

NIYATI INDUSTRIES LIMITED

Nineteenth ANNUAL REPORT *2010 - 2011*

*Regd. Off: 6 New Nandu Industrial Estate, Mahakali Caves Road, Andheri
East, Mumbai - 400093*

NIYATI INDUSTRIES LIMITED

BOARD OF DIRECTORS

Mr. Jayant S Shah	Director
Mr. Ravindra V Joshi	Director
Mr. Arvind M Shah	Director
Mr. Jigar J Shah	Director
Mr. Akshay B Shah	Director
Mr. Yogesh M Shah	Director

AUDITORS

NAME	OFFICE
M/s. JAYESH R. SHAH & CO. Chartered Accountants	B-2, Swagat, Ciba Society, Amrut Nagar, Ghatkopar (W), Mumbai -400086.

REGISTERED OFFICE

6, New Nandu Industrial Estate Mahakali Caves Road, Andheri East, Mumbai - 400093
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NOTICE

NOTICE Is hereby given that the Nineteenth Annual General Meeting of the Members of M/s. NIYATI INDUSTRIES LIMITED will be held at the Registered Office of the Company at Gala No.6, New Nandu Industrial Estate, Mahakali Caves Road, Andheri (East), Mumbai - 400093 on Tuesday, the 23rd August, 2011 at 10.00 a.m. to transact the Following Business.

ORDINARY BUSINESS

- 1) To receive, consider and adopt the Profit & Loss Account for the year Ended 31st March 2011, Balance Sheet as at that date along with the Report of Directors' and Auditors' thereon.
- 2) To Appoint a Director in place of Mr.Jayant S 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, FRN 104182W 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.

SPECIAL BUSINESS

- 5) To consider and, if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution, Resolved that Mr. Yogesh M Shah who was appointed as an Additional Director by the Board of Directors of the company on 15th June,2011 pursuant to article 86 of the Article of Association of the Company and u/s260 of the Companies Act 1956 and in respect of whom the company has received a notice in writing pursuant to the provision of section 257 of the Companies Act of 1956 be and he is hereby appointed as a Director of the Company liable to retire by rotation.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 5

At The Meeting of the Board of Directors of the Company held on 15/06/2011 Mr. Yogesh M Shah was appointed as an Additional Director to the Board of Directors of the Company, By virtue of the provision of section 260 of the Companies Act, 1956 Article 86 of the Articles Association of the Company, he holds office as an Additional Directors up to the date of ensuing Annual General Meeting of the Company.

The Company has received a notice in writing from members of the Company along with required deposit, proposing the candidature of Mr. Yogesh M.Shah, of the office of Director under the provisions of section 257 of the Companies Act, 1956. The profile of the Director is given hereunder. Your Directors recommend the resolution as set out in Item No.5 of the notice for your approval.

None of the Directors of the Company except of Mr.Yogesh M. Shah deemed to be interested in the above resolution to the extent of their appointment as Directors of the Company.

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 22nd August, 2011 to 23rd August, 2011 (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: 23rd July, 2011

By order of the Board of Directors
For Niyati Industries Limited

SD/-
Director

DIRECTORS REPORT

Dear Shareholders,

Your Directors have pleasure in submitting the Nineteenth Annual Report along with the Audited Balance Sheet and Profit and Loss A/c for the year ended 31st March, 2011.

FINANCIAL RESULTS (In Thousands)

Particulars	31 st March 2011 (Amount in "000")	31 st March 2010 (Amount in "000")
Turnover	20054	66776
Net Profit Before Tax	(11739)	1509
Less: Provision For Tax	439	155
Profit After Tax	(12178)	1353
Add: Balance In Profit & Loss c/fd	3257	1903
Add: Transfer From General Reserve	NIL	NIL
APPROPRIATIONS		
Prior Period Adjustment	207	NIL
General Reserve	NIL	NIL
Provisions Written Back	NIL	NIL
Balance C/F.	(9128)	3257

DIVIDEND

In view of losses during the year, the directors do not recommend any dividend on equity shares for the year ended on 31.3.2011.

