



YANTRA NATURAL RESOURCES LIMITED

ANNUAL REPORT

2010-11

(FORMERLY KNOWN AS SHRI GANESH SPINNERS LIMITED)

CONTENTS

COMPANY INFORMATION.....	
NOTICE.....	
DIRECTOR'S REPORT.....	
ANNEXURE TO THE DIRECTORS REPORT.....	
MANAGEMENT DISCUSSION & ANALYSIS REPORT.....	
CORPORATE GOVERNANCE REPORT.....	
CERTIFICATION ON CORPORATE GOVERNANCE.....	
DECLARATION AFFIRMING THE COMPLIANCE OF CODE OF CONDUCT.....	
MANAGING DIRECTORS CERTIFICATION ON FINANCIAL STATEMENTS.....	
AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE.....	
AUDITORS' REPORT.....	
BALANCE SHEET.....	
PROFIT & LOSS ACCOUNT.....	
CASH FLOW STATEMENT.....	
ATTENDANCE SLIP	
PROXY FORM.....	

Annual General Meeting of the Members to be convened on Friday, September 30, 2011 at 9.00 a.m. at the Registered Office of the Company situated at House No. 8-3-678/66, First Floor, Pragati Nagar, Yousfguda, Hyderabad, Andhra Pradesh- 500 045.

COMPANY INFORMATION

Board of Directors

∇ Dhiresh Munver	:	Managing Director
∇ Sita Ram Mangla	:	Whole- Time Director
∇ Rajeev Kumar	:	Non- Executive and Independent Director
∇ Vijay Devlekar	:	Executive Director
∇ Rajinder Pal Singla	:	Executive Director
∇ Girish Kumar Aggarwal	:	Executive Director
∇ Suresh Bansal	:	Non- Executive and Independent Director
∇ Pawan Kumar	:	Non- Executive and Independent Director
∇ Devendra Madesh	:	Non- Executive and Independent Director
∇ Srikanth Ginjupalli	:	Non- Executive and Independent Director

Bankers

- ∇ ING Vysya Bank
- ∇ YES bank

Auditors

Mr. Chirag Mehta

Chartered Accountants,
508, Aranath, Jain Temple Road,
Sarvodaya Nagar, Mulund- West,
Mumbai- 400 080

Registrar and Share Tranfer Agents

Purva Sharegistry (India) Pvt. Ltd.

Unit No. 9, Shiv Shakti Ind. Estate
J. R. Boricha Marg,
Opp. Kasturba Hospital Lane,
Lower Parel- East, Mumbai- 400 011

Registered Office Address

House No. 8-3-678/66, First Floor,
Pragati Nagar,
Yousfguda,
Hyderabad,
Andhra Pradesh 500045.

NOTICE

Notice is hereby given that the Annual General Meeting of the Members of Yantra Natural Resources Limited (*formerly known as Shri Ganesh Spinners Limited*) will be held on Friday, September 30, 2011 at 9.00 a.m. at the Registered Office of the Company situated at House No. 8-3-678/66, First Floor, Pragati Nagar, Yousfguda, Hyderabad, Andhra Pradesh 500045, to transact the following business items:

Ordinary Business:

1. To consider and adopt the Audited Balance Sheet as at March 31, 2011, the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Girish Kumar Aggarwal, who retires by rotation, and being eligible, seeks re-appointment.
3. To appoint a director in place of Mr. Pawan Kumar, who retires by rotation, and, being eligible, seeks re-appointment.
4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Chirag Mehta, the retiring Auditors of the Company, be and are hereby re-appointed as the Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on remuneration as may be fixed by the Board of Directors of the Company.

By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

sd/-

Place : Hyderabad
Date : September 1, 2011.

Dhiresb Munver
Managing Director

NOTES:

1. The Members entitled to vote is entitled to appoint a proxy to attend and vote instead of himself and the Proxy need not to be member of the Company. The instrument appointing proxy shall be deposited with the Company at least 48 hours before the commencement of the meeting in order to be proxy being effective.
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
4. The Register of Members and the Share transfer books will remain closed from 26th September, 2011 to 28th September, 2011 for the purpose of annual book closure.
5. Members of Proxies are requested to please bring their copies of the Annual Report to the meeting since copies of the Annual Report will not be distributed at the meeting.
6. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
7. Members holding shares in physical forms are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Member can contact the company or the Company's Registrar and Transfer Agent, **Purva Sharegistry India Private Limited**, for assistance in this regard.
8. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.

9. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members holding shares in single name are advised, in their own interest to avail of the nomination facility by filling form 2B. Members holding shares in the dematerialized form may contact their depository Participant for recording nomination in respect of their shares.
10. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken, "Green Initiative in Corporate Governance" and allowed Companies to share documents with its shareholders through an electronic mode.

Members are requested to support this green initiative by registering/ updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository participants and in respect of old shares held in physical form with the Company's Registrar & Share Transfer Agent.

11. Members are requested to bring their Attendance Slip to the Meeting.

**By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)**

sd/-

Place : Hyderabad
Date : September 1, 2011.

Dhiresb Munver
Managing Director

DIRECTORS REPORT

To
The Shareholders,
Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

Financial Results:

The financial performance of the Company, for the year ended March 31, 2011 is summarized below

Particulars	2010-2011	2009-2010
	Rs.	Rs.
Sales/Other Income	537,572,855.55	11,758,500.70
Total Expenditure	533,677,757	8,869,378
Profit before tax and appropriation	3,895,098.35	2,889,123.51
Depreciation	1112482	1244000
Profit after Tax	3315169.30	2442754

Results of Operations and Future Outlook:

Your Company has performed exceptionally well during the year under review. The overall income from operations recorded a whopping increase of Rs. 525,814,354.85 as compared to the preceding previous year. This was also accompanied by an increase in the Net Profit of the Company which recorded an increase of about 35% vis-a-vis the preceding previous year.

Further your Company is also exploring various options of diversifying its Business Operations and with this end in view it has also sought the approval of the Members to alter the object Clause of the Memorandum of Association to include therein the objects of investment, infrastructure and Mining and related activities.

Your Directors anticipate better prospects in the upcoming years and are of the opinion that this move of the Company would prove to be of a great boon to its operations which would also enable it to achieve higher echelons of success.

Dividend:

In order to strengthen the financial base of the Company your Directors are of the opinion that no dividend be declared for the year under review.

Audit Committee:

The Company has duly constituted its Audit Committee pursuant to the provisions of Section 292A of the Companies Act, 1956 & Clause 49 of the Listing Agreement.

Acceptance Of Fixed Deposits:

The Company has not accepted any fixed deposits from general public within the purview of Section 58A, of the Companies Act, 1956, during the year under review.

