

**39th Annual Report
2011 - 2012**



BOARD OF DIRECTORS**Chairman & Managing Director**

Mr. Sirajuddin Qureshi

Directors

Mrs. Kiran Qureshi
Dr. Naseem Qureshi
Mr. B. B. Gupta
Mr. B. B. Huria
Dr. S. K. Ranjhan

CHIEF FINANCIAL OFFICER

Mr. R. K. Goel

GENERAL MANAGER (F & A)

Mr. Mohd. Ali Shaukat

COMPANY SECRETARY

Mr. M. S. Malik

BANKERS

Indian Bank
State Bank of Hyderabad
Bank of India

AUDITORS

M/s. M. K. Aggarwal & Co.
Chartered Accountants

REGISTERED OFFICE

A-1, Phase-I,
Okhla Industrial Area,
New Delhi - 110 020
Phone: 011-26372786-92 (7 Lines)
Fax: 011-26817941-42 (2 Lines)
Email: info@hind.in

WORKS

B-42, Site IV, Industrial Area, Sahibabad, Distt.
Ghaziabad (U.P.) -201010
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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 39TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON SATURDAY, THE 22ND DAY OF SEPTEMBER, 2012, AT 9.30 A.M. AT A-81, BIPIN CHANDRA PAL MEMORIAL BHAVAN, CHITTARANJAN PARK, NEW DELHI- 110 019, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2012 and the Profit & Loss Account of the Company for the year ended on that date together with the Directors' and Auditors' Reports thereon.
2. To appoint a Director in place of Mrs. Kiran Qureshi, who retires by rotation and being eligible, offers herself for re-appointment.
3. To declare dividend on the Equity Shares.
4. To appoint the Auditors of the Company to hold the office from the conclusion of this meeting until the conclusion of next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

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

"Resolved that in supersession to the earlier resolutions passed by the members of the company, the consent of the company be and is hereby accorded pursuant to Section 293(1)(d) of the Companies Act, 1956 to the Board of Directors of the Company to borrow any sum or sums of money from time to time for the purpose of the business of the Company on such terms and conditions and with or without security, as the Board of Directors may in its discretion think fit, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of paidup capital and free reserves of the Company, i.e. reserves not set apart for any specific purpose, provided however, that the total borrowings at any time including the monies already borrowed shall not exceed the sum of Rs.300 Crores (Rupees Three Hundred Crores only).

Further resolved that the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient or desirable, and to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution or otherwise considered by the Board of Directors to be in the best interest of the Company."

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

"Resolved that in supersession to the earlier resolutions passed by the members of the Company, the consent of the Company be and is hereby accorded, in terms of Section 293(1)(a) and other applicable provisions, if any of the Companies Act, 1956 for mortgaging and/or charging by the Board of Directors of the Company, all the immovable and movable properties of the company wheresoever situate, present and future and the whole of the undertaking of the company and/or giving the power to takeover the management of the Business and concern of the company in certain events (whether such power is contained in the documents creating the mortgage/charge or otherwise) in favour of various Financial Institutions/Banks/Bodies Corporate to the extent of Loan(s) sanctioned by them together with the interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, commitment charges, premia on repayment or on the redemption, costs, charges, expenses and other monies payable by the company under Loan Agreement(s) entered into/to be entered into by the company in respect of the said loans subject to an overall limit of Rs.300 Crores (Rupees Three Hundred Crores only).

Further resolved that the Board of Directors of the Company be and is hereby authorised to do all such acts and things as may be necessary for giving effect to the above resolution."

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**;

"Resolved that in supersession of earlier resolutions passed by the Company for making Inter Corporate Loans and Investments, giving Inter Corporate Guarantees and Securities pursuant to the provisions of Section 372A of Companies Act, 1956 the Board of Directors of the company be and is hereby authorised to make Inter Corporate Loan and Investment, give any Guarantee or provide any Security in connection with a loan made by any other person to or to any other person by, any Body Corporate notwithstanding the fact that whether such Body Corporate is under the same management or not as the Company, upto an aggregate limit of Rs.400 Crore (Rupees Four Hundred Crores Only). "

Further resolved that all the Corporate Guarantees/ Securities furnished to Punjab National Bank, Dena Bank and India Bulls Housing Finance Ltd. by the Board of Directors and Finance Committee of Directors of the Company, during last twelve months, in connection with the Credit Facilities being availed by the subsidiary company i.e. M/s Hind Agro Industries Ltd. and other bodies corporate whether under the same management or not as the company to the tune of Rs.223.78 Crores be and are hereby confirmed and ratified."

Further resolved that Mr. Sirajuddin Qureshi, Chairman and Managing Director and/or Mr. M. S. Malik, Secretary of the Company be and are hereby jointly/severally authorised to do all such necessary acts, deeds, matters and things to give effect to the aforesaid resolutions.”

**BY ORDER OF THE BOARD
FOR HIND INDUSTRIES LIMITED**

PLACE: NEW DELHI

M. S. MALIK

DATE: 14.08.2012

Company Secretary

Registered Office:

A-1, Phase-I,
Okhla Industrial Area,
New Delhi-110 020.

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING. A PROXY FORM IS ATTACHED HEREWITH.**
2. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 17th September, 2012 to Saturday, 22nd September, 2012 (both days inclusive).
3. Pursuant to the directions of the Securities Exchange Board of India (SEBI), trading in the shares of your company is in compulsory de-materialized form. Members who have not yet got their shares de-materialized, are requested to opt for the same in their own interest and send their share certificates through Depository Participant(s) with whom they have opened the de-materialization account.
4. Members are requested to intimate to the Company/Registrar, changes if any, in their registered addresses along with Pin Code Number.
5. Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
6. As a measure of economy, distribution of copies of the Annual Report at the Annual General Meeting shall not be made. Therefore, Members are requested to bring their copies of the Report to the meeting.
7. As per the green initiatives taken by the Ministry of Corporate Affairs it is imperative to protect the environment by conserving the natural resources hence members are advised to kindly provide their email

addresses so that the Annual Report and other correspondence with them may be furnished in electronic form in future.

8. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio Numbers in the attendance slip for attending the meeting.
9. Shareholders seeking any information with regard to accounts are requested to write to the company well in advance so as to reach the company atleast 7 days prior to the annual general meeting and to enable the management to keep information ready at the A. G. M.
10. Those Members who have not yet claimed their dividend for the financial years 1997-98, 2008-09, 2009-10 and 2010-11, are further notified that they should claim the same as soon as possible, since after completing 7 years from becoming unpaid, it will be transferred into the 'Investors Education and Protection Fund' and after such transfer claim cannot lie against the company or Fund.

**BY ORDER OF THE BOARD
FOR HIND INDUSTRIES LIMITED**

PLACE: NEW DELHI

M. S. MALIK

DATE: 14.08.2012

Company Secretary

EXPLANATORY STATEMENT

Pursuant to Section 173(2) & 192A of the Companies Act, 1956.

ITEM NO. 5 & 6

At the 25th Annual General Meeting of the Company held on 18th December, 1998, members passed an ordinary resolution thereby giving their sanction under Section 293(1)(a) of the Companies Act, 1956 to mortgage and/or charge by the Board of Directors of the Company any of the immovable and movable properties of the company securing any loan and/or advances already obtained or that might be obtained within the overall borrowing limits of Rs.200 Crores. At the Annual General Meeting members also authorised to the Board by ordinary resolution passed pursuant to section 293(1)(d) of the Companies Act, 1956 to borrow within aforesaid overall limits. Keeping in view of the expansion and diversification project being undertaken by the company, the company may require additional funds and hence the limit is now proposed to be increased to Rs.300 Crores (Rupees Three Hundred Crores Only) which is in excess of paidup Share Capital and free reserves of the Company. The ordinary resolutions set out at item Nos. 5 & 6 are intended to give requisite authority to the Board.

Board recommends the passing of resolutions at point no.5 & 6 as an Ordinary Resolutions.

None of the Directors shall be considered to be interested and/or concerned in the passing of said resolutions except to the extent of his/her Shareholding in the Company.

ITEM NO. 7

The members in the 28th Annual General Meeting of the company held on 26th September, 2001, passed a resolution under Section 372A of the Companies Act, 1956 authorising the Board to give any guarantee and provide any security in connection with a loan made by any other person to or to any other person by, any body corporate upto a limit of Rs.200 Crores during the period of one year commencing from the conclusion of the Annual General Meeting. This authority was valid for a period of one year.

The company has already provided corporate guarantees to Punjab National Bank, Dena Bank and M/s Indiabulls Housing Finance Ltd. on behalf of M/s Hind Agro Industries Ltd. a subsidiary of the company and M/s Al-Mashriq Exports Pvt. Ltd. the group and associate company for more than Rs.200 Crores in exegency, which is in excess of the limits prescribed under the Companies Act, 1956 and as approved by the aforesaid resolution.

Moreover, proposals have already been placed before various Commercial Banks for meeting the additional working capital requirements of Hind Agro industries Ltd. and other Group and Associate Companies and in this connection there is an immediate need of providing the corporate guarantee for availing working capital and other credit facilities by these companies.

Looking into the size of the coming projects further loan/ investment shall be made and guarantees/securities would have to be provided for their Term Loans and working capital needs which in aggregate may extend to Rs.400 Crores.

Members are requested to confirm and ratify the existing Corporate Guarantees and securities provided by the Board of Directors and Finance Committee of Directors and revalidate this authority upto an aggregate limit of Rs.400 Crores. This authority is required for the purpose of loan/investment to be made and guarantee/security given to be given on behalf of M/s Hind Agro Industries Ltd., the subsidiary company, M/s Al-Mashriq Exports Pvt. Ltd. and M/s Integrated Livestock Village Farm Pvt. Ltd., the group and associate companies and other Group and Associate Companies for their future Term Loans and Working Capital needs.

Your Directors recommend the aforesaid resolution as Special Resolution for your approval and your approval is also being sought under the provisions of Section 192A of the said Act read with the provisions of the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 by way of voting through Postal Ballot.

The Board of Directors of the Company has appointed Mr. Rajiv Khosla, Practicing Company Secretary, Ghaziabad, Uttar Pradesh as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

Copies of the Corporate Guarantee documents showing the amount and other details and register of Corporate Guarantees furnished is available for inspection at the Registered Office of the Company during office hours on all working days (except Saturdays, Sundays and Holidays) between 11.00 a.m. and 1.00 p.m. up to 15th October, 2012.

None of the Directors shall be considered to be interested and/or concerned in the passing of said resolution except to the extent of his/her Shareholding in the Company.

Note:

The Special Resolution at Item No.7 of the Notice is also required to be passed by members through postal ballot under the provisions of Section 192A read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011.

INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT.

As required under the Listing Agreement the particulars of Director who is proposed to be re-appointed, is given below:

Name	Mrs. Kiran Qureshi
Age	62 Years
Qualification	A Bachelor's Degree in Arts from Delhi University, India. A Bachelor's Degree in Law from Delhi University, India.
Expertise	More than a decade of rich experience in various areas of Industry. She is a widely travelled person and has got a wide exposure of the different aspects of the Export Business. She is one of the core promoter Directors of Hind Industries Limited and its subsidiary Company M/s Hind Agro Industries Limited.
Other Directorship	Hind Agro Industries Ltd. Hind Infra Engineers Ltd. Hind Bio-Pharmaceuticals Ltd.

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Thirty Ninth Annual Report on the business and operations of your Company and the Audited Annual Accounts of the Company for the financial year ended on 31st March, 2012.

Financial Results:

The Financial Highlights of the Company for the financial year ended on 31st March, 2012 are as under:

	<i>(Amount in Lac Rs.)</i>	
Particulars	2011-12	2010-11
Revenue from Operations	14020.89	13837.40
Other Income	119.90	117.23
Profit before Depreciation, Extra Ordinary Items and Taxes {PBDEIT}	675.82	643.56
Extra Ordinary Items Written Off	660.04	0.00
Profit/(Loss) before Depreciation and Taxes {PBDT}	15.77	643.56
Depreciation and Amortisation Expense	286.66	281.40
Profit/(Loss) before Taxes	(270.89)	362.16
Less: Tax for current year	0.00	162.88
Add: Deferred tax Written Back	60.29	54.93
Profit/(Loss) after Taxes {PAT}	(210.60)	254.21
Surplus/(Loss) Carried to Balance Sheet	4683.32	4713.44

Performance:

During the financial year 2011-12, your Company again achieved the highest ever turnover of Rs.14020.89 Lacs as against Rs.13837.40 Lacs in the previous year 2010-11, thereby showing an increase of 1.33%. The Profit before Depreciation, Extra Ordinary Items and Taxes (PBDEIT) of the Company during the financial year 2011-12 stood at Rs.675.82 Lacs as against Rs.643.56 Lacs in the previous financial year 2010-11, which is an increase of 5.00%. The company suffered a Net Loss after Tax (NLAT) of Rs.210.60 Lacs during the financial year 2011-12 as compared to the Net Profit after Tax of Rs.254.21 Lacs in the previous year.

Profitability:

During the year under review the company has posted operating profits but due to the writing-off of the extra ordinary items the company could not be able to maintain the profitability and suffered losses.

Financial Conditions and Results of Operation:

'Management Discussion and Analysis of Financial Condition and Results of Operation of the Company for the year under review', as stipulated in Clause 49 of the Listing Agreement with the Stock Exchange, are given as separate Statement in this Annual Report.

Subsidiary Company: HIND AGRO INDUSTRIES LIMITED

The Subsidiary Company, i.e. M/s Hind Agro Industries Limited, which has a 100% export oriented modern, integrated abattoir-cum-meat processing plant at Aligarh (U.P.), achieved Total Sales Turnover of Rs.70351.29 Lacs and Profit before taxes (PBT) of Rs.943.23 Lacs for the year ended 31st March, 2012, as compared to the Total Sales Turnover of Rs.70137.21 Lacs and the Profit before taxes (PBT) of Rs.919.00 Lacs in the previous year 2010-11.

Pursuant to the provisions under Section 212(8) of the Companies Act, 1956 read with the Notification No.51/12/2007-CL-III, the Central Government has granted general exemption for not attaching the annual accounts of Subsidiary Company, hence the Board of Directors of the company has by resolution given consent for not attaching the balance sheet of the subsidiary company.

The company undertakes that annual accounts of the subsidiary company and the related detailed information shall be made available to shareholders of the holding and subsidiary company seeking such information at any point of time. The annual accounts of the subsidiary company shall also be kept for inspection by any shareholders in the head office of the holding company and of the subsidiary company. The holding company shall furnish a hard copy of details of accounts of subsidiary company to any shareholder on demand.

Dividend:

In view of the losses suffered by the company the Board shows its inability to maintain the rate of dividend however, keeping in view of the sentiment of investor and market the Board members recommended a dividend @ 3% out of the General Reserves complying with the provisions under Companies (Declaration of Dividend Out Of Reserves) Rules, 1975.

Current year's outlook:

Your Company is expected to improve further and consolidate its operations in the on going financial year i.e. 2012-13, by making increase in volumes, reduce financial and other costs, monitoring and controlling a better mix of its products and markets towards achieving the better top and bottom lines in the years to come.

The Company has already commenced the commercial production w.e.f. 25th March, 2010 in the factory of High Security Registration Number Plate (HSRNP). The said project at Baddi, in the State of Himachal Pradesh is now commissioned and the company is applying for

tenders in various states. Since the issue of contempt notices to the transport secretaries of Delhi, Punjab and Uttar Pradesh by the Honble' Supreme Court for not implementing the HSRNP system, tenders have been floated by certain States. In view of this development the company is hopeful of getting the tenders from various State Governments where the company has submitted its bids.

The Company has diversified its activities into the power generation sector. The said project at Neemrana, in the State of Rajasthan is in initial stage and the company is applying for tenders. In view of the increasing demand of the power the company is hopeful of getting the tenders from State Government.

Consolidated Financial Statements:

As stipulated in the Listing Agreement with the Stock Exchange, the Consolidated Financial Statements have been prepared by the Company in accordance with the relevant accounting standards issued by the Institute of Chartered Accountants of India. The Audited consolidated financial statements together with Auditors' Report thereon form part of this Annual Report.

Deposits:

The Company has not invited/accepted any Fixed Deposits from Public during the year pursuant to the provisions of Section 58A of the Companies Act, 1956 and the Rules made thereunder.

Capital Structure:

During the year under review, there is no change in the capital structure of the company.

Listing Agreement Compliance:

The securities of the Company are listed with the Bombay Stock Exchange Limited, Mumbai. The Calcutta Stock Exchange Association Limited has not conveyed its formal approval for the de-listing the shares of the Company, as earlier agreed and resolved by the Company. The Company has been complying with the Listing Agreement and has already made the payment of listing fees for the Financial Year 2012-13, to the Bombay Stock Exchange Limited, Mumbai.

Corporate Governance:

Your Company is committed to maintain the highest standards of Corporate Governance. Your directors are also committed to adhere to the requirements set out by the Securities and Exchange Board of India's (SEBI) Corporate Governance practices and have implemented all the major stipulations prescribed. A

separate section on Corporate Governance and the Certificate from the Auditors of the Company regarding compliance of the conditions of Corporate Governance forms part of this Annual Report.

Insurance:

The Company has made necessary arrangements for adequate insurance of its insurable interests.

Directors:

In accordance with the provisions of Section 256 of the Companies Act, 1956 and Article No. 147 of the Articles of Association of the Company, Mrs. Kiran Qureshi, Director of the Company is liable to retire by rotation at the forthcoming Annual General Meeting of the company and being eligible, offers herself for the re-appointment.

The Board recommends for the re-appointment of Mrs. Kiran Qureshi.

Auditors:

The Statutory Auditors M/s M. K. Aggarwal & Co., Chartered Accountants, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. The Company has received a letter from them to the effect that their re-appointment, if made, would be within the limits prescribed under section 224(1B) of the Companies Act, 1956 and they are not disqualified for such re-appointment within the meaning of section 226 of the said Act.

The Board recommends their re-appointment at the ensuing Annual General Meeting of the company.

Auditor's Report:

The observations of the Auditors in the Auditor's Report on the Annual Accounts for the year 2011-12, are explained and clarified as under:

– Explanation to Point No.4 of the Auditor's Report and Point No.33 of the Notes forming part of the Financial Statements:

The Company is taking adequate steps for realization of its debts and reasonable provisions shall be made upon its realization in the subsequent years.

Particulars of Employees:

A statement showing the particulars of employees pursuant to section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975 is mentioned below:-

Name of the Employee	Designation	Qualification	Age	Remuneration (Amt in Lacs Rs.)	Experience	Date of Employment	Previous Employment
Mr. Sirajuddin Qureshi	Chairman & Managing Director	BA, L.L.B.	64 years	53.83*	35 years	06.08.1993	Not Applicable

*Remuneration shown above includes commission of Rs.3.97/- Lacs (F.Y. 2010-11)

The above salary of the Chairman & Managing Director includes the salary @ Rs.6.08/- Lacs p.m. w.e.f. 06th August, 2011 which is as per the special resolution passed on 26th September, 2011, by the shareholders in the 38th Annual General Meeting and subsequent approval of Central Government.

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The Statement pursuant to section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, is given in the Annexure, forming part of this Report.

Directors' Responsibility Statement:

Pursuant to the requirements of section 217 (2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) that in the preparation of the Annual Accounts for the Financial Year ended 31st March, 2012, the applicable Accounting Standards had been followed along with proper explanations relating to the material departures;
- (ii) that the Directors had 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 Loss of the Company for the year under review;
- (iii) that the Directors had 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;
- (iv) that the Directors had prepared the Accounts for the Financial Year ended 31st March, 2012, on a 'going concern' basis.

