

Regd Off : G-1 Bajsons Industrial Estate, Cardinal Gracious Road, Chakala, Andheri
(East), Mumbai - 400099. Tel No. 91-22-28236755, Fax No. : 91-22-28236707

2008 - 2009

SEVENTEENTH ANNUAL REPORT

NIYATI INDUSTRIES LIMITED

NIYATI INDUSTRIES LIMITED

BOARD OF DIRECTORS

Mr. Yogesh M. Shah

Mr. Ravindra Joshi

Dr. Dharnendra B. Shah

Mr. Arvind M. Shah

Mr. Prakash C. Shah

AUDITORS

**M/s. JAYESH R. SHAH & CO.
Chartered Accountants**

B-2, Swagat, Ciba Society,
Amrut Nagar, Ghatkopar (W),
Mumbai - 400086.

REGISTERED OFFICE

G-1, Bajsons Industrial Estate,
Cardinal Gracious Road,
Chakala, Andheri (East),
Mumbai - 400099.

NOTICE

NOTICE Is hereby given that the Seventeenth Annual General Meeting of the Members of M/s. NIYATI INDUSTRIES LIMITED will be held at the Registered Office of the Company at G-1, Bajsons Industrial Estate, Cardinal Gracious Road, Chakala, Andheri (East), Mumbai – 400099. on Tuesday, 30th June, 2009 At 2.00 p.m. to transact the Following Business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Profit & Loss Account for the year Ended 31st March 2009 , Balance Sheet as on that date along with the Report Of Directors' and Auditors' thereon.
2. To Appoint a Director in place of Dr. Dharmendra B. Shah who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Arvind M. Shah who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/s. Jayesh R. Shah & Co. Chartered Accountants, retiring Auditors,, being eligible, offers for re-appointment and to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and authorize the Board of Directors of the Company to fix their remuneration.

Place: Mumbai

Dated: 3rd June, 2009

By order of the Board of Directors
For Niyati Industries Limited

Sd/-
(Yogesh M. Shah)
CHAIRMAN

Notes:

- 1) A member is entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy so appointed need not be a member of the company.
- 2) The Registrar of Members and the Share Transfer Books of the company will remain closed on 30th June to 1st July, 2009 (both days inclusive).
- 3) The form of proxy should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
- 4) The members intending to require information about accounts to be explained in the meeting are requested to inform the company in writing at least seven days in advance of the meeting.
Members are requested to please bring their copies of Annual Reports to the meeting.

Place :- Mumbai

Mumbai : 3rd June, 2009

By order of the Board of Directors
For Niyati Industries Limited

Sd/-
Yogesh M. Shah
Chairman

DIRECTORS REPORT

Dear Shareholders,

Your Directors have pleasure in submitting the sixteenth Annual Report along with the Audited Balance Sheet and Profit and Loss A/c for the year ended 31st March, 2009.

<u>FINANCIAL RESULTS (In Thousands)</u>	<u>31st March,2009</u> Amount ('000)	<u>31st March,2008</u> Amount ('000)
Turnover	587	4490
Net Profit Before Tax	144	54
Less: Provision For Tax	34	9
Profit After Tax	110	45
Add: Balance In Profit & Loss c/fd	1793	1748
Add: Transfer From General Reserve	NIL	NIL
 <u>APPROPRIATIONS</u>		
Prior Period Adjustment	NIL	NIL
General Reserve	NIL	NIL
Provisions Written Back	NIL	NIL
Balance C/f:	1903	1793

DIVIDEND

In view of losses during the year, the directors do not recommend any dividend on equity shares for the year ended on 31.3.2009.

OPERATION

The major operations of the company are in the field of Share Investment & Share Trading. The depression and liquidity crunch in capital market affected company's operations very badly, which has resulted in very low profitability.

Your Company had planned to start activities in the field of infrastructure development and accordingly has made an investments in the shares of Energy and Infrastructure development company. Your Company may start its own operations in that field. On the past, leasing business front, the Company has continued its efforts with its legal proceedings for recovery of its dues, hence it can not be written off. Of the own assets, Wind Turbine Generator, the Company can not write off the same as the legal proceedings are going on against the Insurance Company and Company is hope full to win the case. The adjustment shall be made in the books of accounts on finalization of the legal suit which is in the last stage.

CORPORATE GOVERNANCE:

In order to enhance customer satisfaction and stakeholder value, your Company continues to benchmark its Corporate Governance practices that are best.

Your Company has complied with the mandatory requirements of clause 49 of the listing agreement entered into with the Stock Exchanges regarding the Corporate Governance for the Financial Year 2008 - 09. The compliance report along with Auditors Certificate is provided in the Corporate Governance Report annexed to this report.

DIRECTORS

Dr. Dharmendra B. Shah & Mr. Arvind M. Shah retire by rotation but eligible, offer themselves for reappointment.

AUDITORS

M/s. Jayesh R. Shah & Co., Chartered Accountants, retires from the office of auditor of the Company and being eligible, offer themselves for reappointment.

DEMATERIALIZATION

As the Members are aware your company shares are tradable compulsorily in electronic format your company has established connectivity with the depositories with National Securities Depository Limited (NSDL), and Central Depository Services (India) Limited (CDSL). In view of enormous advantages offered by the Depository system, Members are requested to avail the facility of dematerializations of the Company's Shares on depositories as aforesaid.

FUTURE PROSPECTS

The Company is presently engaged in business of investments and dealing in securities. In the last year had diversified into the business of infrastructure development, but it requires a huge finance and Company could not get the required finance. The directors of the company are planning to enter in to that business by acquiring shares or investing in to the shares of Infrastructure Company, which would benefit the Company in the long run.

PARTICULAR REQUIRED TO BE FURNISHED BY THE COMPANIES (DISCLOSURE OF PARTICULAR IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988:

- (1) Parts A and B pertaining to conservation and technology absorption are not applicable to the company.
- (2) Foreign exchange earning & outgoing:
- | | |
|-----------------------------|-----------|
| Foreign exchange earnings | : Rs. NIL |
| Foreign exchange out-goings | : Rs. NIL |

PARTICULARS OF EMPLOYEES

Information as per section 217(2) of the Companies Act, 1956 read with Companies (particular of employees) Rules, 1975, is not applicable as none of the employees have earned an aggregate remuneration in excess of the limit specified in the section.

H) DIRECTORS RESPONSIBILITY STATEMENT PURSUANT TO NEW SEC.217(2AA) OF THE COMPANIES ACT, 1956.

As required under the added sec.217 (2AA), the Directors state as under.