Changes in the Composition of Board of Directors

There have been no changes in the composition of Directors of your Company during the year under review. However in accordance with the provisions of section 257 the Companies Act, 1956, Mr. Girish Kumar Aggarwal and Mr. Pawan Kumar, Directors of your Company retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment.

The Board wishes to place on record their appreciation for the services rendered by them as the Directors of the Company.

The Proposals regarding the re- appointment of the aforesaid Directors are placed for your approval. Your Directors commends their appointment for their approval.

None of the Directors, except Mr. Girish Kumar Aggarwal and Mr. Pawan Kumar are interested or concerned in the resolution.

Change of Name

During the year under review, the members, in the Extra Ordinary General Meeting held on 15th February, 2011, approved & passed the special resolution for change of name from

“SHRI GANESH SPINNERS LIMITED”

To

“YANTRA NATURAL RESOURCES LIMITED”

Further an approval to the aforesaid change of name was received from the Registrar of Companies on 23rd March, 2011.

Addition of new Object

Your Company was operating in the business of Textiles and Textiles related activities. However, pursuant to the resolution passed by the Members by way of Postal Ballot, (the results of which were declared by the Chairman in the Board Meeting of the Company held) on 6th October, 2010, your Company decided to venture in the new stream of Business of constructing, reconstructing, altering, improving, decorating, furnishing and various other activities related to construction work.

Thus, the Objects Clause of the Memorandum of Association of the Company was accordingly amended to include therein the aforesaid addition of object.

In addition to this, the Members in their Extra- Ordinary General Meeting held on 15th February, 2011 have accorded their approval to modify the object clause of the Company to include there in the object of mining, processing and dealing in all major and minor minerals, precious, semiprecious and valuable stones; to carry on the business of generation and production of electric power for generation of electricity through Hydroelectric energy, Geothermal energy, etc; to carry on the business as finance Company and to carry on the business of an investment company, etc

Details of Change in the Registered Office

Change from the State of Haryana to Hyderabad

During the year under review, the members approved & passed the special resolution by way of Postal Ballot for the shift in Registered Office of the Company from

G.T. Road, Karnal Store Village, Simla, Molana Road, Panipat, Haryana- 132 103

To

2- 584/ 5/ B, Plot No. 51, Road no. 9, Banjara Hills, Hyderabad- 500 034

And the results of the aforesaid Postal Ballot were declared by the Chairman in their meeting held on 7th October, 2010.

Further, an order for approval of the said change of Registered Office was received from the Company Law Board on 25th March, 2011.

Change within the State of Hyderabad:

Further on 1st September, 2011, the Board of Directors of your Company decided to shift the Registered Office from

“2- 584/ 5/ B, Plot No. 51, Road no. 9, Banjara Hills, Hyderabad- 500 034.”

To

“House No. 8- 3- 678/66, 1st Flr., Pragati Nagar, Yousfguda, Hyderabad- 500 045.”

Disclosure of Changes in the Capital Structure

The Authorized Share Capital of your Company has increased from 50,00,00,000 (Rupees Fifty Crores) divided into 50,00,00,000 (Fifty Crores) Equity Shares of Re. 1/- (Rupee One only) to Rs. 75,00,00,000 (Rupees Seventy Five Crores only) divided into 75,00,00,000 (Seventy Five Crores) Equity Shares of Re. 1/- (Rupee One only) pursuant to the Special Resolution passed by the Members on 15th February, 2011.

Further the paid- up Capital of your Company stands at 54,93,25,500 (Rupees Fifty Four Crores Ninety Three Lacs Twenty Five Thousand and Five Hundred only) divided into 54,93,25,500 (Fifty Four Crores Ninety Three Lacs Twenty Five Thousand and Five Hundred only) Equity Shares of Rs. 1/- each pursuant to the Conversion of 9,86,72,500 Warrants into Equity Shares on 31st March, 2011.

Proceeds of Preferential Allotment:

During the year, your Company allotted 9,86,72,500 Equity Shares in lieu of Convertible Warrants to entities forming part of Non- Promoter Group, on a Preferential Basis.

The proceeds received from the aforesaid issue shall be utilized in chalking out various growth opportunities in the different segments, working capital requirements and for other general corporate purposes.

As the said amount would be used for the stated purposes over a period of time. The Company, in line with its business policy, has utilized the unused part of the issued amount towards strategic investments and treasury operations.

Auditors

Mr. Chirag Mehta, Auditor of your Company retire at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

As required under the provisions of section 224(1B)of the Companies Act, 1956, your Company has obtained a written certificate from the Auditors to the effect that their re-appointment, if made, would be in conformity with the limits specified in the said section.

You are requested to re- appoint them for the ensuing financial year.

Auditors' Report

The Auditors' Report to the shareholders on the Accounts of the Company for the financial year ended March 31, 2011 does not contain any qualification.

Corporate Governance

As per Clause 49 of the Listing Agreement with the Stock Exchanges, a separate Chapter on Corporate Governance practices followed by the Company together with a Certificate from the Auditors confirming compliance forms a part of this Report.

Managing Director's Certification

A Certificate from the Managing Director in respect of the Financial Statements forms part of the Annual Report.

Management Discussion and Analysis Report:

Management Discussion and Analysis Report for the year under review, as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges in India, is presented in a separate section forming part of the Annual Report.

Disclosure Of Material Changes Since The End Of The Financial Year Ended 31st March, 2011

There has not been any material change in the nature of business or operations of the Company since the end of the financial year ended 31st March, 2011 till the date of this Annual Report.

Directors' Responsibility Statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors responsibility Statement, it is hereby confirmed that:

- ✚ In the preparation of the accounts for the Financial Year ended 31st March, 2011; the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- ✚ The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and the profit of the Company for the year under review;

- ✚ The Directors have taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- ✚ The Directors have prepared the Accounts for the Financial Year ended 31st March, 2011 on a going concern basis.

Particulars of Employee

None of the employees of the Company is in receipt of remuneration prescribed under Section 217(2A) of the Companies Act, 1956, read with the Companies (particulars of employees) Rules, 1975. Thus furnishing of particulars under the Companies (particulars of employees) Rules 1975 does not arise.

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

The information relating to the conservation of energy, technology absorption foreign exchange earnings and outgo as required to be disclosed under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules 1988, is given in Annexure forming part of this Report.

Environment and Safety

Saving valuable resources is good for all of us, but it's even more appealing when you realize that it's good for your own pocketbook too.