Personnel:

The employer-employee relations throughout the year were very cordial. The Company enjoys a healthy working atmosphere that inspires the employees to put their best foot forward in achieving a high-sustainable growth. The Directors also wish to place on record the support and confidence reposed in the management by the employees. Total quality in every sphere of activities, employee training and development continues to be on the top priority of your management.

Acknowledgements:

Your Directors would like to express their grateful appreciation for the co-operation and support extended by the Central Government, State Government, Financial Institutions, Bankers, Vendors and Shareholders of the company during the year under review. Your Directors

also wish to place on record their deep sense of appreciation for the committed services and untiring efforts of the executives, staff and workers of the company at all the levels.

**ON BEHALF OF THE BOARD
FOR HIND INDUSTRIES LIMITED**

DR. S. K. RANJHAN
DIRECTOR

DR. NASEEM QURESHI
DIRECTOR

PLACE: NEW DELHI

DATE: 14.08.2012

ANNEXURE TO THE DIRECTORS' REPORT

Information in accordance with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

A) CONSERVATION OF ENERGY:

Following activities were undertaken to save/conservate energy:

- (i) Proper inspections have been carried out for improvement in energy efficiency of the process adopted and eliminating wastages.
- (ii) Efforts have been regularly made to timely detect and rectify any steam/water leakage.
- (iii) Regular meetings, lectures and demonstrations were organized to acquaint and train the workers and operators for keeping an efficient functioning and maintenance of the refrigeration and other delicate equipments of the Company.

FORM 'A'

FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

Power and Fuel consumption:

Electricity	Current Year	Previous Year
a) Purchased units (KWH)		
Total amount (Rs.)	-	-
Average rate/unit (Rs.)	-	-
b) Own generation through diesel generator set		
Units of electricity	26,99,664	45,55,374
Total cost (Rs. in Lacs)	325.55	491.90
Cost per unit of electricity (Rs.)	12.06	10.80
c) Furnace Oil (Boiler)		
Ltrs	-	5,37,949
Cost in (Rs. in Lacs)	-	158.44
Rate / Litre (Rs.)	-	29.45
d) High Speed Diesel Oil (Boiler)		
Ltrs	3,66,953	83,078
Cost in (Rs. in Lacs)	139.54	29.28
Rate / Litre (Rs.)	38.03	35.25

Consumption per unit of production:**Fresh & Frozen Meat:***(Per K.G.)*

Particulars	Current Year	Previous Year
Energy (in Units)	0.449	0.652

Form 'B'**(See Rule 2)****B) TECHNOLOGY ABSORPTION:****1. Technology Absorption, Adaptation and Innovation:****a) Efforts in brief made towards technology absorption, adaptation and innovation:**

We have always kept abreast with the latest technology developments taking place in the external environment. The Company is regularly employing qualified technical, operational, process, veterinary staff and food technologist for proper absorption, adaptation and innovation of the technology. The employees are regularly imparted technical and professional training for their continuous updation.

b) Benefits derived as a result of the above efforts e.g. product improvement, cost reduction, product development, import**substitution etc.:**

The Company is making regular efforts for adopting the latest manufacturing technology, which minimizes the wastage and contamination, if any and thereby reduces the cost.

c) Technology imported: Nil**C) FOREIGN EXCHANGE EARNINGS AND OUTGO:****1. Earnings and Outgo:**

Earnings of foreign exchange of the company have been to the tune of **Rs.10,519.63/- Lacs** (FOB Value) during the financial year 2011-12 (Previous year Rs.11,561.49/- Lacs), by way of exports and the foreign exchange outgo during the same period was **Rs. NIL**.

**ON BEHALF OF THE BOARD
FOR HIND INDUSTRIES LIMITED****DR. S. K. RANJHAN**
DIRECTOR**DR. NASEEM QURESHI**
DIRECTORPLACE: NEW DELHI
DATE: 14.08.2012

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW

Fiscal 2011-12 witnessed the global economy largely shaking off the effects of the economic and financial crisis and starting on the road of recovery. Nevertheless, economic growth in the industrialized nations was below average compared with the performance seen after previous economic slumps, with only Asia, particularly India and China seeing above-average momentum. The Financial Year 2011-12 faced headwinds such as the Euro-zone debt crisis, political upheaval in Middle East. The Indian economy continues to be on a strong growth trajectory with CSO (Central Statistical Office) estimating a growth of 6-7% in real GDP for 2011-12 fiscal as compared to a 8.60% growth for 2010-11 fiscal. Although GDP remained strong, high levels of inflation throughout the year played spoilsport, oscillating within a band of 10% to 7%. This led to several rounds of interest rate hikes by the Reserve Bank of India to curb inflation and prevent overheating of the economy. This led to an increase in financial costs during the fiscal 2011-12. All round high inflation in commodities and manufactured products led to significant increase in input costs across the sectors. In addition, crude prices moved up, which also had an impact on transportation costs and packaging costs. Overall, Financial Year 2011-12 was a very challenging year in terms of input cost inflation and managing material costs.

1. INDUSTRY STRUCTURE & DEVELOPMENT

The Company is engaged in the manufacture and export of fresh, chilled and frozen meat and meat products. The Products of the company are widely acceptable and consumed in a large quantity worldwide. The Company, together with its Subsidiary Company, M/s Hind Agro Industries Ltd. is the largest exporter of the meat and meat products from northern India. Your company is trying to increase its margins and turnover by exploring new international markets. The focus of the company is to improve the business strategy, production integration, and enhanced economies of scale, cost reduction and aggressive marketing, thereby increase the business by supplying the existing product range in the existing as well as in the alternative markets.

2. SEGMENTWISE/PRODUCTWISE PERFORMANCE

Your Company has only one segment of product, which is "Fresh & Frozen Meat". During the year under review (i.e. 2011-12), as compared to the previous year (i.e. 2010-11), there has been increase in the Sales Value made by the Company.

2.1 PRODUCTION AND CAPACITY UTILISATION

Production achieved during the year under review is 6069.670 M.T. as compared to 7919.615 M.T. during the previous year, which shows a decrease of 23.36% over the previous year. The capacity utilization as a percentage of installed capacity decreased slightly from 31.68% to 24.28% over the same period.

2.2 SALES TURNOVER

The Company achieved highest ever turnover of Rs.14020.89 Lacs during the year 2011-12, as compared to Rs.13837.40 Lacs during the previous year 2010-11.

3. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

3.1 Raw Materials and Packing Cost

The Raw Material Consumed to Sales is 55.42% during the year under review as compared to 69.99% in the previous year. The Consumption of Packing Material Cost to Sales decreased to 0.72% in the year 2011-12, from 0.82% in the year 2010-11.

3.2 Interest Cost

The Financial Cost in the year 2011-12 was at Rs.1016.61 Lacs as against Rs. 692.49 Lacs in 2010-11.

4. OPPORTUNITIES AND THREATS

4.1 OPPORTUNITIES

- With the rich experience of the Promoters of the Company in Meat Industry and having a sound network in the Global Market, the Company will definitely continue to achieve its targets of being a leader in this field.

- The Company is having the services of a highly qualified and experienced work force and enjoys a very healthy industrial environment for its growth and development.
- The Company along with its Subsidiary Company i.e. M/s Hind Agro Industries Limited, enjoy a significant share of Meat Export Industry and command a greater acceptability of their products internationally.
- The Government is extending its full support to the Export Industry and making its efforts in opening-up new alternate markets for the export.
- India has the largest livestock population in the world.
- The decrease in the rate of INR (Indian Rupee) in comparison with the USD (US Dollar) is the favourable condition as the company is billing to its overseas customers in USD.

4.2 THREATS

- High hidden infrastructure costs like indirect taxes, poor roads, erratic power & water supply, oil prices, low economies of scale, that continue to impede global competitiveness and export performance, remains a cause of concern for the company.
- Emerging of new players in the meat industry results in increase in competition.
- The quality of raw material depends upon the health of livestock, which needs to be disease free for being worthy of acceptance in the international market.
- Since the meat and meat products of the Company are in a chilled and frozen form, the same are highly perishable in nature. So, strict care is required to continuously maintain the temperature to a certain freezing level during transit to avoid any contamination of the high value products of the Company.
- Political unrest in the importing countries.

5. HIGH SECURITY REGISTRATION PLATE PROJECT

The Commercial Production for the High

Security Registration Plate was commenced from 25th March, 2010. The said project at Baddi, in the State of Himachal Pradesh is in progress and we are applying for the tenders in various states. Your Company is hopeful that the large scale work on High Security Registration Plate will start soon.

6. FUTURE PROJECTS

Your Subsidiary Company, M/s Hind Agro Industry Limited, bagged work order from Chennai Municipal Corporation for constructing, operating and maintaining of Modern Slaughter House at Perambur, Chennai on Design, Build, Operate and Transfer (DBOT) basis. The construction work at the site has been completed and the Commercial Production is expected to start in the year 2012-13.

7. OUTLOOK

India is one of the very few economies in the world which is growing at a commendable speed and promises a huge opportunity for exports. The economy is expected to grow by more than 7% in the fiscal 2012-13. With 56.60% of World's Buffalo population in India, Buffalo meat export has huge potential. Further, Government is taking measures to increase the export by planning to take steps in areas of increasing the supply of quality livestock through scientific rearing practices, improvement in disease status in respect of diseases like Foot and Mouth Disease (FMD) by creating disease free zones, better implementation of existing plan scheme for livestock health and disease control. With all these measures being taken up by the Government and end of Political unrest in Middle East, your company is hopeful that the Financial Year 2012-13 will be much better.

8. RISKS AND CONCERNS

The following are the areas of concern:

- The meat industry is very competitive, and the pressure continues to increase through the entry of new players, consolidation of existing players and expansion of operations by existing players.
- Changes in Indian as well as Foreign Government Policies and Regulations present a major area of concern for the Industry.

- Meat is more prone to disease which affects its export.
- Depreciation in Indian Rupee as compared to USD is also an area of concern.

9. HUMAN RESOURCE AND INDUSTRIAL RELATIONS

Hind's people are the Company's most important asset and source of competitive advantage. All employees of Hind are considered leaders and encouraged to take responsibility to do their best that they can while meeting business needs. Our success depends entirely on the strength of our talent pool which we build by fostering an environment and continually investing in them to enable them to deliver superior performance. Our Human Resource strategy is aimed at talent acquisition, development, motivation and retention. The Company has been able to maintain an excellent industrial rapport with its employees with no industrial dispute or conflict. The Company's Commitment to maintain harmony in Industrial Relations has resulted in achieving high productivity standards in the Industry.

10. INTERNAL CONTROL SYSTEMS AND ITS ADEQUACY

As an intrinsic part of the overall Governance process, the Company has in place a well established Internal Audit which covers all aspects of financial and operational controls.

The Company adheres to and abides by the strict Internal Control and Management Information System. The Company has maintained an inbuilt Internal Audit System looked after by a highly experienced and qualified team of professionals. It is also pertinent to note that a summary of audit observations and action taken by the management are placed before and discussed at the Audit Committee Meetings. The suggestions and directions of Audit Committee are recorded and action taken accordingly.

11. SOCIAL RESPONSIBILITY AND COMMUNITY DEVELOPMENT

The Company is making its regular efforts in improving the socio-economic environment in and around the factory, especially towards

maintaining clean and green pollution free surroundings, improving the quality of life of its suppliers, employees and all concerned, through its efficient functioning and by taking all precautions against all sorts of environmental hazards. Special care for conserving the scarce natural and infrastructural resources like electricity, fuel energy, water, steam etc. is taken for avoiding wastages. Developing and improving the agricultural resources, especially livestock, is given an utmost priority by the Company. The Company is fully conscious of its social responsibilities and has been discharging them to the fullest extent.

12. FORWARD LOOKING AND CAUTIONARY STATEMENTS:

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuation in Foreign Exchange, fluctuations in earnings, our ability to manage growth, intense competition, wage increase in India, reduced demand for meat, withdrawal of Government incentives, legal restrictions on export outside India, statutory legislations and regulations affecting operations, including tax obligations and other allied factors. The Company does not undertake to update any forward looking statements that may be made from time to time by or on behalf of the Company.

ON BEHALF OF THE BOARD FOR HIND INDUSTRIES LIMITED

DR. S. K. RANJHAN
DIRECTOR

DR. NASEEM QURESHI
DIRECTOR

PLACE: NEW DELHI
DATE: 14.08.2012

CORPORATE GOVERNANCE REPORT

Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good Corporate Governance goes beyond compliance and involves a company wide commitment. The detailed report on Corporate Governance for the Financial Year 2011-2012, as per the format prescribed by SEBI and incorporated in Clause 49 of the Listing Agreement is set out below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company is totally committed and devoted towards achieving business excellence and enhancing shareholder value by following the best disclosure practices with a high level of integrity, accountability, fairness, transparency and responsibility to all the stakeholders, such as shareholders, creditors, suppliers, lenders, consumers, employees, etc. The Company understands that good corporate governance and transparency in actions of the management is the key to a strong bond of trust with the Company's stakeholders.

2. BOARD OF DIRECTORS Composition

The Board of Directors of the Company comprises of six members including one Executive Director, five Non-Executive Directors, of which three are Independent Directors. The Board believes that the current size is appropriate based on the company size and circumstance and is appropriate mix of Non-Executive and Independent Directors to maintain the independency of the Board. The Directors are professionally competent and highly respected persons from their respective fields and provide valuable contribution to the decisions and deliberations of the Board.

The brief profile of the Company's Board is as under:

Mr. Sirajuddin Qureshi, 64 Years, Chairman and Managing Director of the company, done Bachelor of Arts in 1970 and L.L.B. in 1973 from the University of Delhi. He is an emerging and promising first generation entrepreneur with more than 30 years of vast experience in the field of Food Processing and Marketing. He focused the interests in export as early as in the year 1990, as a result of which, the 100% Export Oriented Meat Processing Plant of the Company was set up at Sahibabad in the State of Uttar Pradesh. He has also laid down the foundation of the Subsidiary Company, i.e. Hind Agro Industries Limited in the year 1994, having the modern State-of-the-art abattoir-cum-meat processing Plant in Aligarh, Uttar Pradesh.

He is a coveted member of various prestigious Government and Non-Government Bodies of Commerce and Industry. He has been honored with several awards and recognitions from the Government of India for his contributions to the Export Industry. He is an Executive Director on the Board of the company with overall responsibility of the affairs of the company. He has highly contributed for the growth and development of the Hind Group to its present position as market leader in India in its field.

Mrs. Kiran Qureshi, 62 years, wife of Mr. Sirajuddin Qureshi, is having rich experience of more than two decades in the various areas of meat Industry. She has completed Bachelor of Arts and L.L.B. from the University of Delhi. She is a widely travelled person and has got wide exposure of the different aspects of the Export Business. She is the Promoter-Director of the Company and also of the Subsidiary Company i.e. Hind Agro Industries Ltd.

Dr. Naseem Qureshi, 48 years, B.Sc., BUMS., brother of Mr. Sirajuddin Qureshi, has nearly one and half decade of valuable experience in the various areas of meat industry, specially procurement of raw material, marketing, product development, techno-commercial areas and export. He has worked for the company as its Vice President for about four years and has also been associated with the Subsidiary Company i.e. Hind Agro Industries Ltd., as President from the last eleven years.

Mr. B. B. Gupta, 65 years, Senior Advocate, is engaged in his practice of advocacy since 1973. He regularly appears before the High Court & District Court. He has more than three decades of rich experience in various aspects of legal matters. He has a deep insight into the functioning of different industries. He is an eminent member of the various Institutes/Bar Council, viz. Indian Law Institute, New Delhi, Institute of Constitutional & Parliamentary Studies, New Delhi, Supreme Court Bar Association, Delhi High Court Bar Association, International Jurists Organization etc. He is also the member on the different Committees of the Directors of the company.

Mr. B. B. Huria, 68 years, B.Sc., M.S. (Mechanical Engineering), Diploma in Russian-English Translation & Interpretation, Peoples' Friendship University, Moscow, is an Ex-Chief General Manager of the IFCI Ltd. He has four decades of rich experience in various aspects of finance, banking, IT, audit and administration. He has been on the Board of various companies as an expert on Finance and Banking. He has a deep insight into the functioning of different industries. He is an eminent member on the different Committees of the Directors of the company.

Dr. S. K. Ranjhan, 77 years, M.V.Sc., MS (USA), PHD., D.Sc., Fellow-NAVS, is an Independent Director on the Board of the Company. He has more than 4 decades of rich experience in various areas of Livestock development and Meat Industry. He has been an ex-consultant of World Bank and is considered to be an authority on veterinary sciences and buffalo rearing. He has authored several books, journals and articles on veterinary sciences. He is also the member of the various Committees of Directors of the company.

Meeting of Board of Directors

The Board had met four times during the last Financial Year (i.e. 2011-12). The meetings were

held on 14th May, 2011, 12th August, 2011, 12th November, 2011 and 11th February, 2012. The Company Secretary furnished detailed agenda notes and the information required to be given in terms of business on the agenda in advance to the Directors. The Board meets at least once a quarter to review the quarterly results and other items on the agenda.

Attendance of Directors

The details of attendance of each Director at the said Board Meetings as well as at the Annual General Meeting, Chairmanships/Memberships of the Committees, outside directorships of each Director are as under:

Name	Category	Attendance		Committee Membership/ Chairmanship *		No. Of Outside Directorships#
		Board Meeting	Annual General Meeting	Committee Membership	Chairmanship	
Mr. Sirajuddin Qureshi	Chairman & Managing Director	3	No	1	1	6
Mrs. Kiran Qureshi	Non-Executive	LOA	No	Nil	Nil	3
Dr. Naseem Qureshi	Non-Executive	LOA	No	Nil	Nil	2
Mr. B. B. Huria	Independent	4	Yes	3	Nil	2
Mr. B. B. Gupta	Independent	4	No	2	2	Nil
Mr. S. K. Ranjhan	Independent	2	Yes	3	Nil	2

*The Memberships/Chairmanships in Audit Committee and Shareholders' Grievance Committee are reported and other Committees membership/chairmanship has not been included in this report.

#This excludes directorships held in Private Limited Companies.

Shareholding of Directors in the Company

(As on 31.03.2012)

S. No.	Name of the Director	No. of Equity Shares of Rs.10/- each
1	Mr. Sirajuddin Qureshi	4,18,750
2	Mrs. Kiran Qureshi	5,94,250
3	Dr. Naseem Qureshi	1,00,150
4	Mr. B. B. Gupta	2,000
5	Mr. B. B. Huria	Nil
6	Dr. S. K. Ranjhan	Nil

Re-appointment of Director

Mrs. Kiran Qureshi, Director shall retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. Her brief resume has been provided in the Notice.

Code of Conduct

The Board has laid down the Code of Ethics and Business Conduct for all Board members, Senior Management personnel of the company. A copy of

the Code has also been put on the website of the company.

Certificate of Code of Conduct for the year 2011-12

The Company is committed to conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted a "Code of Ethics and Business Conduct" which

is applicable to all directors, senior management personnel of the company.

The Code has been circulated to all the members of the Board and Senior Management personnel and the compliance of the same has been affirmed by them. A declaration signed by the Chairman and Managing Director is given below:

"I hereby certify that the company has obtained from all the Board Members and Senior Management personnel, the affirmation that they have complied with the Code of Ethics and Business Conduct, under a certificate of Code of Conduct for the year 2011-12."

**ON BEHALF OF THE BOARD
FOR HIND INDUSTRIES LIMITED**

PLACE: NEW DELHI **SIRAJUDDIN QURESHI**
DATE: 20.04.2012 CHAIRMAN & MANAGING DIRECTOR

3. COMMITTEES OF DIRECTORS

(A) AUDIT COMMITTEE:

Composition

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling its responsibilities, there exists an Audit Committee of Directors, consisting of three Non-executive Independent Directors. The following Directors are the present members of the Committee.

