

NOTICE

To,
The Members,

NOTICE is hereby given that the **17th Annual General Meeting** of Nuway Organic Naturals (India) Ltd. will be held on Saturday, the 8th December, 2012 at 10.00 A.M. at Eagle Motel, Rajpura Town, District: Patiala, Punjab - 140 401 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2012, and Profit & Loss Account of the Company for the year ended 31st March, 2012 and the Reports of the Directors' and Auditor's thereon.
2. To appoint a Director in place of Mrs. Daisy Singh, who retires by rotation, and being eligible, offers herself for re-appointment.
3. To appoint a director in place of Mrs. Rosy Arora, who retires by rotation, and being eligible, offers herself for reappointment.
4. To appoint M/S Shanti Prashad & Co., (having Firm Registration No. 019923N) Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

Place : Delhi
Date : 10/11/2012

By order of the Board
For NUWAY ORGANIC NATURALS (INDIA) LTD

Sd/-
Manminder Singh Narang
Chairman & Managing Director

NOTES:

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.***
A BLANK PROXY FORM IS ENCLOSED.
2. ***MEMBERS/PROXIES SHOULD BRING THE ATTENDANCE SLIP DULY FILLED IN FOR ATTENDING THE MEETING.***
3. The Register of Members and Share Transfer Book of the Company will remain closed from 07th December, 2012 to 8th December 2012 (both days inclusive).
4. Members desirous of any information concerning the accounts and operations of the Company are requested to send their queries to the Company at least one week before the meeting, so as, to enable the management to keep information ready. Replies will be provided only at the meeting.
5. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company between 11.00 A.M. to 1.00 P.M. on all working days except Sundays and other holidays upto the date of the Annual General Meeting.

Place : Delhi
Date : 10/11/2012

By order of the Board
For NUWAY ORGANIC NATURALS (INDIA) LTD

Sd/-
Manminder Singh Narang
Chairman & Managing Director

DIRECTORS' REPORT

To,
The Members,
NUWAY ORGANIC NATURALS INDIA LTD

Your Directors have pleasure in presenting the 17th Annual Report along with the Audited Statement of Accounts of the company for the financial year ended 31st March, 2012.

FINANCIAL HIGHLIGHTS

	2011-12	2010-11
Total Income	472191004.92	96896377.77
Less Expenses	518250894.64	94101624.87
Profit/(Loss) before tax and extraordinary items	(46059889.72)	2794752.90
Extraordinary items	45000000	—
Profit/(Loss) before tax but after extraordinary items	(1059889.72)	2794752.90
Provision for Income Tax	—	800000
Profit/(Loss) after tax	(26019889.72)	712622.90
Net Profit	(26019889.72)	712622.90

DIVIDEND

In order to strengthen the financial position of the company, your directors are of the opinion that the profit is to be ploughed back in the working of the company. Therefore, no dividend is proposed for the year under review.

PERFORMANCE

The company has incurred a Loss of Rs.260.19 Lacs against the profit of Rs. 7.12 Lacs in the previous year.

FUTURE OUTLOOK

Your Company's distillery project at Rajpura which started last year is increasing production gradually and hopeful of garnering significant market share in coming years. Your company is doing reasonably well in other areas of cosmetic and portable water trading. It is expected that the vodka manufacturing plant will be commissioned in another 4-5 months. Therefore, your management expects a better financial performance in the times to come.

MATERIAL CHANGES

During the Year, Management have taken up various agenda such as Shifting of Registered office to Rajpura, forfeiture of Shares, Private placement of Shares, Extension of AGM for which all the requisite approvals from authorities and members was duly received.

Further, Management in their meeting dated 22nd September, 2012 considered and approved the preferential allotment of Equity Shares to the Promoter and Non promoter Group of the Company u/s 81(1A) of the Companies Act, 1956. The proceeds of the issue are proposed to be utilized to company's long term working capital requirements and other general corporate. The aforesaid matter was duly approved and passed by shareholder's Meeting as a Special Resolution in Extra Ordinary General Meeting(EGM) held on 26th October, 2012.

PUBLIC DEPOSITS

Your Company has not accepted any deposits with in the meaning of Section 58A of the Companies Act, 1956 read with (Acceptance of Deposits) Rules, 1975.

AUDIT COMMITTEE

Presently the Audit Committee comprises of two non-executive independent directors viz. Mr. Ashok Kumar as Chairman and Mrs. Ginny Singh and one non executive director Mrs. Daisy Singh as Members and Five meetings of the audit committee were held during the year.

The audit committee has met and reviewed the financial statements for the financial year ended 31.03.2012 and has not given any adverse observations. It has also recommended the re-appointment of M/s. Shanti

Prashad & Co., Chartered Accountants, as Statutory Auditors of the company.

AUDITORS' REPORT

Auditor report is annexed to the balance sheet attached in this annual report. There is no adverse qualification in the Auditors' Report, which needs to be clarified.

AUDITORS

M/s. Shanti Prashad & Co., Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting. The Company has received letter from them to the effect that their appointment, if made, would be within the limits prescribed U/s 224(1B) of the Companies Act, 1956. M/s. Shanti Prashad & Co., Chartered Accountants, are required to be reappointed as Statutory Auditors of the Company at the ensuing Annual General Meeting. Their appointment has also been recommended by the Audit Committee.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Mrs. Daisy Singh and Mrs. Rosy Arora retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Brief resume of the directors to be appointed at the forthcoming Annual General Meeting, nature of their expertise in specific functional areas and names of Companies in which they hold directorships and the membership / chairmanship of committees, of the Board as stipulated under Clause 49 of the Listing Agreement with the stock exchanges, is given in the section of corporate governance in the Annual Report.

All the directors of the Company have confirmed that they are not disqualified for being appointed/ reappointed as directors in term of Section 274(1)(g) of the Companies Act, 1956.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Provisions of Section 217(2AA) of the Companies Act, 1956 the Directors confirm:

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) that the directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE

As per Clause 49 of the Listing Agreement with Stock Exchange(s), a separate report on corporate governance along with certificate from Statutory Auditor regarding compliance with conditions of corporate governance forms a part of Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

As per Clause 49 of the Listing Agreement with Stock Exchange(s), a Management Discussion and Analysis is appended to the Annual Report.

PARTICULARS OF EMPLOYEES

There was no employee receiving remuneration during the year in excess of limits prescribed u/s 217 (2A) of the Companies Act, 1956, read with the Companies (Particular of employees) Rules, 1975.

CONSERVATION OF ENERGY TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

Information pursuant to Section 217(1)(e) of the Companies Act 1956 read with Companies (Disclosures of Particulars in the Report of Board of directors) Rules, 1988, is as follows:

CONSERVATION OF ENERGY

Your company continues to pay significant attention towards the conservation of energy and all necessary measures have been taken to optimize the use of electricity. Pursuant to the provisions of Section 217(1)(e) and Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, the information on Conservation of Energy and Technology Absorption is not applicable to the company. Therefore, the information as required to be given in Form A may please be treated as nil.

RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

Continuous efforts to bring in operational effectiveness and product up gradation through R&D activities are being made.

FOREIGN EXCHANGE EARNING AND OUTGO: (RS. IN LAC)

PARTICULARS	Year Ended 31.03.12	Year Ended 31.03.11
Foreign Exchange Earning	Nil	Nil
Foreign Exchange Outgo	Nil	Nil

EMPLOYEES RELATIONS

Your directors wish to place on record the appreciation for the dedicated services rendered by the workers, staff and executives of the Company at all levels who have contributed to the efficient and successful management of the Company.

LISTING

Presently the Company’s equity shares are listed at the following Stock Exchanges:

1. Bombay Stock Exchange Ltd. (BSE)
2. The Delhi Stock Exchange Association Ltd.

Further, listing fee for the financial year 2012-13 has been paid to BSE and The Delhi Stock Exchange Association Ltd.

ACKNOWLEDGEMENT

Your directors take this opportunity to offer their sincere thanks to various departments of the Central and State Governments, Banks and Investors for their unstinted support, assistance and valuable guidance.

Place : Delhi
Date : 10/11/2012

By order of the Board
For NUWAY ORGANIC NATURALS (INDIA) LTD

Sd/-
Manminder Singh Narang
Chairman & Managing Director

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Industrial Scene:

Presently your company is functioning in three segments, viz manufacturing of Cosmetics products, liquors and Mineral water, trading of cosmetics and liquors(Country & IMFL) and Mineral water trading of bottled soda and potable water.

The FMCG sector in India is at present, the fourth largest. Rural and Semi-Urban Segments, which in totality is projected to grow at an CAGR (Compound Annual Growth Rate) of 10% to carry forward its market size to over Rs.1,06,300 Crore from present level of Rs. 87,900 Crore, according to an analysis carried out by the Associated Chambers of Commerce and Industry of India (ASSOCHAM).

The growing penchant and insatiable appetite of rural and semi-urban folks for FMCG products will mainly be responsible for this development as their manufacturers will have to deepen their concentration for higher sales volumes in such niche areas.

Despite some of the negative aspects attributed to the Liquor Industry, there are many positive ones associated with the industry. In the past decade (2000-2010) there has been an upheaval of sorts for the industry. Although the government instills many an impediment to act as a deterrent for the growth, the alcohol industry is very important for the government. The industry is said to be estimated at Rs.55, 000 crores at retail value and generates revenues to the tune of Rs.30, 000 crores in spite of the fact that the per capita consumption of liquor in India is the lowest in the world. IMFL accounts for only a third of the total liquor consumption in India. Most IMFLs are cheap and 85 per cent of the brands are priced below Rs. 200 per bottle. India is the fastest growing alcoholic beverage market in the world and is set to reach "One Billion cases mark by year 2015". The Indian alcoholic beverages industry is expected to witness accelerating growth in coming years with the consumer base likely to expand fast. The domestic alcoholic drinks market has been growing at an astounding rate in the past few years. The growth rate is higher than other major Asian markets like China and South Korea.

