the company has been disposed off during the year.
2. (a) The company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 301 of the Act.
(b) In our opinion, the rate of interest and other terms and conditions of loans given by the company are not prima facie prejudicial to the interest of company. The parties are repaying the principal amounts as stipulated and are also regular in payment of interest, where applicable.
(c) In respect of the aforesaid loans, there is no overdue amount of more than Rupees one Lakh.
(d) The company has not taken any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under Section 301 of the Act.
3. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business for the purchase of securities and fixed assets and for sale of securities. During the course of our audit no major weakness have been observed in the internal controls.
4. In our opinion and according to the information and explanations given to us, there are no transactions that need to be entered into the register maintained in pursuance of Section 301 of Act.
5. The company has not accepted any deposits from the public within the meaning of Sections 58A, 58AA or any other relevant provisions of the Act and the rules framed there under.
6. In our opinion, the company has an internal audit system commensurate with its size and nature of its business.
7. As per the records verified by us and as explained to us, the Company has been regular in depositing undisputed statutory Income-tax dues with the appropriate authorities and there were no arrears under the above head which were due for more than six months from the date they became payable as at the close of the year. The statutes relating to Employees State Insurance, Provident Fund, Sales tax, Wealth Tax, Custom Duty, Investor Education and Protection Fund, Service tax, Excise Duty, Cess and other statutory dues are not applicable to the Company during the year.
8. The company has no accumulated losses as at 31-3-2011 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.
9. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
10. The provisions of any special statute applicable to chit fund / nidhi / mutual benefit fund/societies are not applicable to the company.
11. In our opinion, the company has maintained proper records of transactions and contracts relating to shares and securities entered into during the year and timely entries have been made therein. Further, such securities have been held by the company in its own name.
12. In our opinion and according to the information and explanation given to us the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
13. The company has not obtained any term loans.
14. On the basis of an overall examination of the balance sheet of the company, in our opinion, and according to the information and explanation given to us, there are no funds raised on a short-term basis, which have been used for long-term investment.
15. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.
16. The company has not raised any money by public issues during the year.
17. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanation given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.
18. The other clauses of the Companies (Auditor's Report) Order 2003 are not applicable in case of the company for the current year.

For **Mittal & Mittal**
Chartered Accountants

Ajmer, 27th May 2011

Ajeet Agarwal
Partner
Membership No.077493

SITA ENTERPRISES LIMITED
BALANCE SHEET AS AT 31st MARCH 2011

PARTICULARS	Schedule	As at 31-3-2011 Rs.	As at 31-3-2010 Rs.
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I. SOURCES OF FUNDS :

1 Shareholders' funds			
(a) Share Capital	A	30,000,000	30,000,000
(b) Reserves & Surplus	B	61,541,210	56,326,753
Total		91,541,210	86,326,753

II. APPLICATION OF FUNDS

1 Fixed Assets	C		
(a) Gross Block		682,967	644,967
(b) Less: Depreciation		662,987	633,017
(c) Net Block		19,980	11,950
 2 Investments	 D	 56,576,374	 57,130,065
 3 Current Assets, Loans & Advances			
(a) Cash & Bank Balance	E	5,971,777	1,211,003
(b) Loans & Advances	F	30,103,174	29,359,235
		36,074,951	30,570,238
 Less : Current Liabilities & Provisions			
(a) Sundry Liabilities		5,000	5,000
(b) Provision for Income Tax		1,125,095	1,380,500
		1,130,095	1,385,500
 Net Current Assets		 34,944,856	 29,184,738
Total		91,541,210	86,326,753

Notes to Accounts and accounting policies H

As per our report attached
For **Mittal & Mittal**
Chartered Accountants

For and on behalf of the Board

Ajeet Agarwal
Partner

A.Tulsyan
Director

S.Tulsyan
Director

AJMER, 27th May 2011

MUMBAI, 27th May 2011

SITA ENTERPRISES LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH 2011

PARTICULARS	Schedule	Year ended 31-3-2011 Rs.	Year ended 31-3-2010 Rs.
I. INCOME :			
Interest		1,406,324	985,479
Dividend Income		302,093	247,048
Profit on sale of Investments Net		5,670,161	8,312,599
		7,378,578	9,545,126
II. EXPENDITURE :			
Payment to employees		314,389	358,701
Other Establishment Expenses	G	694,667	577,089
Depreciation		29,970	13,463
		1,039,026	949,253
III. PROFIT BEFORE TAXATION			
		6,339,552	8,595,873
Current Income Tax		1,125,095	1,380,500
Deferred Tax		-	-
Short Provision of Income Tax for earlier year		-	2,606
		5,214,457	7,212,767
IV. PROFIT AFTER TAXATION			
Previous year profit B/F		6,326,753	4,113,986
V. PROFIT AVAILABLE FOR APPROPRIATION			
		11,541,210	11,326,753
Transferred to General Reserve		2,500,000	5,000,000
Profit carried to Balance Sheet		9,041,210	6,326,753
Basic and Diluted Earning Per Share		1.74	2.40