- 1) Mr. B. B. Gupta
- 2) Mr. B. B. Huria
- 3) Dr. S. K. Ranjhan

They are financially literate, possess good accounting, taxation, audit and related financial management expertise. Mr. B. B. Gupta is the Chairman of the committee. Mr. B. B. Huria and Dr. S. K. Ranjhan are the members of the Committee.

Terms of Reference of the Audit Committee

The terms of reference of Audit Committee are as per the guidelines set out in the Listing Agreement entered into with the Stock Exchange read with section 292A of the Companies Act, 1956 and includes such other functions as may be assigned to it by the Board from time to time.

The Audit Committee is responsible for the effective supervision of the financial reporting process, reviewing with the management the financial

statements and ensuring their compliance with accounting standards, stock exchange and other legal requirements, reviewing the internal audit system, assessing their adequacy and ensuring compliance with internal controls, follow-up action on significant findings and reviewing quarterly and annual accounts.

Role & Power of the Committee

In view of the provisions of section 292A of the Companies Act, 1956 and the matters specified under Clause 49 of the Listing Agreement with the Stock Exchange, the Audit Committee has been vested with the following powers:

- i) To investigate into any matter in relation to the items specified in Section 292A of the Companies Act, 1956, or referred to it by the Board and for this purpose shall have full access to the information contained in the records of the Company;
- ii) To investigate any activity within its terms of reference;
- iii) To seek information from any employee;
- iv) To obtain outside legal or other professional advise;
- v) To secure attendance of outsiders with relevant expertise, if it considers necessary.

Meeting of Audit Committee

During the year 2011-12, the Committee met four times on 14th May, 2011, 12th August, 2011, 12th November, 2011 and 11th February, 2012. The attendance of the members of the Committee in the meetings is as under:

Name	No. of Meetings during the Year (2011-12)	
	Held	Attended
Mr. B. B. Gupta	4	4
Mr. B. B. Huria	4	4
Dr. S. K. Ranjhan	2	2

The Company Secretary of the Company acts as the Secretary of the Audit Committee.

The Committee reviewed the quarterly/annual financial results of the company prepared in accordance with the Accounting Standards and recommended the same to the Board of Directors for their adoption.

The Chairman of the Audit Committee briefs the Board of Directors, on the Audit Committee's observations on various issues discussed at the meetings. The Minutes of the Audit Committee

Meetings are circulated to the Board Members for their confirmation and ratification.

All the suggestions/recommendations of the Audit Committee during the financial year 2011-12, have been accepted by the Board of Directors.

(B) SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE

Composition

During the year under review, the Grievance Committee of Directors of the Company is duly constituted with three Non-executive Independent Directors. The following Directors are the present members of the Committee.

- 1) Mr. B. B. Gupta
- 2) Mr. B. B. Huria
- 3) Dr. S. K. Ranjhan

Mr. B. B. Gupta is the Chairman of the committee, Mr. B. B. Huria and Dr. S. K. Ranjhan are the members of the committee.

The objective of this Committee is to monitor the redressal of shareholders and investors' complaints relating to the transfer of shares, non-receipt of the annual report, non-receipt of dividends and issuance of duplicates share certificates, etc.

Meetings during the year

During the year 2011-12, the committee met once on 12th August, 2011 and all the members attended the meeting. The Committee discussed the following complaints received during the period regarding Non Payment of Allotment Money and Non Receipt of Annual Report etc., which were attended to and redressed by the Company:

Nature of Complaints	No. of Complaints Received	No. of Complaints Redressed	No. of Pending Complaints
With regard to Non Payment of Allotment Money.	3	3	Nil
With regard to Non Receipt of Annual Report.	3	3	Nil
Total	6	6	Nil

There have been no material grievances raised and all items referred have been dealt with. All the complaints were resolved to the satisfaction of shareholders.

(C) REMUNERATION COMMITTEE

Composition

The Remuneration Committee of Directors of the

Company is duly constituted with three Non-executive Independent Directors. The following Directors are the present members of the Committee.

- 1] Mr. B. B. Gupta
- 2] Mr. B. B. Huria
- 3] Dr. S. K. Ranjhan

Mr. B. B. Gupta is the Chairman of the committee and Mr. B. B. Huria and Dr. S. K. Ranjhan are the members of the committee.

Terms of Reference

The Terms of reference of the remuneration committee, inter alia, include determination of compensation package of Executive Director and Non-Executive Directors of the company.

Meetings and Attendance during the year

During the year 2011-12, the committee met once on 12th August, 2011 and all the members attended the meeting. The Committee discussed the matter of Reappointment and Remuneration of Chairman and Managing Director.

Remuneration Policy

The remuneration policy of the company is directed towards rewarding performance, based on review of the achievements. The remuneration policy of the company is in consonance with the existing industry practice, which is broadly based on the following criteria:

- 1] Job responsibilities
- 2] Key performance areas
- 3] Industry trend

Details of the Remuneration

At present, the Company is paying remuneration only to the Chairman and Managing Director of the company. The aggregate value of salary and perquisites for the year ended on March 31, 2012 of the Chairman and Managing Director of the Company is as under:

(Amt. in Lac Rs.)

Name of the Director	Remuneration & Commission		
	Remuneration	Commission	Total
Mr. Sirajuddin Qureshi	49.86/-	3.97/-	53.83/-

Compensation/Fees paid to Non-Executive Directors

The Company is making payment to the Non-Executive Directors by way of sitting fees only for attending the Board and Committee Meetings.

Subsidiary Company

The Company has one material non-listed Indian Subsidiary Company. i.e. M/s Hind Agro Industries Limited, more so explained in the Directors' Report. Two Independent Directors on the Board of Directors of the Company, namely Mr. B. B. Huria and Dr. S. K. Ranjhan are also Directors on the Board of Directors of the Subsidiary Company.

In compliance of the provisions of Clause 49 of the Listing Agreement, the Audit Committee of the Company reviewed the financial statements of the Subsidiary Company. The Minutes of the Board Meetings of the Subsidiary Company are also placed at the Board Meetings of the Company.

CEO/CFO Certification

The Board has recognized the Chairman & Managing Director of the company as CEO and the CFO-Hind Group as the CFO for the limited

purpose of compliance under the Listing Agreement. The CEO and CFO have certified, in terms of Clause 49 of the Listing Agreement, to the Board that the financial statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws, internal control and disclosure norms.

Compliance Officer

Mr. M. S. Malik, Company Secretary is designated as the Compliance Officer for the compliance of the Listing Agreement, SEBI Rules & Regulations and overseeing/addressing the investor complaints etc.

Compliance

Certificate from the Company's Auditors on the compliance of Corporate Governance, as required under Clause 49 of the Listing Agreement, is incorporated in this Annual Report.

4. GENERAL BODY MEETINGS:

The particulars of AGM's held during the last three years are as under: -

AGM	Date	Time	Venue
36th AGM	30.09.2009	9.30 A.M.	Seble Hall, Main Mathura Road, Badarpur, New Delhi-110044
37th AGM	24.09.2010	9.30 A.M.	Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi-110019
38th AGM	26.09.2011	9.30 A.M.	Same as above

All the special resolutions in the previous three Annual General Meetings have been passed by the company with requisite majority. None of the resolution placed before the previous AGMs required a postal ballot under Section 192A of the Companies Act, 1956. However, in the ensuing Annual General Meeting a special resolution at Item No.7 under Section 372A of the Companies Act, 1956, is also required and being proposed to be passed through Postal Ballot.

5. DISCLOSURES:
The details of materially significant Related Party Transactions:

The company has entered into a few transactions with the other companies, firms and parties during the year under review, in which directors are interested. However, these transactions were in the normal course of business and not considered in conflict with the interest of the

company. The Company has received General Notices of Disclosure of Interest from the Directors under Section 299 of the Companies Act 1956.

The disclosure of transactions with the related parties as per Accounting Standard-18, is appearing in Note 30A of the annual accounts of the Company for the year ended on 31st March, 2012.

Details of non-compliance, penalties etc. imposed by Stock Exchange, SEBI etc. on any matter related to Capital Market during the last 3 years:

There has been no non-compliance of any legal requirements nor have been any strictures imposed on the company by Stock Exchange or SEBI or any statutory authority on any matter related to capital market during the last three years.

Accounting Treatment

The Company's Financial Statements are prepared as per the guidelines of Accounting Standards issued by the Institute of Chartered Accountants of India.

Risk Management

The Company has laid down procedures to inform Board Members about the risk assessment and minimization procedures. The Board of Directors reviewed the risk assessment and control process in the company and is satisfied that the process is appropriate to the company needs.

Management Discussion and Analysis

A 'Management Discussion and Analysis Report', which forms part of Annual Report, is given by means of a Separate Annexure attached to the Directors' Report.

6. MEANS OF COMMUNICATION

- (a) Quarterly Financial Results of the Company are generally published in widely circulated newspapers namely "Financial Express" and "Jan Satta" and the copies of the results are simultaneously supplied to the Bombay Stock Exchange Ltd.
- (b) The Company has not made any presentation to any Institutional Investor/ Industry Analyst.
- (c) The financial results are also posted on the website of the company www.hindindustries.net.

- (d) The Company has e-mail addresses, which are as under:
info@hind.in & investors@hind.in

7. GENERAL SHAREHOLDERS INFORMATION

(a) ANNUAL GENERAL MEETING

- DATE : September 22, 2012
- DAY : Saturday
- TIME : 9.30 A.M.
- VENUE : Bipin Chandra Pal Memorial Bhavan, Chittaranjan Park, A-81, New Delhi-110019

(b) FINANCIAL CALENDAR

Financial reporting for the :

- Quarter ending
June 30, 2012 : July-August, 2012
- Quarter ending
September 30, 2012 : October-November, 2012
- Quarter ending
December 31, 2012 : January-February, 2013
- Quarter ending
March 31, 2013 : April-May, 2013

(c) DATE OF BOOK CLOSURE

Monday, the 17th September, 2012 to Saturday, the 22nd September, 2012 (both days inclusive).

(d) LISTING ON STOCK EXCHANGES

- 1. The Bombay Stock Exchange Limited, Mumbai,
- 2. The Calcutta Stock Exchange Association Ltd., Kolkata.

(e) STOCK CODE

526307 (BSE)

(f) DEMAT/REMAT ISIN NO. FOR EQUITY SHARES

INE675B01019

(g) MARKET PRICE DATA (FINANCIAL YEAR 2011-2012)

The monthly high/low prices and volume of shares of the company traded on BSE from April, 2011 to March, 2012 are given below:

MONTH & YEAR	OPEN RS.	HIGH RS.	LOW RS.	CLOSE RS.	NO. OF SHARES	NO. OF TRADES
April 11	52.95	70.00	52.95	61.90	78872	838
May 11	62.00	63.95	49.00	49.50	40001	559
June 11	49.00	51.50	42.80	44.25	36346	467
July 11	43.00	50.35	39.95	40.95	42040	375
August 11	41.00	43.30	33.20	33.65	56278	408
Sept. 11	34.00	38.75	31.30	37.00	33531	337
Oct. 11	35.20	40.00	34.00	37.00	58711	183
Nov. 11	38.80	39.70	29.25	30.25	73048	254
Dec. 11	30.15	31.70	24.30	28.00	12592	225
Jan. 12	27.00	35.70	26.70	34.00	18741	234
Feb. 12	32.45	41.80	31.15	37.20	39460	344
March 12	35.60	37.00	32.35	32.80	18849	196

Source: - www.bseindia.com

(h) REGISTRAR AND SHARE TRANSFER AGENT

In terms of the provisions relating to the Listing Agreement entered into with the Stock Exchange, the Company is continuing with the services of M/s SKYLINE FINANCIAL SERVICES PRIVATE LIMITED for both dematerialized and physical shares of the Company for processing Demat/Remat, transfers, sub-division, consolidation, splitting of securities etc. All the correspondence relating to the above should be sent to the following address:

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

(UNIT : HIND INDUSTRIES LTD.)
D-153/A, 1ST FLOOR,
OKHLA INDUSTRIAL AREA, PHASE – I,
NEW DELHI – 110020

(i) SHARE TRANSFER SYSTEM

To expedite the transfer, authority has been delegated to the Share Transfer Committee of the Directors of the Company. The officers of the

company are also authorised to oversee the share transfer procedure. The Share Transfer Committee meets once in a fortnight to approve the transfer of shares, Demat/Remat, issue of duplicate, renewed, splitted and consolidated share certificates etc. The Registrar and Share Transfer Agent (RTA) ensure the dispatch of transferred and other share certificates duly signed by the abovesaid officers within 15 days of the receipt. In compliance with the Listing Agreement and SEBI Circular, at every three months the reconciliation of share capital audit of total share capital held in NSDL, CDSL and in physical form at the office of the RTA conducted by a Practicing Company Secretary and at every six months, the Share Transfer System is also audited by him and a Report/Certificate to that effect issued by him. The said Reports/Certificates are also submitted to the Bombay Stock Exchange Ltd. within stipulated time.

(j) SHAREHOLDING PATTERN AND DISTRIBUTION OF SHARES AS ON 31ST MARCH, 2012:

(A) SHAREHOLDING PATTERN

Category	No. of Shares	% of Total
Promoters	3738100	43.28
Directors & Relatives	110750	1.28
Financial Institutions	248599	2.88
Nationalized Banks	200	0.00
Mutual Funds	10100	0.12
Bodies Corporate	931752	10.79
Indian Public	3495860	40.48
NRI's/OCB's	100879	1.17
Total	8636240	100.00

(B) DISTRIBUTION OF SHAREHOLDING

Slab	Shareholders		Shares Held	
	No.	Percentage	No.	Percentage
Upto 500	7846	93.85	965243	11.18
501-1000	266	3.18	209999	2.43
1001-2000	110	1.32	165190	1.91
2001-3000	24	0.29	61698	0.71
3001-4000	16	0.19	56216	0.65
4001-5000	19	0.23	89961	1.04
5001-10000	29	0.35	206853	2.40
10001 and above	50	0.60	6881080	79.68
Total	8360	100.00	8636240	100.00

(k) LIQUIDITY AND DEMATERIALISATION OF SHARES

The shares of the Company are compulsorily tradable in dematerialized form from January 2002, in rolling settlement segment of Bombay Stock Exchange, as per the Notification issued by the Securities and Exchange Board of India. The Company has dematerialized 51,32,539 nos. of equity shares as on 31st March, 2012 and 51,37,339 nos. of shares upto 31st July, 2012 in both the Depositories i.e. National Securities Depository Ltd.(NSDL) and Central Depository Services of India Ltd.(CDSL).

(l) OUTSTANDING GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity: N.A
(m) PLANT LOCATION

HIND INDUSTRIES LIMITED
 B-42, Site IV,
 Sahibabad Industrial Area,
 Distt. Ghaziabad, (U.P.) – 201010.
 Phone: 0120-4397750
 Fax: 0120-4101493

(n) ADDRESS FOR CORRESPONDENCE

HIND INDUSTRIES LIMITED
 Registered Office: A-1, Phase-I,
 Okhla Industrial Area,
 New Delhi-110020.
 Phone: 011-26372786-92 (7 Lines).
 Fax: 011-26817941-42.
 E-mail: info@hind.in

**ON BEHALF OF THE BOARD
 FOR HIND INDUSTRIES LIMITED**

DR. S. K. RANJHAN
 DIRECTOR

DR. NASEEM QURESHI
 DIRECTOR

PLACE: NEW DELHI
 DATE: 14.08.2012

AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)**To the Members of Hind Industries Limited,**

We have examined the compliance of Corporate Governance by the Hind Industries Limited, for the year ended on 31st March, 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. 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 complied with the conditions of Corporate

Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that the Registrar and Share Transfer Agent of the Company have maintained records to show Investors' Grievances against the Company and have certified that as on 31st March, 2012, there were no investor grievances remaining unattended/pending for a period exceeding one month.

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 and on behalf of
M. K. Aggarwal & Co.**
Chartered Accountants
(FRN - 01411N)

Sd/-

C. A. (M. K. AGGARWAL)
Partner
(M.NO.014956)

PLACE : NEW DELHI
DATE : 14.08.2012

AUDITORS' REPORT

To

The Members of

HIND INDUSTRIES LIMITED

1. We have audited the attached Balance Sheet of HIND INDUSTRIES LIMITED as at 31st March, 2012 and the Statement of Profit and Loss alongwith the cash flow statement for the year ended on that date, both annexed thereto (together referred as Financial Statements). 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 as amended by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure hereto, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. *Provision for Sundry Debtors and advances to suppliers pending adjustment.*
(Refer Note 33 of Notes forming part of Financial Statements.)
5. Further to our comments in the Annexure referred to in paragraph (3) above, we report that :
 - i. 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.
 - 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, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
- iv. In our opinion, the Balance Sheet and the Statement of Profit and Loss and Cash Flow Statement dealt with by this report comply with the mandatory accounting standards referred to in Section 211(3C) of the Companies Act, 1956.
- v. On the basis of the written representations received from the Directors of the Company, as on March 31st, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31st, 2012 from being appointed as a Director in terms of Section 274(1)(g) of the Companies Act, 1956.

Subject to para (4) above, 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 notes thereon give the information as 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, 2012;
- b) In the case of the Profit and Loss Account, of the loss of the company for the year ended on that date; and
- c) In the case of Cash Flow Statement, of the cash Flow of the company for the year ended on that date.

For M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)

C. A. (M. K. AGGARWAL)
(Partner)
(M. NO. 014956)

PLACE : NEW DELHI
DATE : 14.08.2012

ANNEXURE TO AUDITOR'S REPORT

(Referred to in paragraph [3] of our report of even date)

Based upon the information and explanation furnished to us and such checks as we consider appropriate during the course of our audit, we report that:

- I) In respect of its fixed assets:
 - a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. As informed to us, most of the fixed assets have been physically verified by the management during the year in accordance with a phased programme of verification which, in our opinion, is reasonable having regard to the size of the Company and nature of its fixed assets. No material discrepancies were noticed on such verification as per explanation and information given to us.
 - c. The fixed assets disposed off during the year, in our opinion, do not constitute a substantial part of fixed assets of the company and such disposal has, in our opinion, not affected the going concern status of the company.
- II) In respect of its inventories :
 - a. As explained to us, inventories have been physically verified by the management in accordance with perpetual inventory program at regular intervals during the year.
 - b. In our opinion, the procedures of physical verification of inventory followed by management are, reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c. The Company is maintaining proper record of inventories as per nature of its business. As explained to us there were no material discrepancies noticed in physical verification as compared to book records.
- III) In regard to Loans and Advances :
 - a. The company has granted loans secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 and total amount outstanding at the year end is Rs. 611.05 lakhs from one party. However the terms & conditions as regard thereto are not prima-facie prejudice to the interest of the company.
 - b. As informed, the company has taken loan, secured or unsecured from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 and total amount outstanding at the year end is Rs. 26.97 lacs from two parties. However the terms & conditions as regard thereto are not prima-facie prejudice to the interest of the company.
 - c. According to the records of the company examined by us and the information and explanations given to us, there is no overdue amount of loans taken or granted to companies, firms or other parties listed in the registers maintained under section 301 of the companies Act, 1956.
- IV) In our opinion and according to the information and explanations given to us there are adequate internal control system commensurate with the size of the company and nature of its business for the purchase of the inventory, fixed assets and for sale of goods. During the course of our audit we have not observed any continuing failure to correct major weaknesses in internal controls.
- V) In our opinion and according to the information and explanations given to us, there are no contracts or arrangements that need to be entered into the register maintained under Section 301 of the Companies Act 1956.
- VI) The Company has not accepted any deposits from the public within the meaning of Section 58A of the Companies Act, 1956 and therefore we have no comments to offer.
- VII) In our opinion and according to the information and explanations given to us, the

- Company has an internal audit system commensurate with the size and nature of its business.
- VIII) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub section (1) of Section 209 of the Companies Act, 1956 for the products of the Company.
- IX) In respect of statutory dues :
- a. Undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employee's State Insurance Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Central Sales Tax, Cess and other material statutory dues applicable to it, have generally been regularly deposited with the appropriate authorities.
- b. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding, at the year end for a period of more than six months from the date they became payable.
- X) The Company does not have any accumulated losses at the year end. However it has not incurred any cash losses in the current year and immediately preceding financial year.
- XI) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to banks as at the year-end.
- XII) According to the information and explanations given to us, and based on the documents and records produced to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIII) In our opinion, the company is not a chit fund or Nidhi / mutual benefit fund/society.
- XIV) In our opinion, the company is not dealing in or trading in shares, securities, debentures, and other investment.
- XV) According to the information and explanations given to us, the Company has given guarantees for loans taken by its subsidiary and associate companies from the banks, the terms and conditions whereof in our opinion are not prima-facie prejudicial to the interest of the Company.
- XVI) Based on the information and explanations given to us, the term loans raised earlier have been applied for the purpose for which the loans were obtained.
- XVII) According to the information and explanations given to us, and on overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used prima- facie for long-term investment by the Company
- XVIII) The Company has not made any preferential allotment of shares to any parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
- XIX) The Company does not have any outstanding debentures during the year.
- XX) The Company has not raised any money by way of public issue during the year.
- XXI) Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year that causes the financial statements to be materially misstated.