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 has settled the accounts with Gujarat State Financial Corporation and paid all the dues during the year. The company has also completed all the procedures outstanding in the Income Tax department and now no outstanding as on date. The Company has written off the Leased assets during the year. There was no possibility of recovering any dues and unnecessary legal proceedings increased the financial burden on the company. The legal suit for own assets came in favour of the Company hence adjusting the amount receivable as per the court order, the balance amount has been written off during the year. Thus now the Company is in a position to adopt the Accounting Standard 28 Impairment of Assets.

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 2010 - 11. The compliance report along with Auditors Certificate is provided in the Corporate Governance Report annexed to this report.

DIRECTORS

Mr. Jayant S. Shah and Mr. Arvind M. Shah retire by rotation but eligible, offer themselves for reappointment. Mr. Yogesh M. Shah was appointed as an Additional Directors. By virtue of the provision of section 260 of the Companies Act, 1956 Article 86 of the Articles Association of the Company, they hold office as an Additional Directors up to the date of ensuing Annual General Meeting of the Company.

The Company has received notices in writing from members of the Company along with required deposit, proposing the candidature of Mr. Yogesh M. Shah of the office of Director under the provisions of section 257 of the Companies Act, 1956.

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 Trading, investments and dealing in securities. In the last year it had diversified into the business of infrastructure development, but it requires a huge finance and Company could not get the required finance.

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	N.A
2) Foreign exchange earning & outgoing	
A) Foreign exchange earnings	Rs. NIL
B) 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.

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.

- 1) That in the preparation of the annual accounts, the applicable accounting standards have been followed
- 2) 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.
- 3) 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.
- 4) 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.

Place :- Mumbai
Mumbai: 23rd July, 2011

By order of the Board of Directors
For Niyati Industries Limited

SD/-
Director

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, and Debenture holders, Employees, Creditors, Debtors and Regulatory Authorities.

BOARD OF DIRECTORS

Niyati Industries Limited's Board comprises of Five Directors and all are non Executive Directors

A brief profile of the Directors is given below:

Mr. Jayant S. Shah (57 years) is a Director of the company & engaged in the business since 1980

Mr. Ravindra V. Joshi (71 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

Mr. Akshay B. Shah (54 years) Director of the Company & engaged in the business since 1985.

Mr. Arvind M. Shah (54 years) is a tax consultant.

Mr. Jigar J. Shah (25 years) is B.com, MBA in finance

BOARD MEETING

Total 5 Board Meetings were held in a financial year 30th March, 2011. The meetings were held on 15/5/2010, 31/7/2010, 24/8/2010, 29/10/2010, 31/1/2011.

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

Directors	No. Of Board Meetings Attended	Whether Attended Last AGM
Mr. Jayant S. Shah	5	Yes
Mr. Ravindra Joshi	5	Yes
Mr. Arvind M. Shah	5	Yes
Mr. Akshay B. Shah	5	Yes
Mr. Jigar J. Shah	5	Yes
Mr. Yogesh M. Shah*	Nil	No

*Appointed on 15th June, 2011.

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 Mr. Ravindra Joshi, Mr. Arvind M. Shah & Mr. Akshay B. 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.

Three (3) such Meetings of the committee were held during the 31/7/2010, 24/8/2010, 31/01/2011

Meetings and Attendance of members of the Audit Committee during the Financial Year 2010 - 2011

Directors	No. Of Meetings Attended
Mr. Ravindra Joshi	3
Mr. Arvind M. Shah	3
Mr. Akshay B. Shah	3

REMUNERATION COMMITTEE

The Board of Directors itself comprised the remuneration committee and decides and reviews the Managerial Remuneration.

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 OF A. G. M.	PLACE	SPECIAL RESOLUTION PASSED
16th AGM	21-8-2008 at 2.00 pm	Regd. Office	Yes. U/s. 372A for Investments
17th AGM	30-6-2009 at 2.00 pm	Regd. Office	No
18 th AGM	25-9-2010at 11.00a.m	Regd. Office	Yes. To appoint a director

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

19TH ANNUAL GENERAL MEETING

Date & Time	Wednesday, the 31 st August, 2011, 10:00 A.M
Venue	6, New Nandu Industrial Estate, Mahakali Caves Road, Andheri (East), Mumbai - 400093
Date of Book Closure	30/08/2011 To 31/08/2011.