- a. that in the preparation of the annual accounts, the applicable accounting standards have been followed.
- b. that the Directors have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the Company for the year.
- c. that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. that the Annual Accounts have been prepared on a going concern basis.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation of the co-operation and assistance received from the company's shareholders, executive and staff in helping the company to achieve its goals.

By order of the Board of Directors
For Niyati Industries Limited

Sd/-
Yogesh M. Shah
Chairman

Place : Mumbai
Dated : 3rd June, 2009

CORPORATE GOVERNANCE (ANNEXURE TO DIRECTORS' REPORT)

Company's Philosophy on Corporate Governance

Corporate Governance is an ongoing process that ensures that the Company displays the highest standards of professionalism, integrity, accountability, fairness, transparency, social responsiveness and business ethics in its dealings. Good Corporate Governance is a critical doctrine to the global economic system, enabling the business to not only effectively and efficiently achieve its corporate objectives but also develop a structure and methodology to sustain its survival in a globally competitive environment.

Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity in all facets of its operations and in all interactions with its Shareholders, Depositors, Debenture holders, Employees, Creditors, Debtors and Regulatory Authorities.

BOARD OF DIRECTORS

Niyati Industries Limited's Board comprises of Five Directors, of which one is Executive Director designated as Chairman & Managing Director and the rest are Non-Executive Directors. As per the requirement of the Clause 49 of the listing agreement more than half of the members are Independent Directors.

A brief profile of the Directors is given below:

Mr. Yogesh M. Shah (51 years) is the Chairman and Managing Director of the Company, is a tax and Financial consultant.

Mr. Ravindra V. Joshi (63 years) is fellow Member of the Institute of Company Secretaries of India since 1979 and a practicing Company Secretary. He is also senior Corporate adviser to many public Limited Companies in India

Dr. Dharmendra B. Shah (60 years) is a practicing Doctor with experience of 37 years.

Mr. Arvind M. Shah (50 years) is a tax consultant.

Mr. Prakash C. Shah (58 years) is a business man residing at Ahmedabad having a Textile Trading Business since last 34 years.

BOARD MEETINGS

Sri Yogesh M. Shah, Chairman & Managing Director of the Company, generally Chairs the Board Meeting, during the financial year ended 31st March, 2009. Five (5) Board Meeting were held i.e. on 18/06/2008,30/07/2008,30/10/2008,23/1/2009, & 31/3/2009.

Attendance of each Director at the Board Meetings and the last Annual General Meeting

Directors	No. Of Board Meetings	Whether Attended
	Attended	Last AGM
Mr. Yogesh.M. Shah	5	Yes
Mr. Ravindra Joshi	5	Yes
Mr. Arvind M. Shah	5	Yes
Mr. Prakash C. Shah	3	Yes
Dr. Dharmendra B. Shah	3	Yes

COMMITTEES OF THE BOARD / AUDIT COMMITTEE

The Company has constituted an Audit Committee which is comprised of the Non-Executive Directors majority of them being Independent. The members of the audit committee are Sri Ravindra Joshi & Sri Arvind M. Shah & Mr. Prakash C. Shah.

Terms of reference to the Audit Committee is primarily to Supervise the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible, to appoint and fix the remuneration of internal auditors, to review the internal and external audit reports, the adequacy of internal control systems and to review the Company's financial and risk management policies.

Two (2) such Meetings of the committee were held during the period under review. The meetings were held on 30/07/2008 & 31/03/2009.

Meetings and Attendance of members of the Audit Committee during the Financial Year 2008 – 2009

Member	No. of Meetings Attended
Mr. Ravindra Joshi	2
Mr. Arvind M. Shah	2
Mr. Prakash C. Shah	2

REMUNERATION COMMITTEE

The Board Of Directors itself comprised the remuneration committee and decide and review the Managerial Remuneration.

Remuneration to Directors:

Sri Yogesh M. Shah Chairman & Managing Director is the only Executive Director on the Board, rest are Non-Executive Independent Directors. Salary Drawn by Shri Yogesh M. Shah for the financial year 2008 - 09 is Rs Nil

SHAREHOLDER GRIEVANCE COMMITTEE

The Board has constituted a committee comprising of Two Directors Sri. Ravindra Joshi and Sri Arvind M. Shah to look in to the grievance of shareholders and investor.

Analysis of Shareholders Correspondence during the year under consideration:

Nature Of	Received	Redressed
Correspondence	Nil	Nil
Change of Address	Nil	Nil
Demat Request	Nil	Nil
Annual Report	Nil	Nil

Details of the Last Three General Meetings:

Meeting	Date and time	Place	Special
	Of A.G.M.		Resolution Passed
14 th A.G.M.	23/08/2006	Regd. Office	No
	10.00 a.m.		
15 th A.G.M.	26/06/2007	Regd. Office	No
	10.00 a.m.		
16 th A.G.M.	21/8/2008	Regd. Office	Yes U/s. 372A for Investments
	2.00 p.m.		

DISCLOSURE:

The details of the transaction with related parties are given in the Notes to the accounts of Auditors Report. The transaction is in the natural course of the business and is not in conflict with the interest of the Company.

There were no instance of non compliance of any matter relating to the Capital Market and no penalties were imposed on the company by Stock Exchanges or Securities & Exchange Board of India or any other Statutory Authority on any matter relating to capital Markets.

INTERNAL CONTROLS:

Management feels that the internal controls in place are sufficient considering the complexity, size and nature of operation of the Company.

MEANS OF COMMUNICATION

The Board of Directors of the company approves and takes on record the Un-audited/Audited financial results in the prescribed proforma of the Stock Exchange on a quarterly basis. The results are announced to all the Stock Exchanges where the shares of the Company are listed,

GENERAL SHAREHOLDERS INFORMATION

17th Annual General Meeting

Date & Time : Tuesday the 30th June, 2009
At 2.00 p.m.

Venue : G-1, Bajsons Industrial Estate,
Cardinal Gracious Road,
Chakala, Andheri (East),
Mumbai – 400099

Date of Book Closure : 30/06/2009 To 01/07/2009

Listing on Stock Exchange:

The Stock Exchange, Mumbai
(Stock Code : 511523)
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street, Mumbai – 400023.
Ph: 022-2272 1234 Fax: 022-2272 2082

Listing Fee

The Company has paid Listing Fees to all Stock Exchanges where the shares are listed within due date. Your Company is strictly observing all the clauses of the Listing agreement entered into with the Stock Exchanges and there are no investor complaints pending against the Company.

ADDRESS FOR CORRESPONDENCE:

The Company has appointed Share Transfer Agents M/s. Purva Sharegistry (India) Pvt. Ltd. as the Share Transfer Agents of the Company.