The categories of bottled water in India are Packaged Natural Mineral Water and Packaged Drinking Water. Bottled water industry, colloquially called, the mineral water industry, is a symbol of new life style emerging in India. The packaged drinking water in India, which is estimated at Rs.850 crores with over 200 brands floating in the market, most of which have restricted territorial distribution. This is a growing market in India as quality consciousness among the consumers is on the rise. The bottled water market is growing at a rapid rate of around 20%.At this growth rate, the Rs 7000million per year market is estimated to overtake the soft drinks market soon. Multinationals, Coca-Cola, Pepsi, Nestle and others are trying to grab a significant share of the market. There are more than 180 brands in the unorganized sector. The small players account for nearly 19% of the total market. The per capita consumption of bottled water in India is less than half a litre per year, compared to 111 litres in France and 45 litres in the US. These points to the future potential beyond the high growth.

Financial Outlook

It is expected that the vodka manufacturing plant will be commissioned in another 4-5 months. Therefore, your management expects a better financial performance in the times to come.

Segment wise performance:

Segment wise performance is given in Note 40 of the Balance sheet as at 31/03/2012.

Opportunities:

India is one of the world's largest producers of FMCG goods but its exports are miniscule as compared to production. Though Indian Cos. has been going global, their focus is more towards Asian countries because

of the similar preferences. An expansion of horizons towards more and more countries would help the Company grow its consumer base and henceforth the revenues.

Threats:

The top five FMCG companies constitute nearly 70% of the total revenues generated by this sector. Multinational FMCG companies like Hindustan Unilever, ITC, Nestle, Procter & Gamble and GlaxoSmithKline Consumer Healthcare traditionally comprise the first category of FMCG companies. But the biggest worry for national players is the emergence of private labels, i.e. the in-house brands of retail companies. As retailers don't have to incur marketing costs on these in-house brands, they are cheaper than their branded counterparts

Company's Outlook

Your company has started with the commercial production of cosmetic products from the plant situated at Baddi, in Himanchal Pradesh. Further, it is expected plant for manufacturing of potato based vodka is in final stage of production. Therefore the management expects a better performance in the coming years.

Risks Management

The Risks Management policies of the Company ensures that all the moveable and immovable assets of the Company are adequately covered. The same are reviewed by the Board from time to time. Besides the Company is prone to usual risks of the business like change in demand, any change in export policy of the Government, International agreements on trade and tariffs etc.

Internal Control System

The Company has developed an internal control system and procedures to ensure efficient conduct of business and security of its assets. Management Information system has been developed through which production performance and financial dealings are monitored by management on regular basis.

Human Resources

The Company believes that the workers are the backbone of the Company. It is providing an opportunity to all the employees to utilise their full potential and grow in the organization. There was no strike or labour unrest during the last financial year. As on 31.03.2012 the total number of regular employees was around 200.

Report on Corporate Governance

1. Company's Philosophy on Corporate Governance

The Corporate Governance is about commitment to business values. Corporate Governance comprised of laws, rules, regulations affecting the manner in which the business of the company is conducted. Good Corporate Governance practices helps in achieving long term Corporate Goal of enhancing Stakeholders' value. Your Company strongly believes in Corporate Governance and endeavors to continually take initiatives to strengthen areas of corporate Governance.

2. Board of Directors

The Company has an Executive Chairman; the Board's composition meets the stipulated requirement of at least half of the Board comprising of independent Directors who have no material business relationship with the Company.

Details of Name, Composition, and Attendance record of directors for the year ended 31.03.2012 and the number of Directorship and Committee Chairmanship/ Membership by them in other companies are as follows:

Name	Category	Designation	No. of Meetings Held during the last fin.Year	No. of Meetings Attended	No. of Membership in Boards of Other Companies	Attendance of each Director at last AGM
Mr. Manminder Singh Narang	Promoter Executive Director	Chairman Cum Managing Director	17	17	7	Yes
Mr. Ashok Kumar	Non Promoter Non Executive Independent Director	Director	17	17	NIL	Yes
Mrs. Rosy Arora	Non Promoter Non Executive Independent Director	Director	17	17	5	Yes
Mrs. Anchal Narang	Promoter Non executive Director	Director	17	17	4	Yes
Mrs. Ginny Singh	Non Promoter Non Executive Independent Director	Director	17	17	2	No
Mrs. Daisy Singh	Promoter Non Executive	Director	17	5	1	No

3. Board Meetings

During the financial year 2011-11, 17 meetings of Board of Directors were held. These were held on 11.04.2011, 14.05.2011, 15.05.2011, 14.06.2011, 11.07.2011, 20.07.2011, 13.08.2011, 14.08.2011, 02.09.2011, 05.10.2011, 20.10.2011, 14.11.2011, 15.11.2011, 10.12.2011, 14.02.2012, 15.02.2012, & 26.03.2012. The intervening period between two meetings was well within the maximum time gap of 4 months as prescribed under Corporate Governance norms.

Board's Procedures

It has always been the Company's policy and practice that apart from matters requiring Board's approval by statute, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, collaborations, material investment proposals in joint venture/promoted companies, sale and acquisition of material nature of assets, mortgages, guarantees, donations, etc. are regularly placed before the Board. This is in addition to information with regard to actual operations; major litigation feed back reports, information on senior level appointments just below the Board level and minutes of all Committee Meetings.

4. Committees of the Board

a) Audit Committee

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board’s oversight responsibilities, an Audit Committee has been constituted by the Board comprising three Directors, all being Non-Executive with majority of them being independent. The Chairman of the Audit Committee is an independent Director. The Company Secretary acts as the Secretary to the Audit Committee.

The constitution of the Audit Committee also meets with the requirements under section 292A of the Companies Act, 1956. The terms of reference and powers of the Audit Committee are in keeping with those contained under Clause 49 of the Listing Agreement and the Act.

The Audit Committee specifically reviews:

- Management discussion and analysis of financial conditions and results of operations.
- Quarterly and Annual Financial Results.
- Annual budget and variance Reports.
- Significant related party transactions.
- Internal Audit Reports/ Cost Audit Report including letters on internal control weaknesses, if any, issued by Statutory/Internal Auditors.
- Recommendation for appointment of Statutory and Cost Auditors.
- Appointment and remuneration of Internal Auditors.

Five meetings of the Audit Committee were held during the year as against the requirement of minimum four meetings. The meetings were held on 14-05-2011, 13-08-2011, 02-09-2011, 14-11-2011 & 14-02-2012.

The details of constitution of the Committee and attendance at meetings are as under:

Name	Status	Designation	No. of Meetings held during the last fin. Year	No. of Meetings Attended
Mr. Ashok Kumar	Member/ Chairman	Non-Executive Independent Director	5	5
Mrs. Ginny Singh	Member	Non-Executive Independent Director	5	5
Mrs. Daisy Singh	Member	Non-Executive Promoter Director	5	5

The Chairman of the Audit Committee attends the Annual General Meeting to answer shareholders’ queries, if any.

b) Remuneration Committee

As no appointment of director at remuneration is made there is no requirement of Remuneration Committee. The same shall be reconstituted as and when required.

Reconstitution of Remuneration Committee

As and when the need of Remuneration Committee will arise, the same will be re-constituted.

Meeting of Remuneration Committee

No matter relating to managerial remuneration was dealt with the Board. Therefore, no meeting of Remuneration Committee was held during this period.

Remuneration Policy

Subject to the approval of the Board of Directors and the subsequent approval by the shareholders at the General Body Meeting and such authorities as the case may be, remuneration of the Managing/Whole-time Directors is fixed by the Remuneration Committee. The remuneration is fixed considering various factors such as qualification, experience, expertise, prevailing remuneration in the competitive industries, financial position of the Company, etc. The remuneration structure comprises basic salary, commission,

perquisites and allowances, contribution to provident fund and other funds in accordance with various related provisions of the Companies Act, 1956. The remuneration policy for Whole-time Directors is directed towards regarding performance, based on review of achievements. The non-executive Directors have not drawn any remuneration from the Company.

Disclosure on Remuneration paid to Directors

a) Executive Directors

No Remuneration was paid for the year ended March 31st, 2012 to Managing Director.

b) Non Executive Director

No sitting fee was paid to directors for attending the board meetings.

c) Investors Grievance and Share Transfer Committee

The Committee has been constituted to specifically look into redressal of shareholders and investor grievances such as transfer of shares, dividend and dematerialisation related matters. Presently, the Committee comprising of all non-executive directors viz, Mr. Ashok Kumar, Mrs. Ginny Singh & Mrs. Daisy Singh. There is no complaint pending.

General Body Meeting

Details about Last 3 years Annual General Meetings and Extra Ordinary General Meeting:

S. No.	Date	Nature of Meeting	Venue	Time	Special Resolution (S.R.)
1	16.01.2009	EGM	24A, Najaf Garh Road, Shivaji Marg, Delhi-15	10.00 A.M.	No S.R.
2	30.09.2009	AGM	22, Pratap Colony, Model Gram, Ludhiana	10.00 A.M.	No S.R.
4	27.09.2010	AGM	22, Pratap Colony, Model Gram, Ludhiana-02	10.00 A.M.	No S.R.
5	28.02.2011	EGM	22, Pratap Colony, Model Gram, Ludhiana-02	10.00 A.M.	No S.R.
6	30.09.2011	AGM	22, Pratap Colony, Model Gram, Ludhiana-02	10.00 A.M.	SR u/s 269 & 316 of Companies Act, 1956 was passed.