Notes to Accounts and accounting policies

H

As per our report attached
For **Mittal & Mittal**
Chartered Accountants

For and on behalf of the Board

Ajeet Agarwal
Partner

A. Tulsyan
Director

S. Tulsyan
Director

AJMER, 27th May 2011

MUMBAI, 27th May 2011

SITA ENTERPRISES LIMITED
SCHEDULES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH 2011

	Rs.	Rs.		Rs.	Rs.
	31-3-2011	31-3-2010		31-3-2011	31-3-2010
A. SHARE CAPITAL			25000(25000)Man Industries (India) Ltd. RS.	1,164,478	1,164,478
Authorised :			14000 (-) NHPC Limited.	322,866	-
30,00,000 Equity Shares of Rs.10/- each	30,000,000	30,000,000	300(600) Reliance Industries Ltd.	301,990	603,980
Issued Subscribed and Paid up:			-(15000) RNRL	-	1,538,964
30,00,000 Equity Shares of Rs.10/- each	30,000,000	30,000,000	-(2000) Reliance Industrial Infrastructure Ltd.	-	1,903,180
fully paid up in cash			-(10000) Rolta India	-	1,091,996
B. RESERVES & SURPLUS			400 (-) Rural Electric. Corp. Ltd.	139,155	-
General Reserve as per Last Account	50,000,000	45,000,000	2500 (-) Saregama India Ltd.	145,292	-
Add: Transfer during the year	2,500,000	5,000,000	-(10000) Satyam Computer Services Ltd.	-	727,911
Total	52,500,000	50,000,000	-(150000) Shree Ashtvinayak Cine Vision Ltd. Rs.1/-*	-	670,674
Profit & Loss Account	9,041,210	6,326,753	5000 (-) SJVN Limited	101,292	-
	61,541,210	56,326,753	6010(-) SKF India Ltd.	3,413,996	-
C. FIXED ASSETS:			-(100) State Bank Of India	-	165,543
Office Equipment-at cost	644,967	639,017	6000 (-) Suryachkara Power Corporation Ltd.	68,083	-
Addition during the year	38,000	5,950	-(4950) Suzlon Energy Ltd. Rs.2/-	-	504,478
	682,967	644,967	500 (500) Tata Chemicals Limited.	142,067	142,067
Less: Depreciation			1300 (-) Tata Motors Ltd.	1,005,036	-
up to 31-3-2010	633,017		-(11023) Welspun Sytex	-	135,400
For year ended 31-3-2011	29,970			19,187,999	21,741,690
Depreciation up to date	662,987	633,017	(b) Unquoted units of Mutual Funds		
Net Block	19,980	11,950	100 (-) Aditya Birla Real Estate Fund - I - Class A units of		
D. INVESTMENTS : AT COST - (Long Term, Trade)			Rs. 1,00,000 each - Amount Paid up Rs.20,000/-	2,000,000	-
				2,000,000	-
(a) Fully Paid up Quoted Equity Shares of face value of Rs.10/- each or otherwise specified			(c) Fully paid up unquoted equity shares of		
Nos	Name		Rs.10 each or otherwise specified		
1500 (-)	Aditya Birla Nuvo	1,158,840	730000 (730000) shares of Sita Offers & Brse. Exp. Ltd.	17,290,000	17,290,000
-(2200)	Atlas Copco Ltd.	-	1205000(1205000) shares of Bombay Merc. & Lsg. Co. Ltd	18,075,000	18,075,000
1000(-)	Aurobindo Pharma Ltd	210,755	18700 (18700) Vatsa Corporation Rs.1/-	23,375	23,375
1200(-)	Automotive Axles Ltd.	474,963		35,388,375	35,388,375
-(2000)	Cadila Healthcare Ltd. Rs.5	-	TOTAL INVESTMENT	56,576,374	57,130,065
-(3000)	Century Textiles Limited	-	Figures in bracket are for previous year.		
-(500)	DLF Ltd.	-	Market value of quoted investments as on 31.3.2011		
5000 (-)	DB Corpo. Ltd.	1,325,941	Rs. 2,02,15,076.30 (as on 31.3.2010 Rs.2,51,41,892.76)		
1144 (750)	East India Hotel Rs.2/-	46,900	E. CASH & BANK BALANCE		
30000 (-)	Excel Industries Ltd. Rs.5/-	2,276,103	Cash in hand	14,158	42,629
-(25000)	First Sourse Solution Ltd.	-	In Current Account with Scheduled Banks	5,957,619	1,168,374
10000(-)	Geojit BNP Paribas Fin.Ser.Ltd.Rs.1.	223,610		5,971,777	1,211,003
-(6000)	GMR Infrast. Rs.1/-	-	F. LOANS & ADVANCES		
-(5000)	Gujrat Flu. Chemicals Rs.1/-	-	(Unsecured, considered good)		
40000(-)	GVK Power & Infra.Ltd. Rs.1/-	998,965	Loans Paid	13,768,190	9,639,775
200 (200)	ICICI Bank Ltd.	137,549	Trade Advances recoverable in cash or in		
22500 (-)	IDBI Bank Ltd.	3,101,508	kind or for value to be received	15,058,344	19,361,252
2000 (-)	IL &FS	406,817	Taxes paid in advance	1,276,640	358,208
-(46382)	Indage Vintners Ltd.	-		30,103,174	29,359,235
-(20000)	India Infoline Rs.2/-	-	G. Other Establishment Expenses		
200(10123)	Indian Hotels Co. Ltd Rs.1/-	11,244	Travelling & Local Conveyance Expenses	124,672	119,281
20 (20)	Indian Hotels 6 NCD Rs.100/-	2,000	Advertisement Expenses	6,763	6,763
-(500)	Jayashree Tea & Ind. Ltd.	-	Postage & Internet Expenses	20,594	20,793
-(10000)	JK Laksmi Cement Ltd. Rs.5/-	-	Telephone Expenses	15,705	16,216
4000 (-)	Jyoti Structures Ltd. Rs.2/-	320,264	Miscellaneous Expenses	25,572	15,716
17500(-)	Kalpena Industries Ltd.	1,357,809	Securities Transaction Tax	79,971	34,781
591(-)	Karur Vysya Bank (Partly Paid up)	44,325	Rent	288,000	240,000
50(50)	N. F. & Services Ltd.	500	Printing & Stationery	89,343	76,702
1400 (1000)	Karur Vysya Bank	285,651	Audit fees	8,000	8,000
-(100)	Larsen & Toubro Ltd.	-	Listing & Demat Expenses	28,678	28,678
-(1900)	Laxmi Vilas Bank	-	Bank & Depository Charges	7,369	10,159
-(39851)	LGB Forge Ltd. Rs. 1/-	-		694,667	577,089
				129,152	