M/s. Purva Sharegistry (India) Pvt. Ltd.
Shiv Shakti Indl. Estate, Gala No. 9,
J. R. Boricha Marg, Sitaram Mill Compound,
Mumbai – 400011.
Ph: 022-23010771 / 23016761.

Shareholders are requested to address their correspondence relating to Share Transfer, Transmission, Demat, Remat, Change of Address, Change of Bank Mandate etc.

DEMATERIALIZATION OF SHARES:

Over 79% of the Company's paid-up equity share capital has been Dematerialized upto 31st March, 2009. Trading in Equity Shares of the Company is permitted only in Dematerialization form as per notification issued by the Securities Exchange Board of India (SEBI)

Accordingly the Company has entered into an agreement with the following Depositories, which are providing the services of dematerialization of equity shares.

National Securities Depository Limited (NSDL)

4th Floor, 'A' Wing, Trade World,

Kamala Mills Compound,

Senapati Bapat Marg,

Lower Parel, Mumbai – 400 013.

Tel.: 2499 4200 Fax : 2497 2993

And

Central Depository Services (India) Limited (CDSL)

Phiroze Jeejeebhoy Towers

17th Floor, Dalal Street,

Mumbai – 400001.

Tel.: 22723333 Fax : 22722072

Shareholders can approach the Depository Participants of the above Depositories for Dematerialization for their Shares

Details of the dematerialization of shares completed upto 31st March, 2009

Number of shares Dematerialised		
NSDL	CDSL	Total
18,718,713	11,224,687	29,943,400

SHAREHOLDING PATTERN :

Share holding pattern of the Company as on 31st March, 2009 is as follows

CATEGORY	PHYSICAL		ELECTRONIC		TOTAL	
	No. of Shares	%	No. Of Shares	%	No. of Shares	%
A. Promoters' holding						
- Indian Promoters	2,223,750	5.92	4,438,658	11.81	6,662,408	17.73
- NRI Promoters						
- Bodies Corporate	436,250	1.16	50,950	0.14	487,200	1.30
B. Non-Promoters Holding						
Institutional Investors						
Banks, FIs			2,420,000	6.44	2,420,000	6.44
Corporate Bodies	17,500	0.05	2,954,026	7.86	2,971,526	7.91
Indian Public	4,957,850	13.19	19,930,551	53.04	24,888,401	66.23
NRIs/OCBs			149,215	0.40	149,215	0.40
GRAND TOTAL	7,635,350	20	29,943,400	80	37,578,750	100

Distribution Schedule (As on 31st March, 2009):

SHARE HOLDING OF NOMINAL VALUE OF		NUMBER	% TO TOTAL	IN RS.	% TO TOTAL
(1)	(2)	(3)	(4)	(5)	(6)
UPTO	5,000	3330	76.04	6,826,314	17.55
	5,001	513	12.17	4,434,004	11.68
	100,001	246	5.49	3,870,823	9.68
	20,001	111	2.51	2,822,994	7.11
	30,001	43	1.19	1,533,368	4.81
	40,001	29	0.69	1,372,779	3.72
	50,001	40	1.07	2803567	8.44
	100,001	37	0.84	13914901	37.00
	AND ABOVE				
TOTAL		4349	100.00	37,578,750	100.00

Stock Market Data

Monthly closing high and low quotation of shares traded on The Stock Exchange, Mumbai (BSE) for the year 2008 - 2009

Month	High (Rs.)	Low (Rs.)
April	1.16	0.74
May	1.05	0.77
June	0.84	0.59
July	0.77	0.56
August	0.73	0.56
September	0.74	0.50
October	0.55	0.37
November	0.55	0.38
December	0.52	0.38
January	0.38	0.31
February	0.34	0.27
March	0.33	0.23

CERTIFICATE ON CORPORATE GOVERNANCE

To The Members of M/s. Niyati Industries Limited;

We have examined the compliance of conditions of Corporate Governance of **M/s. Niyati Industries Limited**, for the year ending 31st March 2009, 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 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders / Investors Grievance Committee.

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

**For Jayesh R. Shah & Co.
Chartered Accountants**

Sd/-
(Jayesh Shah)
Proprietor
Membership No.033864

Place : Mumbai
Date : 3rd June, 2009

AUDITORS REPORT

To,
The Members of
NIYATI INDUSTRIES LIMITED

We have audited the Balance Sheet of **NIYATI INDUSTRIES LIMITED** as on 31st March 2009 and also the Profit and Loss Account 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 our 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 misstatements. An audit includes examination, 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 the management, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

In accordance with provision of Section 227 of the Companies Act, 1956, we report as under:

1. We have obtained all the information & explanations, which to the best of our Knowledge & belief were necessary for the purpose of our audit.
2. In our opinion, proper books of accounts as required by the law, have been kept by the company so far as it appears from our examination of the books.
3. The Balance Sheet & Profit & Loss Account dealt by this report are in agreement with the books of account.
4. In our opinion, the Balance Sheet, the Profit & Loss Account and the Cash Flow Statement dealt with by this report, comply with the accounting standards referred in sub section 3 (C) of section 211 of the Companies Act, 1956, to the extent applicable, *Subject to the following :*
Note No.8 of Notes to the accounts regarding non compliance of Accounting Standard-15 " Accounting for retirement benefit in the financial statements of employer" in respect of Gratuity accounting on cash basis.
Note No.9 of Notes to the accounts regarding non compliance of Accounting Standard-28 "Impairment of Assets"
5. On the basis of the written representation received from the Directors and taken on record by the Board of Directors, we report that none of the Directors of the Company, i.e. Niyati Industries Ltd. As on 31st March, 2009 is disqualified for appointment as a director in the aforementioned company in terms of clause (g) of sub section (1) of Section 274 of the Companies Act, 1956 on the said date.
6. In our opinion and to the best of our information and according to the explanation given to us, the said accounts together with the notes and Schedule thereon give the information required by the Companies Act, 1956 in the manner so required and give a true & fair view in conformity with the accounting principles generally accepted in India.
 - (i) In case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2009.
 - (ii) In the case of Profit & Loss accounts, of the profit for the year ended on that date.
 - (iii) In the case of cash flow statement, of the cash flows for the year ended on that date.