For M. K. AGGARWAL & CO.

Chartered Accountants
(FRN - 01411N)

C. A. (M. K. AGGARWAL)

PLACE : New Delhi Partner
DATE : 14.08.2012 (M. No. 014956)

**BALANCE SHEET AS AT 31st MARCH, 2012**

PARTICULARS	NOTES	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	89,591,200	89,591,200
Reserves and Surplus	3	526,301,222	550,400,355
Total		615,892,422	639,991,555
NON-CURRENT LIABILITIES			
Long-Term Borrowings	4	349,534,431	120,317,978
Other Long-Term Provisions	5	17,095,878	16,519,814
Deferred Tax Liabilities (Net)	6	47,083,671	53,112,714
Total		413,713,980	189,950,506
CURRENT LIABILITIES			
Short-Term Borrowings	7	413,838,383	410,124,652
Trade Payables	8	34,967,503	103,326,955
Other Current Liabilities	9	70,280,193	179,205,456
Short-Term Provisions	10	3,011,177	22,874,191
Total		522,097,256	715,531,254
Grand Total		1,551,703,658	1,545,473,315
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets			
Tangible Assets	11	269,286,306	297,235,578
Intangible Assets	11	4,378,659	4,858,559
Total		273,664,965	302,094,137
Non-Current Investments	12	294,330,000	253,830,000
Long-Term Loans and Advances	13	44,494,836	108,833,514
Total		338,824,836	362,663,514
CURRENT ASSETS			
Inventories	14	389,397,065	367,752,643
Trade Receivables	15	398,678,171	283,877,840
Cash and Cash Equivalents	16	33,094,287	20,970,384
Short-Term Loans and Advances	17	118,044,334	208,114,797
Total		939,213,857	880,715,664
Grand Total		1,551,703,658	1,545,473,315

SIGNIFICANT ACCOUNTING POLICIES : 1-45
 THE ACCOMPANYING NOTES ARE AN INTEGRAL
 PART OF THE FINANCIAL STATEMENTS.

For and on behalf of the Board

As per our report of even date attached
 For & on behalf of

DR. S. K. RANJHAN
 Director

DR. NASEEM QURESHI
 Director

M. K. AGGARWAL & CO.
 Chartered Accountants
 (FRN - 01411N)

R. K. GOEL
 Chief Financial Officer

MOHD. ALI SHAUKAT
 General Manager
 (Finance & Accounts)

M. S. MALIK
 Company Secretary

C.A. (M. K. AGGARWAL)
 Partner
 (Membership No. 014956)

PLACE : NEW DELHI
 DATE : 14.08.2012

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR
ENDED 31ST MARCH, 2012**

PARTICULARS	NOTES	AS AT 31.03.2012 Rs.	AS AT 31.03.2011 Rs.
INCOME			
Revenue from Operations	18	1,402,088,994	1,383,740,479
Other Income	19	11,989,741	11,722,590
Total Revenue		1,414,078,735	1,395,463,069
OPERATING EXPENDITURE			
Cost of Material Consumed		777,003,269	968,472,680
Purchase of Stock in Trade		190,010,168	0
Changes in Inventories of Finished Goods, Stock in Process and Stock in Trade		(21,154,791)	(70,389,451)
Manufacturing Expenses	20	92,628,528	122,234,768
Personnel Expenditure	21	25,138,481	23,898,465
Financial Costs	22	101,661,478	69,248,752
Logistic and Other Selling & Distribution Expenses	23	160,634,249	199,007,427
Administrative & Other Expenses	24	20,575,828	18,634,792
Total Expenditure		1,346,497,210	1,331,107,433
PROFIT BEFORE DEPRECIATION, EXTRA- ORDINARY ITEMS AND TAXES		67,581,525	64,355,636
Extra Ordinary Items.			
Claims recoverable written Off.	25	66,004,197	0
PROFIT BEFORE DEPRECIATION AND TAXES		1,577,328	64,355,636
Depreciation including Amortisation	11	28,665,520	28,140,350
PROFIT/LOSS BEFORE TAX		(27,088,192)	36,215,286
Tax Expense:			
Current Tax		0	16,287,614
Deferred Tax Written Back		(6,029,042)	(5,493,396)
PROFIT/LOSS FOR THE YEAR		(21,059,150)	25,421,068
EARNINGS PER EQUITY SHARE		(2.44)	2.94

SIGNIFICANT ACCOUNTING POLICIES : 1-45
THE ACCOMPANYING NOTES ARE AN INTEGRAL
PART OF THE FINANCIAL STATEMENTS.

For and on behalf of the Board

As per our report of even date attached
For & on behalf of

DR. S. K. RANJHAN
Director

DR. NASEEM QURESHI
Director

M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)

R. K. GOEL
Chief Financial Officer

MOHD. ALI SHAUKAT
General Manager
(Finance & Accounts)

M. S. MALIK
Company Secretary

C.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)

PLACE : NEW DELHI

DATE : 14.08.2012

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH - 2012***[Amount in Rupees in lacs except as otherwise stated]*

PARTICULARS	For the Year Ended March 31, 2012	For the Year Ended March 31, 2011
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Taxation as per Profit & Loss Account	(270.88)	362.15
ADJUSTED FOR		
Depreciation	286.66	281.40
Adjustment in Depreciation for Fixed Assets sale	0.28	0.00
Tax for the Year	0.00	(162.88)
I.F.C.I Restructuring Account Written Back	0.00	(95.71)
Interest Paid	1,016.61	692.49
Operating Profit before Working Capital & Dividend changes	1,032.67	1,077.45
INCREASE / (DECREASE) IN WORKING CAPITAL		
Sundry Debtors	(1,148.00)	(383.73)
Inventory	(216.44)	(700.64)
Trade Receivable	1,544.10	(2,049.39)
Trade Payable	(1,965.72)	1,623.68
NET CASH FROM OPERATING ACTIVITIES.....A	(753.39)	(432.63)
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(3.48)	(62.60)
Proceeds from Sale of Fixed Assets	1.18	0.00
Investment in Subsidiary	(405.00)	0.00
Intangible Assets	(0.65)	(25.96)
NET CASH (USED IN) / FROM INVESTING ACTIVITIES.....B	(407.95)	(88.56)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Secured Loan	2,292.16	(842.97)
Unsecured Loan	0.00	0.00
Proceeds from Borrowings	37.14	2,120.95
Dividend Paid	(25.91)	(51.82)
Tax on Dividend	(4.20)	(8.61)
Interest paid	(1,016.61)	(692.49)
NET CASH (USED IN) / FROM FINANCING ACTIVITIES.....C	1,282.58	525.06
Net Increase in Cash & Cash Equivalent.....(A+B-C)	121.24	3.87
Cash & Cash Equivalents (Opening Balance)	209.70	205.83
Cash & Cash Equivalents (Closing Balance)	330.94	209.70

For and on behalf of the Board

As per our report of even date attached
For & on behalf ofDR. S. K. RANJHAN
DirectorDR. NASEEM QURESHI
DirectorM. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)R. K. GOEL
Chief Financial OfficerMOHD. ALI SHAUKAT
General Manager
(Finance & Accounts)M. S. MALIK
Company SecretaryC.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)PLACE : NEW DELHI
DATE : 14.08.2012

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012

1. SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Financial Statements have been prepared under the Historical Cost convention, in accordance with the accounting principles generally accepted in India and comply with the mandatory Accounting Standards notified by the Central Government of India under the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current or non-current as per the operating cycle criteria set out in the revised schedule VI to the Companies Act, 1956.

B. USE OF ESTIMATES

The preparation of financial statements is in conformity with GAAP which requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balance of the assets and liabilities and the disclosures relating to contingent liabilities as on the date of the financial statements. Examples of such estimates include the useful life of fixed assets, provision for doubtful debt / advances, future obligation in respect of retirement benefit plans etc. Actual results could differ from these estimates.

C. FIXED ASSETS

1. Tangible Assets

- a. Fixed Assets are stated at original cost, less depreciation, except in case of leasehold land which is stated at revalued cost.
- b. Cost of fixed assets comprises purchase price, duties, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Borrowing cost related to the acquisition or construction of the qualifying fixed assets for the period up to the completion of their acquisition or construction are included in the book value of the assets.
- c. All costs relating to up-gradations / enhancements are generally charged off as revenue expenditure unless they bring significant additional benefits of lasting nature.
- d. Impairments
 - (i) The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment

loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

- (ii) After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

2. Intangible Assets and Amortization

Intangible Assets and related expenditure are recognised as per criteria specified in Accounting Standard 26 (AS-26) on "Intangible Assets" issued by the Institute of Chartered Accountants of India.

All costs, including Finance Cost till the commencement of commercial production are capitalized in costs of Intangible Assets. Also Intangible Assets relating to projects which have been decided to be shelved by the company are amortised over the period of 10 years.

D. DEPRECIATION

Depreciation is provided on Straight Line Method at the rate and in the manner specified in Schedule XIV of the Companies Act, 1956. Depreciation on addition/deletion is calculated on pro rata basis.

The Intangible Assets is no longer in use amortised over the period of 10 years.

Leasehold Land is being amortised over the period of lease.

E. INVESTMENTS

Long Term investments in equity shares of subsidiary company are stated at cost. Provision for diminution is to be made, if the decline in value is other than temporary in nature.

F. INVENTORIES

Inventories are stated at lower of cost or net realizable value. The cost of various categories of inventories is arrived at as under : -

- a. Raw material and packing material is valued at cost on FIFO basis.
- b. Stores & spares purchased are taken as consumption during the year.
- c. Finished goods are valued at lower of cost or net realizable value.
- d. By Product are valued at net realizable value.

G. REVENUE RECOGNITION

i) Sales

Sales of goods are accounted for on C&F basis and are net of discount and sales return.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012

ii) Purchases

Purchases are accounted exclusive of animal's waste and other materials returned to the suppliers as per practice prevailing in the trade.

iii) Depreciation

Depreciation is provided under the Straight Line Method at the rates and in the manner prescribed in schedule XIV of the Companies Act, 1956.

iv) Expenditure

The duty credit scrip benefit under Duty Entitlement Pass Book on Post Export (DEPB-Post Export), 2009 and Duty Drawback on Raw Material has been reduced from raw material expenses on its realisable value.

H. BORROWING COST

Financial income and borrowing costs include interest income on bank deposit and interest expense on loans.

Interest income is accrued evenly over the period of the corresponding instrument.

Borrowing cost are recognized in the period to which they relate, regardless of how the fund have been utilized, except where it relates to the financing of construction or development of the assets requiring a substantial period of time to prepare for their intended future use. Interest is capitalized up to the date when the asset is ready for intended use. The amount of interest capitalized for the period is determined by applying the interest rate applicable to appropriate borrowing outstanding during the period to the average amount of accumulated expenditure incurred for the assets during the period.

I. RETIREMENT BENEFITS**a) Gratuity and Leave Encashment**

The liability for Gratuity and Leave Encashment as at the year end is ascertained on the basis of actuarial valuation and accordingly charged to the statement of profit and loss.

b) Provident Fund

Eligible employees receive benefit from provident fund, which is defined contribution plan for which both employees and the company make monthly contribution to the provident fund equal to a specified percentage. Retirement benefits in the form of provident fund are charged to the statement of profit and loss account of the year when contribution to the fund is due. The company has no further obligations under the provident fund plan beyond its monthly contribution.

J. FOREIGN EXCHANGE TRANSACTIONS

- a) Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.
- b) Exchange differences arising on foreign currency transactions settled during the year are recognised in the profit and loss account for the year.
- c) All foreign currency denominated monetary assets and liabilities are translated at the exchange rates prevailing on the Balance Sheet date. The resultant exchange differences are recognised in the statement of profit and loss for the year.
- d) Any profit and loss arising on cancellation or renewal of a forward exchange contract made during the year is recognised as income or as expense on the occurrence of the event.

K. TAXATION**Current Tax**

Provision for Current Income Tax is made on the taxable income using the applicable tax rates and tax laws.

Deferred Tax

Deferred tax arising on account of timing differences and which are capable of reversal in one or more subsequent period is recognized using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are not recognised unless there is virtual certainty with respect to the reversal of the same in future years.

Excise Duty, Sales Tax and Value Added Tax

Excise duty is accounted on the basis of payment made in respect of removal of goods. Sales Tax / Value Added Tax is charged to statement of profit and loss.

L. CONTINGENT LIABILITIES & PROVISION

In terms of the requirement of Accounting Standard 29 (AS-29), on "Provisions, Contingent Liabilities and Contingent Assets".

- (a) Where as a result of past events, there is a present obligation that probably requires an outflow of resources and reliable estimates can be made of the amount of obligation- an appropriate provision is created and disclosed;
- (b) Where as a result of past events, there is a possible obligation that may, but probably will not require an outflow of resources-no provision is recognized but appropriate disclosure is made as contingent liability unless the possibility of outflow is remote.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
2. SHAREHOLDER'S FUND		
SHARE CAPITAL		
Authorized :		
160,00,000 (Previous year 160,00,000) Equity Shares of Rs. 10/- at par	160,000,000	160,000,000
Issued, Subscribed and Paid-Up:		
86,36,240 (Previous year 86,36,240) Equity Shares of Rs. 10/- at par	86,362,400	86,362,400
Out of the above:		
990 (Previous year 990) Equity Shares are, allotted as fully paid up pursuant to a contract without payment received in cash.		
10,70,000 (Previous year 10,70,000) Equity Shares, of Rs. 10/- each fully paid have been allotted as Bonus Shares by capitalisation of General Reserve.		
Add : Shares Forfeited	3,228,800	3,228,800
Total	89,591,200	89,591,200

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share.

The details of shareholders holding more than 5% shares ;

Name of the Shareholders	As at 31.03.2012		As at 31.03.2011	
	No. of shares	% held	No. of shares	% held
Al-Mashriq Exports (P) Limited	2,228,800	25.81	2,228,800	25.81
Mrs. Kiran Qureshi	594,250	6.88	594,250	6.88
Equity Intelligence India (P) Limited	557,693	6.46	0	0.00

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the Bankers and shareholders in the ensuing Annual General Meeting.

During the year ended March 31, 2011, the amount of per share dividend recognized as distributions to equity shareholders was Re 0.60 per share

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2012 and March 31, 2011 is set out below;

Particulars	As at 31.03.2012		As at 31.03.2011	
	No. of shares	Amount	No. of shares	Amount
Number of shares at the beginning	8,636,240	86,362,400	8,636,240	86,362,400
Add: Shares issued on exercise of employee stock options	0	0.00	0	0.00
Number of shares at the end	8,636,240	86,362,400	8,636,240	86,362,400

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
3. RESERVES AND SURPLUS		
A. Capital Reserve		
As per last Balance Sheet	3,228,800	3,228,800
B. Revaluation Reserve		
Opening Balances	1,555,541	1,584,347
Less : Amortization of Land	28,806	28,806
Closing Balance	1,526,735	1,555,541
C. Securities Premium Account	74,272,496	74,272,496
D. General Reserve		
Opening Balance	471,343,518	451,964,830
Less : Appropriations		
Proposed Dividend @ 3%	2,590,872	0
Tax on Dividend	420,305	0
Closing Balance	468,332,341	451,964,830
E. Profit for the Year	(21,059,150)	25,421,068
Less : Appropriations		
Proposed Dividend @ 6%	0	5,181,744
Tax on Dividend	0	860,636
Closing Balance	(21,059,150)	471,343,518
Total	<u>526,301,222</u>	<u>550,400,355</u>
4. LONG TERM BORROWINGS.		
SECURED		
Term Loan from Jammu & Kashmir Bank	349,534,431	0
Term Loan from Bank of India	0	120,317,978
Total	<u>349,534,431</u>	<u>120,317,978</u>

1. From Jammu & Kashmir Bank, the Corporate Loan is secured against property at A-1, Phase - 1, Okhla Industrial Area, New Delhi - 110020, personal guarantee of Mr Sirajuddin Qureshi, Mrs Kiran Qureshi, Mr Samar Qureshi, Mr Naseem Qureshi, Corporate guarantee of M/s Hind Agro Industries Ltd, guarantee of M/s Islamuddin & Co., M/s Hind Air Link Pvt. Ltd. and extended charge on property at 2A, A-Wing, Mittal Tower, Nariman Point, Mumbai of M/s Hind Air Link Pvt. Ltd. The terms of payment is Rs. 77,19,000/- per month. The above term loan of Jammu & Kashmir Bank is payable within the period of 7 years commencing from August 2011, repayment schedule is as under

Financial Year	Amount (in Rs.)
2011-12	5,955,852
2012-13	44,509,717
2013-19	349,534,431

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
5. OTHER LONG TERM PROVISION		
Provision for Gratuity	15,756,790	15,136,588
Leave Encashment Payable	1,339,088	1,383,226
Total	17,095,878	16,519,814
6. DEFERRED TAXES		
Deferred Tax Liabilities		
Related to Fixed Assets	57489052	62962320
Total	57489052	62962320
Deferred Tax Assets		
Provision for Doubtful Debts	3,114,720	3,188,880
Provision for Leave Encashment	669,084	618,716
Provision for Gratuity	6,509,238	5,905,229
Provision for Bonus	112,340	136,781
Total	10,405,382	9,849,606
Net Deferred Tax Liabilities / (Assets)	47,083,670	53,112,714
Previous Year Balance	53,112,714	58,606,109

Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the Deferred Tax Assets and Deferred Tax Liabilities relate to income taxes levied by the same Taxation Authority.

7. SHORT TERM BORROWINGS
SECURED

Working Capital Loan from Banks	369,328,666	410,124,652
Term Loan from Jammu & Kashmir Bank	44,509,717	0
Total	413,838,383	410,124,652

Secured against the current assets of the company including raw material, work in progress, finished goods and advance to suppliers existing and future (stocks at Sahibabad and other places). Entire book debts is hypothecated to the consortium.