LISTING ON STOCK EXCHANGE:

THE STOCK EXCHANGE, MUMBAI, (Stock Code: 503657), 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 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 80% of the Company's paid-up equity share capital has been Dematerialized upto 31st March, 2011. 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)

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, and 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, 2011
NUMBER OF SHARES DEMATERIALISE

NSDL	CDSL	TOTAL
15069776	15116124	30185900

SHAREHOLDING PATTERNS

Share holding pattern of the Company as on 31st March, 2011, is as follows

CATEGORY	PHYSICAL		ELECTRONIC		TOTAL	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
A. Promoters' holding						
- Indian Promoters	3,730,250	9.92	7,350,873	19.56	11,081,123	29.49
- NRI Promoters						
- Bodies Corporate	Nil		Nil		Nil	-
B. Non-Promoters Holding						
Institutional Investors	Nil		Nil		Nil	
Banks, Fls		-				-
Corporate Bodies	2,500	0.01	3,659,133	9.74	3,661,633	9.74
Indian Public	3,660,100	9.74	19,175,894	51.03	22,835,994	60.77
NRI/OCBs	Nil		Nil		Nil	-
GRAND TOTAL	7,392,850	19.67	30,185,900	80.33	37,578,750	100

Distribution Schedule (As on 31st March, 2011):

SHARE HOLDING OF NOMINAL VALUE OF		NUMBER	% TO TOTAL	IN RS.	% TO TOTAL
(1)	(2)	(3)	(4)	(5)	(6)
UPTO	5,000	3085	78.24	5,821,983	15.49
5,001	10,000	450	11.41	3,875,723	10.31
100,001	20,000	215	5.45	3,298,054	8.78
20,001	30,000	73	1.05	1,870,016	4.98
30,001	40,000	34	0.86	1,212,616	3.23
40,001	50,000	26	0.66	1,229,005	3.27
50,001	100,000	23	0.58	1,680,305	4.47
100,001	AND ABOVE	37	0.94	1,859,104	49.47
TOTAL		3943	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 2010-2011

Month	High(Rs.)	Low(Rs.)
Apr	0.68	0.56
May	0.78	0.56
Jun	0.93	0.53
Jul	0.99	0.68
Aug	0.92	0.60
Sep	0.79	0.61
Oct	0.85	0.69
Nov	0.95	0.63
Dec	0.87	0.70
Jan	0.89	0.70
Feb	0.80	0.66
Mar	0.88	0.65

CERTIFICATE ON CORPORATE GOVERNANCE**To The Members****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 2011, 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
Firm Reg. No 104182W**

**SD/-
Jayesh Shah
Proprietor
Membership No. 033864**

**Place: Mumbai
Date: 23rd July, 2011**

AUDITORS REPORT

To,

The Members of

NIYATI INDUSTRIES LIMITED

We have audited the Balance Sheet of **NIYATI INDUSTRIES LIMITED** as on 31st March 2011 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.
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, 2011 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.
 - a) In case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2011.
 - b) In the case of Profit & Loss accounts, of the profit for the year ended on that date.
 - c) 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) . explained to us by the management, it is not possible to verify the existence of the leased assets as everyone 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) *As informed to us and according to the explanation given to us by the management, the Company has written off the leased assets totally for which the legal proceedings were going on for many years and nothing was recoverable as per the opinion of the management. The own assets, which was destroyed in cyclone before many years and a legal suit filed against the insurance company, was finalized by the court and as per the court order, after making provision for the amount receivable from the insurance company, the balance amount has been written off by the Company during the year. The amount of total assets written off is Rs.21099112/-*

- (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 generally 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, 2011. for a period of more than six months from the date they become payable.
 There are no matter pending with the Income Tax authorities except for the A.Y. 1999-2000 where the Income Tax department has filed an appeal in to the high court against the order of the Income Tax tribunal in favor of the Company.
 (b)According to the records of the Company and information and explanation given to us and record verified by us there are no outstanding dues of Sales-tax, Custom Duty, Excise Duty, Income tax, wealth tax, service tax , cess which have not been deposited, with the appropriate authorities on account of disputes .
- (x). The accumulated losses of the Company on account of sale of assets is Rs. 1,38,87,314/-
- (xi). Based on our audit procedures and the information and explanations given by the management, Company has not defaulted in repayment of its dues to any banks or financial institutes or debenture holders.
- (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
Firm Registration No. 104182W

SD/-
Jayesh Shah
Proprietor
Membership No. 033864

Place: Mumbai
Date: 23rd July, 2011.