**Special Resolutions was duly passed.

* A resolution for Shifting of Registered office from Ludhiana to Rajpura was passed through Postal Ballot during the year under review.

* In an EGM, duly held dated 26th October, 2012 preferential allotment of Equity Shares was made to the Promoter and Non promoter Group of the Company u/s 81(1A) of the companies Act, 1956. The proceeds of the issue are proposed to be utilized to company's long term working capital requirements and other general corporate.

Disclosures

1. There are no materially significant related party transactions i.e. transactions material in nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. having potential conflict with the interest of the company at large. Details on materially significant related party transactions are shown in note no. 12 of schedule XII of the Balance Sheet as at 31/03/2012.
2. There has been no non compliance by the Company nor were any penalties or restrictions imposed on the Company by Stock Exchanges, SEBI or any other statutory authority on any matter related to capital markets during the last three years.
3. Presently, the Company does not have a Whistle Blower Policy However, no personnel of the Company has been denied access to the Audit Committee.
4. The Company has complied with all the mandatory requirements of Clause 49. As regard the non-mandatory requirements, Company tries to implement them to the extent possible.

Subsidiary Companies

The Company did not have any material non-listed Indian Subsidiary during 2011-12.

Risk Management Policy

The Company manages risks as an integral part of its decision making process. The Audit Committee and the Board of Directors are regularly apprised key risk assessment and risk mitigation mechanisms.

Code of Conduct

The Board of Director has laid down a Code of Conduct for all Board members and senior management personnel of the Company All Board Members and Senior Management Personnel have affirmed compliance with the Code on annual basis and the CEO Certificate to the Board of Directors contains a declaration to this effect.

Means of Communication

The Quarterly Financial Results of the Company were got published as per details.

General Shareholders Information

- a) Annual General Meeting : 17th Annual General Meeting
- Date : 8th December, 2011
- Day : Saturday
- Time : 10.00 A.M.
- Place : Eagle Motel, Rajpura Town, District: Patiala, Punjab-140 401
- Financial Year : 1st April, 2011 to 31st March, 2012

b) Financial Calendar

Tentative calendar of events for the financial year 2012-13 (April to March) is as under:

Adoption of Quarterly Financial Results for:

First Quarter- by 15 th August 2011	Third Quarter- by15 th February 2012
Second Quarter- by 15 th November 2011	Fourth Quarter- April/May 2012

c) Book Closure

Book closure is from 7th December, 2012 to 8th December, 2012 (both days inclusive) for the purpose of Annual General Meeting.

- d) The Board of Directors has not proposed any dividend for the current financial year.

e) Listing at Stock Exchanges

Stock Exchange	Scrip Code
Bombay Stock Exchange Ltd., Mumbai	531819
The Delhi Stock Exchange Association Ltd	13301

Listing fee for the year 2012-13 has been paid to BSE & DSE

Market Price Data

During the period suspension of trading in the company's scrip was revoked. Price of the Scrip as on 11-09-12 is Rs. 12.00

Shareholders Complaints

No Complaint is pending at the end of financial year 2011-12.

Distribution of Shareholding

Distribution of Shareholding as at 31.03.2012.

Shareholding	No. of Share holders	% of shareholders	No. of shares	% of shareholding
Up to 5000	105	46.88	50,500	1.0159
5001 to 10000	17	7.59	16,600	0.3359
10001 to 20000	9	4.02	18,000	0.3621
20001 to 30000	2	0.89	5,500	0.1106
30001 to 40000	8	3.57	30,200	0.6075
40001 to 50000	16	7.14	78,500	1.5792
50001 to 100000	22	9.82	2,02,500	4.0737
100001& above	45	20.09	45,69,100	91.9170
TOTAL	224	100.00	4970900	100.00

Categories of Shareholding as at 31.03.2012 is as under:

Category of Shareholders	No. of Shareholders	Total Number of Shares	Shareholding (as percentage of total shares)	Shares pledged or otherwise encumbered
SHAREHOLDING OF PROMOTER AND PROMOTER GROUP				
Individuals/HUF	8	8,40,000	16.898	0.00
Bodies Corporate	1	21,70,200	43.658	0.00
Sub-Total	9	30,10,200	60.556	0.00
PUBLIC SHAREHOLDING				
Individuals/ HUF	212	15,49,200	31.165	0.00
Bodies Corporate	3	04,11,500	08.278	0.00
Sub-Total	215	19,60,700	39.444	0.00
Total	224	40,90,700	100.00	0.00

Registrar & Transfer Agent/Investor Correspondence

Pursuant to the SEBI directive, the Company has appointed M/s Beetal Financial & Computer Services (P) Limited. as Share Transfer Agent for maintaining all the work related to share registry in terms of physical form. Shareholders can communicate with them for lodgement of transfer deeds and their queries at the following address:

Beetal Financial & Computer Services (P) Limited.

Beetal House, 3rd Floor, 99 Madargiri,
Behind Lock Shopping Centre,
Near Dad Harsukh Dass Mandir,
New Delhi-110062
Telephone : 011- 29961281, 29961282
Fax : 011- 29961284

Compliance Officer

Sh. Manminder Singh Narang
Chairman cum Managing Director
Corporate Office: 24A, Shivaji Marg,
Najafgarh Road, New Delhi - 110015
Phone no. 011-25115933-34
Fax: 011-25160499
E-mail: nuwaycare.12@gmail.com

Plant Locations:

Vodka Manufacturing Facility being put up

Devi Nagar, Distt. Patiala,
Tehsil, Rajpura (Punjab)

Cosmetics Manufacturing

27, Industrial Area,
Baddi, Himachal Pradesh

Dematerialization of Shares

Company has entered into agreement with NSDL and CDSL and has been allotted ISIN INE414L01012. However there was no demat request received at the end of the financial year 31st March, 2012.

Outstanding GDRs/ADRs/ Warrants or any Convertible Instruments, Conversion Date and likely impact on Equity

Company has not issued any GDRs/ADRs. Further, no other instrument has been issued which is convertible in to equity.

Brief Resume of the Persons to be appointed / reappointed as Director/ Managing Director. Details of Directors pursuant to clause 49 of the Listing Agreement:

PARTICULARS	Mrs. Daisy Sigh	Mrs. Rosy Arora
Age	52	44
Qualification	M.Com, Diploma in Marketing and Public Relations	B.Com
Experience	14	22
Directorship in Board of other Companies	1	5
Shareholding as on 31.03.2012	105000	12500

Place : Delhi
Date : 10/11/2012

By order of the Board
For NUWAY ORGANIC NATURALS (INDIA) LTD

Sd/-
Manminder Singh Narang
Chairman & Managing Director

DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT

To,
The Board of Directors,
Nuway Organic Naturals India Limited,

The Company has framed a specific Code of Conduct for the members of the Board of Directors and Senior Management Personnel of the Company pursuant to Clause 49 of the Listing Agreement with Stock Exchange to further strengthen corporate governance practices in the Company.

All members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no non compliance thereof during the year ended 31st March, 2012.

By order of the Board
For NUWAY ORGANIC NATURALS (INDIA) LTD

Sd/-
Manminder Singh Narang

Place : Delhi
Date : 10/11/2012

Managing Director (MD) / Chief Executive Officer (CEO) / Chief Financial Officer (CFO) Certification

To
The Board of Directors,
Nuway Organic Naturals India Limited,

I hereby certify to the Board that:

- a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2012 and that to best of my knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.
 - (ii) these statements together present a true and fair view of the company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transaction entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which I was aware and the steps I have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the auditors and the Audit committee
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statement; and
 - (iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

By order of the Board
For NUWAY ORGANIC NATURALS (INDIA) LTD

Sd/-
Manminder Singh Narang
Chairman & Managing Director

Place : Delhi
Date : 10/11/2012

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF LISTING AGREEMENT.

**To,
The members of the Nuway Organic Naturals India Limited**

We have examined the compliance of conditions of Corporate Governance by Nuway Organic Naturals India Limited for the year ended March 31, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our Examination has been limited to a review of the procedures and implementations thereof adopted by the company for ensuring compliance with the conditions of the certificate of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to best of our information and according to the explanations given to us and 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 .

We have been explained during the period under review no investor grievances have been pending against the Company as per the records maintained by the Company.