FBN / FBP / DP / DA 90 days : DPN by the company and documents of title to goods covered by foreign bills purchased / negotiated against firm contracts / drawn under irrevocable LCs of prime banks.

Cheque BP : DPN by the company and Agreement for bills purchased (for local / out station cheques).

Bank Guarantee : Counter guarantee by the company. Pledge of fixed deposits equivalent to 10% (as margin) of guarantee amount and 2nd charge on the fixed assets of the company including capital work in progress.

Equitable Mortgage of residential flat at 69, Cat III, 2nd and 3rd Floor and servant quarter No. 6, Siddartha Enclave, DDA, SFS Scheme, Ashram, New Delhi in the name of Mr. Sirajuddin Qureshi and pledge of fixed deposit of Rs. 0.93 crore and personal guarantee of the directors.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
8. TRADE PAYABLES		
Trade Payables	34,967,503	103,326,955
Total	34,967,503	103,326,955

Amounts due to small scale industrial undertakings / suppliers under the MSME Act, 2006 :

The company has not received any intimation from 'suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid / payable as required under the said Act could not be furnished.

9. OTHER CURRENT LIABILITIES

Salaries and Wages	2,407,301	2,598,828
Bonus and Incentives	346,246	411,775
TDS Payable	1,074,329	641,406
PF Payable	128,403	125,774
Director's Salary Payable	0	24,840
Advance Received from Customers	49,858,834	15,791,420
Expenses Payable	1,552,086	564,870
Advances Received as Security Money	50,000	50,000
Gratuity Obligation	4,305,585	2,640,877
Leave Encashment Payable	723,122	479,396
Audit Fees Payable	758,430	606,650
M.D.Commission Payable	0	330,175
Associated Company- Related Party	2,498,000	147,767,651
Bank Over Draft.	5,122,533	5,933,595
Unpaid Dividends	1,455,324	1,238,199
Total	70,280,193	179,205,456

10. SHORT-TERM PROVISIONS

Provision for Dividend	2,590,872	5,181,744
Provision for Income Tax & Dividend Tax	420,305	17,692,447
Total	3,011,177	22,874,191

NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012
Note - 11 - Fixed Assets
A. TANGIBLE ASSETS
(Amount in Rs.)

Details	Gross Block			Depreciation			Net Block			
	As at April 01,2011	Additions During the year	Deductions during the year	Total as at March 31,2012	As at April 01,2011	Depreciation for the year	Deductions during the year	Total as at March31, 2012	As at March31, 2012	As at March31, 2011
Leasehold Land	3105460	0	0	3105460	869528	41406	0	910934	2194526	2235932
Factory Building	65239537	0	0	65239537	32720567	2179001	0	34899568	30339969	32518970
Plant & Machinery	492757367	348458	154370	492951455	244908404	23418150	64449	268262105	224689350	247848963
Furniture & Fixture	24904944	0	0	24904944	16742438	1572429	0	18314866	6590078	8162506
Office Equipment	3730471	0	0	3730471	1952168	162757	0	2114925	1615546	1778303
Vehicle	3665753	0	0	3665753	3315537	90579	0	3406116	259636	350215
Truck	5264003	0	0	5264003	1657182	595359	0	2252541	3011462	3606821
Computers	1532902	0	0	1532902	799034	148129	0	947163	585739	733868
Electrical Equipments	17995	0	0	17995	17995	0	0	17995	0	0
Total	600218432	348458	154370	600412520	302982854	28207808	64449	331126213	269286306	297235578
Previous year	593958152	6260280	0	600218432	274813698	28169156	0	302982854	297235578	319144454

B. INTANGIBLE ASSETS.

Details	Gross Block			Depreciation			Net Block			
	As at April 01,2011	Additions During the year	Deductions during the year	Total as at March 31,2012	As at April 01,2011	Amortisation for the year	Deductions during the year	Total as at March31, 2012	As at March31, 2012	As at March31, 2011
Saiboni Project	0	2262338	0	2262338	0	226234	0	226234	2036104	0
Bhiwadi Project	0	6618	0	6618	0	662	0	662	5956	0
Energy Project	0	2596221	0	2596221	0	259622	0	259622	2336599	0
Total	0	4865177	0	4865177	0	486518	0	486518	4378659	0

- Depreciation for the year includes amortization of land of Rs. 41406.00 of which Rs. 28806.00 is transferred from Revaluation Reserve and Rs. 12600.00 is debited to Profit & Loss Account.
- The intangible assets are amortised over the estimated life of the assets.
- There exists no indication for the management to conclude that any of its cash generating units are impaired and accordingly no provision for impairment is required to be made in the financial statement.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
12. Non-Current Investments		
Long Term Investments - At Cost (Unquoted)		
Investments in equity instruments of the subsidiary company i.e. Hind Agro Industries Limited	294,330,000	253,830,000
No. of shares 2011-12	26950000	
No. of shares 2010-11	24250000	
Total	<u>294,330,000</u>	<u>253,830,000</u>
13. Long Term Loans and Advances		
Unsecured, Considered Good		
Advance for Share	10,600,000	10,600,000
Less : Provision for Advance	<u>5,600,000</u>	<u>5,600,000</u>
	5,000,000	5,000,000
Security Deposits		
Security Deposits (Government)	12,516,595	7,727,873
Security Deposits (Others)	<u>6,618,000</u>	<u>5,978,000</u>
Recoverable from the Government Authorities	<u>20,360,241</u>	<u>90,127,641</u>
Total	<u>44,494,836</u>	<u>108,833,514</u>
CURRENT ASSETS		
14. INVENTORIES		
Finished Goods	381,560,594	358,750,929
Semi Finished Goods	0	1,654,874
Stores & Spares	2,088,427	2,214,364
Fuel	566,292	1,231,129
Packing Material	<u>5,181,752</u>	<u>3,901,347</u>
Total	<u>389,397,065</u>	<u>367,752,643</u>
15. TRADE RECEIVABLES		
Unsecured, Considered good		
Debts outstanding for a period exceeding six months	56,976,697	35,056,376
Other Receivable	341,701,474	248,821,464
Over Six Months - Considered Doubtful	<u>4,000,000</u>	<u>4,000,000</u>
	<u>402,678,171</u>	<u>287,877,840</u>
Less : Provision for Doubtful Debts.	<u>4,000,000</u>	<u>4,000,000</u>
Total	<u>398,678,171</u>	<u>283,877,840</u>

Balance under Trade Receivable are subject to confirmation and reconciliation and consequent adjustments thereof.

Provision for Doubtful Debts.

Periodically, the Company evaluates all customer dues to the Company for collectability. The need for provisions is assessed based on various factors including collectability of specific dues, risk perceptions of the industry in which the customer operates, general economic factors, which could affect the customer's ability to settle. The Company normally provides for trade receivable outstanding for six months or longer from the invoice date, as at the Balance Sheet date. The Company pursues the recovery of the dues, in part or full.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
16. CASH AND CASH EQUIVALENTS		
Cash In hand	475,586	497,082
Cheques In hand	31,158	0
Balances with Banks		
In Current and Deposit Accounts	8,247,871	401,367
In EEFC Accounts	694,382	611,790
Balances with Banks in Unpaid Dividend Accounts	1,455,209	1,238,423
Balances with Banks held as margin money deposits	22,190,081	18,221,722
Total	33,094,287	20,970,384
Cash and cash equivalents as of March 31, 2012 and March 31, 2011 include restricted cash and bank balances of Rs. 236.45 lacs and Rs. 194.60 lacs respectively. The restrictions are primarily on account of lien on margin money / FDR's in lieu of ECGC policies and unclaimed dividends.		
17. SHORT-TERM LOANS AND ADVANCES		
UNSECURED AND CONSIDERED GOOD		
Subsidiary Companies (Refer note 30A)	61,105,465	15,000,000
Advance to Suppliers	55,560,562	191,952,935
Loans and Advances to Employees	999,308	852,892
Prepaid Expenses	378,999	308,970
Total	118,044,334	208,114,797
The current assets , loan and advances are realizable at the value stated in the Balance Sheet in the ordinary course of business.		
18. REVENUE FROM OPERATIONS		
Sales - Export	1,163,630,318	1,316,999,392
Sales - Domestic	238,577,225	66,749,396
Total	1,402,207,543	1,383,748,788
Less : Excise Duty	118,549	8,309
Total	1,402,088,994	1,383,740,479
19. OTHER INCOME		
Interest Received on Deposits with Banks	1,549,170	1,588,209
Export Incentives	10,304,323	0
Profit on Sale of Fixed Assets.	28,079	0
Miscellaneous Income	108,169	10,134,381
Total	11,989,741	11,722,590

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
20. MANUFACTURING EXPENSES		
Wages & Worker's Welfare	22,312,657	22,848,807
Packing Material Consumed	10,139,717	11,313,492
Power and Fuel Consumption	47,173,696	70,641,571
Consumable Stores	1,948,970	2,222,482
Repairs & Maintenance	6,057,763	9,985,129
Insurance	534,668	457,934
Security Charges	1,112,775	901,344
Others	3,348,282	3,864,009
Total	92,628,528	122,234,768
21. PERSONNEL EXPENDITURE		
Salaries, Bonus and Other Benefits	22,332,680	21,141,488
Contribution to Provident and Other Funds	2,160,554	2,101,670
Staff Welfare Expenses	645,247	655,307
Total	25,138,481	23,898,465

EMPLOYEE BENEFITS :

Defined Benefit Plan : The company provides for its liability towards gratuity as per the actuarial valuation.

FINANCIAL ASSUMPTION :

- a) Discount Rate : The rate used to discount post employment benefit obligations (both funded and unfunded) has been determined by reference to market yields at the balance sheet date on government bonds. The currency and term of the government bonds is consistent with the currency and estimated term of the post employment benefit obligations.
- b) Salary Increase : Salary increase is taken in to account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.
- c) Rate of Return on Plan Assets : The liability is not funded and rate of return on plan assets is not relevant to this report.

TABLE SHOWING CHANGES IN PRESENT VALUE OF OBLIGATIONS DURING THE PERIOD

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
Present Value of Obligation as at the beginning of the period	1,862,622	1,809,176
Acquisition Adjustment	0	0
Interest Cost	150,872	144,734
Past Service Cost	0	0
Current Service Cost	181,543	264,918
Curtailement Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Benefit Paid	(249,681)	(124,412)
Actuarial (gain) / Loss on obligations	116,854	(231,794)
Present Value of Obligation as at the end of the period	2,062,210	1,862,622

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
TABLE SHOWING CHANGES IN THE FAIR VALUE OF PLAN ASSETS DURING THE PERIOD		
Fair Value of Plan Assets at the beginning of the period	0	0
Acquisition Adjustment	0	0
Expected Return on Plan Assets	0	0
Contributions	0	0
Benefit Paid	0	0
Actuarial (gain) / Loss on Plan Assets	0	0
Fair Value of Plan Assets at the end of the period	0	0
TABLE SHOWING FAIR VALUE OF PLAN ASSETS		
Fair Value of Plan Assets at the beginning of the period	0	0
Acquisition Adjustment	0	0
Actual Return on Plan Assets	0	0
Contributions	0	0
Benefit Paid	0	0
Fair Value of Plan Assets at the end of the period	0	0
Funded Status	2,062,210	1,862,622
Excess of Actual over Expected Return on Plan Assets	0	0
ACTUARIAL GAIN / LOSS RECOGNIZED FOR THE PERIOD		
Actuarial (gain) / Loss for the Period - Obligation	(116,854)	231,794
Actuarial (gain) / Loss for the Period - Plan Assets	0	0
Total (gain) / Loss for the Period	116,854	(231,794)
Actuarial (gain) / Loss recognized in the period	116,854	(231,794)
Unrecognized Actuarial (gains) / Losses at the end of Period	0	0
THE AMOUNT TO BE RECOGNIZED IN THE BALANCE SHEET AND STATEMENTS OF PROFIT AND LOSS.		
Present Value of Obligation as at the end of the period	2,062,210	1,862,622
Fair Value of Plan Assets at the end of the period	0	0
Funded Status	(2,062,210)	(1,862,622)
Unrecognized Actuarial (gains) / Losses	0	0
Net Liability Recognized in Balance Sheet	2,062,210	1,862,622
EXPENSES RECOGNIZED IN THE STATEMENTS OF PROFIT AND LOSS FOR THE PERIOD		
Current Service Cost	181,543	264,918
Past Service Cost	0	0
Interest Cost	150,872	144,734
Expected Return on Plan Assets	0	0
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Net Actuarial (gain) / Loss recognized in the period	116,854	(231,794)
Expenses Recognized in the Statement of Profit and Loss	449,269	177,858
AMOUNT FOR THE CURRENT PERIOD		
Present Value of Obligation	2,062,210	1,862,622
Plan Assets	0	0
Surplus (Deficit)	(2,062,210)	(1,862,622)
Experience Adjustments on Plan Liabilities (Loss) / Gain	(170,758)	57,497
Experience Adjustments on Plan Assets (Loss) / Gain	0	0

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
22. FINANCIAL COSTS		
Interest on Term Loans	45,712,497	23,847,996
Interest on Working Capital and Other Bank Interest and Charges	55,948,981	45,400,756
Total	<u>101,661,478</u>	<u>69,248,752</u>
23. LOGISTIC AND OTHER SELLING & DISTRIBUTION EXPENSES		
Freight and Forwarding Expenses	158,065,569	196,489,132
Business Promotion Expenses	2,568,680	2,518,295
Total	<u>160,634,249</u>	<u>199,007,427</u>
24. ADMINISTRATIVE & OTHER EXPENSES		
Rent	5,107,200	4,973,600
Vehicle Running & Maintenance	502,662	638,441
Electricity Expenses	908,835	293,518
Travelling & Conveyance	2,705,185	2,117,558
Rates, Taxes , Subscription and Fees	3,366,149	1,687,790
Printing & Stationery	1,391,439	1,464,838
Audit Fee	758,430	606,650
Certification Charges	182,846	150,448
Legal & Professional Charges	1,844,675	1,436,742
Insurance Expenses	207,668	1,552,930
Postage Expenses	223,240	220,164
Telephone Expenses	1,870,970	1,703,492
Misc. Expenses	1,506,529	1,788,621
Total	<u>20,575,828</u>	<u>18,634,792</u>
Payment to Auditors :		
Statutory Audit Fees	617,980	468,775
Tax Audit Fees	140,450	137,875
Certification Charges	161,956	155,683
Total	<u>920,386</u>	<u>762,333</u>
25. EXTRA ORDINARY ITEMS WRITTEN OFF		
Recoverable Export Incentives from Government	66004197	0
Total	<u>66,004,197</u>	<u>0</u>

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

26. As per the expert advice received by the management a sum of Rs. 6,60,04,197/- has been written off during the year, being the amount recoverable from the government on account of export incentives. As and when if received, such export incentives shall be accounted for as income.
27. The revised Schedule VI, as notified under the Companies Act, 1956, has become applicable to the company for presentation of its financial statements for the year ending March 31, 2012. The adoption of the revised Schedule VI requirements has significantly modified the presentation and disclosures which have been complied with in these financial statements.

28. CONTINGENT LIABILITIES

- (a) Claims against the Company not acknowledged as Debt: **Rs. NIL**
(Previous Year : NIL)

- (b) Guarantees and other Contingencies

	As at 31-03-2012	As at 31-03-2011
Guarantees Given for:		(Rs. In lacs)
Subsidiary	7025.00	6391.41
Associate Company	1553.00	1050.00
Others	98.18	98.18

29. SEGMENT REPORTING

The Management of the affairs of the company and its internal reporting is only on the basis of the significant product line, i.e. meat. Hence, as per the opinion of management, segment reporting is not required. Accordingly, the disclosure requirements of Accounting Standard (AS-17), on "Segment Reporting", issued by the Institute of Chartered Accountants of India is not applicable.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

30. RELATED PARTY DISCLOSURES.
A. PARTICULARS OF RELATED PARTIES:

S. No	Name of the Related Party	Nature of Relationship	Nature of Transaction	Debit Rs. in lacs	Credit Rs. in lacs	Amount as on 31.03.2012
1.	Hind Agro Ind. Ltd.	Subsidiary Co.	Unsecured Loan	NIL	NIL	Debit 150.00
2.	Hind Agro Ind. Ltd.	Subsidiary Co.	Business Transactions	11228.40	9289.67	Debit 461.05
3.	Islamuddin & Co.	Firm in Which KMP are Interested	Rent Paid	31.00	26.47	Credit 1.99
4.	Al- Mashriq Exports (Pvt) Ltd.	Firm in Which KMP are Interested	Business Transactions	0.03	0.03	NIL
5.	Samar Travels & Cargo (P) Ltd.	Firm in Which KMP are Interested	Business Transactions	2.50	2.50	NIL
6.	Fast Trax Food (P) Ltd.	Firm in Which KMP are Interested	Business Transactions	78.05	78.05	NIL
7.	Mrs. Kiran Qureshi	Relatives of KMP	Rent Paid	202.00	202.00	NIL
8.	Hind Air Link (P) Ltd.	Firm in Which KMP are Interested	Business Transactions	0.02	25.00	Credit 24.98
9.	Aliffa Agro (India) (P) Ltd.	Firm in Which KMP are Interested	Business Transactions	NIL	NIL	NIL
10.	Eatcco Foods (P) Ltd.	Firm in Which KMP are Interested	Business Transaction	0.01	0.01	NIL
11.	Hind Air Services (P) Ltd.	Firm in Which KMP are Interested	Business Transactions	0.02	0.02	NIL
12.	Integrated Live Stock Village Farm (P) Ltd.	Firm in Which KMP are Interested	Business Transactions	486.03	486.02	NIL

Related Parties and related party relationships are identified by the company and relied upon by the Auditors

B. KEY MANAGERIAL PERSONNEL

S. No.	NAME OF THE PERSONS	NATURE OF RELATION	NATURE OF TRANSACTION	AMOUNT (Rs. in Lacs)
1.	Shri Sirajuddin Qureshi	Managing Director	Remuneration	53.83
2.	Smt. Kiran Qureshi	Director	Rent	12.00
3.	Dr. Naseem Qureshi	Director	—	0.00
4.	Mr. Anil Vanjani	Chief Executive Officer	Remuneration	40.00

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

31. EARNING PER SHARE

Particulars	Year ending 31.03.2012	Year ending 31.03.2011
Profit After Tax	(210.59) Lacs	254.21 Lacs
Weighted No. of Shares	8636240	8636240
Basic Earning per Share	(2.44)	2.94
Diluted Earning per Share	(2.44)	2.94

- 32.** In the opinion of the management, the Current Assets, Loans and Advances are realizable at the value stated in the Balance Sheet, in the ordinary course of business.
- 33.** Balances under Trade Receivable, Trade Payable, Loans and Advances are subject to confirmation and reconciliation and consequent adjustments thereof. The outstanding Trade Receivables which may not be recoverable could not be ascertained at the year end.
- 34.** Cess under section 441A of the Companies Act, 1956 has not been provided / deposited in view of the fact that notification as required under the Act has not yet been issued by the Central Government.
- 35.** There exists no indication for the management to conclude that any of its cash generating units are impaired and accordingly no provision for impairment is required to be made in the financial statements.
- 36. Research and Development Expenses: NIL (Previous Year – Nil)**
- 37. Amount due to small scale industrial undertakings/ suppliers under the MSME Act, 2006:**
The company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure, if any, relating to amounts unpaid as at the year end together with interest paid / payable as required under the said Act could not be furnished.