NIYATI INDUSTRIES LIMITED			
BALANCE SHEET AS AT 31ST MARCH, 2011			
		As At 31st March, 2011	As At 31st March, 2010
		<u>Rs.</u>	<u>Rs.</u>
<u>SOURCES OF FUNDS</u>			
<u>SHAREHOLDER'S FUNDS</u>			
Capital	1	36,987,835	36,987,835
Reserves & Surplus	2	16,967,662	29,352,689
<u>LOAN FUND</u>			
Secured Loans	3	-	6,472,258
Unsecured Loans	4	-	2,789,825
Deferred Tax Liability		15,453	-
	TOTAL	53,970,950	75,602,607
<u>APPLICATION OF FUNDS</u>			
<u>FIXED ASSETS</u>			
Gross Block	5	1,557,428	26,125,288
Less : Depreciation		1,441,877	4,808,083
		115,551	21,317,205
<u>INVESTMENTS</u>			
	6	45,000	4,342,958
<u>CURRENT ASSETS, LOANS & ADVANCES</u>			
Inventories	7	680,367	540,104
Sundry Debtors	8	-	-
Cash & Bank Balances	9	256,712	6,275,039
Loans & Advances	10	36,136,973	27,335,797
Other Current Assets	11	17,419,239	16,310,170
		54,493,291	50,461,110
Less:-			
<u>CURRENT LIABILITIES AND PROVISIONS</u>			
Current Liabilities	12	682,892	518,666
Net Current Assets		53,810,399	49,942,444
	TOTAL	53,970,950	75,602,607
Significant Accounting Policies and Notes to the Accounts		17	
For M/s. Jayesh R. Shah & Co. Chartered Accountants Firm Reg. No: 104182W SD/- (Jayesh Shah) Proprietor M.No. 033864		For NIYATI INDUSTRIES LIMITED SD/- (Jayant S. Shah) Director SD/- (Jigar J. Shah) Director	
Place : Mumbai Date : 23rd July, 2011			

NIYATI INDUSTRIES LTD.		
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2011		
	Year Ended at 31/03/2011	Year Ended at 31/03/2010
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 (Fr.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	(9,128,062)	3,256,965
	16,967,662	29,352,689
SCHEDULE 3		
SECURED LOANS		
Gujarat State Financial Corporation (Secured by Hypothecation of Plant & Machinery)	-	6,472,258
	-	6,472,258
SCHEDULE :4		
UNSECURED LOANS		
From Lessees / Hires	-	1,789,825
Others	-	1,000,000
	-	2,789,825

NIYA TI INDUSTRIES LIMITED

FIXED ASSETS :

SCHEDULE :5

DESCRIPTION	GROSS BLOCK				DEPRICIATION					NET BLOCK	
	AS AT	ADD	DEDUC.	AS AT	Up	On	On	forthe	Up	As at	As at
	1.4.2010	DURING	DURING	31.3.2011	To	Op Bal	Add.	year	To	31.3.2011	31.3.2010
	THE YR.	THE YR.		1.4.2010				2010-11	31.3.2011		
ASSETS ON LEASE											
Plant & Machinery	12,441,300	-	12,441,300	-	1,521,188	-	(1,521,188)	-	-	-	10,920,112
Total - A	12,441,300	-	12,441,300	-	1,521,188	-	(1,521,188)	(1,521,188)	-	-	10,920,112
OWNED ASSETS											
Office Equipme nt	349,190	-	-	349,190	224,176	16,366	-	16,366	240,762	108,428	125,014
Furniture & Fixtures	131,345	-	-	131,345	115,908	8,314	-	8,314	124,222	7,123	15,437
Vehicles	1,076,893	-	-	1,076,893	999,251	102,305	-	77,642	1,076,893	-	77,642
Plant & Machinery	10,749,000	-	10,749,000	-	570,000	-	(570,000)	-	-	-	10,179,000
Total - B	12,306,428	-	10,749,000	1,557,428	1,909,335	127,205	(570,000)	102,542	1,441,877	115,551	10,397,093
Total - A+B	24,747,728	-	23,190,300	1,557,428	3,430,523	127,205	(2,091,188)	(1,438,646)	1,441,877	115,551	21,317,205
Previous Year	26,125,288	-	-	26,125,288	4,680,873	127,205	-	127,205	4,808,083	21,317,205	21,444,410