Your Company is conscious of the importance of environmentally clean and safe operations. The Company's requires the conduct of all operations in such manner so as to ensure safety of all concerned, compliance of statutory and industrial requirements for environment protection and conservation of natural resources to the extent possible.

Industrial Relations

The industrial relations continued to be generally peaceful and cordial.

Appreciation and Acknowledgement

Your Directors would like to acknowledge and place on record their sincere appreciation to all stakeholders- Clients, Financial Institutions, Banks, Central and State Government for their continued co-operation and excellent support received during the year.

Your Directors recognize and appreciate the efforts and hard work of all the employees of the Company and their continued contribution to its progress.

**By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)**

sd/-

**Dhiresb Munver
Managing Director**

Place : Hyderabad

Date : September 1, 2011.

ANNEXURE TO THE DIRECTORS REPORT

Conservation of Energy

1. Energy Conservation Measures Taken:

To conserve energy doesn't always mean to 'cut-back.' Conservation can simply be a result of increased awareness. Your Company is continuing with energy saving measures and always been conscious of the need to conserve energy.

The Company has initiated various measures on suggestions of experts in the areas where energy reduction and fuel and oil conservations are possible.

FORM- "A"

FORM FOR DISCLOSURES OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY POWER AND FUEL CONSUMPTION.

I ELECTRICITY:

Particulars		2010-2011
Purchased		
Total Amount	Rs.	70986
Rates/Unit	Rs.	11540
Consumption Per Unit Production		
Electricity	Per unit	6.15

FORM-"B"

II. RESEARCH AND DEVELOPMENT (R&D)

1. Specific areas in which R & D carried out by the Company

- Improvement of Product Quality and Process Efficiency.
- Optimizing Production Efficiency.
- Cost Reduction.

2. Benefits derived as a result of the above R & D

- Improvement in the Quality of Manufactured products.
- Pollution free environment in and around factory areas.
- Cost Economy and plant efficiency.
- Conservation of Water, Mineral, Electricity and Fuel .
- Development of new market segment.

3. Future plan of action:

- Further improvement in the Quality of products and processes.
- Process modification or substitution to improve the quality of treated effluent.
- Exploration of avenues for continuous cost reduction measures.
- Technical up-gradation and pollution control facilities.
- Development of value added Yarn.

III. Technology and Development

The Company has made consistent efforts towards Technology Absorption, Adaptation and Innovation. Further the Research & Development activities have helped in the quality control. The Company has also been planning for the adoption of the upgraded technology so that better quality product can be produced.

Particulars of technology in the last five years:

(a) Technology Imported	NIL
(b) Year of Import	NIL
(c) Had Technology been fully absorbed	NIL

FOREIGN EXCHANGE EARNING AND OUTGO:

Sr. No	Particulars	2010-2011
(a)	Foreign Exchange Earned	NIL
(b)	Foreign Exchange Used	NIL
	(CIF value of imports & expenditure in foreign currency)	NIL

By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

Place : Hyderabad
Date : September 1, 2011.

sd/-
Dhiresb Munver
Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management discussion and Analysis Report, is a reflection of the current state of business of the company. It also deals with opportunities and challenges faced by your company and future outlook.

Forward-looking Statements- Statements of Caution

Certain statements in this “Management’s Discussion and Analysis Report” may not be based on historical information or facts and may be “forward looking statements” within the meaning of applicable securities laws and regulations, including, but not limited to, those relating to general business plans & strategy of the Company, its future outlook & growth prospects, future developments in its businesses, its competitive & regulatory environment and management’s current views & assumptions which may not remain constant due to risks and uncertainties.

Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company’s operations include global and Indian demand supply conditions, raw material availability and prices, cyclical demand, changes in Government regulations, tax regimes, competitors actions, economic developments and other factors such as litigations.

The Company assumes no responsibility to publicly amend, modify or revise statement, on the basis of any subsequent development, information or events, or otherwise. The “Management’s Discussion and Analysis Report” does not constitute a prospectus, offering circular or offering memorandum or an offer to acquire any shares and should not be considered as a recommendation that any investor should subscribe for or purchase any of the Company’s Shares. The financial figures have been rounded off to the nearest rupee.

Economic Overview

World

The world is seeing a two-speed economy. After the shadows of the great recession in 2008, global economy has started expanding; however, with two speeds. In developed world the economic recovery is more than anticipated but medium-term outlook remains unexciting. Growth remains subdued, with unemployment numbers still high. High funding requirements of Banks and sovereigns in Europe remains a concern. In contrast, emerging markets are on a strong wicket; growing fast. However, increasing inflation pressure may emerge as a spanner in the growth saga.

World real GDP growth registered 5.0% (Real GDP Growth % on Year-to-Year basis) in 2010 and is forecasted to grow by 4.4% in 2011. In 2010, the real GDP in advanced economies grew by 3%; compared to 7.3% growth recorded in emerging and developing economies; India and China grew by 10.4% and 10.3% respectively. World Economic Outlook (April, 2011) has projected that GDP of advanced and emerging economies will grow by 2.4% and 6.5% respectively in 2011.

(Source: World Economic Outlook, April 2011 and International Monetary Fund Publication).





India

The Indian economy continued to grow appreciably- recording 8.5% growth in 2010-11 on the back of 8% growth in 2009-10. It is apparent that there has been steady growth at well over 8% since Q4, 2009-10. And, this trend had continued through the first 3 quarters of 2010-11. However, there has been a slight slowdown in the fourth quarter. The slowdown is a reflection of certain uncertainties prevailing in the Indian economy. **First**, there is high rate of inflation. Much of this inflation is driven by high prices of food, which being an essential commodity has curbed general consumption spending in the country. In the process, demand has reduced affecting economic growth. **Second**, there is a concern with rising rates of interest. In order to curb inflation rates from spiraling upward, the Reserve Bank of India (RBI) has tightened monetary policies. The resultant reduction in money supply has caused an increase in interest rates.

In spite of this India still remains one of the fastest growing countries in the world

Industry Structure and Development

Your Company mainly operates in the Following Segments:

-  Textiles
-  Mining
-  Investments
-  Infrastructure

An overview if the Business prospects together with the performance of the Company in these areas is highlighted as under:

Textiles Industry

Business review and Outlook

The Indian Textile Industry has been facing unprecedented period of difficulty, due to slowing down in the demand especially from the beginning of current financial year 2011 – 12. The uncertainties in the export policy of Government of India related to cotton fibre and cotton yarn have added to the woes of the Textile Industry. The restriction imposed by the Government on cotton yarn exports in the last quarter of the financial year 2010- 11, led to huge accumulation of cotton yarn inventory with mills leading to crashing of yarn prices even after exports allowed from April 2011. The financial stress caused by the aforesaid circumstances is likely to affect the profitability of the Textile Industry in the financial year 2011 – 12. However, we are confident about the bright future of Textile Industry in long term.