38. PARTICULARS OF PURCHASES, SALES AND CLOSING STOCK FOR THE YEAR ENDED 31ST MARCH, 2012

Items	Opening Stock (MT)	Value (Rs)	Production (MT)	Sales (MT)	Value (Rs)	Closing Stock (MT)	Value (Rs)
Fresh	Nil	Nil	1,891.750	1,891.750	57,06,56,230	Nil	Nil
	(Nil)	(Nil)	(2,678.700)	(2,678.700)	(72,27,95,090)	(Nil)	(Nil)
Frozen	3,030.795	35,63,57,069	4,177.920	4,126.760	62,01,90,539	3,081.925	38,07,05,484
	(2,459.850)	(28,32,98,251)	(5,240.915)	(4,670.000)	(59,34,60,339)	(*3,030.765)	(35,63,57,069)

* Includes Good-In-Transit of 56 MT.

(Figures in bracket represent previous year figures)

39. PARTICULARS OF RAW MATERIAL CONSUMED

Items	Year ended 31st March, 2012		Year ended 31st March, 2011	
	Quantity (MT)	Value (Rs.)	Quantity (MT)	Value (Rs.)
Fresh	1,973.588	38,53,42,929	2,750.870	50,52,25,836
Frozen	4,227.705	39,85,68,595	5,264.364	49,66,40,877



**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2012**

40. EXPENDITURE IN FOREIGN CURRENCY NIL (Previous Year : NIL)

41. EARNING IN FOREIGN CURRENCY

	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
FOB Value of Export Goods (On Accrual Basis)	105,19,63,744	115,61,49,368

42. FINANCIAL AND DERIVATIVE INSTRUMENTS

Derivative contracts entered in to by the Company and outstanding as on date

	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
Forward Contracts	30,44,10,000	NIL

43. VALUE OF IMPORTS

	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
Value of Imports (CIF Value)	1,65,949	NIL

44. The Ministry of Corporate Affairs, Government of India, vide General Circular No. 2 and 3 dated 8th February 2011 and 21st February 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act, 1956, subject to fulfillment of conditions stipulated in the circular. The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption.

The company shall make available the separate financial statements of the subsidiary to the shareholders of the holding and subsidiary company whenever required at any point of time.

Disclosures as required U/S 212 of the Companies Act 1956,

PARTICULARS WITH REGARD TO SUBSIDIARY COMPANY

Name of the Subsidiary	: Hind Agro Industries Limited	
Country of Incorporation	: India	
Registered Address	: Central Dairy Farm Complex, Anupshahr Road, Aligarh, U.P.- 202122	
	As on 31/03/2012	As on 31/03/2011
1) Share Capital	331500700	331500700
2) Reserves	690851174	610454129
3) Total Assets	3981575362	3889800125
4) Total Liabilities	2959223488	2947845296
5) Investment Details	Nil	Nil
6) Turnover	7035129336	7013720790
7) Profit Before Tax	94323359	91899530
8) Provision for Taxes	18392633	18540086
9) Proposed Dividend	NIL	NIL

45. Previous year figures have been reclassified in accordance with current year requirements.

For and on behalf of the Board

**As per our report of even date attached
For & on behalf of**

DR. S. K. RANJHAN
Director

DR. NASEEM QURESHI
Director

M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)

R. K. GOEL
Chief Financial Officer

MOHD. ALI SHAUKAT
General Manager
(Finance & Accounts)

M. S. MALIK
Company Secretary

C.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)

PLACE : NEW DELHI

DATE : 14.08.2012

Disclosure as Required under Clause 32 of the Listing Agreement*(Rs. In Lacs)*

Particulars	Current Year		Previous Year	
	Amount as on 31.03.2012	Maximum amount outstanding during the year ended 31.03.2012	Amount as on 31.03.2011	Maximum amount outstanding during the year ended 31.03.2011
1. Loans and advances in the nature of loans:				
a. To subsidiary Company: Hind Agro Industries Limited	611.05	611.05	150.00	150.00
b. To Companies/Firms in which Directors are interested	Nil	Nil	Nil	Nil
2. Investment by the Subsidiary Company in the shares of Hind Industries Limited and its subsidiaries.	Nil	Nil	Nil	Nil

AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have examined the attached consolidated Balance Sheet as at 31st March 2012 and also the consolidated Statement of Profit & Loss together with the consolidated cash flow statement of 'M/s Hind Industries Limited' along with its subsidiary 'M/s Hind Agro Industries Limited' as at 31st March, 2012, annexed thereto. These financial statements are the responsibility of the Hind Industries Limited's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. An audit also includes, examining on test basis, evidence supporting the amounts and disclosure in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of its subsidiary, whose financial statements reflect total assets of Rs. 398.16 crores as at 31st March, 2012 and total revenues of Rs. 712.09 crores for the year then ended. These financial statements have been audited by other auditor whose reports have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of the subsidiary is based solely on the reports of the other auditor.

Consolidated financial statements have been prepared by the company in accordance with the requirements of Accounting Standard-21 (AS-21), issued by the Institute of Chartered Accountants of India, and on the basis of the

separate audited financial statements of the Hind Agro Industries Ltd included in the consolidated financial statements.

On the basis of the information and explanations given to us and on the consolidation of the separate audit reports on the individual audited financial statements of the Holding Company and subsidiary company, we report that, :

- (a) Provision for Sundry Debtors and advances to suppliers in case of Holding Company is pending for adjustment.**

Subject to the above,

We are of the opinion that the said consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In so far as it relates to consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2012;
- b) In so far as it relates to the consolidated Profit & Loss Account, of the Profit of the Company for the year ended on that date;
- c) In so far as it relates to the consolidated Cash Flow Statement, of the cash flows of the company for the year ended on that date.

**For and on behalf of
M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)**

C.A. (M. K. AGGARWAL)

PLACE : NEW DELHI

Partner

DATE : 14.08.2012

(M.No-014956)

**CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2012**

PARTICULARS	NOTES	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	89,591,200	89,591,200
Reserves and Surplus	3	1,087,942,242	996,960,880
Minority Interest		191,210,854	252,894,305
Total		1,368,744,296	1,339,446,385
NON-CURRENT LIABILITIES			
Long-Term Borrowings	4	496,311,209	264,781,034
Other Long-Term Provisions	5	35,164,420	32,532,065
Deferred Tax Liabilities (Net)	6	24,331,309	0
Total		555,806,938	297,313,099
CURRENT LIABILITIES			
Short-Term Borrowings	7	2,414,068,421	2,186,042,521
Trade Payables	8	327,216,841	658,592,683
Short-Term Provisions	9	26,495,272	44,521,006
Other Current Liabilities	10	487,589,425	598,745,033
Total		3,255,369,959	3,487,901,243
Total Liabilities		5,179,921,193	5,124,660,727
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets			
Tangible Assets	11	1,375,064,746	1,123,840,828
Intangible Assets	11	4,378,659	0
Capital WIP	11	750,000	212,564,231
Total		1,380,193,405	1,336,405,059
Long-Term Loans and Advances	12	218,728,205	223,229,743
Deferred Tax Assets (Net)	6	0	3,442,644
Total		218,728,205	226,672,387
Goodwill on Consolidation		24,830,000	11,330,000
CURRENT ASSETS			
Inventories	13	1,448,750,856	1,347,749,259
Trade Receivables	14	1,427,845,960	1,125,263,769
Cash and Cash Equivalents	15	138,351,604	146,924,431
Short-Term Loans and Advances	16	541,221,163	930,315,822
Total		3,556,169,582	3,550,253,281
Total Assets		5,179,921,193	5,124,660,727

SIGNIFICANT ACCOUNTING POLICIES : 1 to 48
THE ACCOMPANYING NOTES ARE AN INTEGRAL
PART OF THE FINANCIAL STATEMENTS.

For and on behalf of the Board

As per our report of even date attached
For & on behalf of

DR. S. K. RANJHAN
Director

DR. NASEEM QURESHI
Director

M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)

R. K. GOEL
Chief Financial Officer

MOHD. ALI SHAUKAT
General Manager
(Finance & Accounts)

M. S. MALIK
Company Secretary

C.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)

PLACE : NEW DELHI
DATE : 14.08.2012

**CONSOLIDATED STATEMENT OF PROFIT & LOSS ACCOUNT FOR
THE YEAR ENDED 31st MARCH, 2012**

PARTICULARS	NOTES (Rs.)	As At 31.03.2012 (Rs.)	As At 31.03.2011 (Rs.)
INCOME			
Revenue from Operations	17	8,437,218,330	8,397,461,268
Other Income	18	97,784,829	57,098,944
Total Revenue		8,535,003,159	8,454,560,212
OPERATING EXPENDITURE			
Cost of Material Consumed		6,160,145,207	7,025,986,701
Purchase of Stock in Trade		712,527,424	0
Changes in Inventories of Finished Goods, Stock in Process and Stock in Trade		(93,952,119)	(437,481,846)
Manufacturing Expenses	19	460,574,003	552,502,533
Personnel Expenditure	20	54,449,663	55,307,058
Financial Costs	21	352,245,394	263,381,639
Logistic and Other Selling & Distribution Expenses	22	563,948,770	671,113,059
Administrative & Other Expenses	23	93,558,654	98,761,600
Total Expenditure		8,303,496,997	8,229,570,744
PROFIT BEFORE DEPRECIATION, EXTRAORDINARY ITEMS AND TAXES			
Extra Ordinary Items.			
Claims recoverable written Off.	24	66,004,197	0
PROFIT BEFORE DEPRECIATION AND TAXES		165,501,965	224,989,468
Depreciation including Amortisation	11	98,266,798	96,874,653
PROFIT BEFORE TAX		67,235,167	128,114,815
Tax Expense:			
Current Tax		18,392,633	34,827,700
Deferred Tax Written Back		27,773,953	9,793,929
Taxes for Earlier years:			
a) Income Tax		0	110,703
b) Mat Credit Entitlement (refer to note no.13)		(38,269,315)	0
PROFIT FOR THE YEAR		59,337,895	83,382,483
EARNINGS PER EQUITY SHARE		5.13	7.85

SIGNIFICANT ACCOUNTING POLICIES : 1-48
THE ACCOMPANYING NOTES ARE AN INTEGRAL
PART OF THE FINANCIAL STATEMENTS.

For and on behalf of the Board

As per our report of even date attached
For & on behalf of

DR. S. K. RANJHAN
Director

DR. NASEEM QURESHI
Director

M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)

R. K. GOEL
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(Finance & Accounts)

M. S. MALIK
Company Secretary

C.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)

PLACE : NEW DELHI
DATE : 14.08.2012

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR
ENDED MARCH 31, 2012***(Amount in Rupees in lacs except as otherwise stated)*

PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Taxation as per Profit & Loss Account	672.35	1,282.60
Adjusted for :		
Depreciation	982.67	968.74
Deferred Tax (Income)/Expense	(338.03)	0.00
Mat Credit Entitlement	382.69	0.00
Adjustment in Depreciation for Fixed Assets sale	(2.42)	0.00
Tax for the Year	(183.93)	(349.74)
I.F.C.I Restructuring Account Written Back	(79.25)	(485.27)
Tax for the Earlier Year	0.00	(1.11)
Interest Paid	3,522.45	2,633.82
Operating Profit before Working Capital & Dividend changes	<u>4,956.53</u>	<u>4,049.04</u>
INCREASE / (DECREASE) IN WORKING CAPITAL		
Sundry Debtors	(3,025.82)	(1,943.53)
Inventory	(1,010.01)	(4,380.49)
Trade Receivable	3,812.95	(4,325.86)
Trade Payable	(4,573.21)	5,776.83
NET CASH FROM OPERATING ACTIVITIES.....A	<u><u>160.53</u></u>	<u><u>(824.10)</u></u>
B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(3,491.22)	(1,106.48)
Capital Work in Progress	2,069.56	(1,509.72)
Proceeds from Sale of Fixed Assets	3.88	0.00
Investment in Subsidiary	(405.00)	0.00
Intangible Assets	(0.65)	(25.96)
NET CASH (USED IN) / FROM INVESTING ACTIVITIES.....B	<u><u>(1,823.43)</u></u>	<u><u>(2,642.16)</u></u>
C) CASH FLOW FROM FINANCING ACTIVITIES		
Secured Loan	2,489.02	(164.78)
Unsecured Loan	1,083.00	255.00
Proceeds from Borrowings	1,557.80	5,840.93
Dividend Paid	(25.91)	(51.82)
Tax on Dividend	(4.20)	(8.61)
Interest paid	(3,522.45)	(2,633.82)
NET CASH (USED IN) / FROM FINANCING ACTIVITIES.....C	<u><u>1,577.26</u></u>	<u><u>3,236.90</u></u>
Net Increase in Cash & Cash Equivalent..... (A+B-C)	(85.64)	(229.36)
Cash & Cash Equivalents (Opening Balance)	1,469.24	1,698.51
Cash & Cash Equivalents (Closing Balance)	1,383.51	1,469.24

For and on behalf of the Board

As per our report of even date attached
For & on behalf ofDR. S. K. RANJHAN
DirectorDR. NASEEM QURESHI
DirectorM. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)R. K. GOEL
Chief Financial OfficerMOHD. ALI SHAUKAT
General Manager
(Finance & Accounts)M. S. MALIK
Company SecretaryC.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)

PLACE : NEW DELHI

DATE : 14.08.2012

NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

1. SIGNIFICANT ACCOUNTING POLICIES

A BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Financial Statements have been prepared under the Historical Cost convention, in accordance with the accounting principles generally accepted in India and comply with the mandatory Accounting Standards notified by the Central Government of India under the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current or non-current as per the operating cycle criteria set out in the revised schedule VI of the Companies Act, 1956.

B USE OF ESTIMATES

The preparation of financial statements is in conformity with GAAP which requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balance of the assets and liabilities and the disclosures relating to contingent liabilities as on the date of the financial statements. Examples of such estimates includes the useful life of fixed assets, provision for doubtful debt / advances, future obligation in respect of retirement benefit plans etc. Actual results could differ from these estimates.

C FIXED ASSETS

1. Tangible Assets

- a) Fixed Assets are stated at original cost, less depreciation, except in case of leasehold land which is stated at revalued cost.
- b) Cost of fixed assets comprises purchase price, duties, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Borrowing cost related to the acquisition or construction of the qualifying fixed assets for the period up to the completion of their acquisition or construction are included in the book value of the assets.

- c) All costs relating to upgradations / enhancements are generally charged off as revenue expenditure unless they bring significant additional benefits of lasting nature.
- d) Impairments
 - i) The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. An impairments loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.
 - ii) After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

2. Intangible Assets and Amortisation

Intangible Assets and related expenditure are recognized as per criteria specified in Accounting Standard-26 (AS-26) on "Intangible Assets" issued by the Institute of Chartered Accountants of India.

D INVENTORIES

Inventories are stated at lower of cost or net realisable value. The cost of various categories of inventories is arrived at as under: -

- I) Raw material and packing material is valued at cost on FIFO basis.
- II) Stores & spares purchased are taken as consumption during the year.
- III) Finished goods are valued at lower of cost or net realizable value.
- IV) By Products are valued at net realizable value.

E REVENUE RECOGNITION

i) Sales

Sales of goods are accounted for on C&F basis and are net of discount and sales return.

ii) Purchases

Purchases are accounted exclusive of animal's waste and other materials returned to the suppliers as per practice prevailing in the trade.

iii) Income

Revenue is recognised only when there is reasonable certainty that the ultimate collection will be made.

iv) Expenditure

The duty credit scrip benefit under Duty Entitlement Pass Book on Post Export (DEPB-Post Export), 2009 and Duty Drawback on Raw Material has been reduced from raw material expenses on its realisable value.

F DEPRECIATION

- i) Depreciation is provided under the Straight Line Method at the rates and in the manner prescribed in schedule XIV of the Companies Act, 1956. Depreciation on addition / deletion is calculated on pro-rata basis.
- ii) The Intangible assets are amortised over the period of 10 years.
- iii) Leasehold land is being amortised over the period of lease.

G INVESTMENTS

Long Term investments in equity shares of subsidiary company are stated at cost. Provision for diminution is to be made, if the decline in value is other than temporary in nature.

H BORROWING COST

Financial income and borrowing costs include interest income on bank deposit and interest expense on loans.

Interest income is accrued evenly over the period of the corresponding instrument.

Borrowing cost are recognized in the period to which they relate, regardless of how the fund have been utilized, except where it relates to the financing of construction or development of the assets requiring a substantial period of time to prepare for their intended future use. Interest is capitalized up to the date when the asset is ready for intended use. The amount of interest capitalized for the period is determined by applying the interest rate applicable to appropriate borrowing outstanding during the period to the average amount of accumulated expenditure incurred for the assets during the period.

I RETIREMENT BENEFITS**a) Gratuity and Leave Encashment**

The liability for Gratuity and Leave Encashment as at the year end is ascertained on the basis of actuarial valuation and accordingly charged to the statement of profit and loss.

b) Provident Fund

Eligible employees receive benefit from provident fund, which is defined contribution plan for which both employees and the company make monthly contribution to the provident fund equal to a specified percentage. Retirement benefits in the form of provident fund are charged to profit and loss account of the year when contribution to the fund is due. The company has no further obligations under the provident fund plan beyond its monthly contribution.

J FOREIGN EXCHANGE TRANSACTIONS

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Exchange differences arising on foreign currency transactions settled during the year are recognised in the profit and loss account for the year.

All foreign currency denominated monetary assets and liabilities are translated at the exchange rates prevailing on the Balance Sheet date. The resultant exchange differences are recognised in the statement of profit and loss for the year, other than exchange differences related to the liabilities for acquisition of fixed assets that are adjusted to the cost of fixed assets.

Any profit and loss arising on cancellation or renewal of a forward exchange contract made during the year is recognized as income or as expense on the occurring of the event.

K TAXATION**Current Tax**

Provision for current income taxes is made on the taxable income using the applicable tax rates and tax laws.

Deferred Tax

Deferred tax arising on account of timing differences and which are capable of reversal in one or more subsequent periods is recognized using the tax rates and tax laws that have been enacted or subsequently enacted. Deferred tax assets are not recognized unless there is virtual certainty with respect to the reversal of the same in future years.

Excise Duty, Sales Tax and Value Added Tax

Excise duty is accounted on the basis of payment made in respect of goods cleared. Sales Tax / Value Added Tax is charged to statement of profit and loss.

L CONTINGENT LIABILITIES & PROVISIONS

In terms of the requirement of Accounting Standard - 29 (AS-29) on "Provisions, Contingent Liabilities and Contingent Assets".

- a) Where, as a result of past events, there is a present obligation that probably requires an outflow of resources and reliable estimates can be made of the amount of obligation – an appropriate provision is created and disclosed;
- b) Where, as a result of past events, there is a possible obligation that may, but probably will

not require an outflow of resources– no provision is recognized but appropriate disclosure made as contingent liability unless the possibility of outflow is remote.

M CONSOLIDATION OF FINANCIAL STATEMENTS

- a) The consolidation of accounts of the company with its subsidiary company "Hind Agro Industries Limited" has been done on the basis of AS-21 issued by the Institute of Chartered Accountants of India.
- b) The consolidated financial statements have been prepared using uniform accounting policies in accordance with Generally Accepted Accounting Principles (GAAP).
- c) The effect of intra group transactions are eliminated in consolidation.

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
2. SHAREHOLDER'S FUND		
SHARE CAPITAL		
Authorized :		
160,00,000 (Previous year 160,00,000) Equity Shares of Rs. 10/- at par	<u>160,000,000</u>	<u>160,000,000</u>
Issued, Subscribed and Paid-Up:		
86,36,240 (Previous year 86,36,240) Equity Shares of Rs. 10/- at par	86,362,400	86,362,400
Out of the above:		
990 (Previous year 990) Equity Shares are, allotted as fully paid up pursuant to a contract without payment received in cash.		
10,70,000 (Previous year 10,70,000) Equity Shares, of Rs. 10/- each fully paid have been allotted as Bonus Shares by capitalisation of General Reserve.		
Add : Shares Forfeited	<u>3,228,800</u>	<u>3,228,800</u>
Total	<u>89,591,200</u>	<u>89,591,200</u>

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share.