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

Sd/-

For Shanti Prashad & Co. (Chartered Accountant)

Satish Agarwal

Firm Regn No. FRN 019923N

Membership No. 505969

Place : Delhi
Dated : 10/11/2012

AUDITOR'S REPORT

TO THE MEMBERS OF NUWAY ORGANIC NATURALS INDIA LIMITED

We have audited the attached Balance Sheet of **NUWAY ORGANIC NATURALS INDIA LIMITED** as at 31st March, 2012 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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 includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

1. As required by the Companies (Auditor's Report) order, 2003 (as amended), issued by Central Government in terms of section 227(4A) of the Companies Act, 1956, we annex hereto a statement on the matters specified in paragraph 4 and 5 of the said order.
2. Further to our comments in the Annexure referred to in paragraph 1 above, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion, proper books of accounts as required by law have been kept by the company so far, as appears from our examination of such books at 22, Pratap Colony, Model Gram, Ludhiana, 141002.
 - (c) The Balance Sheet, Profit and loss and cash flow statement account referred to in this report are in agreement with the books of account.
 - (d) In our opinion, the Profit and Loss Account, the Balance Sheet and cash flow statement comply with the Accounting standards referred to in Section 211(3C) of the Companies Act, 1956, to the extent applicable.
 - (e) On the basis of the information received from the management, We report that none of the Directors is disqualified, from being appointed as a director of the company in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the said Balance Sheet, the Profit and Loss account and cash flow statement read together with the notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) in the case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2012;
 - (ii) in the case of the Profit and Loss Account, of the Loss of the Company for the year ended on that date and
 - (iii) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For Shanti Prashad & Company
Chartered Accountants

Sd/-

(Satish Agrawal)
Partner

M No. 505969/ FRN 019923N

Place : Delhi
Dated : 30th May 2012

ANNEXURE REFERRED TO IN PARAGRAPH 1 OF OUR REPORT OF EVEN DATE

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) As explained to us, all the fixed assets have been physically verified by the management during the year at reasonable intervals and we are informed that no material discrepancies were noticed on physical verification.
(c) The Company has not disposed off a substantial part of its fixed assets during the year and the going concern status of the Company is not affected
2. (a) The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the 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 records of inventory and the discrepancies noticed on physical verification of inventory as compared to book records, which were not material, have been properly dealt with in the books of account.
3. (a) The company has not granted any secured or unsecured loans to companies, firms or other parties covered in the registers maintained under Section 301 of the Companies Act, 1956 so clause 4(iii) (a), (b), (c) and (d) of Companies (Auditor Report) Order 2003 (as amended) is not applicable on the company.
(e) The company has taken fresh unsecured loan of Rs. 20 Lacs from persons covered in the register maintained under section 301 of the Companies Act, 1956. The year end balance of the loan taken from such persons is Rs.1017.96 Lacs.
(f) The terms and conditions of the loan are prima facie not prejudicial to the interest of the company.
(g) The repayment of loan and interest amount is regular.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods and services. There was no continuing failure to correct major weaknesses in the internal control systems.
5. (a) According to information and explanation given to us, we are in the opinion that the particulars of contract or arrangement referred to in section 301 of The Companies Act, 1956 have been entered in the register maintained under that section.
(b) In our opinion and as per information and explanations given to us, the transaction made in pursuance of contacts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 in respect of any party with which transaction during the year have been made at prices which are reasonable having regard to prevailing market price at the relevant time.
6. In our opinion and as per information and explanations given to us, we hereby of the opinion that since the company has not accepted any deposits covered U/s 58A and 58AA of the Companies Act, 1956 so this clause is not applicable on the company.
7. In our opinion, the company has a system of internal audit, which is commensurate with its size and nature of the business.
8. The Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Companies Act, 1956 for any of the products of the Company.
9. (a) According to the records of the Company, it is regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax and other applicable statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed statutory dues in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Wealth Tax, Service Tax, Sales Tax, Custom Duty, Excise Duty, and Cess were outstanding, as at 31st March, 2012, for a period of more

than six months from the date they become payable.

- (b) As per information and explanations given to us, there is no disputed amount in respect of sales tax, income tax, custom tax, wealth tax, service tax, excise duty or cess, which has not been deposited on account of any dispute.
10. The company has no accumulated losses at the end of the financial year. The company has not incurred cash losses in the financial year under audit and neither in the immediately preceding financial year.
 11. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.
 12. As explained to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
 13. Provisions of any special statute applicable to Chit Fund are not applicable to the Company.
 14. In our opinion the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provision of clause 4(xiv) of the Companies(Auditors report) Order, 2003 are not applicable to the company. On the basis of the information and explanation received by us from the management of the company, we report that The Investments made in shares is held in the name of the company.
 15. As informed to us by the management of the company, we report that the Company has not given any guarantee for loans taken by others from bank or financial institutions.
 16. During the year the company has availed various fresh term Loans for a sum of Rs. 465.20 Lacs from various financial institutions. Further In our opinion and according to information and explanations received by us from the management, we report that the term loans were applied for the purpose for which the loans were obtained.
 17. According to the information and explanations given to us and on as overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for long term investments. No long term funds have been used to finance short-term assets except permanent working capital.
 18. The Company has not made any preferential allotment of shares during the year to the persons covered in the register maintained under section 301 of Companies Act, 1956.
 19. The Company has not issued any debentures.
 20. The Company has not raised any money by public issue during the year.
 21. According to the information and explanation given to us no material fraud on or by the company has been noticed or reported during the year.

For Shanti Prashad & Company
Chartered Accountants

Sd/-
(Satish Agrawal)
Partner

M No. 505969/ FRN 019923N

Place : Delhi
Dated : 30th May 2012

BALANCE SHEET AS AT 31st MARCH, 2012

(in Rupees)

	Notes	As at 31.03.2012	Asa at 31.03.2011
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	5	115,405,750.00	115,405,750.00
(b) Reserves and Surplus	6	-18,463,928.55	7,555,961.18
		96,941,821.45	122,961,711.18
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	7	261,479,490.01	266,900,623.01
(b) Deferred Tax Liabilities (Net)		27,360,000.00	2,400,000.00
(c) Other Long Term Liabilities	8	155,767,265.00	106,240,057.00
(d) Long-Term Provisions	9	0.00	0.00
		444,606,755.01	375,540,680.01
(3) Current Liabilities			
(a) Short-Term Borrowings	10	36,162,723.50	0.00
(b) Trade Payables	11	90,573,879.73	23,322,405.03
(c) Other Current Liabilities	12	89,561,140.71	150,002,189.48
(d) Short-Term Provisions	9	2,333,966.00	2,333,966.00
		218,631,709.94	175,658,560.51
Total		760,180,286.40	674,160,951.70
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	13	453,108,098.08	27,198,421.50
(ii) Intangible Assets	14	639,796.00	0.00
(iii) Capital work-in-progress		20,708,820.70	447,408,899.78
		474,456,714.78	474,607,321.28
(b) Non-Current Investments	15	0.00	15,000,000.00
(c) Long-Term Loans and Advances	16	20,762,560.68	20,448,231.24
(d) Other Non-Current Assets	17	-	-
		495,219,275.46	510,055,552.52
(2) Current Assets			
(a) Inventories	18	88,346,759.04	7,917,586.91
(b) Trade Receivables	19	155,988,892.00	69,210,854.37
(c) Cash and Bank Balances	20	15,645,357.24	84,490,419.89
(d) Short-Term Loans and Advances	21	4,980,002.66	2,486,538.00
(e) Other Current Assets	22	0.00	0.00
		264,961,010.94	164,105,399.17
Total		760,180,286.40	674,160,951.69
Summary of significant accounting policies	4		
The accompanying notes are an integral part of the financial statements.		(0.00)	0.00

As per our separate report of even date annexed
For Shanti Prashad & Co.
 Chartered Accountants

ON BEHALF OF THE BOARD
 FOR NUWAY ORGANIC NATURALS INDIA LTD.

Sd/-
(Satish Agarwal)
 Partner
 M No. 505969/ FRN 019923N
 Place : Delhi
 Dated: 03/05/2012

Sd/-
(Manminder Singh Narang)
 Managing Director

Sd/-
(Rosy Arora)
 Director

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

(in Rupees)

	Notes	Year ended 31.03.2012	Year ended 31.03.2011
Income :			
I. Revenue from Operations	23	471,320,593.59	96,797,447.08
Less : Excise duty		0.00	0.00
Net Revenue from Operations		471,320,593.59	96,797,447.08
II. Other Income	24	870,411.33	98,930.69
III. Total Revenue (I+II)		472,191,004.92	96,896,377.77
IV. Expenses:			
Cost of Materials Consumed	25	230,154,781.09	4,062,643.55
Purchases of Trading Goods	26	115,606,993.22	85,155,295.05
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	27	(49,938,609.00)	533,912.46
Employee Benefit Expenses	28	13,954,163.00	946,020.00
Finance Costs	29	39,605,300.80	24,584.02
Depreciation and Amortization Expense	13/14	59,698,636.00	1,109,397.36
Other Expenses	30	109,169,629.53	2,269,772.43
Total Expenses		<u>518,250,894.64</u>	<u>94,101,624.87</u>
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		(46,059,889.72)	2,794,752.90
VI. Exceptional Items		0.00	0.00
VII. Profit before Extraordinary Items and Tax (V - VI)		(46,059,889.72)	2,794,752.90
VIII. Extra Ordinary Items (Profit on Sale of Non Current Investments)		45,000,000.00	0.00
IX. Profit before Tax (VII - VIII)		(1,059,889.72)	2,794,752.90
X. Tax Expense:			
(1) Current tax		0.00	800,000.00
(2) Deferred Tax	31	24,960,000.00	1,282,130.00
(3) Tax Adjustment for earlier years		0.00	0.00
XI. Profit/ (Loss) for the period from Continuing Operations (IX-X)		(26,019,889.72)	712,622.90
XII. Profit/ (Loss) for the Period		(26,019,889.72)	712,622.90
Earning Per Equity Share			
Basic/ Diluted	32	(5.23)	0.14
Summary of significant accounting policies	4		
The accompanying notes are an integral part of the financial statements.			

As per our separate report of even date annexed

For Shanti Prashad & Co.
Chartered Accountants

Sd/-
(Satish Agarwal)
Partner
M No. 505969/ FRN 019923N
Place : Delhi
Dated: 03/05/2012

ON BEHALF OF THE BOARD
FOR NUWAY ORGANIC NATURALS INDIA LTD.