Industry Structure and developments

The Textile Industry faces a particularly acute challenge as the price of its raw material viz. cotton, has increased by more than 100% in just last one year. The industry has not been able to take the advantage of this, despite heavy investment made, because of lack of demand, particularly in the export market where the price realization is not much remunerative. The importing countries are still not fully out of the demand recession and the adverse rupee dollar parity does not encourage

exports. Unless export policies get stabilized on a sound footing, it will be difficult for the industry to improve substantially in the near future.

Risks and Concerns for the Industry

The Textiles Industry is one of the Industry in which fierce competition prevails and thus is subjected to a wide variety of Risks and concerns, such as:

- ∇ Fluctuation and increase in raw material prices.
- ∇ Non-availability of raw material and other resources .
- ∇ Supply of Power.
- ∇ New Competitive products.
- ∇ Government rules and regulations relating to Textiles Industry.
- ∇ Any slowdown in the economic growth in general in particular.

The Company continues to follow a suitable strategy to modify its risk profile by eliminating and significantly reducing key business risks. One of the major challenges to the textile industry is the continued appreciation in the Indian rupee against US dollar, which has serious implication on textile exports. Another important issue is availability, quality and the price of power. The availability of good quality power at reasonable prices is critical for sustainability of the industry. However, the cost of power has been continuously increasing, adding to the input cost pressure in the industry. We hope that power situation will improve in the near future.

Performance of your Company

Your company operates in the segment of Textiles trading and thus is better placed as compared to the textile manufacturers who were adversely affected by the volatile raw material prices. The overall turnover of your Company can be accounted to the sale of Cotton Yarn and Cotton Waste which grew 77 times more as compared to the preceeding previous year.

Mining Industry

Global Scenario

The global mining industry has experienced many crests and troughs since 2008. After bottoming out in early 2009, the global economy recovered quickly with stimulus packages provided by several governments. Although the economic recovery still appears fragile in nature, the metal prices have steadily improved over the course of 2009 and 2010.

Indian Scenario

The mining industry in India is undergoing a gradual transformation in practice and in perception. Growing demand for minerals and ores in India and overseas has encouraged companies and governments to augment their mineral prospecting and resource conservation efforts. The desire for Global Competitiveness has led to an accelerated pace of modernization and professionalism in the industry. On the other hand, irresponsible socio-environment conduct leads to a lot of negative media coverage without even investigating the basic facts. The New National Mineral Policy which is yet to be tabled in the parliament looks promising on paper, one hopes that its speedily approved and implemented in spirit.

Sector Outlook

Quest for development has to go hand in hand with rapid industrialization, and mining has remained an important cog in the wheel of development. It is expected that accentuated efforts on mining shall be witnessed in the years to come. As the mine operators begin to look forward for ways and means to improve efficiency and cut costs, safety considerations certainly assume more and more important position and emerge as significant factor even purely on economic considerations. Side by side modern society is also tending more and more to demand a safe and decent work environment, as a social need. Thus, results are being demanded. Tools and skill are available, and achievement with tremendous humanitarian and economic benefits is within the realm of practical possibility.

However, one of the most challenging issues in India's mining sector is the lack of assessment of India's natural resources. A number of areas remain unexplored and the mineral resources in these areas are yet to be assessed. The distribution of minerals in the areas known is uneven and varies drastically from one region to another. The accidents in mining are caused both by man-made and natural phenomenon, for example explosions and flooding. Secondly the Indian mining companies continue to be at the mercy of fickle and short sighted policies of multilateral government and quasi- governmental agencies which in turn results in fewer number of Companies diversifying its operations in the sector

Company Performance in the Sector

Your Company had in its Extra- Ordinary General Meeting of members held on 15th February, 2011 altered its object Clause of the Memorandum of Association to include therein the object of Mining and related activities.

However on account of short sighted policies of multilateral government and quasi-governmental agencies and various other factors affecting the industry, your Company is of the opinion that foraying in the aforesaid sector would not be very lucrative for the Company . Thus the Company has deferred its immediate plans of foraying in the sector.

Infrastructure

Infrastructure is an integral part of the economy and a conduit for a substantial part of its development investment, is poised for growth on account of industrialization, urbanization, economic development and people's rising expectations for improved quality of living. Over the past four years, the Indian Economy consistently recorded growth rates in excess of 8.5% per annum resulting in rapidly increasing infrastructure spending. Total infrastructure spending is expected to increase from US\$ 24 billion in 2005 to US\$ 47 billion in 2009. **(FICCI)**

It is estimated that the Infrastructure Sector needs to grow at a CAGR of 15% over the next five years to support the growing requirements of virtually every other sector of the Indian Economy. With the objective of stimulating and mobilizing

increased private sector investments, either from domestic sources or foreign avenues, the government has offered various incentives such as:

- ✚ Liberalization of FDI regulations
- ✚ Extended Tax Holiday periods.
- ✚ Introduction of Public Private Partnerships etc.

However inspite of this, the sector faces certain challenges which include:

- ✚ Attitude of the Government .
- ✚ Absence of strong long term debt market in India.
- ✚ Requirement of Capital Outlay, etc

Performance of the Company vis- a vis the Sector

Your Company had by seeking the approval of the Members by way of Postal Ballot on 6th October, 2010 altered its object Clause of the Memorandum of Association to include therein the object of Infrastructure.

However considering the present market scenario and other governmental factors influencing the sector, your Company is of the opinion that foraying in the said sector would be unviable to the immediate growth of the Company. Thus the Company has deferred its plans of pursuing the aforesaid object clause.

Investments

India will be one of the fastest growing economies in the world and it is an excellent opportunity to establish our presence in the Capital Markets and bank on our expertise and create value for our stakeholders. Also Finance is the life- blood of any business and your Company recognizes the importance of capital in driving the economy. It is due to this reason that your Company has sought the approval of the Members to amend the object Clause of the Memorandum of Association to include therein the clauses of a Finance and Investment Company.

With a Company with no- prior experience, it was a major challenge for the Company to step into the sector. However your directors are pleased to inform

you that your Company has achieved substantial success in the segment by registering an income of Rs. 26,99,217.

Risk Management

Risk management is the identification, assessment, and prioritization of Risks followed by coordinated and economical application of resources to minimize, monitor and control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. Risks can come from uncertainty in financial markets, project failures (at any phase in design, development, production, or sustainment life-cycles), legal liabilities, credit risk, accidents, natural causes and disasters as well as deliberate attack from an adversary, or events of uncertain or unpredictable root-cause.