H. Notes to Accounts and accounting policies

1 Significant accounting policies.

i. The Financial Statements are prepared on Accrual Basis under Historic Cost Convention and in accordance with the Accounting Standards specified by the Institute of Chartered Accountants of India with proper explanations relating to material departures.

ii. Fixed Assets are stated at cost including any acquisition expenses. Depreciation is provided at higher rates on written down value basis as per Income Tax Act. Accounting standard 6 provides for provision of depreciation as per Company's Act, however as a measure of prudence, the accounting of fixed assets in books of accounts is done as per provision of Income Tax Act, 1961 as Block of Assets. The difference in depreciation as per Company's Act and as per Income Tax, Act is not material.

iii. Investments - Investments are stated at cost. Income from Investments is included together with the related tax credit in the Profit & Loss Account.

2 Previous period's figures have been regrouped/rearranged wherever necessary.

3 Tax deducted at source (in Rs) on interest income – 1, 27,577/- (92,400/-) and on dividend Nil.

4 Basic and Diluted earning per share has been calculated by dividing the net profit after tax i.e. Rs.52.15 Lacs for the year by the weighted average number of equity shares outstanding during the year i.e. 30 Lacs shares.

5 Related Party Disclosures: Associates-Goyal Housing And Finance Ltd., Sunshield Finvest Pvt. Ltd. Details of Transactions with associates - (Rs. in Lacs) Balance as on 31.3.11 - Advances paid – 58.00.

6 The provision for deferred tax assets/liabilities as on 31-3-11 is Nil. As a measure of prudence deferred tax assets for MAT credit for future tax liabilities has not been taken into account. Provision for bad and doubtful debts and for depreciation in investments – Nil. Gross non-performing assets – Nil. Net non-performing assets – Nil, Assets acquired in satisfaction of debts – Nil. Amount due to SSI units as on 31-03-2011 - Nil.

7 The Company is in the business of investment and finance and its all activities revolve around this business. As such, there are no separate reportable Segments.

8 Balance Sheet Abstract and Company's General Business Profile:

I Registration Details: Registration No.11-26737 State Code 11
Balance Sheet Date: 31-3-2011

II Capital Raised during the Year (Amount in Rs.)