7. As required by the Companies' (Auditor's Report) Order, 2003 and according to the information and explanation given to us during the course of the audit and on the basis of such checks as were considered appropriate, We further report that:
- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situations of fixed assets
(b) As explained to us by the management, it is not possible to verify the existence of the leased assets as every one has stopped paying lease rent since many years and legal proceedings are initiated by the Company against them. As regards own assets, the Wind Turbine Generator, which was installed at Bhatiya, Dist. Porbandar, Gujarat., which had fell down due to mechanical fault. The machine was kept at the site only to claim the Insurance. The claim is still pending in the court and the management has not done any verification of the machine at the open site whether it is lying there or not. As explained to us, it is not possible to keep a track at the site as it is situated at very remote place. Therefore it is not possible for the management to say about the discrepancies if any.
(c) During the year, the Company has not disposed off any substantial part of fixed assets.
 - (ii) (a) As per the information furnished, the inventories have been physically verified by the management during the year at reasonable intervals, having regard to the nature of stocks, the frequency of the physical verification is reasonable.
(b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of the inventories followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business;
(c) The Company has maintained proper records of inventories. In our opinion, no discrepancies have been noticed on physical verification of inventories as compared to book records.
 - (iii) (a) As per the information furnished, the Company has not granted or taken any loans secured or unsecured to/from companies, firms or other parties covered in the Register, maintained under Section 301 of the Companies Act,1956;
(b) The rate of interest and other terms and conditions in respect of the unsecured loans given by the Company to its employees and others, are in our opinion, prima facie not prejudicial to the interest of the Company;
(c) In respect of such loans given by the Company, where stipulations have been made, they have generally repaid the principal amounts as stipulated and have been regular in payment of interest, where applicable;
(d) In respect of such loans given by the Company, there are no overdue amounts more than Rs. 1,00,000/-.
 - (iv) In our opinion and according to the information and explanation 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 inventories, fixed assets and for sale of goods & services.
Further, on the basis of our examination of the books and records of the Company, and according to the information and explanation given to us, we have neither come across nor have been informed of any continuing failure to correct major weakness in the aforesaid internal control system.
 - (v) (a) Based on the procedures applied by us and according to the information and explanation provided by the management, we are of the opinion that the transactions made in pursuance of contracts or arrangements, that need to be entered in to the register maintained under Section 301 of the Companies Act,1956 have been recorded in the register ;
(b) In our opinion and according to the information and explanation given to us, there are no transactions of purchase and sale of goods, materials and services made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 aggregating during the year to Rs.5,00,000/- or more in respect of each party.

- (vi) The Company has not accepted any deposits during the year from the public within the meaning of the provisions of Sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975. Hence, Clause (vi) of the order is not applicable.
- (vii) In our opinion, the Company has an adequate internal audit system commensurate with its size and nature of its business.
- (viii) The Company is not covered under Section 209(1)(d) of the Companies Act, 1956, hence not required to maintain cost records.
- (ix) (a) According to the information and explanation given to us and the records examined by us, the Company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance Fund, Income-tax, Sales-tax, wealth tax, service tax, Custom Duty, Excise Duty, Cess and other statutory dues with appropriate authorities. According to the records of the Company and the information and explanations given to us, there are no undisputed amounts payable in respect of Income Tax, Wealth Tax, Service Tax, Custom Duty, Sales Tax, Excise Duty, PF, ESIC and any other statutory dues which have remained outstanding as at 31st March, 2009 for a period of more than six months from the date they become payable.
(b) According to the records of the Company and information and explanation given to us, the dues of Sales-tax, Custom Duty, Excise Duty, Income tax, wealth tax, cess which have not deposited, on account of disputes and the forum where the dispute is pending are as under.

Name of the Statute	Nature of the dues	Amount(Rs.)	Forum where dispute is pending	Remarks
1. Income tax Act, 1961	Income tax & Interest for A.Y.97-98	Demand not raised by department	High Court	Appeal partly allowed by tribunal
1. Income tax Act, 1961	Income tax & Interest for A.Y.99-2000	3596300/-	Income tax Tribunal	
1. Income tax Act, 1961	Income tax & Interest for A.Y.2000-01	2607327/-	Income tax Tribunal	
1. Income tax Act, 1961	Income tax & Interest for A.Y.2001-02	Nil	Income tax Tribunal	
1. Income tax Act, 1961	Income tax & Interest for A.Y.2003-04	Nil	Income tax Tribunal	
The Company has carried forward losses hence there will not be any demand.				

- (x) The accumulated losses of the Company on account of unabsorbed depreciation as per Income Tax are Rs.28,93,380/-
- (xi) Based on our audit procedures and the information and explanations given by the management, Company has defaulted in repayment of its dues to Gujarat State Financial Corporation for Rs. 1,02,38,400/-, the management explained that the Company has filed a suit against the Insurance Company for the claim and on receipt of the claim the dues of the financial institute shall be paid off.

- (xii) Based on our examination of the records and the information and explanations given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures or other securities.
- (xiii) The provisions of any Special Statute applicable to Chit Fund, Nidhi or Mutual Benefit Fund/Societies are not applicable to the Company.
- (xiv) The Company has maintained proper records of transactions in respect of dealing and trading in shares, securities, debentures and other investments and timely entries have generally been made therein. All shares, debentures, and other securities have been held by the Company in its own name except to the extent of the exemption granted under Section 49 of the Companies Act, 1956 and save for certain shares which are either lodged for transfer or held with valid transfer form..
- (xv) According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from banks and financial institutions.
- (xvi) The Company has not obtained any term loan during the year.
- (xvii) On the basis of our examination of the Cash Flow statement, the fund raised on short term basis have not been used for long term investments,. The Company has not raised long term funds during the year and hence, the use of such funds for short-term investments does not arise.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year.
- (xix) The Company has not issued any debentures during the year.
- (xx) The Company has not raised any money by way of public issue during the year.
- (xxi) On the basis of our examination and according to the information and explanations given to us, no fraud, on or by the Company, has been noticed or reported during the course of our audit.

For Jayesh R. Shah & Co.
Chartered Accountants

Sd/-
(Jayesh Shah)
Proprietor

Place : Mumbai
Date : 3rd June, 2009

NIYATI INDUSTRIES LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2009

		As At 31st March, 2009	As At 31st March, 2008
	SCH	Rs.	Rs.
SOURCES OF FUNDS			
SHAREHOLDER'S FUNDS			
Capital	1	36,987,835	36,987,835
Reserves & Surplus	2	27,999,017	27,888,762
LOAN FUND			
Secured Loans	3	10,238,400	10,238,400
Unsecured Loans	4	1,789,825	4,647,995
	TOTAL	77,015,077	79,762,992
APPLICATION OF FUNDS			
FIXED ASSETS			
Gross Block	5	26,125,288	26,125,288
Less : Depreciation		4,680,878	4,553,673
		21,444,410	21,571,615
INVESTMENTS			
	6	5,997,025	245,150
CURRENT ASSETS, LOANS & ADVANCES			
Inventories	7	12,040,000	-
Sundry Debtors	8	36,342	296,342
Cash & Bank Balances	9	2,062,891	1,985,237
Loans & Advances	10	33,402,675	53,439,740
Other Current Assets	11	2,174,430	2,174,430
		49,716,338	57,895,749
Less:-			
CURRENT LIABILITIES AND PROVISIONS			
Current Liabilities	12	142,696	(50,478)
Net Current Assets		49,573,642	57,946,227
	TOTAL	77,015,077	79,762,992