The details of shareholders holding more than 5% shares ;

Name of the Shareholders	As at 31.03.2012		As at 31.03.2011	
	No. of shares	% held	No. of shares	% held
Al-Mashriq Exports (P) Limited	2,228,800	25.81	2,228,800	25.81
Mrs. Kiran Qureshi	594,250	6.88	594,250	6.88
Equity Intelligence India (P) Limited	557,693	6.46	0	0.00

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the Bankers and shareholders in the ensuing Annual General Meeting.

During the year ended March 31, 2011, the amount of per share dividend recognized as distributions to equity shareholders was Re 0.60 per share

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2012 and March 31, 2011 is set out below;

Particulars	As at 31.03.2012		As at 31.03.2011	
	No. of shares	Amount	No. of shares	Amount
Number of shares at the beginning	8,636,240	86,362,400	8,636,240	86,362,400
Add: Shares issued on exercise of employee stock options	0	0.00	0	0.00
Number of shares at the end	8,636,240	86,362,400	8,636,240	86,362,400

In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by shareholders.

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
3. RESERVES AND SURPLUS		
A. Capital Reserve	3,228,800	3,228,800
B. Revaluation Reserve		
Opening Balances	1,555,541	1,584,347
Less : Amortization of Land	<u>28,806</u>	<u>28,806</u>
Closing Balance	<u><u>1,526,735</u></u>	<u><u>1,555,541</u></u>
C. Securities Premium Account	74,272,496	74,272,496
D. General Reserve		
Opening Balance	471,343,518	451,964,830
Less : Appropriations		
Proposed Dividend @ 3%	2,590,872	0
Tax on Dividend	<u>420,305</u>	<u>0</u>
Closing Balance	<u><u>468,332,341</u></u>	<u><u>451,964,830</u></u>
E. Profit for the Year		
Amount of Subsidiary Profit and Loss	690,851,174	610,454,130
Less: Minority Interest	<u>129,210,154</u>	<u>163,893,605</u>
Total	<u><u>561,641,020</u></u>	<u><u>446,560,525</u></u>
Profit and Loss Account	(21,059,150)	25,421,068
Less : Appropriations		
Proposed Dividend @ 6%	0	5,181,744
Tax on Dividend	<u>0</u>	<u>860,636</u>
Closing Balance	<u><u>540,581,870</u></u>	<u><u>465,939,213</u></u>
Total Profit	<u><u>1,087,942,242</u></u>	<u><u>996,960,880</u></u>
Minority Interest		
Share In Capital of subsidiary Company	62,000,700	89,000,700
Share in Reserve and surplus of Subsidiary Company	<u>129,210,154</u>	<u>163,893,605</u>
Total	<u><u>191,210,854</u></u>	<u><u>252,894,305</u></u>

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
4. LONG TERM BORROWINGS.		
SECURED		
Term Loan from Jammu & Kashmir Bank	349,534,431	0
Term Loan from Bank of India	0	120,317,978
PNB Term Loan (For Chennai Plant)	135,666,672	141,631,827
Deferred Payment Liabilities against purchase of Vehicles	11,110,106	2,831,229
	496,311,209	264,781,034

1. From Jammu & Kashmir Bank, the Corporate Loan is secured against property at A-1, Phase - 1, Okhla Industrial Area, New Delhi - 110020, personal guarantee of Mr Sirajuddin Qureshi, Mrs Kiran Qureshi, Mr Samar Qureshi, Mr Naseem Qureshi, Corporate guarantees of M/s Hind Agro Industries Ltd, guarantee of M/s Islamuddin & Co M/s Hind Air Link Pvt Ltd and extended charge on property at 2A, A Wing, Mittal Tower, Nariman Point, Mumbai of M/s Hind Air Link Pvt Ltd. The terms of payment is Rs. 77,19,000/- per month. The above term loan of Jammu & Kashmir Bank is payable within the period of 7 years commencing from August 2011, repayment schedule is as under :

Financial Year	Amount in Rs.
2011-12	5,955,852
2012-13	44,509,717
2013-19	349,534,431

Term Loan from PNB for ongoing project of the company at Chennai is secured by 1st charge by way of hypothecation of project assets i.e. Plant & Machinery and other equipments etc. which can be termed as moveable assets including assignment of project agreements/securities/cash flow etc of Chennai Project with written consent of Corporation of Chennai. An instalment of Rs.3083333/- per month is being paid towards repayment of loan.

The Term Loan from PNB is payable within the period of 5 years commencing from 1st Nov. 2011 bearing rate of interest @15% p.a.

Deferred Payment Liabilities are secured against hypothecation of Vehicles.

The scheduled maturity of the Long Term Borrowings is summarised as under:

Borrowings Repayable

	As at 31st March, 2012		As at 31st March, 2011	
	Term Loan	Deferred Payment Liab. (Bank & others)	Term Loan	Deferred Payment Liab. (Bank & others)
In the first year (Note 7)	36999996	12561693	12333332	8216541
Current Maturities of Long Term Debt	36999996	12561693	12333332	8216541
In the second year	36999996	8668273	0	2831229
In the Third year	36999996	2441832	36999996	0
In the fourth year	36999996	0	36999996	0
In the fifth year	24666684	0	36999996	0
In the sixth year	0	0	24666664	0
	135666672	11110105	135666652	2831229

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
5. OTHER LONG TERM PROVISION		
Provision for Gratuity	15,756,790	15,136,588
Leave Encashment Payable	1,339,088	1,383,226
i) Retirement Benefits	15,150,488	13,691,778
ii) Others	2,918,054	2,320,473
Total	<u>35,164,420</u>	<u>32,532,065</u>
6. DEFERRED TAXES		
Deferred Tax Liabilities Related to Fixed Assets	57,489,052	62,962,320
Total	<u>57,489,052</u>	<u>62,962,320</u>
Deferred Tax Assets		
Depreciation on Fixed Assets	16,291,972	26,937,978
Carry Forward Losses	0	23,932,086
Provision for Doubtful Debts.	3,114,720	3,188,880
Provision for Leave Encashment	1,785,218	1,512,558
Provision for Gratuity	11,687,288	10,682,835
Provision for Bonus	278,546	150,627
Total	<u>33,157,744</u>	<u>66,404,964</u>
Net Deferred Tax Liabilities / (Assets)	24,331,308	(3,442,644)
Previous Year Balance	(3,442,644)	(13,236,573)
Deferred Tax Assets and Deferred Tax Liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the Deferred Tax Assets and Deferred Tax Liabilities relate to income taxes levied by the same Taxation Authority.		
7. SHORT TERM BORROWINGS		
A. SECURED		
– From Banks		
Working Capital Loan from Banks	2,231,697,015	2,120,427,259
Term Loan from Jammu & Kashmir Bank (Amount due within one year)	44,509,717	0
IFCI Negotiated Rupee Term Loan	0	11,640,000
Liability under IFCI Restructuring Account	0	7,925,388
PNB Term Loan (Amount due within one year)	36,999,996	12,333,332
Deferred payment Liabilities against purchase of Vehicles	12,561,693	8,216,542
B. UNSECURED		
– From Directors	88,300,000	25,500,000
Total	<u>2,414,068,421</u>	<u>2,186,042,521</u>

Secured against the current assets of the company including raw material, work in progress, finished

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
<p>goods and advance to suppliers existing and future (stocks at Sahibabad and other places). Entire book debts is hypothecated to the consortium.</p> <p>FBN / FBP / DP / DA 90 days : DPN by the company and documents of title to goods covered by foreign bills purchased / negotiated against firm contracts/ drawn under irrevocable LCs of prime banks.</p> <p>Cheque BP : DPN by the company and Agreement for bills purchased (for local / out station cheques).</p> <p>Bank Guarantee : Counter guarantee by the company. Pledge of fixed deposits equivalent to 10% (as margin) of guarantee amount and 2nd charge on the fixed assets of the company including capital work in progress.</p> <p>EM of residential flat at 69, Cat III, 2nd and 3rd Floor and servant quarter No. 6, Siddartha Enclave, DDA, SFS Scheme, Ashram, New Delhi in the name of Mr. Sirajuddin Qureshi and pledge of fixed deposit of Rs. 0.93 crore and personal guarantee of the directors.</p> <p>Working capital loans under Consortium are secured against hypothecation of stocks & book debts and second charge on fixed assets alongwith personal guarantees of two directors and partly by the corporate guarantee of Hind Industries Limited, also collaterally secured by way of first pari-passu charge on immovable property belonging to M/s Al Mashriq Exports Pvt. Ltd. situated at Village Karanki, Sohna, Gurgaon and also the export bill limit covered by Fixed Deposit to the extent of 5% in lieu of waiver of ECGC Policy.</p> <p>Loan from IFCI was secured by mortgage of land together with building constructed or to be constructed thereon and first charge on all the assets of the Company both present & future in favour of IFCI ranking pari passu subject to prior charges on specific movables created in favour of the Company"s Bankers for securing working capital facilities. The loan was also secured by way of irrevocable and unconditional corporate guarantee of the holding company i.e. Hind Industries Limited. However, the loan from IFCI was settled during the year and all the formalities were complied towards satisfaction of charge against all the facilities availed from them.</p>		
8. TRADE PAYABLES		
Trade Payables	327,216,841	658,592,683
Total	<u>327,216,841</u>	<u>658,592,683</u>
Amount due to small scale industrial undertakings/suppliers under MSME Act, 2006:		
<p>The company has not received any intimation from 'suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act could not be furnished.</p>		
9. SHORT-TERM PROVISIONS		
Provision for Dividend	2,590,872	5,181,744
Provision for Income Tax & Dividend Tax	420,305	17,692,447
Others		
Provision for Income taxes (Current)	23,446,308	21,501,100
Provision for Wealth Tax	37,787	145,715
Total	<u>26,495,272</u>	<u>44,521,006</u>

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
10. OTHER CURRENT LIABILITIES		
Salaries and Wages	7,697,056	7,311,007
Bonus and Incentives	858,517	1,057,708
TDS Payable	1,701,598	3,130,211
Employees PF & Others	527,460	539,364
Director's Salary Payable	0	24,840
Advance Received from Customers	370,900,614	317,655,570
Expenses Payables	5,497,872	3,086,225
Advances Received as Security Money	1,671,904	1,371,904
Gratuity Obligation	5,114,568	3,331,895
Leave Encashment Payable	1,245,148	849,800
Audit Fees Payable	1,718,040	1,235,360
M.D.Commission Payable	0	330,175
Associated Company- Related Party	10,987,624	148,448,335
Bank Over Draft.	22,760,518	70,704,202
Unpaid Dividends	1,455,324	1,238,199
Interest accrued but not due	0	40,820
Interest accrued and due	2,216,654	0
Other Payables		
Statutory Dues	5,567,601	5,585,145
Payables (for Chennai Plant)	47,668,927	32,804,273
Total	487,589,425	598,745,033

NOTE ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2012
NOTE - 11
A. TANGIBLE ASSETS
(Amount in Rupees)

DESCRIPTION	GROSS BLOCK					DEPRECIATION			NET BLOCK		
	AS AT 01.04.2011	ADDITIONS DURING THE YEAR	SALES DURING THE YEAR	ADJUST- MENTS	TOTAL AS AT 31.03.2012	UPTO 31.3.2011	FOR THE YEAR	ADJUST- MENTS	UPTO 31.3.2012	AS AT 31.03.2012	AS AT 31.03.2011
LEASEHOLD LAND	3,105,460	0	0	0	3,105,460	869,528	41,406	0	910,934	2,194,526	2,235,932
FREEHOLD LAND	74,410,640	13,581,375	0	0	87,992,015	0	0	0	0	87,992,015	74,410,640
FACTORY BUILDING	280,922,988	214,606,657	0	0	495,529,645	113,064,892	9,382,827	0	122,447,719	373,081,926	167,858,096
PLANT & MACHINERY	1,647,564,861	97,473,806	154,370	0	1,744,884,297	831,954,445	78,409,186	64,449	910,299,182	834,585,115	815,610,419
VEHICLES	49,911,540	5,926,840	270,000	0	55,568,380	22,328,411	4,330,104	214,758	26,443,757	29,124,623	27,583,129
TRUCKS	15,435,577	0	0	0	15,435,577	7,168,119	1,429,062	0	8,597,181	6,838,396	8,267,458
FURNITURE & FIXTURES	36,074,106	14,617,251	0	0	50,691,357	20,921,335	2,219,175	0	23,140,510	27,550,847	15,152,771
COMPUTERS	14,256,726	993,441	0	0	15,250,167	9,746,416	1,362,116	0	11,108,532	4,141,635	4,510,310
OFFICE EQUIPMENTS	13,756,789	1,978,800	0	0	15,735,589	5,544,716	635,210	0	6,179,926	9,555,663	8,212,073
ELECTRICAL EQUIPMENTS	17,995	0	0	0	17,995	17,995	0	0	17,995	0	0
TOTAL	2,135,456,681	349,178,170	424,370	0	2,484,210,481	1,011,615,857	97,809,085	279,207	1,109,145,735	1,375,064,746	1,123,840,828
CAPITAL WORK IN PROGRESS	212,564,231	118,161,403	0	329,975,634	750,000	0	0	0	0	750,000	207,705,672
PREVIOUS YEAR	2,024,808,489	110,648,193	0	0	2,135,456,682	914,712,399	96,903,458	0	1,011,615,857	1,123,840,825	1,110,096,090

B. INTANGIBLE ASSETS.

DESCRIPTION	GROSS BLOCK					DEPRECIATION			NET BLOCK		
	AS AT 01.04.2011	ADDITIONS DURING THE YEAR	SALES DURING THE YEAR	ADJUST- MENTS	TOTAL AS AT 31.03.2012	UPTO 31.3.2011	AMORTIZ- ATION FOR THE YEAR	ADJUST- MENTS	UPTO 31.3.2012	AS AT 31.03.2012	AS AT 31.03.2011
Salboni Project	0	0	0	2,262,338	2,262,338	0	226,234	0	226,234	2,036,104	0
Bhiwadi Project	0	6,618	0	0	6,618	0	662	0	662	5,956	0
Energy Project	0	0	0	2,596,221	2,596,221	0	259,622	0	259,622	2,336,599	0
Total	0	6,618	0	4,858,559	4,865,177	0	486,518	0	486,518	4,378,659	0

Fixed Assets and Capital Work in Progress:

- Depreciation for the year includes amortization of land of Rs. 41406.00 of which Rs. 28806.00 is transferred from Revaluation Reserve and Rs. 12600.00 is debited to Profit & Loss Account.
- The intangible assets are amortised over the estimated life of the assets.
- There exists no indication for the management to conclude that any of its cash generating units are impaired and accordingly no provision for impairment is required to be made in the financial statement.
- Capital Work in Progress comprises of fixed assets acquired and other incidental cost that are not ready for intended use before the balance sheet date.

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
12. Long Term Loans and Advances		
Unsecured, Considered Good		
Advance for Share	10,600,000	
Less : Provision for Advance	<u>5,600,000</u>	5,000,000
	5,000,000	5,000,000
Security Deposits		
Security Deposits - (Government)	13,810,678	11,021,956
Security Deposits - (Others)	115,233,993	80,510,454
Recoverable from the Government Authorities	28,935,782	100,785,220
i) Capital Advance (for Chennai Plant)	10,660,430	25,912,113
ii) MAT Credit Entitlement **	45,087,322	0
Total	<u>218,728,205</u>	<u>223,229,743</u>

**MAT Credit Entitlement includes Rs.38269315 related to previous year

CURRENT ASSETS

13. INVENTORIES

Finished Goods	1,405,279,204	1,308,708,341
Semi Finished Goods	0	2,618,744
Stores & Spares	37,723,608	31,289,698
Fuel	566,292	1,231,129
Packing Material	5,181,752	3,901,347
Total	<u>1,448,750,856</u>	<u>1,347,749,259</u>

14. TRADE RECEIVABLES

Unsecured, Considered good

Debts outstanding for a period exceeding six months	62,420,122	39,233,436
Others Receivables	1,365,425,838	1,086,030,333
Over Six Months - Considered Doubtful	4,000,000	4,000,000
	1,431,845,960	1,129,263,769
Less : Provision for Doubtful Debts.	4,000,000	4,000,000
Total	<u>1,427,845,960</u>	<u>1,125,263,769</u>

Balance under Trade Receivable are subject to confirmation and reconciliation and consequent adjustments thereof.

Provision for Doubtful Debts.

Periodically, the Company evaluates all customer dues to the Company for collectability. The need for provisions is assessed based on various factors including collectability of specific dues, risk perceptions of the industry in which the customer operates, general economic factors which could affect the customer's liabilities to settle. The Company normally provides for trade receivable outstanding for six months or longer from the invoice date, as at the Balance Sheet date. The Company pursues the recovery of the dues, in part or full.

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
15. CASH AND CASH EQUIVALENTS		
Cash In hand	1,363,101	1,292,623
Cheques In hand	1,647,257	8,935,437
Balances with Banks		
In Current and Deposit Accounts	11,848,305	24,402,890
In EEFC Accounts	934,577	832,481
Balances with Banks in Unpaid Dividend Accounts	1,455,209	1,238,423
Balances with Banks held as margin money deposits	121,103,155	110,222,577
Total	<u>138,351,604</u>	<u>146,924,431</u>
Cash and cash equivalents as of March 31, 2012 and March 31, 2011 include restricted cash and bank balances of Rs. 241.40 lacs and Rs.199.55 lacs respectively. The restrictions are primarily on account of lien on margin money / FDR's in lieu of ECGC policies and unclaimed dividends.		
16. SHORT-TERM LOANS AND ADVANCES		
UNSECURED AND CONSIDERED GOOD		
Related Parties	24,123,650	169,779,664
Advance to Suppliers	478,082,722	723,585,745
Loans and Advances to Employees	3,398,217	2,044,166
Prepaid Expenses	977,758	1,313,780
Export Incentives	34,638,816	26,354,531
Advance Tax for FY 2009-2010	0	300,000
Others	0	6,937,936
Total	<u>541,221,163</u>	<u>930,315,822</u>
The current assets , loan and advances are realizable at the value stated in the Balance Sheet in the ordinary course of business.		
17. REVENUE FROM OPERATIONS		
Sales - Export	7,246,186,631	7,844,104,113
Sales - Domestic	761,881,440	66,749,396
Domestic Sale (Meat)	0	14,795,124
Sale of Waste & By-Products	429,909,686	471,859,046
Total	<u>8,437,977,757</u>	<u>8,397,507,679</u>
Less : Excise Duty	759,427	46,410
Total	<u>8,437,218,330</u>	<u>8,397,461,269</u>
18. OTHER INCOME		
Interest Received on Deposits with Banks	1,549,170	1,588,209
Export Incentives	74,533,217	0
Profit on Sale of Fixed Assets.	34,837	0
Miscellaneous Income	1,289,487	10,189,857
Interest on FDR	7,419,640	6,364,300
Professional Income	5,033,090	0
IDBI Liability Written Back	0	7,254,990
IFCI Liability Written Back	7,925,388	31,701,588
Total	<u>97,784,829</u>	<u>57,098,944</u>

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
19. MANUFACTURING EXPENSES		
Wages & Workers' Welfare	53,122,178	51,402,381
Packing Material Consumed	105,344,320	143,333,476
Power and Fuel Consumption	221,362,958	272,211,967
Consumable Stores	24,385,396	27,269,417
Repair & Maintenance	32,478,073	34,590,930
Insurance	1,384,849	1,307,191
Security Charges	4,215,690	3,563,909
Inward Freights/Cartage	886,869	934,329
Inspection Charges	6,836,575	7,423,570
Truck Running & Maintenance	981,181	1,569,601
Horticulture Expenses	525,974	622,815
Research & Development Exps.	3,216,933	2,283,839
Cess Water & UPCCB	306,010	132,265
Others	5,526,997	5,856,844
Total	460,574,003	552,502,533
20. PERSONNEL EXPENDITURE		
Salaries, Bonus and Other Benefits	49,761,223	50,660,487
Contribution to Provident and Other Funds	4,043,193	3,991,264
Staff Welfare Expenses	645,247	655,307
Total	54,449,663	55,307,058

EMPLOYEE BENEFITS :

Defined Benefit Plan : The company provides for its liability towards Leave Encashment as per the actuarial valuation.