Your Company recognizes the importance of Risk management as an important part of planning for business and thus has undertaken various measures to reduce or eliminate the risk of certain kinds of events happening or having an impact on the business. Further Risk evaluation and management is an on- going process within the organization and has played a strategic role in apprehension and mitigation of various risks in the organization.

Internal Control System

Internal controls help safeguard funds, provide efficient and effective management of assets and ensure accurate financial reporting. The prime purposes are to protect firm's resources against mismanagement or fraud, to ensure whether the company's activities are in accordance with laws and regulations, and above all, to develop consistent financial as well as managerial data in order to present them timely. In short, the activities that are covered in the implementation of a good corporate internal control are overseeing activities in connection with authorizations and reconciliations, reviewing of employee performance, security of assets, and segregation of duties.

Your Company has appropriate internal control systems for business processes, with regard to efficiency of operations, financial reporting and controls, compliance with applicable laws and regulations, etc. Clearly defined roles and responsibilities for all managerial positions have also been institutionalized. All operating parameters are

monitored and controlled. Regular internal audits and checks ensure that responsibilities are executed effectively. The Audit Committee of the Board of Directors reviews the adequacy and effectiveness of internal control systems and suggests ways of further strengthening them, from time to time.

Human Resources

Human Resource or Personnel Management, in the sense of getting things done through people. It's an essential part of every manager's responsibilities and your organization is no exception to this. Further your organization believes in the cliché of **"People are our most valuable asset"** and thus all the actions undertaken by it are guided by this belief which it nourishes each day.

Also your Company is guided by values and policies. The organization values its manpower and considers it to be the core strength, adequately empowered for entrepreneurship, making it a great place to perform.

During the year under review, the Company continued to enhance its activities in all areas of human resource management and facilitation including labour relations, client services, organizational development, occupational health and total compensation. The Company's approach to leadership development, business transition, diversity, and human resource planning continued to add value to organizational effectiveness. The organizational strength of people is positioned to assist the organization in its efforts to attract, motivate and retain a talented workforce.

Corporate Social Responsibility

Yantra has always been proud of its social commitments and endeavors to conserve the natural resources and we firmly believe that safe and healthy working conditions at factories and other premises are as necessary and as important as production, productivity and quality. Your Company complies with all applicable statutory provisions pertaining to health and safety and takes all possible measures to prevent accidents and occupational hazards. The Company provides the necessary information, promotes awareness and provides training to all employees to carry out their tasks in a safe and

responsive manner. Periodic audits and risk analysis for hazardous operations are done and corrective actions taken. All employees are obliged to ensure that they fully understand all policies and that they fully comply with the requirements.

The Company's commitment to excellence in Health and Safety is embedded in the Company's core values. The Company has a stringent policy of 'safety of persons overrides all production targets', which drives all employees to continuously break new ground in safety management for the benefit of people, property, environment and the communities where we operate. The Company is aware of the environmental impacts of its operations and it continually strives to reduce the impacts.

We firmly believe in the principle of sustainability and recognize the fundamental rights and responsibilities that our business owes to the Stakeholders and the Environment in which we operate.

Investor Relations

During the year under review your Company continued to make several efforts in increasing investor Communication activities.

**By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)**

sd/-

**Dhires Munver
Managing Director**

**Place : Hyderabad
Date : September 1, 2011.**

REPORT ON CORPORATE GOVERNANCE

The Securities and Exchange Board of India (SEBI) regulates corporate governance practices of companies listed on the Indian Stock Exchanges. These regulations are notified under Clause 49 of the Listing Agreements of all the Stock Exchanges in the country. They specify the standards that Indian companies have to meet, and the disclosures that they have to make, with regard to corporate governance. **Yantra** has established systems and procedures to comply in letter and in spirit with the provisions of Clause 49 of the Listing Agreement. This chapter, along with the chapters on Additional Shareholders Information and Management Discussion and Analysis, reports **Yantra's** compliance in this regard.

Company's Philosophy on Code of Corporate Governance

“Corporate Governance is the process and structure used to direct and manage the business and affairs of the Company towards enhancing business prosperity and corporate accountability with the ultimate objective of realizing long term shareholders’ value, whilst taking into account the interest of other stakeholders.” It signifies acceptance by the management, the inalienable rights of shareholders as the true owner of the organization and of their own role as trustee on behalf of the stakeholders.

The Corporate Governance policy in the Company encompasses the simple tents of integrity, transparency and fairness in whatever the Company does and what it basically aims at achieving is a complete adherence to the applicable statues while at the same time ensuring a complete commitment to value and the highest ethical standards in every face of its operation and in each of the functional areas. This in turn ensures that best in the class concept of Corporate Governance practices become a way of line in the Company.

Corporate Governance describe the ways in which rights and responsibilities are distributed among the various corporate bodies according to the rules, processes or laws to which they are subject. Corporate Governance defines the decision- making system and structure through which owners directly or indirectly control a Company.

Yantra is committed to executing sustainable business practices and creating long-term value for all its stakeholders. To pursue this objective, the Company remains steadfast in its value systems that incorporate integrity, transparency and fairness across all its business activities.

The Company continues to focus on its commitments towards the development of the community where it operates. It has adopted best practices towards preserving the environment and adherence to the highest safety standards remains a focus area across all operations. Yantra's value systems are based on the foundation of fair and ethical practices in all its dealings with stakeholders including customers, vendors, contractors, suppliers and all others who are part of the Company's business value chain.

Towards this end, all Directors and Senior Management are committed to the Company's Code of Conduct, the compliance to which is periodically reviewed.

Board of Directors

The Board assumes responsibility for directing the Company and enhancing its value for Shareholders in accordance with Good Corporate Governance principles and has established relevant Board Committees to assist in discharging this responsibility.

The role and responsibilities of the Board broadly cover reviewing and approving corporate mission and broad strategies; overseeing and evaluating the conduct of the Group's businesses; identifying principal risks and ensuring the implementation of appropriate measures and control systems to manage these risks; and reviewing and approving important matters such as financial results, investments and divestments and other material transactions.

Composition

The composition of the Board of Directors of the Company represents an appropriate mix of Executive and Non Executive Directors to ensure the independence of the Board, and to separate the board functions of governance and management.

The Board of Directors of your Company comprises of **Ten** directors as on date of this report, of whom **four** are Non-Executive Independent Directors and **Six** are Executive Directors. The Directors have an in-depth knowledge of the business and the industry and have long experience in the trade.