Significant Accounting Policies and Notes to the Accounts

17

For M/s. Jayesh R. Shah & Co.
Chartered Accountants

For NIYATI INDUSTRIES LIMITED

Sd/-
(Jayesh Shah)
Proprietor

Sd/-
(Yogesh M. Shah)
Director

Sd/-
(Arvind M. Shah)
Director

Place : Mumbai
Date : 3rd June, 2009

Sd/-
(Prakash C. Shah)
Director

NIYATI INDUSTRIES LIMITED			
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009			
	Sch. No.	31st MARCH,2009 Rs.	31st MARCH,2008 Rs.
<u>INCOME</u>			
Sales			44,640,633
Other Income	13	586,809	259,078
Increase / (Decrease) in stock	14	12,040,000	(40,645,000)
		12,626,809	4,254,711
<u>EXPENDITURE</u>			
Purchases		12,040,000	3,625,000
Employeess Remuneration & Allowances	15	80,650	245,185
<u>Depreciation</u>			
On Leased Assets		-	-
On Owned Assets		127,205	127,205
Interest		-	-
Other Expenses	16	234,900	203,158
		12,482,755	4,200,548
Profit Before Taxation		144,054	54,163
Provision For Taxation		32,000	6,137
Provision For Fringe Benefit Tax		1,876	2,603
Profit after Tax		110,178	45,423
Balance B/f.		1,793,038	1,747,615
Transfer from General Reserve (Available for appropriation)		-	-
		1,903,216	1,793,038
<u>APPROPRIATION</u>			
Prior Period Adjustment		(77)	-
Transfer to General Reserve		-	-
Balance Carried Forward		1,903,293	1,793,038
		1,903,293	1,793,038
Significant Accounting Policies and Notes to the Accounts	17		
For M/s. Jayesh R. Shah & Co. Chartered Accountants		For NIYATI INDUSTRIES LIMITED	
Sd/- (Jayesh Shah) Proprietor		Sd/- (Yogesh M. Shah) Director	Sd/- (Arvind M. Shah) Director
		Sd/- (Prakash C. Shah) Director	
Place : Mumbai			
Date : 3rd June, 2009			

NIYATI INDUSTRIES LTD.
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

	Year Ended at 31/03/2009	Year Ended at 31/03/2008
SCHEDULE 1.		
SHARE CAPITAL :		
Authorised Capital 1,00,00,000 Equity Shares of Rs. 10/- each.	100,000,000	100,000,000
Issued, Subscribed and Paid-Up 3,75,78,750 Equity Shares of Rs. 1/- each (Pr.yr. 3,75,78,750 Equity shares of Rs. 1/-each)	37,578,750	37,578,750
Less : Calls-in-arrears	590,915	590,915
	36,987,835	36,987,835
SCHEDULE 2		
RESERVES & SURPLUS:		
GENERA RESERVE		
Opening Balance	7,306,349	7,306,350
Trf. From P & L A/C.	-	-
	7,306,349	7,306,349
SHARE PREMIUM A/c.		
Share Premium	18,789,375	18,789,375
PROFIT & LOSS A/C.		
Balance carried forward	1,903,293	1,793,038
	27,999,017	27,888,762
SCHEDULE 3		
SECURED LOANS		
Gujarat State Financial Corporation (Secured by Hypothecation of Plant & Machinery)	10,238,400	10,238,400
	10,238,400	10,238,400
SCHEDULE : 4		
UNSECURED LOANS		
From Lessees / Hires	1,789,825	1,789,825
Others	-	2,858,170
	1,789,825	4,647,995

NIYATI INDUSTRIES LIMITED

FIXED ASSETS :

SCHEDULE : 5

DESCRIPTION	GROSS BLOCK				DEPRICIATION					NET BLOCK	
	AS AT 1.4.2008	ADD DURING THE YR.	DEDUC. DURING THE YR.	AS AT 31.3.2009	Up To 1.4.2008	On Op.Bal	On Add.	for the year 2008-09	Up To 31.3.2009	As at 31.3.2009	As at 31.3.2008
ASSETS ON LEASE											
Plant & Machinery	12,441,300	-	-	12,441,300	1,521,188	-	-	-	1,521,188	10,920,112	10,920,112
Total-A	12,441,300	-	-	12,441,300	1,521,188	-	-	-	1,521,188	10,920,112	10,920,112
OWNED ASSETS											
Office Equipment	349,190	-	-	349,190	191,004	16,586	-	16,586	207,590	141,600	158,186
Computer	1,377,560	-	-	1,377,560	1,377,560	-	-	-	1,377,560	-	-
Furniture & Fixtures	131,345	-	-	131,345	99,280	8,314	-	8,314	107,594	23,751	32,065
Vehicles	1,076,893	-	-	1,076,893	794,641	102,305	-	102,305	896,946	179,947	282,252
Plant & Machinery	10,749,000	-	-	10,749,000	570,000	-	-	-	570,000	10,179,000	10,179,000
Total - B	13,683,988	-	-	13,683,988	3,032,485	127,205	-	127,205	3,159,690	10,524,298	10,651,503
Total-A+B	26,125,288	-	-	26,125,288	4,553,673	127,205	-	127,205	4,680,878	21,444,410	21,571,615
Previous Year	26,125,288	-	-	26,125,288	4,426,468	127,205	-	127,205	4,553,673	21,571,615	21,698,820

INVESTMENT : AT COST (Long Term) (Non Trade) (Quoted)

No. of Shares		Particulars	Name of the Company	Value of Shares	
31.03.2009	31.03.2008			31.03.2009	31.03.2008
		QUOTED EQUITY SHARES			
4700	4700	Equity Shares of Rs.10/- each	Moira Re Rolling Ltd.	48650	48650
200	200	Equity Shares of Rs.10/- each	Hindustan Organics Ltd	10000	10000
100	100	Equity Shares of Rs.10/- each	Kongrar Textiles Ltd	4500	4500
100	100	Equity Shares of Rs.10/- each	Century International Ltd.	1000	1000
1100	1100	Equity Shares of Rs.10/- each	Vijayshree Capital & Finance Ltd.	11000	11000
200	200	Equity Shares of Rs.10/- each	C.V. Steel Ltd.	2000	2000
2100	2100	Equity Shares of Rs.10/- each	Maya Rasayan Ltd.	21000	21000
5000	5000	Equity Shares of Rs.10/- each	Moulik Finance Reorts Ltd.	50000	50000
200	200	Equity Shares of Rs.10/- each	M.F.L. Stock broking Ltd.	2000	2000
1100	1100	Equity Shares of Rs.65/- each	H.B. Portfolio	71500	71500
1300	1300	Equity Shares of Rs.10/- each	Suvarna Sapparel & Fashion Ltd.	22000	22000
50	50	Equity Shares of Rs.10/- each	Viamedia Ltd.	500	500
36845	0	Equity Shares of Rs.10/- each	Veer Energy & Infrastructure Ltd.	4651875	0
440000	0	Equity Shares of Rs.10/- each	Anuvin Industries Ltd.	1100000	0
			TOTAL (A)	5996025	244150
		DEBENTURES			
25	25	Debenture of Rs. 40/- each	Via Media Ltd.	1000	1000
			TOTAL (B)	1000	1000
			TOTAL INVESTMENT	5997025	245150