NIYATI INDUSTRIES LIMITED		
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH 2011		
	AS ON 31.03.11	AS ON 31.03.10
SCHEDULE : 7		
INVENTORIES		
Equity	680,367	540,104
Land at Shivlaxha		-
	680,367	540,104
(Valued at Lower of Cost or Net Realisable Value, as certified by the Directors)		
SCHEDULE : 8		
SUNDRY DEBTORS		
(Unsecured considered goods)		
Debts outstanding for a period exceeding 6 months	-	-
Other Debts	-	-
	-	-
SCHEDULE : 9		
CASH & BANK BALANCES		
Cash in Hand	10,878	4,127
<u>Balances with Scheduled Banks</u>		
On Current Account	245,834	6,270,912
	256,712	6,275,039
SCHEDULE : 10		
LOANS & ADVANCES		
(Unsecured Considered Good.)		
Advances recoverable in cash or in kind for the value to be received.	36,136,973	27,335,797
	36,136,973	27,335,797
SCHEDULE : 11		
Other Current Assets		
Deposits	-	22,114
Share Application Money	16,907,500	14,904,908
Advance Tax & TDS	511,739	1,383,148
	17,419,239	16,310,170
SCHEDULE : 12		
CURRENT LIABILITIES		
Sundry Creditors	90,050	323,104
Provision for MAT	155,387	155,387
Provision for Taxation	423,265	-
Other Current Liabilities & Provisions	14,190	40,175
	682,892	518,666

NIYATI INDUSTRIES LIMITED
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH 2011

	AS ON 31.03.11	AS ON 31.03.10
SCHEDULE : 13		
OTHER INCOME		
Interest	2,009,063	2,742,941
Brokerage	23,022	33,249
Dividend	217,168	392,856
Other	-	37,422
	2,249,253	3,206,468
SCHEDULE : 14		
INCREASE / DECREASE IN STOCK		
Opening Stock		
Equity	-	-
Land at Shivilakha	540,105	12,040,000
	540,105	12,040,000
Closing Stock		
Equity	680,367	540,105
Land at Shivilakha	-	-
	680,367	540,105
	140,262	(11,499,895)
SCHEDULE : 15		
EMPLOYEES REMUNERATION & BENEFITS		
Salaries, Wages & Bonus & Allowances	254,200	293,250
Staff Welfare Expenses	32,891	39,820
	-	-
	287,091	333,070

NIYATI INDUSTRIES LIMITED		
SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2011		
	AS ON 31.03.11	AS ON 31.03.10
SCHEDULE : 16		
<u>OTHER EXPENSES</u>		
Bank Charges	15,324	1,412
Conveyance	41,892	71,115
Electricity Charges	4,896	7,849
Legal, Professional & Consultancy Fees	25,000	384,000
Listing Fees	11,030	46,603
Loss on sale of shares/ Assets	13,887,314	163,150
Office Expenses	39,684	92,750
Postage, Courier & telephone charges	48,932	89,310
Printing & Stationery	28,913	82,950
Repair & Maintenance	12,650	38,490
R.O.C. Expenses	13,700	29,580
Telephone Expenses	50,561	53,937
Travelling	55,630	65,038
Share Transfer Expenses	69,798	8,240
<u>Auditors Remuneration</u>		
As Audit Fees	60,000	40,000
As Tax Audit Fees	15,000	10,000
For Taxation Matters	-	-
	14,380,324	1,184,424

SCHEDULE 17: NOTES FORMING PARTS OF THE ACCOUNTS SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF ACCOUNTING :

The financial statement is 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).

2. 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.