Sd/-
(Manminder Singh Narang)
Managing Director

Sd/-
(Rosy Arora)
Director

CASH FLOW STATEMENT FOR THE FINANCIAL YEAR ENDED ON 31.03.2011

(in Rupees)

PARTICULARS	Year ended 31.03.2012	Year ended 31.03.2011
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax & Extra Ordinary Items	(46,059,889.72)	2,794,752.90
Depreciation	59,698,636.00	1,109,397.36
Interest and Finance Charges	39,605,300.80	24,584.02
Interest received	(548,732.00)	-
Operating Profit before Working Capital Changes	52,695,315.08	3,928,734.28
Adjustments for:		
(Increase)/ Decrease in Trade and other receivable	(89,585,831.73)	(14,461,073.00)
(Increase)/ Decrease in Inventories	(80,429,172.13)	1,076,035.00
(Increase)/ Decrease in Trade Payable, Other Long & Current liabilities	111,278,963.93	1,916,568.00
Cash Generated from operations	(6,040,724.85)	(7,539,735.72)
Direct Taxes	-	-
Net Cash from Operating Activities : (A)	(6,040,724.85)	(7,539,735.72)
B. Cash Flow from Investing Activities:		
Purchase of fixed assets	(59,548,029.50)	(228,267,270.00)
Sale of fixed assets	-	-
Interest Received	548,732.00	-
Sale of Investments	60,000,000.00	-
Net Cash Flow from Investing Activities (B)	1,000,702.50	(228,267,270.00)
C. Cash Flow from Financing Activities :		
Increase in Secured Borrowings (Short term and Long term) Net	67,003,760.50	184,990,123.00
Increase in Unsecured Borrowings (Short term and Long term) Net	(91,203,500.00)	119,000,000.00
Interest and Other Charges	(39,605,300.80)	(24,584.02)
Net Cash Flow from Financing Activities (C)	(63,805,040.30)	303,965,538.98
Net increase in Cash and Cash Equivalents (A+B+C)	(68,845,062.65)	68,158,533.26
Cash and Cash equivalents (Opening Balance)	84,490,419.89	16331886.00
Cash and Cash equivalents (Closing Balance)	15,645,357.24	84,490,419.26

As per our separate report of even date annexed
For Shanti Prashad & Co.
 Chartered Accountants

ON BEHALF OF THE BOARD
 FOR NUWAY ORGANIC NATURALS INDIA LTD.

Sd/-
(Satish Agarwal)
 Partner
 M No. 505969/ FRN 019923N
 Place : Delhi
 Dated: 03/05/2012

Sd/-
(Manminder Singh Narang)
 Managing Director

Sd/-
(Rosy Arora)
 Director

Notes to financial statements for the year ended 31st March 2012

1. Corporate information

Nuway Organics Natural India Limited(the Company) is a public limited company domiciled in India and incorporated on July 10, 1995 under the provisions of Indian Companies Act, 1956. The Company is in the business of the manufacturing beer, wine, whisky, rum, gin, vodka and other alcoholic/non alcoholic drinks. The company is having manufacturing plant for alcoholic drinks at Rajpura in Punjab. The company also deals in cosmetics items.

2. Basis of preparation

The financial statements are prepared on accrual basis under the historical cost convention in accordance with the generally accepted accounting principles in India and to comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956 including the Rules framed there under.

During the year ended March 31,2012, the revised schedule VI notified under the Companies Act,1956 has become applicable to the Company, for preparation and presentation of its financial statements. The adoption of revised schedule VI does not impact recognition and measurement principle followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The Company has also reclassified/ regrouped the previous year figures in accordance with the requirements applicable in the current year.

3. Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of the assets and liabilities on the date of financial statements and the reported amounts of revenue and expenses during the reporting period. Differences between actual and estimates are recognized in the period in which results get materialized.

4. Significant accounting policies:

a. Revenue recognition

Revenue/Income from sale of traded goods is recognized on dispatch of goods. Sales are exclusive of Sales Tax, whichever applicable.

Interest on deployment of funds is recognized on accrual basis. Dividend income is recognized on receipt. Profit on sale of investment is recognized on sale of investment.

b. Fixed Assets

Fixed Assets of the company were stated at cost of acquisition less accumulated depreciation. Cost is inclusive of freight, duties, levies, any directly attributable cost of bringing the assets to their working condition for their intended use.

c. Depreciation

Depreciation on fixed assets has been charged on Diminishing Balance Method at the rates prescribed in Schedule – XIV of the Companies Act, 1956, as amended in 1993. Depreciation on additions was charged on pro-rata basis relating to the period of use of such assets.

d. Inventories

Inventories are valued on the following bases :

Raw Material	At cost or net realisable value whichever is lower .Cost is ascertained on FIFO basis
Work-In-Progress	At cost or net realisable value whichever is lower. Cost includes direct material (net of Cenvat or Vat, if any) and direct labour and Proportion of Manufacturing overheads based on normal working capacity.
Finished goods	At cost (inclusive of Excise Duties) or net realisable value whichever is lower. Cost includes direct material (net of Cenvat or Vat, if any) and direct labour and Proportion of Manufacturing overheads based on normal working capacity.

e. Foreign Currency Transactions

Transactions in foreign currencies are translated at the exchange rates prevailing on the date of transaction in case of purchase of materials, sale of goods and other expenses. The exchange gains/losses on settlement during the year are recognized in the profit and loss account. In case, where the amount is not paid up to the balance sheet date, adjustment arising from exchange rate variations has been recognized in the profit and loss account.

Transactions in foreign currencies are translated at the exchange rates prevailing on the date of transaction in case of capital assets imported during the year. The exchange gains/losses on settlement during the year are recognized in the respective capital assets account as per notification no .GSR.225 (E) dated 31st March 2009 issued by Ministry of corporate Affair, Government of India. In case, where the amount is not paid up to the balance sheet date, adjustment arising from exchange rate variations attributable to the fixed assets including CWIP has been capitalized as per notification no. GSR 225(E) dated 31st March 2009 issued by ministry of corporate Affairs, Government of India.

f. Cash Flow Statement

Cash Flow Statement has been prepared on indirect method as per the guidelines and AS-3 issued by ICAI

g. Taxes on Income

Tax expense comprises current income tax and deferred income tax.

Income Tax is measured at the amount expected to be paid to the Tax Authorities in accordance with the Income Tax Act, 1961 using the tax rates as per the Tax Law that have been enacted or substantively enacted as on the date of the Balance Sheet.

Deferred Tax Assets and Liabilities are recognized on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods in accordance with the Accounting Standard 22 "Accounting for Taxes on Income", issued by the Institute of Chartered Accountants of India. Deferred Tax Assets and Liabilities are recognized using the tax rates as per the Tax Law that have been enacted or substantively enacted as on the date of the Balance Sheet.

h. Investments

Long Term Investments are carried at cost, however, provision for diminution in the value of Investment is made only if such a decline is other than temporary in the opinion of management.

i. Miscellaneous Expenditure

Expenses incurred for Capital Enhancement are capitalized in Pre-operative Expense (Pending Written off) and 1/5th of said expenses are being written off against the profits of the company.

j. Employee benefits

No Provision has been made for Gratuity during the year as the same is being accounted for on cash basis.

No Provision for earned leave has been made in the accounts for the year. It will be charged to revenue as and when paid.

k. Contingent Liabilities and Provisions

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is possible that there will be an outflow of resources. Contingent Liabilities are not recognized in the financial statements but are disclosed in the note of accounts. Contingent assets are neither recognized and nor disclosed in financial statements.

l. Borrowing Cost

Borrowing cost that are directly attributable to acquisition or construction of qualifying assets has been capitalized as part of such asset as per AS-16 on Borrowing Costs issued by the ICAI. All other borrowing cost are charged to revenue in the period when they are incurred.

m. Earning Per Share

EPS is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average no. of equity shares outstanding during the year as per AS-20 issued by the ICAI.

n. Impairment of assets

Fixed Assets are assessed annually on the balance sheet date having regard to the internal and external source of information so as to analyze whether any impairment of the asset has taken place. If the recoverable amount, represented by the higher of net selling price or the value in use, is less than the carrying amount of cash-generated unit the difference is recognized as impairment loss and debited to P&L account.

Suitable reversals are made in the book of account as and when the impairment loss ceases to exist or shows a decrease.

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
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5. Share Capital

Authorised Capital

85,00,000 (31 March 2011 : 85,00,000) Equity shares of Rs.10/- each	85,000,000.00	85,000,000.00
650,000 (31 March 2011 : 6,50,000) Preference Shares of Rs. 100/- Each	65,000,000.00	65,000,000.00
Total	<u>150,000,000.00</u>	<u>150,000,000.00</u>

Issued,Subscribed and Paid up Capital

Equity Shares

4,970,900 (31 March 2011: 5,249,600) Equity shares of Rs.10/- each	49,709,000.00	
Less: Unpaid Call money	–	49,709,000.00
		50,405,750.00

0.05% Preference Shares

650,000 (31 March 2011: 650,000) Preference Shares of Rs. 100/- Each, fully paid up	65,000,000.00	65,000,000.00
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Share Forfeiture

278,700 (31 March 2011: NIL) Equity Shares on which Rs. 2.50/- per share paid	696,750.00	0.00
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Total Issued, Subscribed and Paid Up Share Capital	<u>115,405,750.00</u>	<u>115,405,750.00</u>
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a. Reconciliation of the share outstanding as at the beginning and at the end of the reporting year:

	March 31, 2012		March 31, 2011	
	No.	In Rupees	No.	In Rupees
Equity Shares				
As at beginning of the year	5,249,600	50,405,750.00	5,249,600	50,405,750.00
Less:Share forfeited during the year	278,700	696,750.00	–	–
Balance As at end of the year	4,970,900	49,709,000.00	5,249,600	50,405,750.00
Preference Shares				
As at beginning of the year	650,000	65,000,000.00	650,000	
Balance As at end of the year	650,000	65,000,000.00	650,000	65,000,000.00

b. Notes/Terms/ Rights attached to Shares

Equity Shares

The company has only one class of Equity Shares having a par value of Rs. 10 per Share. Each holder of Fully paid equity is entitled to one vote per share.