Composition and Directorships/Committee Memberships of the Directors

Name	Date of Joining the Board	Directorship in other Companies*	Membership of Committees of other Companies**	Chairmanship of Committees of other Companies**
Sita Ram Mangla Whole time Director	30/11/1993	None	None	None
Rajinder Pal Singla Executive Director	01/05/2005	None	None	None
Girish Kumar Aggarwal Executive Director	12/01/1995	None	None	None
Suresh Bansal Non-Executive Independent Director	12/09/2002	2	None	None
Pawan Kumar Non-Executive Independent Director	01/08/2001	None	None	None
Rajeev Kumar Gupta Non-Executive Independent Director	01/08/2001	None	None	None
Vijay H Devlekar Executive Director	19/12/2009	4	None	None
Dhires Munver Managing Director	30/09/2010	10	None	None
Devendra Madesh Non-Executive Independent Director	04/09/2010	3	None	None
Srikanth Ginpalli Non-Executive Independent Director	04/09/2010	None	None	None

* Excluding Private Limited Companies, Foreign Companies, Section 25 Companies and Alternate Directorships.

** Includes only Audit Committee and Shareholders/Investors Grievance Committee.

None of the Directors is a member of the Board of more than fifteen Companies or a member of more than ten Board- level Committees or Chairman of more than five such Committees.

Board Meetings

The Board meets at regular intervals to discuss and decide on Company/ business policy and strategy apart from other Board business.

During the financial year ended 31st March, 2011, the Board met ten times on the following days:

27th March, 2010, 31st May, 2010, 12th August, 2010, 2nd September, 2010, 4th September, 2010, 7th October, 2010, 11th November, 2010, 24th December, 2010, 18th January, 2011 and 3rd February, 2011.

The maximum interval between any two meetings was well within the maximum allowed gap of four months.

Attendance of Directors at Board Meeting

Name	Number of Board Meetings	Attendance
Sita Ram Mangla	14	10
Rajinder Pal Singla	14	12
Girish Kumar Aggarwal	14	11
Suresh Bansal	14	13
Pawan Kumar	14	14
Rajeev Kumar	14	10
Vijay H Devlekar	14	13
Dhires Munver	14	11
Devendra Madesh	14	10
Srikanth Ginjupalli	14	11

Attendance is expressed as number of meetings attended out of number eligible to attend.

The last Annual General Meeting of the Company was held on 30th September, 2010 and it was attended by all the members of the Board of Directors.

Committees of the Board

The Board has constituted various Committees; some of them are

- ✚ Audit Committee,
- ✚ Remuneration Committee, and
- ✚ Shareholder's/Investors Grievance Committee,

These committees act in accordance with the terms of reference determined by the Board. Meeting of each of these committees are conveyed by the respective Chairman. Matters requiring Board approval are placed before the Board. The role, composition of these committees including the numbers of meeting held during the financial year and the related attendance details are provided hereunder.

Audit Committee

Your Company has constituted an Audit Committee in accordance with the provisions of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement. The Committee functions under the Chairmanship of Mr. Rajeev Kumar Gupta.

✚ **Functions of the Committee**

The Audit Committee is entrusted with the responsibility to supervise the Company's internal control and financial reporting process and inter alia performs the following functions:

- ∇ Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
- ∇ Recommending the Appointment and Removal of external auditors, fixation of audit fee and approval for payment of any other services;

- ∇ Reviewing with management the Quarterly Financial Results before submission to the Board;
- ∇ Reviewing with management the Annual Financial Statements before submission to the Board;
- ∇ Reviewing with management, external auditors and internal auditors, the adequacy of Internal Control Systems;
- ∇ Reviewing the adequacy of Internal Audit Function;
- ∇ Discussing with internal auditors any significant finding and reviewing the progress of corrective actions on such issues;
- ∇ Reviewing the findings of any internal investigations by the internal auditors in matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and then reporting such matters to the Board;
- ∇ Discussing with external auditors, before the audit commences, on the nature and scope of audit as well as having post-audit discussion to ascertain area of concern, if any;
- ∇ Reviewing the Company's financial and risk management policies; and
- ∇ Examining reasons for substantial default in the payment to shareholders (in case of non-payment of declared dividends) and creditors, if any.



Powers of the Committee

- ∇ To investigate any activity within its terms of reference.
- ∇ To seek information from any employee.
- ∇ To obtain outside legal or other professional advice.
- ∇ To secure attendance of outsiders with relevant expertise, if it considers necessary.

 **Constitution of the Committee and the Meetings held**

Five Meetings of the Audit Committee were held during the financial year ended 2010-11, as against the minimum requirements of four meetings.

The Audit Committee met on the following days:

25th May, 2010, 5th August, 2010, 26th August, 2010, 6th November, 2010 and 4th February, 2011.

The Constitution of the Committee together with the dates of the meeting and the details of the attendance of each member as at 31st March, 2011 are given below:

Sr. No	Directors	Designation	No. of meeting Attended
1	Rajeev Kumar Gupta.	Chairman	5
2	Mahesh Jain*	Member	3
3	Suresh Bansal	Member	5
4	Devendra Madesh**	Member	2
5	Srikanth Ginjupalli**	Member	2

Resigned from the Committee of the Company on 3rd September, 2010

** Inducted on the Committee of the Company on 4th September, 2010

Remuneration Committee

 **Constitution of the Committee**

Your Company has constituted a Remuneration Committee under the Chairmanship of Mr. Pawan Kumar. The Committee comprises of Mr. Rajiv Kumar Gupta, Mr. Suresh Bansal and Mr. Pawan Kumar as its members.

In addition to them, two new directors namely, Mr. Devendra Madesh and Mr. Srikanth Ginjupalli have also been inducted in the committee on 4th September, 2010.

A brief table reflecting the changes in the membership of the Committee is as follows:

Sr. No	Directors	Designation
1	Pawan Kumar	Chairman
2	Rajiv Kumar Gupta	Member
3	Suresh Bansal	Member
4	Devendra Madesh**	Member
5	Srikanth Ginjupalli**	Member

One meeting of the Committee was held during the year under review.

Terms of Reference of the Committee

The Remuneration Committee has been constituted to recommend/review remuneration of the Managing Director and Whole-time Directors, based on their performance and defined assessment criteria.

Further the remuneration policy has been directed towards rewarding performance, based on review of achievements on a periodical basis and is in consonance with the existing industry practice.


Shareholders'/Investors' Grievance Committee

Terms of Reference of the Committee

Your Company has constituted a Shareholders Grievance Committee in compliance with the requirements of Clause 49 of the Listing Agreement in order to discuss in respect of the following matters:

- ∇ Redressal of Shareholders'/ investors' complaints related to transfer of shares.
- ∇ Non-receipt of Balance Sheet.
- ∇ Non- receipt of declared dividend.
- ∇ Overseeing performance of the Registrar and Transfer Agents of the Company.
- ∇ Recommending measures for overall improvement in the quality of Investor Services.