Except for Veer Energy, Market Value of the Shares and Debentures as on 31.3.2009 is NOT AVAILABLE
The Market Value of Shares of Veer Energy & Infrastructure Ltd. Is Rs. 4587203/-

NIYATI INDUSTRIES LIMITED		
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009		
	AS ON 31.03.09	AS ON 31.03.08
<u>SCHEDULE : 7</u>		
<u>INVENTORIES</u>		
Equity	-	-
Land at Shivilakha	12,040,000	-
	12,040,000	-
(Valued at Lower of Cost or Net Realisable Value, as certified by the Directors)		
<u>SCHEDULE : 8</u>		
<u>SUNDRY DEBTORS</u>		
(Unsecured considered goods)		
Debts outstanding for a period exceeding 6 months	36,342	-
Other Debts	-	296,342
	36,342	296,342
<u>SCHEDULE : 9</u>		
<u>CASH & BANK BALANCES</u>		
Cash in Hand	374,126	428,632
Balances with Scheduled Banks		
On Current Account	1,688,765	1,556,605
	2,062,891	1,985,237
<u>SCHEDULE : 10</u>		
<u>LOANS & ADVANCES</u>		
(Unsecured Considered Good.)		
Advances recoverable in cash or in kind for the value to be received.	33,402,675	53,439,740
	33,402,675	53,439,740
<u>SCHEDULE : 11</u>		
<u>Other Current Assets</u>		
Deposits	1,102,114	1,102,114
Other Advances	-	-
Advance Tax, TDS Current Year	1,072,316	1,072,316
	2,174,430	2,174,430
<u>SCHEDULE : 12</u>		
<u>CURRENT LIABILITIES</u>		
Sundry Creditors	106,795	(63,518)
Provision for MAT	32,000	6,137
Provision for FBT	1,876	2,603
Other Current Liabilities & Provisions	2,025	4,300
	142,696	(50,478)

NIYATI INDUSTRIES LIMITED
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

	AS ON 31.03.09	AS ON 31.03.08
<u>SCHEDULE : 13</u>		
<u>OTHER INCOME</u>		
Interest	543,921	237,836
Share Trading	42,888	21,242
	586,809	259,078
<u>SCHEDULE : 14</u>		
<u>INCREASE / DECREASE IN STOCK</u>		
<u>Opening Stock</u>		
Equity	-	9,350,000
Land at Chitrod	-	31,295,000
	-	40,645,000
<u>Closing Stock</u>		
Equity	-	-
Land at Shivlakhya	12,040,000	-
	12,040,000	-
	12,040,000	(40,645,000)
<u>SCHEDULE : 15</u>		
<u>EMPLOYEES REMUNERATION & BENEFITS</u>		
Salaries, Wages & Bonus & Allowances	78,000	217,700
Staff Welfare Expenses	2,650	27,485
	80,650	245,185

NIYATI INDUSTRIES LIMITED
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

	AS ON 31.03.09	AS ON 31.03.08
<u>SCHEDULE : 16</u>		
<u>OTHER EXPENSES</u>		
Bank Charges	8,935	560
Conveyance	-	10,200
Electricity Charges	7,864	3,897
Fringe Benefit Tax	-	3,401
Legal, Professional & Consultancy Fees	10,000	2,600
Listing Fees	30,404	14,494
Office Expenses	47,265	41,201
Postage, Courier & telephone charges	28,850	29,995
Printing & Stationery	38,800	17,639
Repair & Maintenance	900	-
R.O.C. Expenses	1,500	1,500
Telephone Expenses	25,766	28,078
Share Transfer Expenses	14,616	29,593
<u>Auditors Remuneration</u>		
As Audit Fees	15,000	15,000
As Tax Audit Fees	5,000	5,000
For Taxation Matters	-	-
	234,900	203,158

Schedule 17: Notes forming parts of the accounts

I Significant Accounting Policies

- a) Basis of Accounting :
The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accruals basis, except in respect of assets classified as Non-Performing Assets (NP).
- b) Use of Estimates :
The presentation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that may affect the reported amount of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual Results could differ from those of estimated.
- c) Revenue Recognition :
- a) Sale of Goods
Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of the goods are transferred to the customer, as per the terms of the respective Sales order.
- b) Interest
Interest Income is recognized on a time proportion basis taking in to account the amount outstanding and the rate applicable.
- c) Dividend
Dividend income from Investments is recognized when the right to receive payment is established.
- d) Income from Lease & Hire Charges
In respect of lease management fees and lease rentals arising out of lease agreements and hire purchase charges & services charges arising out of hire purchase agreements it is the company's general policy to accrue the income as per the terms of the agreements entered into with lessees/hirers from time to time. In respect of hire purchases business, the company recognize income on declining balance basis based on rates implicit in the transaction.
- d) Fixed Assets:
Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation and impairment losses. Cost include all expenditure necessary to bring the assets to its working conditions for intended use.
- e) Depreciation:
Depreciation is provided on the straight-line method based as per the rates specified in Schedule XIV of the Companies Act, 1956.
- f) Investments:
Long term investments are valued at Cost of Acquisition. Accordingly no provision is made for temporary diminution in the value of such Investments.
Current investments are carried at lower of cost and fair values determined on individual basis
Inventories: Equity Stock at the end is valued at cost & other stock is valued at cost or market value whichever ever is less.
- g) Inventories:
Inventories are at lower of cost or net realizable value.
Stock of land is valued at lower of cost or net realizable value. Cost is determined on the weighted average basis, net realizable value is determined on individual basis.
- h) Borrowing Cost:
Borrowing Cost that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. A quality asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