In the event of Liquidation of the Company, The holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders

Preference Shares

The company has only one class of 0.05% Redeemable Preference Shares having a par value of Rs. 100 per share. The preference share are reedemable at 2% premium on face value at any time with prior notice of one month but before 20 years from allotment date (i.e. 31 March 2009)

c. Details of Shareholders holding more than 5% shares of the Company:

	March 31, 2012		March 31, 2011	
	No.	%	No.	%
Equity Shares				
RDM Care India Pvt. Ltd. (Formerly known as RDM Traders Pvt. Ltd.)	2170200	43.66	2170200	41.34
Preference Shares				
Three-N-Construction Pvt. Ltd.	100000	15.38	100000	15.38
Sonia Narang	150000	23.08	150000	23.08
RDM Care India Pvt. Ltd.	400000	61.54	400000	61.54

The above information is furnished on the basis of the shareholder register as at the year end.

d. Details of Shares Forfeited during the Last Five Financial Years

2,78,700 Equity Shares of of Rs. 10 each Partly paid up @ Rs. 2.50/- per Share in F Y 2011-12 (Total Amounting to Rs. 6.97 Lacs)

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
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6. Reserves and Surplus

(a) Surplus in the Statement of Profit & Loss

Balance as per last financial statements	7,555,961.17	6,843,338.27
Profit for the year	(26,019,889.72)	712,622.90
Less: Appropriations		
Dividend on Equity Shares	0.00	0.00
Tax of Equity Dividend	0.00	0.00
Transfer to General Reserve	0.00	0.00
Closing Balance	(18,463,928.55)	7,555,961.18
Total Reserve and Surplus	(18,463,928.55)	7,555,961.18

7. Long Term Borrowings

	Non Current Portion		Current Portion	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
Term Loans *				
Indian Rupees Loan From Banks (Secured)	176,616,169.01	167,988,123.01	35,724,000	17,002,000
	176,616,169.01	167,988,123.01	35,724,000.00	17,002,000.00
Finance Lease Obligations **				
Indian Rupees Loan From Banks (Secured)	2,363,321.00	-	1,127,670.00	-
	2,363,321.00	-	1,127,670.00	-
Deposits (Unsecured)				
Deposits From Shareholders	60,000,000.00	60,000,000.00	-	-
	60,000,000.00	60,000,000.00	-	-
Loan and Advances from Related Parties (Deposits)				
Key Management Personal	7,500,000.00	8,912,500.00	5,538,526.00	70,087,500.00
Associated Concerns	15,000,000.00	30,000,000.00	13,757,974.00	24,000,000.00
	22,500,000.00	38,912,500.00	19,296,500.00	94,087,500.00
Total of Long Term Borrowings	261,479,490.01	266,900,623.01	56,148,170.00	111,089,500.00

Notes :

*Term Loans are secured against Plant & Machinery, Buildings and all other fixed assets of Rajpura unit.

** Vehicle Loans (Hire Purchase Agreement) in terms of Finance Lease obligations are secured against vehicles acquired by the Company.

8. Other Long Term Liabilities

Trade Creditors	155,703,265.00	106,176,057.00
Security Deposits Received	64,000.00	64,000.00
	<u>155,767,265.00</u>	<u>106,240,057.00</u>

9. Provisions

(Rs. Lacs)

	As at March 31, 2012		As at March 31, 2011	
	Long Term	Short Term	Long Term	Short Term
Equity Shares				
Provision for Employee Benefits::				
Gratuity	0.00	0.00	0.00	0.00
Prov.for Leave Encashment	0.00	0.00	0.00	0.00
Others :				
Provision of Excise Duty on Finished Goods	0.00	0.00	0.00	0.00
Provision of Income Tax	0.00	2,333,966.00	0.00	2,333,966.00
	0.00	2,333,966.00	0.00	2,333,966.00

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
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10. Short Term Borrowings

Loans Repayable on Demand - From Banks (Secured):

Indian Rupee Loans from Banks

Cash Credit Facilities

36,162,723.50	0.00
36,162,723.50	0.00

Notes :

- i. Working Capital limits from Oriental Bank fo Commerce and secured by first parripassu charge by hypothecation of Raw Material, Finished Goods , Work in Process, Book Debts and second parripassu charge on entire fixed assets of the Company and further secured by personal guarantee of Directors of the Company. The applicable int rate is BR+3.5% (Present worked out at 14.25%)

11. Trade Payables

Trade Creditors

90,573,879.73	23,322,405.03
90,573,879.73	23,322,405.03

12. Other Current Liabilities

Current Maturities of Long Term Borrowings

Other Payables

Advance from Customers

Securtity Deposits

Other Liabilities

Provision for Expenses

Payable for Capital Goods

56,148,170.00	111,089,500.00
5,660,755.73	2,761,434.37
484,372.53	326,446.40
2,360,000.00	2,306,226.00
8,257,210.64	2,426,274.57
2,090,224.00	1,296,215.84
14,560,407.81	29,796,092.30
89,561,140.71	150,002,189.48

NUWAY ORGANIC NATURALS INDIA LIMITED

Note 13 & 14. Tangible and Intangible Fixed Assets as per Companies Act, 1956

S. NO.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
		OP. BAL AS ON 01.04.2011	ADD. PURCHASE DURING THE YEAR	LESS: SOLD DURING THE YEAR	CL. BAL AS ON 31.03.2012	DEP. UPTO 31/1/2011	DEP. DURING THE YEAR	ADJUSTED ON SALE TRANSFER	TOTAL DEPRECIATION	W.D.V. AS ON 31.03.2012	W.D.V. AS ON 31.03.2011
TANGIBLE ASSETS											
1	LAND & SITE DEVELOP	19,036,523.12	-	-	19,036,523.12	-	-	-	-	19,036,523.12	19,036,523.12
2	BUILDING	-	119,491,675.93	-	119,491,675.93	-	8,637,128.00	-	8,637,128.00	110,854,547.93	-
2	PLANT & MACHINERY	11,675,984.92	352,970,715.15	-	364,647,700.07	4,062,047.47	49,462,812.00	-	53,524,859.47	311,122,840.60	7,614,937.45
3	FURNITURE AND FITTINGS	159,353.00	6,090,296.50	-	6,249,649.50	98,263.94	776,413.00	-	874,676.94	5,374,972.56	61,089.06
4	DIES & Moulds	33,560.00	-	-	33,560.00	11,402.15	3,062.00	-	14,464.15	19,075.85	22,157.85
5	OFFICE EQUIPMENTS	29,450.00	391,537.00	-	420,987.00	-	30,937.00	-	30,937.00	390,050.00	29,450.00
6	VEHICLE	757,420.00	6,434,414.00	-	7,191,834.00	293,705.98	586,040.00	-	881,745.98	6,310,088.02	463,714.02
INTANGIBLE ASSETS											
1	TRADE MARKS	-	840,020.00	-	840,020.00	-	200,224.00	-	200,224.00	639,796.00	-
TOTAL (A)		31,693,291.04	486,218,656.58	-	517,911,849.62	4,465,419.54	59,698,636.00	-	64,164,055.54	453,747,854.08	27,227,871.50
WORK IN PROGRESS- TANGIBLE ASSETS											
		446,566,879.78	54,255,056.50	480,115,155.58	20,708,820.70	-	-	-	-	20,708,820.70	446,568,879.78
WIP-INTANGIBLE ASSETS		840,020.00	-	840,020.00	-	-	-	-	-	-	840,020.00
TOTAL (B)		447,406,899.78	54,255,056.50	480,955,175.58	20,708,820.70	-	-	-	-	20,708,820.70	447,408,699.78
GRAND TOTAL (A+B)		479,102,190.82	540,473,715.08	480,955,175.58	538,620,770.32	4,465,419.54	59,698,636.00	-	64,164,055.54	474,456,714.78	474,636,771.28

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
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15. Non Current Investment

Non Trade Unquoted Investment (Equity Instruments) :	0.00	15,000,000.00
	<u>0.00</u>	<u>15,000,000.00</u>

16. Long Term Loan and Advances

Unsecured but considered good

Capital Advance (for Fixed Assets)	4,336,615.17	3,426,985.64
Security Deposit	886,330.00	1,165,300.00
Advance to Suppliers		
For Trading Goods	15,489,162	15,846,945.60
For Others	50,454	9,000.00
	<u>20,762,560.68</u>	<u>20,448,231.24</u>

17. Other Non Current Assets

0.00	0.00
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18. Inventories

(Taken valued and certified by the management)

Raw Material	27,820,430.88	2,068,544.95
Work in Progress	4,632,606.00	0.00
Finished Goods	42,110,614.60	664,974.00
Trading Goods	4,236,036.00	375,673.60
Other (Packing material, consumable stores, Oil & Lubricants, steam coal & spare parts)	9,547,071.56	4,795,482.36
Miscellaneous Scrap	0.00	0.00
Goods in Transit - Raw Material	0.00	12,912.00
	<u>88,346,759.04</u>	<u>7,917,586.91</u>