- ∇ Monitoring implementation and compliance of the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 1992, etc.

 **Constitution of the Committee**

The Shareholders Grievance Committee of your Company constitutes the following members:

Sr. No	Directors	Designation
1	Suresh Bansal	Chairman
2	Rajiv Kumar Gupta	Member
3	Rajinder Pal Singla	Member
4	Devendra Madesh**	Member
5	Srikanth Ginjupalli**	Member

** Inducted on the Committee of the Company on 4th September, 2010

 **Meetings of the Committee**

Five meetings of the Committee were held during the year under review. A brief table containing therein the attendance of the Directors together with the date of the meeting is given hereunder :

Sr. No	Directors	Date of the Meeting	Attendance at the Meeting
1	Suresh Bansal	25 th May, 2010	5
2	Rajiv Kumar Gupta	5 th August, 2010	5
3	Rajinder Pal Singla	26 th August, 2010	5
4	Devendra Madesh**	6 th November, 2010	2
5	Srikanth Ginjupalli**	4 th February, 2011	2

** Inducted on the Committee of the Company on 4th September, 2010

Affirmation and Disclosure

Compliance with the Code of Conduct

All the members of the Board and the Management Committee have affirmed their compliance with the Code of Conduct as on 31st March, 2011 and a declaration to that effect, signed by the Managing Director is attached and forms part of this Report.

Related Party Disclosures

During the year, there were no transactions of material nature of the Company with the Promoters, Directors, Management, their relatives, or subsidiaries of the Company etc. that had potential conflict with the interest of the Company at large.

All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion nor do they vote on such matter.

Further as a matter of policy, all the transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Annual Report of the Company on a regular basis.

Disclosure of Pending Cases / Instances Of Non-Compliance

There were no instances of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to the capital market during the last three years.

Compliances with Corporate Governance Norms

The Company is in compliance with all mandatory requirements of Clause 49 of the Listing Agreement and has also submitted the compliance reports in the prescribed format to the stock exchanges for the quarters ended 30th June 2010, 30th September 2010, 31st December 2010 and 31st March 2011 as stipulated in the listing agreement with the Stock Exchanges.

General Body Meetings

Annual General Meetings

Details of last three Annual General Meetings held at G.T. Road Karnal Side, Village Simla Molana Road, Panipat-132103 Haryana, together with the summary of Special Resolutions passed therein is as follows:

Financial Year Ended	Date and Time	Special Resolution Passed
31st March, 2008	31 st July, 2008 at 11.30 a.m.	No Special Resolution was passed at this meeting.
31st March, 2009	31 st July, 2009 at 11.30 a.m	No Special Resolution was passed at this meeting.
31st March, 2010	30 th Sept, 2010 at 11.30 a.m.	<ol style="list-style-type: none">1. Special Resolution was passed to change the management of the Company under regulation 12 of the SEBI.2. Special Resolution was passed under Section 198,269, 309, 310 of the Companies Act, 1956 to appoint Mr. Dhires Munver as the Managing Director of the Company

Extra- Ordinary General Meetings

Details of the Extra- Ordinary General Meetings of the Company held during 3 preceeding previous years together with a gist of the special resolutions passed there at is given hereunder:

Financial Year Ended	Date and Time	Venue	Special Resolution Passed
31 st March, 2010	25 th February, 2010	G.T. Road Karnal Side, Village Simla Molana Road,	Special Resolution was Passed Under

		Panipat- 132 103 Haryana	Section 81(1A) of the Companies Act, 1956 for Allotment of Convertible Equity warrants of the Company.
31 st March, 2011	15 th February, 2011	8-2-584/5/B Plot No:- 51, Road No. 9, Banjara Hills, Hyderabad- 500 034	Special Resolution was Passed Under Section 81(1A) of the Companies Act, 1956 for Allotment of 10,00,00,000 (Ten Crores) Convertible Equity warrants, Change of name from Shri Ganesh Spinners Limited to Yantra Natural Resources Limited and to include the object of mining, processing and dealing in major minerals.



Postal Ballot

During the year under review, the members approved & passed the Special Resolution for the following purposes by way of **Postal Ballot** in accordance with Section 192A of

the Companies Act, 1956 read with the Companies (Passing of the Special resolution by Postal Ballot) Rules 2001;

- ∇ Inserting a new object of infrastructure activities in the object clause of the Memorandum of Association and
- ∇ Shifting of Registered Office of the company from the State of Haryana to State of Andhra Pradesh.

The said Postal Ballot results were declared by the Chairman of the Company on 7th October, 2010.


A gist of the Postal Ballot Results is as follows:

Sr. No.	Particulars	No. of Postal Ballot	No. of Shares
1	Postal Ballot Forms Received	30	22210860
2	Less: Invalid Postal Ballot Form(s)	Nil	Nil
3	Net Valid Postal Ballot Forms	30	22210860
A	Postal Ballot forms with assent for the Resolution	30	22210860
	% of Assent	100	100
B	Postal Ballot form with Dissent for the Resolution	Nil	Nil
	% of Dissent	Nil	Nil

Shareholders Information

Annual General Meeting

Date	Friday, 30 th September, 2011
Venue	8-3-678/66, 1st Floor, Pragathi Nagar, Yousfguda, Hyderabad- 500045
Time	9.00 a.m.
Book Closure Date for Final Dividend	26 th September, 2011 to 28 th September, 2011 (both days inclusive)

 **Calendar of Financial year ended 31st March, 2011**

The Meetings of Board of Directors for approval of quarterly financial results during the financial year ended 31st March, 2011 were held on the following dates:

First Quarter Results	31st May, 2010
Second Quarter and Half yearly Results	12th August, 2010
Second Quarter Results	11th November, 2010
Fourth Quarter and Annual Results	12th February, 2011

Tentative Calendar for financial year ending 31st March, 2012

First Quarter Results	August, 2011
Second Quarter and Half yearly Results	November, 2011
Third Quarter Results	February, 2012
Fourth Quarter and Annual Results	May, 2012

 **Stock Market Data**

The High and Low quotation of the Company's share on the Bombay Stock Exchange from April 2010 to March 2011 :

Month	Bombay Stock Exchange Limited	
	High(Rs.)	Low(Rs.)
April, 2010	12.21	9.31
May, 2010	9.89	8.02
June, 2010	9.55	7.81
July, 2010	8.99	7.00
August, 2010	9.00	5.80
September, 2010	8.00	6.80
October, 2010	8.50	6.26
November, 2010	10.17	6.15
December, 2010	13.10	8.29
January, 2011	20.50	13.00
February, 2011	25.25	18.00
March, 2011	38.40	25.50