3. 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 recognizes income on declining balance basis based on rates implicit in the transaction.

4. FIXED ASSETS: Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation and impairment losses. Cost includes all expenditure necessary to bring the assets to its working conditions for intended use.

5. Depreciation: Depreciation is provided on the straight-line method based as per the rates specified in Schedule XIV of the Companies Act, 1956.

6. **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 is less.
7. **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.
8. **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.
9. **RETIREMENT AND OTHER EMPLOYEE BENEFIT:** Gratuity is accounted for on cash basis.
10. **PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:** A provision is recognized when the Company has a present obligation as a results of past events and it is probable that an out flow of resources will be required to settle the obligation, in respect of which are 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.
11. **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.
12. **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.
13. **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.
II. The number of equity shares and potential dilutive equity shares are adjusted for bonus as appropriate.

II. NOTES TO THE ACCOUNTS

1. **CONTINGENT LIABILITIES:** Nil

	2010 - 2011	2009 - 2010
2. DIRECTORS REMUNERATION	-----	-----
3. AUDITORS REMUNERATION		
a) As Auditor;	60000/-	40000/-
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	15000/-	10000/-

4. **SEGMENT REPORTING AS REQUIRED BY ACCOUNTING STANDARD 17:** There are no reportable segments, as the entire operation of the Company relates to major segments trading in shares & securities.

5. **DEFERRED TAX:**

The Company has provided for the Deferred Tax Liabilities of Rs. 15453/- on account of the difference in the value of the fixed assets as per books and as per Income Tax. in accordance with Accounting Standard-22 on " Accounting for Taxes on Income" issued by The Institute of the Chartered Accountants of India.

6. **EARNING PER SHARE (EPS) COMPUTED IN ACCORDANCE WITH AS-20**

i. Net Profit after Tax (numerator)	-12162732	1353226
ii. Weighted average number of Shares (denominator)	37578750	37578750
iii. Basic Earnings per Share Rs.	-0.32	0.003
iv. Diluted Earnings per Share Rs.	-0.32	0.003

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 Present Directors of the Company:

1. M/s. Nutan Plastic Works	Jayant S. Shah
2. M/s. Rishabh Fin Trade Ltd.	Jayant S. Shah
3. Tarpan Finance & Investments Pvt. Ltd.	Jayant S. Shah
4. M/s. Ravindra Joshi	Ravindra Joshi
5. M/s. Arvind Shah & Co.	Arvind M. Shah
The name of the Company - Other Directorship	Directors Interested
6. Pan India Drugs & Chemicals Ltd.	Akshay B. Shah
7. Veer Energy & Infrastructure Ltd.	Yogesh M. Shah
	Arvind M. Shah
8. Elecon Wind farm Developers (Mota Gunda-Vinzalpur) Ltd.	Yogesh M. Shah
9. Summer Holdings Pvt. Ltd.	Ravindra Joshi

Transaction with related parties:

Nature of transaction	Transaction with	Amount Rs
No transaction recorded during the year.		

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 Company has not provided the Gratuity but shall be accounted for on cash basis.

9. 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)

10. 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 31.3.2011		Year Ended 31.3.2010	
	Quantity	Value	Quantity	Value
Opening Stock				
Land - Acre Purchase	-----	----	86	120.40
Land -Acre	-----	----	---	----
Sales	-----	----	---	----
Land - Acre	-----	----	86	121.50
Closing Stock	----	----	----	----
Land - Acre	----	----	----	----

D. **VALUE OF IMPORTED & INDIGENOUS MATERIAL CONSUMED & PERCENTAGE THERE OF**

	Value	%	Value	%
a) Value of Imported material consumed	Nil	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	
11.	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

12. 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, 2011. 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.
13. In respect to Calls in Arrears, no details are available regarding number of shares.
14. Previous year figures have been regrouped & re arranged wherever necessary