19. Trade Receivables

(Unsecured but considered good unless otherwise stated)

Outstanding for over six months* (Considered Good)	152,342,338.25	26,187,519.17
Other Receivables	3,646,553.75	43,023,335.20
	<u>155,988,892.00</u>	<u>69,210,854.37</u>

*The ageing of receivables is from the date of receivable are due for collection as per the terms with customer

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
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20. Cash and Bank Balances :

Cash and cash equivalents

Cash in Hand	3,585,573.44	5,456,457.39
Balances with Banks :		
In current Accounts	7,833,944.80	79,033,962.50
In sweep Accounts	3,924,984.00	
Cheque/ Draft on Hand	-	-
Bank Balance (Other Than Above)		
In Fixed Deposit A/c (having Maturity Period more than One year) *	300,855.00	-
	<u>15,645,357.24</u>	<u>84,490,419.89</u>

* The Fixed Deposits are under lien against LCs, Bank Guarantees and other credit facilities availed from Banks

21. Short Term Loans and Advances

Unsecured but considered goods

Advance to Suppliers		
For trading Goods	0.00	0.00
For Others	59,484.00	0.00
Security Deposits to Customers	1,000,000.00	0.00
Advance recoverable in cash or in kind or for value to be received	2,507,829.66	48,750.00
Advances for Expenses	0.00	0.00
Balance with Revenue Authorities	0.00	0.00
Income Tax Refund due	172,382.00	172,382.00
Advance Income tax (Earlier Years)	1,184,770.00	1,090,200.00
Advance Income tax (AY 2012-13)	55,537.00	1175206.00
	<u>4,980,002.66</u>	<u>2,486,538.00</u>

22. Other Current Assets

Miscellaneous Expenditure (to the extent not written off or adjusted)	-	-
	<u>-</u>	<u>-</u>

23. Revenue from Operations

Sale of Products :		
- Manufactured Products	336,585,208.78	5,517,710.00
- Traded Goods	134,735,384.81	91,279,737.08
	<u>471,320,593.59</u>	<u>96,797,447.08</u>

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
24. Other Income		
Interest received	548,732.00	-
Amount written back	-	6,753.69
Misc.Receipts	321,679.33	92,177.00
	<u>870,411.33</u>	<u>98,930.69</u>
25. Cost of material consumed		
Inventory at the beginning of the year	6,864,027.31	7,406,150.26
Add : Purchases (Raw Material , Consumable etc)	259,327,492.37	3,520,520.60
Less : Inventory at the end of the year	36,036,738.59	6,864,027.31
	<u>230,154,781.09</u>	<u>4,062,643.55</u>
26. Purchase of stock in trade		
Trading Goods	115,606,993.22	85,155,295.05
	<u>115,606,993.22</u>	<u>85,155,295.05</u>
27. Increase/(Decrease) in finished goods,		
Work-In-Progress & Misc.Scrap		
Stock at Close		
Finished Goods (including inter-unit Goods in Transit - Rs. 1695410/-)	42,110,614.60	664,974.00
Work-in-Progress	4,632,606.00	0.00
Trading Goods	4,236,036.00	375,673.60
	<u>50,979,256.60</u>	<u>1,040,647.60</u>
Stock at Commencement :		
Finished Goods (including inter-unit Goods in Transit Rs. NIL)	664,974.00	1,524,966.91
Work-in-Progress	0.00	0.00
Trading Goods	375,673.60	49,593.15
	<u>1,040,647.60</u>	<u>1,574,560.06</u>
	<u>49,938,609.00</u>	<u>(533,912.46)</u>
28. Employee benefit expenses		
Wages and Salaries and Other Benefits	3,658,920.00	151,431.00
Workers Welfare	362,208.00	7,550.00
Salary to Staff and other benefits	9,472,770.00	734,098.00
Contribution to Provident and Other Funds	80,325.00	17,629.00
Staff Welfare	44,940.00	35,312.00
Staff Bus Exp.	335,000.00	0.00
	<u>13,954,163.00</u>	<u>946,020.00</u>

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
29. Financial Expenses		
Interest On Loans	39,284,383.00	0.00
Bank Charges	320,917.80	24,584.02
	<u>39,605,300.80</u>	<u>24,584.02</u>
30. Other Expenses		
Additional Goods/Sales Tax	7,000.00	4,813.00
Consumable Stores	502,245.60	41,903.00
Power and Fuel (Including Consumption of Rice husk)	75,102,505.65	225,060.00
Labour Charges	2,336,883.00	0.00
Licence Renewal Fee	1,000,000.00	0.00
Excise Deptt. Charges of CCTV Camera	842,864.79	0.00
Hologram (Excise)	2,067,795.00	0.00
Sales Promotion Expenses	2,025,099.00	0.00
Festival Exp.	580,102.00	0.00
Fire Expenses	0.00	21,629.00
Cash Handling Charges	21,856.00	0.00
Cleanliness Exp.	197,561.00	0.00
Short & Excess	(2,513.82)	2,431.03
Conveyance Expenses	24,740.00	30,280.00
Printing & Stationery	236,705.00	31,814.00
Repairs - Plant and Machinery / Genset and Turbine	4,011,756.31	0.00
Repairs - Electrical	453,320.25	0.00
Office Expenses & Repair (Others)	114,602.00	31,536.00
Miscellaneous Expenses	48,096.00	15,997.40
Travelling Expenses	766,581.00	0.00
Postage & Courier	2,692.00	0.00
Telephone Expenses	235,043.55	34,400.00
Rent paid (others)	646,500.00	396,000.00
Advertisement & Publicity	485,834.20	441,315.00
Insurance Charges	846,760.00	1,730.00
Rates, Taxes & fees	952,862.00	174,981.00
Commission paid	6,556,096.00	0.00
Rebate & Discount	193,400.00	0.00
Legal & Professional charges	556,850.00	184,753.00
Meeting Expenses	50,140.00	38,980.00
Auditor's Remuneration :		
Audit Fee	150,150.00	30,000.00
Freight Inward	397,733.00	0.00
Freight and forwarding	5,045,075.00	107,511.00
Gardening Exp.	414,084.00	0.00
Interest (Others)	395.00	0.00
Lab Expenses	117,029.00	0.00
Membership & Subscription	19,656.00	0.00
Pest Control	6,650.00	0.00
Processing Charges	19,926.00	0.00
Quality Cut & Shortage	101,077.00	0.00
Security Charges	423,215.00	60,118.00
Service Tax	132,535.00	904.00
Testing Charges	56,622.00	0.00
Vehicle Running & Maintainance	1,422,106.00	393,617.00
	<u>109,169,629.53</u>	<u>2,269,772.43</u>

(in Rupees)

	As at 31.03.2012	As at 31.03.2011
31. Deferred Tax Liabilities(Net)		
Timing Difference between dep.as per Co.'s Act & IT Act	84,338,349.93	-
Net Timming Difference	84,338,349.93	-
Deferred Tax Liability @ 32.445% on Net		
Timing Difference	27,363,577.64	-
Rounded to	27,360,000.00	-
Opening Balance of Deferred Tax Liability	2,400,000.00	-
Net Deferred Tax Amt. Charged to P/L Account	<u>24,960,000.00</u>	<u>-</u>
32. Earnings per share (EPS)		
Net profit attributable to equity shareholders	(26,019,889.72)	712,622.90
Weighted average number of equity shares	4,970,900.00	5,249,600.00
Earnings per share (basic/ diluted)- (Rs.)	<u>(5.23)</u>	<u>0.14</u>
33. Contingent liabilities not provided for in respect of :		
i. Outstanding Bill Purchased	-	-
ii. Outstanding LC	-	-
iii. Buyer's Credit	-	-
iv. Outstanding Bank Gaurantees	3.00	-
34. Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	30.00	
Estimated amount of contracts remaining to be executed on revenue account and not provided for	280.00	-
35 As per AS-15 on Employee Benefits, the short term employee benefits have been accounted on undiscounted basis.		
36 The company has received a subsidy of Rs 40 lacs from Punjab Electricity Development Corporation for installing turbines at Rajpura Unit and the same has been reduced from cost of acquisition of turbines as per AS-12 issued by ICAI.		
37 Borrowing cost of Rs. 49.44 lacs has been capitalized during the current financial year for qualifying fixed assets as per AS-16 issued by ICAI.		
38 In compliance of Accounting Standard 18 on "Related Party Disclosures" issued by the ICAI, details pertaining to related party transactions are as follows :		
A. I. Names of related Parties		
i. Key Management Personnel		
1. MANMINDER SINGH NARANG (Managing Director)		
ii. Relatives of Key Management Personnel		
1. ANCHAL NARANG		
iii. Associate Concerns		
1. SHIVAM COOL DRINKS PVT. LTD.		
2. THREE-N-PRODUCTS PVT LTD		
3. R.D.M. CARE INDIA PVT. LTD.		
4. AYUR INTERNATIONAL		
5. THREE-N-CONSTRUCTION PVT. LTD.		
6. PEARLS OF BEAUTY (FIRM)		
7. NARANG BROS. (FIRM)		

B. Transactions with related parties

Year ended 31st March 2012

Particulars	Key Mgt. Personnel	Relative of Key Mgt. Personnel	Associate Concerns	Total
		Amount in lacs		
Remuneration, HRA & Others	-	-	-	-
Interest paid	7,362,251.00	-	6,397,749.00	13,760,000.00
Purchase of Goods	-	-	83,288,893.13	83,288,893.13
Sale of Goods	-	-	126,273,866.74	126,273,866.74
Purchase of Fixed Assets (Tangible)	-	-	564,402.00	564,402.00
Job work Charges Paid	-	-	-	-
Rent Paid	112,500.00	130,000.00	240,000.00	482,500.00
Outstanding Balance of Deposits accepted	13,038,526.00	-	88,757,974.00	101,796,500.00
Amount Receivable	-	-	129,499,139.60	129,499,139.60
Amount payable	-	-	140,109,257.98	140,109,257.98
Sale of Investments	-	60,000,000.00	-	60,000,000.00

The transactions of Purchase and Sale of goods and material entered into with the relative parties as above are made for cash/cheque at prevailing market prices as determined by the management of the company.