Public Issue - Nil Right Issue - Nil
Bonus Issue - Nil Private Placement - Nil

III Position of Mobilisation and Deployment of Funds (Amount Rs. in Lacs)

Total Liabilities	915.41	Total Assets	915.41
Paid-up Capital	300.00	Reserves & Surplus	615.41
Secured Loans	Nil	Unsecured Loans	Nil

Application of Funds:

Net Fixed Assets	0.20	Investments	565.76
Net Current Assets	349.45	Misc. Expenses	Nil

Accumulated Losses: Nil

Performance of Company (Amount Rs. in lacs)

IV Turnover	73.79	Total Expenditure	10.39
Profit Before Tax	63.40	Profit after Tax	52.15
Earning Per Share (Rs.)	1.74	Dividend rate	Nil

V Generic Names of Three Principle Products/Services of Company (as per monetary terms) Trading and Investment.

Item Code No. - N.A.

As per our report attached

For MITTAL & MITTAL
Chartered Accountants

For and on behalf of the Board

Ajeet Agarwal

Partner
(M.No.077493)

Ajmer, 27th May 2011

A Tulsyan S. Tulsyan
Director Director

Mumbai, 27th May 2011

SITA ENTERPRISES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2011

	Rs.	Rs.
	Year ended	Year ended
	31/03/2011	31/03/2010
Cash Flow from Operating Activities:		
Net profit before tax and Extraordinary items	63,39,552	85,95,873
Adjustments for:		
Depreciation	29,970	13,463
(Profit)/ Loss on sale of investments	(56,70,161)	(83,12,599)
Dividend Income	(3,02,093)	(2,47,048)
(Profit)/ Loss on sale of Fixed Assets	-	-
Operating Profit Before Working Capital Changes	3,97,268	49,689
Adjustments for:		
Trade and other receivables	(7,43,939)	(67,15,088)
Trade Payables and Other Liabilities	(2,55,405)	13,73,900
Cash Generated from Operations	(6,,02,076)	(52,91,499)
Direct Taxes paid	(11,25,095)	(13,83,106)
Net Cash from Operating Activities.... A	(17,27,171)	(66,74,605)
Cash Flow from investing Activities		
Purchase of Fixed Asset	(38,000)	(5,950)
Purchase in investment	(3,43,82,440)	(2,35,46,850)
Sale of investment	4,05,26,321	2,84,33,173
Securities Transaction Taxes Paid	79,971	34,781
Dividend Received	3,02,093	2,47,048,
Sale of Fixed Assets	-	-
Net Cash Used in investing Activities.... B	64,87,945	51,62,202
Cash Flow from Financing Activities:		
Net Cash Flow from Financing Activities.... C	Nil	Nil
Net increase/(decrease) in Cash and Cash equivalents (A+B+C)	47,60,774	(15,12,403)
Cash and Cash equivalents Opening Balance	12,11,003	27,23,406
Cash and Cash equivalents Closing Balance	59,71,777	12,11,003

Note: Figures in brackets represent outflows.

As per our report attached

For MITTAL & MITTAL
Chartered Accountants

For and on behalf of the Board

Ajeet Agrawal

Partner
(M.No.077493)

Ajmer, 27th May 2011

A. Tulsyan S. Tulsyan
Director Director

Mumbai, 27th May 2011

SITA ENTERPRISES LIMITED

Regd. Off: 415-416, Arun Chambers, Tardeo Road, Mumbai - 400 034

ATTENDANCE SLIP

(Please Present this slip at the Entrance of the Meeting Hall)

Name of Member/Proxy

Reg.Folio No.

No.of Shares held

I certify that I am a registered shareholder/proxy for the registered shareholder of the company. I hereby record my presence at the 28th ANNUAL GENERAL MEETING OF THE COMPANY held at 415-416 Arun Chambers, Tardeo Road, Mumbai - 400 034 on Thursday the 2nd September 2011.

Signature of Member/Proxy

SITA ENTERPRISES LIMITED

Regd. Off: 415-416, Arun Chambers, Tardeo Road, Mumbai - 400 034

PROXY FORM

Name of Member

Reg.Folio No.

No.of Shares held

I/We of _____ being a member / members of the above mentioned Company hereby appoint _____ of _____ failing him _____ of _____ as my/our proxy to attend and vote for me/us on my/our behalf at TWENTY-EIGHTH ANNUAL GENERAL MEETING of the Company to be held on Thursday the 2nd September 2011 and any adjournment thereof

Signed this ____ day of _____ 2011.

Affix
Rupee One
Revenue
Stamp

Signature

N.B. The proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.