- i) Retirement and other employee benefit:
Gratuity is accounted for on cash basis.
- j) Provisions, contingent liabilities and contingent assets:
A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimates can be made. Provisions are not discounted to their present value and are determined based on estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed by way of Notes to the account. Contingent Assets are not recognized.
- k) Taxation : Provision for current income tax is made in accordance with the Income Tax Act, 1961. Deferred tax liabilities and assets are recognized at substantively enacted tax rates, subject to the consideration of prudence, on timing difference, being the difference between taxable income and accounting income that original in one period and are capable of reversal in one or more subsequently period.
- l) Impairment : It is a policy of the Company that impairment loss is recognized wherever the carrying amount of an asset is in excess of its recoverable amount and the same is recognized as an expense in the statement of Profit and Loss and carrying amount of the asset is reduced to its recoverable amount except for the assets where law suits are pending for any dispute.
- m) Earning Per Share
Basic earnings Per Share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the balance sheet date but before the date the financial statements are approved by the Board Of Directors.
For the purpose of calculating diluted earnings per share, the net profit for the period attributed to equity shareholders and the weight average number of share outstanding during the period adjusted for the effects of all dilutive potential equity shares.
The number of equity shares and potential dilutive equity shares are adjusted for bonus as appropriate.

II. Notes to the Accounts

1. Contingent Liabilities:
The Income Tax demand for A.Y.97-98 as per the order dated is Rs. 4911209/-
The Company has preferred an appeal against the order.
- | | 2008 – 2009 | 2007 - 2008 |
|---|-------------|-------------|
| 2. Directors Remuneration | ----- | ----- |
| 3. Auditors Remuneration | | |
| a) As Auditor; | 15000/- | 15000/- |
| b) As advisor, or in any other capacity | | |
| i) taxation matters; | Nil | Nil |
| ii) Company Law matters; | Nil | Nil |
| iii) management services; | Nil | Nil |
| c) In any other manner | 5000/- | 5000/- |
4. Segment Reporting as required by Accounting Standard 17
There are no reportable segment, as the entire operation of the Company relates to major segments trading in shares & securities.
5. Deferred Tax :
The Company has not recognize the Deferred Tax Assets on account of carried forward unabsorbed depreciation as a matter of prudence in accordance with Accounting Standard-22 on " Accounting for Taxes on Income" issued by The Institute of the Chartered Accountants of India. Net Deferred Tax Assets is worked out to Rs. 975106/-

6. Earning Per Share(EPS) Computed in accordance with AS-20
- | | | |
|---|----------|----------|
| i.Net Profit after Tax(numerator) | 110178 | 45423 |
| ii.Weighted average number of Shares(denominator) | 37578750 | 37578750 |
| iii.Basic Earning Per ShareRs. | 0.003 | 0.001 |
| iv.Diluted Earning Per Share Rs. | 0.003 | 0.001 |
- Nominal Value of shares Rs.1/-
7. Related parties disclosure in accordance with the accounting standard 18
List of the related parties: Enterprise owned or significantly controlled by the Directors of the Company:
- | | |
|--|-----------------------------|
| 1. M/s. Veer Energy & Infrastructure Limited | Yogesh M. Shah |
| 2. M/s. Veer Energy & Infrastructure Limited | Prakash C. Shah |
| <u>The name of the Company/Firm</u> | <u>Directors Interested</u> |
| 3. M/s. Yogesh M. Shah & Co. | Yogesh M. Shah |
| 4. M/s. Danish Engg. | Prakash C. Shah |
| 5. M/s. Kunal Traders | Prakash C. Shah |
| 6. M/s. Ravindra Joshi | Ravindra Joshi |
| 7. Dr. Dharnendra B. Shah | Dr. D.B. Shah |
| 8. M/s. Arvind Shah & Co. | Arvind M. Shah |
- Transaction with related parties:
- | <u>Nature of transaction</u> | <u>Transaction with</u> | <u>Amount Rs.</u> |
|------------------------------|--|-------------------|
| 1. Purchase of Land | M/s. Veer Energy & Infrastructure Ltd. | 12040000/- |
| 2. Share Application Money | M/s. Veer Energy & Infrastructure Ltd. | 7610000/- |
8. a)Employees retirement benefits:
As required by the mandatory accounting standard – 15 regarding “ Accounting for Retirement Benefits in the Financial Statements of Employer”. The Gratuity is to be accounted for on cash basis.
9. The Assets on Lease is non performing assets. The Company has taken legal action, hence it has not been written off as required by Accounting Standard 28 “ Impairment of Assets “.
For Own Assets- Wind Turbine Generator, the matter is pending with the Court. But the Company has not recognized the expenses for the difference in carrying amount of the fixed assets as required by Accounting Standard – 28 “Impairment of Assets” because the exact amount can not be quantified. Once the matter is sorted out by the court, the Company will make entries for the writing off the assets in the books.
10. Additional information pursuant to para. 3 & 4C & 4D of the Part II of Schedule VI of the Companies Act,1956.(As certified by the management)
11. A. Details of Capacity & Production:
- | | | |
|---------------------------|----|----|
| a) The License Capacity | NA | NA |
| b) The Installed Capacity | NA | NA |
| c) The Actual Production | NA | NA |
- B. Raw Materials Consumed
- | | | | |
|------|-----------------|------|-------|
| Qty. | Value | Qty. | Value |
| | Not Applicable. | | |

C. Particulars in respect of goods dealt with by the Company(Rs.Lacs)

	Year Ended 31.3.2009		Year Ended 31.3.2008	
	Quantity	Value	Quantity	Value
Opening Stock				
Equity - No.	----	----	492200	9350000
Land - Acre	----	----	200	31295000
Purchase				
Equity - No.	----	----	----	----
Land -Acre	86	12040000	25	3625000
Sales				
Equity - No.	----	----	492200	9433758
Land - Acre	----	----	225	35206875
Closing Stock				
Equity - No.	----	----	----	----
Land - Acre	86	12040000	----	----

D. Value of Imported & Indigenous material consumed & percentage there of

	Value	%	Value	%
a) Value of Imported material consumed	Nil		Nil	
b) Value of indigenous material consume	Nil		Nil	
Total	Nil		Nil	

E. Value of Imports on CIF basis in respect of:

	Value	%	Value	%
a) Raw materials	Nil		Nil	
b) Components & spare parts	Nil		Nil	
c) Capital Goods	Nil		Nil	

F. Expenditure in Foreign Currency on account of

a) Royalty, know how, professional, consultation Fees, interest and other matters	Nil		Nil	
b) Traveling	Nil		Nil	
	Amount	%	Amount	%

G. Dividend Remitted in foreign currency Nil Nil

H. Earning in foreign exchange:

a) FOB value of Exports	Nil		Nil	
b) Royalty, know how, professional & consultation fees	Nil		Nil	
c) Interest & Dividend	Nil		Nil	
d) Other Income	Nil		Nil	

12. In the opinion of the Board, Current Assets, Loans and Advances are approximately of the value stated if realized in the ordinary course of business. Balances reflects in accounts under Sundry Creditors, Sundry Debtors and Loans & Advances accounts are subject to confirmation or reconciliations, if any.