39 The company has various cancelable operating leases for offices, Plant & Machineries that are renewable on annual basis and cancelable at the mutual consent of the lessee and lessor. Rental expenses for such operating lease recognized in profit & loss account with the purview of AS-19 on cancelable operating leases above is Rs 6,46,500/-

The Company has entered into finance lease arrangements for vehicles and Plant & Equipment. Some of the significant terms and conditions of such leases are as follows :

Vehicles and Plant & Equipment in Fixed Assets Schedule "13" include assets acquired under finance lease arrangements, the details of which are given below :

	31.03.2012	31.03.2011
Carrying amount as on 31st March, 2012	5,910,876.00	-
Gross book value as at the beginning of the year	-	-
Addition during the year	6,434,414.00	-
Less: Accumulated Depreciation	523,538.00	-
Net Book Value	5,910,876.00	-
Lease payments made during the year	260,009.00	-
Finance Charges recognised in P&L A/c	97,863.00	-

Particulars	2011-12			2010-11		
	Total	Future Finance Charges	Minimum lease payments at the balance sheet date	Total	Future Finance Charges	Minimum lease payments at the balance sheet date
Total minimum lease payments at the balance sheet date	4,150,628.00	659,637.00	3,490,991.00	-	-	-
Not later than one year	1,502,832.00	375,162.00	1,127,670.00	-	-	-
Later than one year but not later than five years	2,647,796.00	284,475.00	2,363,321.00	-	-	-

40 Primary Segment : The Company is primarily engaged in the business of Cosmetics, Mineral water, Liquor etc. hence the details of business segment is as follows:

Segment Revenue	31.03.2012	31.03.2011
Cosmetics	88,888,607.36	91,279,737.08
Water	47,141,004.81	5,517,710.00
Liquor	335,290,981.42	
Unallocated	15,870,411.33	98,930.69
Total	487,191,004.92	96,896,377.77
Segment Results		
Cosmetics	9,347,032.86	5,356,162.52
Water	8,979,014.49	1,577,142.64
Liquor	(20,256,348.40)	-
Unallocated	870,411.33	98,930.69
Total	(1,059,889.72)	2,794,752.90
Total Profit before tax	(1,059,889.72)	2,794,752.90
Income tax/ Deferred Tax	24,960,000.00	2,082,130.00
	<u>(26,019,889.72)</u>	<u>712,622.90</u>

Other Information

Segment Assets	Cosmetics	water	Liquor	Unallocated	Total
Fixed Assets (Including capital WIP/ expenses pending Capitalization)	5,825,372.24	634,477.14	467,996,865.40	-	474,456,714.78
Other Assets	124,837,423.63	65,407,262.54	93,679,372.45	1,799,513.00	285,723,571.62
					760,180,286.40
Segment Liabilities					
Capital and Reserve & Surplus				96,941,821.45	96,941,821.45
Long Term Borrowings			317,627,660.01		317,627,660.01
Short Term Borrowings			36,162,723.50		36,162,723.50
Deferred Tax Liabilities				27,360,000.00	27,360,000.00
Provisions				2,333,966.00	2,333,966.00
Other Liabilities	182,292,563.51	31,510,859.49	65,950,692.44	-	279,754,115.44
					760,180,286.40

Secondary Segment: Geographical segment has not been given as the company is not working in a separate economic environment which has effect on risk and return, which are different from the one in which the company is presently working.

41 In the opinion of the Management, the Current Assets, Loans and Advances have realizable value, which is at least equal to the amount at which they are stated. Letters of confirmation of balances are awaited in certain cases.

42 The company has not received any information from suppliers regarding their status under Micro, Small Scale and Medium Enterprises Development Act, 2006 and hence, disclosure , if any, relating to amounts unpaid at the year end together with any interest payable as required the said Act have not been given.

43 Raw material inventory

Material for Cosmetics	1,560,342.38	2,068,544.95
Nakku/ Grain	25,137,581.67	-
Flavours	535,491.55	-
Chemicals	587,015.28	-
	<u>27,820,430.88</u>	<u>2,068,544.95</u>

44 Work in progress inventory

Product in semi-finished condition	4,632,606.00	-
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(in Rupees)

	As at 31.03.2012	As at 31.03.2011
45 Finished goods inventory		
Cosmetics	372,389.72	664,974.00
Liquor	41,738,224.88	-
	42,110,614.60	664,974.00
46 Trading Goods inventory		
Mineral Water	4,236,036.00	37,364.00
Cosmetics	-	338,309.60
	4236036.00	375673.60
47 Sale of Manufactured Products		
Cosmetics	1,294,227.36	5,517,710.00
Liquor	322,172,891.42	-
Others Allied Products	13,118,090.00	-
	336,585,208.78	5,517,710.00
48 Sale of trading Goods		
Mineral Water	9,961,058.81	10,712,334.65
Cosmetics	124,774,326.00	80,567,402.43
	134,735,384.81	91,279,737.08
49 Consumption of raw materials		
Liquor	228,891,190.19	-
Cosmetics	1,263,590.90	4,062,643.55
	230,154,781.09	4,062,643.55
50 Purchase of traded goods		
Mineral Water	8,568,334.53	85,155,295.05
Cosmetics	107,034,919.60	-
	115,603,254.13	85,155,295.05

51 Percentage of Imported/Indigenous raw material

	31st March 2012		31st March 2011	
	%	Amount	%	Amount
Imported	-	-	-	-
Indigenous	100.00	230,154,781.09	100.00	4,062,643.55
	100.00	230,154,781.09	100.00	4,062,643.55

52 Value of Imports (CIF basis)	NIL	NIL
53 Expenditure in Foreign Currency	NIL	NIL
54 Earnings in Foreign Exchange		
Export (FOB)	NIL	NIL
55 Payments Made to Statutory Auditors (Excluding Service Tax)		
As Statutory Auditors	100,000	20,000
As Tax Auditors	50,000	10,000
56 Previous year's figures have been rearranged/regrouped wherever necessary to make them comparable with current figures.		

As per our separate report of even date annexed
For Shanti Prashad & Co.
 Chartered Accountants

ON BEHALF OF THE BOARD
 FOR NUWAY ORGANIC NATURALS INDIA LTD.

Sd/-
(Satish Agarwal)
 Partner
 M No. 505969/ FRN 019923N
 Place : Delhi
 Dated: 03/05/2012

Sd/-
(Manminder Singh Narang)
 Managing Director

Sd/-
(Rosy Arora)
 Director

NUWAY ORGANIC NATURALS INDIA LTD.

Regd. Office : House No. 6, Dashmesh Colony, ITI Road,
Rajputra Town, District : Patiala, Punjab - 140401

PROXY FORM

Regd. Folio No

I/We.....

of.....being a Member / Members

of NUWAY ORGANIC NATURALS INDIA LTD. hereby appoint.....

of.....or

failing him / her,.....of.....as

my / our proxy to vote for me/us on my / our behalf at the **17TH ANNUAL GENERAL MEETING** of the Company to be held on Saturday, the 8th December, 2012 at 10.00 A.M. and at any adjourment thereof.

Signed thisday of.....2012.

Signature

Affix Rs.1
Revenue
Stamps

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



NUWAY ORGANIC NATURALS INDIA LTD.

Regd. Office : House No. 6, Dashmesh Colony, ITI Road,
Rajputra Town, District : Patiala, Punjab - 140401

ATTENDANCE SLIP

TO BE HANDOVER AT THE ENTRANCE OF MEETING HALL, 17TH ANNUAL GENERAL MEETING-8TH DECEMBER, 2012

I/We hereby record my / our presence at the **17TH ANNUAL GENERAL MEETING** of the Company to be held on Saturday, the 8th December, 2012 at 10.00 A.M. at Eagle Motel, Rajputra Town, District: Patiala (Punjab)

Name of Share holder/Proxy* L.F. No

Address

No.of shares held

*Strike out which ever is not applicable

Signature of Member / Proxy

CORPORATE INFORMATION

CHAIRMAN & MANAGING DIRECTOR

Mr. Manminder Singh Narang

BOARD OF DIRECTORS

Mr. Ashok Kumar
Mrs. Ginny Singh
Mrs. Daisy Singh
Mrs. Rosy Arora
Mrs. Anchal Narang

COMPANY SECRETARY

Amit Shekhar

AUDITORS

M/s. Shanti Prashad & Co.
M-96, Connaught Place
New Delhi - 110001

Regd. Office

House No. 6, Dashmesh Colony, ITI Road,
Rajputra Town, District : Patiala, Punjab - 140401

Registrar and Share Transfer Agent

BEETAL Financial & Computer Services (P) Limited
99 Madangir, Behind Local Shopping
Centre, Near Dada Harsukhdas Mandir,
New Delhi - 110062

17TH ANNUAL GENERAL MEETING

Day : Saturday
Date : 8th December, 2012
Time : 10.00 A.M.
Place : Eagle Motel, Rajpura
Town, District: Patiala,
Punjab - 140 401

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