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

For & On behalf of the Board

SD/-
Jayesh Shah
Proprietor

SD/-
Jayant S. Shah
Director

SD/-
Jigar J. Shah
Director

SD/-
Arvind M. Shah
Director

Place: Mumbai
Dated: 23rd July, 2011

NIYATI INDUSTRIES LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2011			
PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT			
		Rupees For the year ended March 31,2011	Rupees For the year ended March 31,2010
A	<u>Cash Flow from Operating Activities</u>		
	Net Profit after tax	(12,178,185)	1,353,226
	<u>Adjustments for :</u>		
	Depreciation	102,542	127,205
	Preliminary Expenses written off		
	Other Income	(2,249,253)	(3,206,468)
	Operating Profit before Working Capital Changes	(14,324,896)	(1,726,037)
	<u>Adjustments for :</u>		
	(Increase) / Decrease in Inventories	(140,263)	11,499,896
	(Increase) / Decrease in Sundry Debtors	-	36,342
	(Increase) / Decrease in Loans & Advances	(8,801,176)	6,066,878
	(Increase) / Decrease in Other Current Assets	(1,109,069)	(14,135,740)
	Increase/(Decrease) in Deferred Tax liabilities	15,453	-
	Increase /(Decrease) in Current Liabilities	164,226	375,970
	Cash generated from Operations	(9,870,829)	3,843,346
	Prior year Adj.	(206,842)	446
	Net Cash (used) / from Operating Activities	(24,402,567)	2,117,309
B	<u>Cash flow from Investing Activities</u>		
	Sale/(Purchase) of Fixed Assets	24,567,860	-
	Sale/(Purchase) of Investments of Investments	4,297,958	1,654,067
	Repayment of Secured Loans	(6,472,258)	(3,766,142)
	Increase/(Decrease) of Unsecured Loans	(2,789,825)	1,000,000
	Loss on Sale of Assets	(3,468,748)	-
	Interest & Other Income	2,249,253	3,206,468
	Net Cash (used in) / from Investing Activities	18,384,240	2,094,393
C	<u>Cash flow from Financial Activities</u>		
	Dividend Paid	-	-
	Interest Paid	-	-
	Net Cash (used in)/ from Financing Activities	-	-
	Net changes in cash & cash equivalents (A + B + C)	(6,018,327)	4,212,148
	Cash & cash equivalents - Opening Balance	6,275,039	2,062,891
	Cash & cash equivalents - Closing Balance	256,712	6,275,039
		SD/-	SD/-
		Jayant S. Shah	Arvind M. Shah
		Director	Director
		SD/-	
		Jigar J. Shah	
		Director	
	Place : Mumbai		
	Date : 23rd July, 2011		
	We have examined the attached Cash Flow Statement Of Niyati Industries Limited for the year ended 31/03/2011 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 members of Company For Jayesh R. Shah & Co. Chartered Accountants Firm Reg. No: 104182W SD/- (Jayesh Shah) Proprietor	Membership No. 033864 Place : Mumbai	

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

1) **REGISTRATION DETAILS**

Registration No. 67632 State Code 11
Balance Sheet Date 31.3.2011

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 53971 Total Assets 53971

Sources of Funds:

Paid-up Capital 36988 Reserves & Surplus 16968
Secured Loans NIL Unsecured Loans NIL
Deferred Tax Liability 15

Application of Funds:

Net Fixed Assets 116 Investments 45
Net current Assets 53810 Misc. Expenditure NIL
Accumulated Losses NIL

4. **PERFORMANCE OF COMPANY (RS. IN THOUSANDS)**

Turn Over 20054 Total Expenditure 31793
Profit before tax -11739 Profit after tax -12178
Earnings per Share in Rs. 0.31 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

For and on Behalf of the Board

SD/-	SD/-	SD/-
Jayant S. Shah	Jigar J. Shah	Arvind M. Shah
Director	Director	Director

Place Mumbai
Date: 23rd July, 2011

NIYATI INDUSTRIES LIMITED
6, New Nandu Industrial Estate, Mahakali Caves Road, Andheri East, Mumbai-400093

ATTENDANCE SLIP

19TH ANNUAL GENERAL MEETING ON 23rd August, 2011 the Registered Office at 6, New Nandu Industrial Estate Mahakali Caves Road, Andheri East, Mumbai-400093

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 19th ANNUAL GENERAL MEETING of the company at 140/42 princess street, 15/2 Govind building, 2nd Floor. Mumbai- 400002

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 19th 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.