Schedule 17: Notes forming parts of the accounts

13. As per the information given by the management, and verification of the records, there are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2008. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.
14. In respect to Calls in Arrears, no details are available regarding number of shares.
15. Previous year figures have been regrouped & re arranged wherever necessary
16. Balance sheet abstract and Company's general business profile

1)	Registration Details			
	Registration No.	67632	State Code	11
	Balance Sheet Date	31.3.2009		
2)	Capital raised during the year (Rs.in Thousand)			
	Public Issue	NIL	Right Issue	NIL
	Bonus Issue	NIL	Private Placement	NIL
3)	Position of Mobilization and Deployment of Funds (Rs. in Thousand)			
	Total Liabilities	77015	Total Assets	77015
	Sources of Funds:			
	Paid-up Capital	36988	Reserves & Surplus	27999
	Secured Loans	10238	Unsecured Loans	1790
	Deferred Tax Liability	NIL		
	Application of Funds:			
	Net Fixed Assets	21444	Investments	5997
	Net current Assets	49574	Misc. Expenditure	NIL
	Accumulated Losses	NIL		

4.	Performance of Company (Rs. In Thousands)			
	Turn Over	587	Total Expenditure	442
	Profit before tax	144	Profit after tax	110
	Earning per Share in Rs.	0.003	Dividend rate %	NIL

5. Generic Names of Principal Products, Services of Company.

Item code No. -----

Production Description -----

SIGNATURE TO SCHEDULES "1" TO "17" FORMING PART OF THE BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

As per our report of even date attached

For JAYESH R SHAH & CO.

Chartered Accountants

Sd/-

Jayesh Shah

Proprietor

Membership No. 033864

For and on Behalf of the Board

Sd/-

Yogesh M. Shah

Director

Sd/-

Arvind M. Shah

Director

Sd/-

Prakash C. Shah

Director.

Place : Mumbai

Date : 3rd June, 2009

NIYATI INDUSTRIES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009
PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT

	Rupees For the year ended March 31, 2009	Rupees For the year ended March 31, 2008
A	Cash Flow from Operating Activities	
	110,178	45,423
	<u>Net Profit after tax</u>	
	<u>Adjustments for :</u>	
	127,205	127,205
	Depreciation	
	Preliminary Expenses written off	
	Share Issue Expenses written off	
	Right Issue Expenses written off	
	(259,078)	(259,078)
	Other Income	
	(21,695)	(86,450)
	Operating Profit before Working Capital Changes	
	<u>Adjustments for :</u>	
	(12,040,000)	40,645,000
	(Increase) / Decrease in Inventories	
	260,000	546,402
	(Increase) / Decrease in Sundry Debtors	
	20,037,065	(41,931,396)
	(Increase) / Decrease in Loans & Advances	
	-	-
	(Increase) / Decrease in Other Current Assets	
	193,174	(986,903)
	Increase / (Decrease) in Current Liabilities	
	8,450,239	(1,726,897)
	Cash generated from Operations	
	77	-
	Provision for Taxation	
	8,428,621	(1,813,347)
	Net Cash (used) / from Operating Activities	
B	Cash flow from Investing Activities	
	-	-
	Sale/(Purchase) of Fixed Assets	
	(5,751,875)	-
	Sale/(Purchase) of Investments of Investments	
	-	-
	Repayment of Secured Loans	
	(2,858,170)	2,858,170
	Increase/(Decrease) of Unsecured Loans	
	259,078	259,078
	Loss on Sale of Leased Assets	
	259,078	259,078
	Interest & Other Income	
	(8,350,967)	3,117,248
	Net Cash (used in) / from Investing Activities	
C	Cash flow from Financial Activities	
	-	-
	Dividend Paid	
	-	-
	Interest Paid	
	-	-
	Net Cash (used in)/ from Financing Activities	
	77,654	1,303,901
	Net changes in cash & cash equivalents (A + B + C)	
	1,985,237	681,336
	Cash & cash equivalents - Opening Balance	
	2,062,891	1,985,237
	Cash & cash equivalents - Closing Balance	
	Sd/- Yogesh M. Shah Director	Sd/- Arvind M. Shah Director
	Sd/- Prakash C. Shah Director	
	Place : Mumbai	
	Date : 3rd June, 2009	

AUDITORS CERTIFICATE

We have examined the attached Cash Flow Statement Of Niyati Industries Limited for the year ended 31/03/2009 The Statement has been prepared by the Company in accordance with the requirements of Listing Agreement Clause 32 with Stock Exchange and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of even date to the Members of the Company.

For Jayesh R. Shah & Co.
Chartered Accountants

Sd/-
(Jayesh Shah)
Proprietor
Place : Mumbai
Date : 3rd June, 2009

NIYATI INDUSTRIES LIMITED

G-1, Bajsons Industrial Estate, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400099.

ATTENDANCE SLIP

17TH ANNUAL GENERAL MEETING ON 30TH JUNE, 2009 AT G-1, Bajsons Industrial Estate, Cardinal Gracious Road, Chakala, Andheri (East), Mumbai - 400099.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING PLACE.

Joint Shareholder may obtain additional Attendance Slips on request.

NAME ADDRESS OF THE SHAREHOLDER	L.F. NO.

I hereby record my presence at 16th ANNUAL GENERAL MEETING of the company at G-1, Bajsons Industrial Estate, Cardinal Gracious Road, Chakala, Andheri (East), Mumbai - 400099.
SIGNATURE OF THE SHAREHOLDER OR THE PROXY ATTENDING THE MEETING

IF SHAREHOLDER, PLEASE SIGN HERE	IF PROXY, PLEASE SIGN HERE

NOTE: The copy of Annual Report may please be brought to the meeting Place.

(TEAR HERE)

NIYATI INDUSTRIES LIMITED

PROXY FORM

REGISTERED OFFICE:

L.F. NO.

I / WE _____ OF _____

Being a member/members of NIYATI INDUSTRIES LIMITED hereby appoint

OF _____

or failing him/her _____ OF _____

as my/our proxy to vote for me/us and on my/our behalf at the 16th Annual General Meeting of the company to be held at As witness my / our hand(s) this _____ day of _____

OF THE SHAREHOLDER)

NOTE : The Proxy form must be returned so as to reach the registered office of the company not less than 48 hours before the time for holding the aforesaid meeting.