FINANCIAL ASSUMPTION :

- Discount Rate : The rate used to discount post employment benefit obligations (both funded and unfunded) has been determined by reference to market yields at the balance sheet date on government bonds. The currency and term of the government bonds is consistent with the currency and estimated term of post employment benefit obligations.
- Salary Increase : Salary increase is taken into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.
- Rate of Return on Plan Assets : The liability is not funded and rate of return on plan assets is not relevant to this report.

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
TABLE SHOWING CHANGES IN PRESENT VALUE OF OBLIGATIONS DURING THE PERIOD		
Present Value of Obligation as at the beginning of the period	4,500,052	5,275,619
Acquisition Adjustment	0	0
Interest Cost	365,386	427,325
Past Service Cost	0	0
Current Service Cost	730,547	431,112
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Benefit Paid	(1,068,498)	(847,625)
Actuarial (gain) / Loss on obligations	775,214	(533,345)
Present Value of Obligation as at the end of the period	5,302,701	4,753,086
TABLE SHOWING CHANGES IN THE FAIR VALUE OF PLAN ASSETS DURING THE PERIOD		
Fair Value of Plan Assets at the beginning of the period	0	0
Acquisition Adjustment	0	0
Expected Return on Plan Assets	0	0
Contributions	0	0
Benefit Paid	0	0
Actuarial (gain) / Loss on Plan Assets	0	0
Fair Value of Plan Assets at the end of the period	0	0
TABLE SHOWING FAIR VALUE OF PLAN ASSETS		
Fair Value of Plan Assets at the beginning of the period	0	0
Acquisition Adjustment	0	0
Actual Return on Plan Assets	0	0
Contributions	0	0
Benefit Paid	0	0
Fair Value of Plan Assets at the end of the period	0	0
Funded Status	(1,577,457)	(628,666)
Excess of Actual over Expected Return on Plan Assets	0	0
ACTUARIAL GAIN / LOSS RECOGNIZED FOR THE PERIOD		
Actuarial (gain) / Loss for the Period - Obligation	(775,214)	533,345
Actuarial (gain) / Loss for the Period - Plan Assets	0	0
Total (gain) / Loss for the Period	775,214	(533,345)
Actuarial (gain) / Loss recognized in the period	775,214	(533,345)
Unrecognized Actuarial (gains) / Losses at the end of Period	0	0
THE AMOUNT TO BE RECOGNIZED IN THE BALANCE SHEET AND STATEMENTS OF PROFIT AND LOSS.		
Present Value of Obligation as at the end of the period	5,302,701	4,753,086
Fair Value of Plan Assets at the end of the period	0	0
Funded Status	(5,302,701)	(4,753,086)
Unrecognized Actuarial (gains) / Losses	0	0
Net Liability Recognized in Balance Sheet	5,302,701	4,753,086

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
EXPENSES RECOGNIZED IN THE STATEMENTS OF PROFIT AND LOSS FOR THE PERIOD		
Current Service Cost	730,547	431,112
Past Service Cost	0	0
Interest Cost	365,386	427,325
Expected Return on Plan Assets	0	0
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Net Actuarial (gain) / Loss recognized in the period	775,214	(533,345)
Expenses Recognized in the Statement of Profit and Loss	1,871,147	325,092
AMOUNT FOR THE CURRENT PERIOD		
Present Value of Obligation	5,302,701	4,753,086
Plan Assets	0	0
Surplus (Deficit)	(5,302,701)	(4,753,086)
Experience Adjustments on Plan Liabilities (Loss) / Gain	(1,032,964)	123,048
Experience Adjustments on Plan Assets (Loss) / Gain	0	0
21. FINANCIAL COSTS		
Interest on Term Loans	46,439,752	46,812,874
Interest on Working Capital and Other Bank		
Interest and Charges	305,805,642	216,568,765
Total	352,245,394	263,381,639
22. LOGISTIC AND OTHER SELLING & DISTRIBUTION EXPENSES		
Freight and Forwarding Expenses	531,447,308	618,860,634
Business Promotion Expenses	12,811,487	20,928,521
Commission	19,689,976	31,323,903
Total	563,948,771	671,113,058

**NOTES FORMING PART OF THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

PARTICULARS	AS AT 31.03.2012 (Rs.)	AS AT 31.03.2011 (Rs.)
23. ADMINISTRATIVE & OTHER EXPENSES		
Rent	29,047,847	30,633,118
Vehicle Running & Maintenance	4,305,003	4,851,620
Electricity Expenses	2,211,789	1,958,289
Travelling & Conveyance	18,335,622	25,977,408
Rates, Taxes , Subscription and Fees	11,104,933	4,119,220
Printing & Stationery	4,520,015	4,439,709
Audit Fee	1,717,740	1,235,360
Certification Charges	182,846	150,448
Legal & Professional Charges	6,444,691	5,478,844
Insurance Expenses	3,307,756	5,174,964
Postage Expenses	223,240	220,164
Telephone Expenses	4,958,454	4,579,361
Security Service Charges	938,254	707,974
Repair & Maintenance Office	3,134,697	5,496,847
Misc. Expenses	3,125,767	3,738,274
Total	93,558,654	98,761,600
Payment to Auditors :		
Statutory Audit Fees	1,356,990	987,185
Tax Audit Fees	360,750	248,175
Certification Charges	161,956	155,683
Total	1,879,696	1,391,043
24. EXTRA ORDINARY ITEMS WRITTEN OFF		
Recoverable Export Incentives from Government	66,004,197	0
Total	66,004,197	0

NOTES TO ACCOUNTS

- 25** As per the expert advise received by the management a sum of Rs. 6,60,04,197/- has been written-off during the year, being the amount recoverable from the government on account of export incentives. As and when, if received, such export incentive shall be accounted for as income.
- 26** The revised schedule VI as notified under the Companies Act, 1956 has become applicable to the company for presentation of its financial statements for the year ending March 31, 2012. The adoption of the revised schedule VI requirements has significantly modified the presentation and disclosures which have been complied with in these financial statements.
- 27** Hind Industries Limited (hereinafter referred to as 'the Holding Company') holds 81.30% shares of Equity Share Capital of Hind Agro Industries Limited (hereinafter referred to as 'the Subsidiary Company'). The Subsidiary Company has been incorporated under Companies Act, 1956 and follows the same financial year and reporting date as Holding Company.
- 28** The Subsidiary Company has taken loan from IFCI which has been restructured in the earlier years and the same has been shown in the Balance Sheet as per settlement with the financial institutions. Accordingly, a sum of Rs.79.25 lacs, have been Written Back as the liability which is no longer payable.
- 29** In Holding Company, the corporate loan of Rs. 3495.34 lacs from Jammu & Kashmir Bank is secured against property at A-1, Phase -1, Okhla Industrial Area, New Delhi 110 020, Personal Guarantee of Mr. Sirajuddin Qureshi, Mrs. Kiran Qureshi, Mr. Samar Qureshi, Dr. Naseem Qureshi, Corporate Guarantee of M/s Hind Agro Industries Ltd, Guarantee of M/s Islamuddin & Co. and M/s Hind Air Link Pvt Ltd and extended charge on property at 2A, A-Wing, Mittal Tower, Nariman Point, Mumbai of M/s Hind Air Link Pvt Ltd .
- 30** The current assets, loans and advances are realisable at the value stated in the balance sheet, in the ordinary course of business.
- 31** Balance under trade payable, trade receivable, loan and advances are subject to confirmation and reconciliation and consequent adjustments thereof.
- 32** Detailed accounting policies and Notes on Accounts of the Holding and Subsidiary Company are set out in their respective financial statements.
- 33** As also in case of Subsidiary company, Cess under section 441A of the Companies Act, 1956, has not been provided/ deposited in view of the fact that notification as required under the Act has not yet been issued by the Central Government.
- 34** There exists no indication for the management to conclude that any of its cash generating units impaired and accordingly no provision for impairment is required to be made in the financial statement.
- 35** Expenditure incurred on Salboni Project and Energy Project has been amortised as Intangible Assets and are being amortised accordingly over the period of 10 years.

36. RELATED PARTY DISCLOSURES

SR. NO.	NAME OF THE RELATED PARTY	NATURE OF RELATIONSHIP	NATURE OF TRANSACTION	DEBIT Rs. in Lac	CREDIT Rs. in Lac	BALANCE AMOUNT AS ON 31.03.2012 (Rs. In Lacs)
1.	Al-Mashriq Exports Pvt. Ltd.	i) Company in which KMP* are interested.	i) Business Transactions	0.03	0.03	NIL
		ii) Company in which Directors are interested.	ii) Business Transactions	918.93	498.01	Debit 688.02
2.	Eatcco Foods Pvt. Ltd.	i) Company in which KMP* are interested.	i) Business Transactions	0.01	0.01	NIL
		ii) Company in which Directors are interested.	ii) Business Transactions	0.03	0.03	NIL
3.	Islamuddin & Company	i) Firm in which KMP* are interested.	i) Rent	31.00	26.47	Credit 1.99
		ii) Firm in which MD is Partner.	ii) Rent	67.96	52.94	Debit 1.85
4.	Hind Air Link Pvt Ltd	i) Company in which KMP* are interested.	i) Business Transactions	0.02	25.00	Credit 24.98
		ii) Company in which Directors are interested.	ii) Business Transactions	27.06	105.15	Credit 84.90
5.	Hind Air Star Pvt Ltd	i) Company in which KMP* are interested.	i) Business Transactions	NIL	NIL	NIL
		ii) Company in which Directors are interested.	ii) Business Transactions	193.53	200.00	Debit 71.76
6.	Hind Air Services Pvt Ltd.	i) Company in which KMP* are interested.	i) Business Transactions	0.02	0.02	NIL
		ii) Company in which Directors are interested.	ii) Business Transactions	0.04	0.04	Debit 13.30
7.	Fast Trax Food Pvt Ltd	i) Company in which KMP* are interested.	i) Business Transactions	78.05	78.05	NIL
		iii) Company in which Directors are interested.	ii) Business Transactions	788.63	890.32	Debit 0.79
8.	Prime Packaging	Firm in which Directors are interested.	Supply of Packing Material.	272.94	269.70	Debit 6.73
9.	Samar Travels & Cargo Pvt Ltd	i) Company in which KMP* are interested.	i) Business Transactions	2.50	2.50	NIL
		ii) Company in which Directors are interested.	ii) Business Transactions	55.23	122.49	Debit 60.68
10.	Hind Biopharmaceuticals Ltd.	Company in which Directors are interested	i) Business Transactions	NIL	NIL	Debit 70.00
11.	Integrated Livestock Village Farm Pvt. Ltd.	i) Company in which KMP are interested	i) Business Transactions	486.03	486.03	NIL
		ii) Company in which Directors are interested	ii) Business Transactions	4240.24	4368.14	Credit 13.17
12.	Aliffa Agro (India) Pvt Ltd.	Firm in which KMP* are interested.	i) Business Transactions	NIL	NIL	NIL
13.	Hind Live Stock Development Foundation	Society in which Directors are interested	i) Business Transactions	0.20	NIL	Debit 0.66
14.	Hind Infra Engineers Ltd.	Company in which Directors are interested	i) Business Transactions	152.76	211.52	Credit 29.03
15.	Shri Sirajuddin Qureshi	i) KMP*	i) Remuneration	53.83	53.83	NIL
		ii) KMP*	ii) Rent	21.60	21.60	NIL
16.	Mrs. Kiran Qureshi	i) Relative of KMP*	i) Rent	202.00	202.00	NIL
		ii) Relative of KMP*	ii) Rent	32.40	32.40	NIL
17.	Dr. S. K. Ranjhan	Director	Consultancy	4.08	4.08	NIL
18.	Dr. Naseem Qureshi	KMP*	Remuneration	9.40	9.40	NIL
19.	Mr. Samar Qureshi	KMP*	Remuneration	34.84	34.84	NIL
20.	Mr. Anil Vanjani	KMP*	Remuneration	40.00	40.00	NIL
21.	Mr. R. K. Goel	KMP*	Remuneration	21.76	21.76	NIL

*KMP = Key Management Personnel.

37. EARNING PER SHARE

	2011-2012	2010-2011
Consolidated Profit after Tax	593.38 lacs	833.82 lacs
Less : Minority Interest	150.37 lacs	155.61 lacs
Balance Profit	443.01 lacs	678.21 lacs
Weighted No. of Shares	8636240	8636240
Consolidated Basic and Diluted Earning per share	5.13	7.85

38. CONTINGENT LIABILITIES

- i) **Claims against the Company not acknowledged as Debt:** Rs. NIL (Previous Year: NIL)
- ii) **Guarantees and other contingencies**

	2011-2012 (Rs. in lacs)	2010-2011 (Rs. in lacs)
a) Given to others	98.18	98.18
b) Given to Associate Company	1050.00	1050.00
c) Counter Guarantees executed by Bank	288.51	233.56

39. CONSOLIDATED SEGMENT REPORTING

As the company's business activity falls within a significant primary business segment viz. "Meat Products", the disclosure requirements of Accounting Standard (AS-17) "Segment Reporting", issued by the Institute of Chartered Accountants of India are not applicable.

40. Amounts due to small scale industrial undertakings / suppliers under the MSME Act, 2006

The company has not received any intimation from 'suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid / payable as required under the said Act could not be furnished.

41. DETAILS OF PURCHASES, SALES AND CLOSING STOCK FOR THE YEAR ENDED 31STMARCH, 2012

Part.	Opening Stock (MT)	Production (MT)	Sales (MT)	Value (Rs)	Closing Stock (MT)	Value (Rs)
Fresh	Nil	2000.300	2000.300	601117700	Nil	Nil
	(Nil)	(2678.700)	(2678.700)	(722795090)	(Nil)	(Nil)
Frozen	*10522.104	44501.321	44764.821	6642831821	*10522.104	1402521040
	(7380.485)	(59367.644)	(59226.025)	(7053889180)	(*10522.104)	(1295321499)

* Includes Good-In-Transit of 380.434 MT.
(Previous year figures are shown in brackets)

42. DETAILS OF RAW MATERIAL CONSUMED

Items	2011-2012		2010-2011	
	Qty. (M.T.)	Value (Rs.)	Qty. (MT)	Value (Rs.)
Fresh	2130.293	409627450	2750.870	505225836
Frozen	55934.877	5744141236	76184.133	6658971945

43. EXPENDITURE IN FOREIGN CURRENCY

	2011-2012 (Rs. In lacs)	2010-2011 (Rs. In lacs)
Travelling	67.35	61.04
Commission	188.69	264.55

44. VALUE OF IMPORTS

Value of Imports(CIF Value)	26.85	13.64
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45. EARNINGS IN FOREIGN CURRENCY

FOB Value of Export Goods	69608.62	74848.06
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46. The Ministry of Corporate Affairs, Government of India, vide General Circular no 2 and 3, dated 8th February, 2011 and 21st February, 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act, 1956, subject to fulfillment of conditions stipulated in the circular. The company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption.

The company shall make available the separate financial statements of the subsidiary to the shareholders of holding and subsidiary company whenever required at any point of time

Disclosure as required u/s 212 of the Companies Act, 1956:

PARTICULARS WITH REGARD TO SUBSIDIARY COMPANY

Name of Subsidiary	:	Hind Agro Industries Ltd
Country of Incorporation	:	India
Registered Address	:	Central Dairy Farm Complex, Anupshahr Road, Aligarh, U.P.- 202122.

		2011- 2012	2010-2011
1) Share Capital	:	331500700	331500700
2) Reserve	:	690851174	610454129
3) Total Assets	:	3981575362	3889800125
4) Total Liabilities	:	2959223488	2947845296
5) Investment Details	:	NIL	NIL
6) Turnover	:	7035129336	7013720790
7) Profit before Tax	:	94323359	1899530
8) Provision for taxes	:	18392633	18540086
9) Proposed Dividend	:	NIL	NIL

47. During the current year, figures of the Subsidiary Company have been rearranged, regrouped to make them comparable with the figures of the Holding Company.

48. Previous year's figures have been regrouped / restated wherever considered necessary to make them comparable with current year's figures.

For and on behalf of the Board

As per our report of even date attached
For & on behalf of

DR. S. K. RANJHAN
Director

DR. NASEEM QURESHI
Director

M. K. AGGARWAL & CO.
Chartered Accountants
(FRN - 01411N)

R. K. GOEL
Chief Financial Officer

MOHD. ALI SHAUKAT
General Manager
(Finance & Accounts)

M. S. MALIK
Company Secretary

C.A. (M. K. AGGARWAL)
Partner
(Membership No. 014956)

PLACE : NEW DELHI

DATE : 14.08.2012



Hind Industries Limited

Registered Office: A-1, Phase-I, Okhla Industrial Area, New Delhi-110 020

ATTENDANCE SLIP

L.F. No. _____ No. of Shares Held _____
DP/CLIENT ID _____

Name(s) in full	Fathers/Husband's Name	Address as Regd. with the Company/DP
1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____

I/We hereby record my presence at the 39th ANNUAL GENERAL MEETING of the Company held on Saturday, 22nd September, 2012 at 9.30 AM at A-81, Bipin Chandra Pal Memorial Bhavan, Chittaranjan Park, New Delhi-110 019 and any adjournment thereof.

SIGNATURE OF THE ATTENDING MEMBER/PROXY

THIS ATTENDANCE SLIP, DULY FILLED IN, IS TO BE HANDED OVER AT THE REGISTRATION COUNTER.
..... TEAR – HERE ✂



Hind Industries Limited

Registered Office: A-1, Phase-I, Okhla Industrial Area, New Delhi-110 020

PROXY FORM

I/We, being a member/members of Hind Industries Limited hereby appoint.....or failing him/her.....of.....as my/our proxy to vote for me/us and my/our behalf at the 39th Annual General Meeting to be held on Saturday, 22nd September, 2012 at 9.30 A.M. at A-81, Bipin Chandra Pal Memorial Bhavan, Chittaranjan Park, New Delhi-110 019 and any adjournment thereof.

L.F. No. _____ No. of Shares Held _____
DP/CLIENT ID _____

Name(s) in full	Fathers/Husband's Name	Address as Regd. with the Company/DP
1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____

Signature of Shareholder (s)
1. _____ 2. _____ 3. _____

Signature of Proxy (s)
1. _____ 2. _____ 3. _____

NOTE:

- The Proxies in order to be effective should be duly stamped, completed and signed and must reach at the Registered Office of the Company at least 48 hours before the time fixed for holding the aforesaid meeting.
- Proxy need not be a member of the Company.
- Proxy can not speak at the meeting or vote on show of hands.

Affix one Rupee Revenue Stamp.

BOOK - POST

If undelivered, please return to :



HIND INDUSTRIES LIMITED

Registered Office: A-1, Phase-1, Okhla Industrial Area,
New Delhi - 110 020