✚ **Shareholding Pattern as on 31st March, 2011**

Name of the Company		Yantra Natural Resources Limited <i>(Formerly known as Shri Ganesh Spinners Limited)</i>	
Scrip code, Name of the Scrip, class of security		531693	
Quarter ended		31 st March, 2011	
Partly paid up shares	No. of Partly paid up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company
Held by Promoter/ Promoter Group	0	0	0
Held by public	0	0	0
Total	0	0	0
Outstanding convertible Security	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the Company, assuming full conversion of the convertible securities
Held by Promoter/ Promoter Group	0	0	0
Held by public	0	0	0
Total	0	0	0

Warrants	No. of Warrants	As a % of total no. of Warrants	As a % of total no. of shares of the company, assuming full conversion of Warrants
Held by Promoter/ Promoter Group	0	0	0
Held by public	1327500	100	0.24
Total	1327500	100	0.24
Total paid-up capital of the Company assuming full conversion of warrants and convertible securities		550653000	

Sr. No.	Category	Number of Shares held	% of Shareholding
A	Promoters	80000	0.01
1.	Individuals/HUF	Nil	Nil
B	Public Shareholding	Nil	Nil
1	Institutions	Nil	Nil
2	Non-Institutions		
	Bodies Corporate	300483218	54.70
	Individuals		
	Individual Shareholders holding upto Rs.1 lac	3859270	0.70
	Individual Shareholders holding above Rs. 1 lac	223474640	40.68
3	Any Others		
	Non Resident Indians	52479	0.01
	Hindu Undivided Families	2386711	0.43
	Clearing Members	18989182	3.46
C	Shares held by Custodians and against which Depository Receipts have been issued	Nil	
	Total	549325500	100.00

Distribution of Shareholding as on 31st March, 2011

Holding	Shareholders		Shares	
	Number	%	Total Shares	% of Shares
UPTO 5000	567	24.14	1335920	0.02
5001 - 10000	249	10.60	2275230	0.04
10001 - 20000	172	7.32	2855680	0.05
20001 - 30000	77	3.28	2056060	0.04
30001 - 40000	65	2.77	2424240	0.04
40001 - 50000	106	4.51	5079610	0.09
50001 - 100000	352	14.99	28508680	0.52
100001 AND ABOVE	761	32.40	5448719580	99.19
TOTAL	2349	100.00	5493255000	100.00

Total No of Shares Dematerialised as on 31st March, 2011

Depository	No. of Shares	% of Paid up Capital
CDSL	167554491	30.50
NSDL	136358459	24.82
Physical	245412550	44.68
Total	549325500	100.00

Listing on Stock Exchanges

Name of Stock Exchange	Address	Stock Code
Bombay Stock Exchange Limited (BSE)	Phiroze Jee Jee Bhoy Towers, Dalal Street, Mumbai- 400001.	531693
Delhi Stock Exchange Association Limited	3&4/4B, Asaf Ali Road, Near Turkman Gate , New Delhi -110006.	8858

✚ **Registrar and Share Transfer Agents**

Purva Sharegistry (India) Pvt. Ltd.

Unit no. 9 Shiv Shakti Ind. Estt.,

J.R. Boricha marg,

Opp. Kasturba Hospital Lane,

Lower Parel (E)

Mumbai 400 011.

✚ **E-mail : yantrald@gmail.com**

✚ **Address for Correspondence**

Registered Office: 8-3-678/66, First Floor,
Pragati Nagar, Yousfguda,
Hyderabad, Andhra Pradesh 500045.

**By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)**

sd/-

**Dhiresb Munver
Managing Director**

Place : Hyderabad

Date : September 1, 2011.

DECLARATION AFFIRMING THE COMPLIANCE OF CODE OF CONDUCT

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board Members and the Senior Management Personnel have confirmed the compliance of the code of conduct for the year ended 31st March, 2011.

**By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)**

sd/-

**Place : Hyderabad
Date : September 1, 2011.**

**Dhiresb Munver
Managing Director**

MANAGING DIRECTOR'S CERTIFICATION ON FINANCIAL STATEMENTS

To,
The Members,
Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

I, Mr. Dhiresh Munver, Managing Director of the Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited) hereby certify that:

1. I have reviewed the financial statements and the cash flow statements for the year 2010-2011 and that to the best of our knowledge and belief :
 - a) These statements do not contain any materially untrue statement or
 - b) Omit any material fact or contains statements that might be misleading.
 - c) These statements together present a true and fair view of Companies Affaire and are in Compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, 2010-2011 which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. I accept the responsibility for establishing and maintaining the internal controls for the financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and I have disclosed to the auditors and the audit committee, deficiencies in the design or operations of such internal controls, if any, of which I am aware and steps that have taken or proposed to be taken to rectify these deficiencies.

4. I have indicated to the auditors :

- a) Significant changes in internal controls over financial reporting during the year 2010-2011.
- b) Significant changes in the accounting policies during the year 2010-2011 and that the same have been disclosed in the notes to financial statements; and
- c) Instances of significant fraud, if any, of which we have become aware, and involvement therein, if any, of the management or an employee having a significant role in Companies internal control system over financial reporting.

By order of the Board of Directors
For Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

sd/-

Place : Hyderabad
Date : September 1, 2011.

Dhiresh Munver
Managing Director

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

I have reviewed and examined the compliance of conditions of Corporate Governance by Yantra Natural Resources Limited *(formerly Known as Shri Ganesh Spinners Limited)* for the year ended 31st March, 2011 as stipulated in clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. My examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion, and to the best of my knowledge and belief and according to the explanations given to me, I hereby certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

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

On the basis of my examination of the records produced, explanations and information furnished, I certify that the Company has generally complied with the mandatory conditions of the said Clause 49 of the listing Agreement.

For CHIRAG MEHTA
Chartered Accountant

Sd/-

CHIRAG C.MEHTA
Proprietor
M. No. 122852

Place : Hyderabad
Date : 30th September , 2011.

AUDITOR'S REPORT

To,
The Members,
Yantra Natural Resources Limited
(Formerly known as Shri Ganesh Spinners Limited)

We have audited the attached Balance Sheet of Yantra Natural Resources Limited *(Formerly Known as Shri Ganesh Spinners Limited)* as at March 31st, 2011 and the Profit and Loss Account for the year ended on that date annexed thereto and the cash flow statement for the period ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

1. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the accounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Companies (Auditor Report) order 2003 issued by the Central Government of India in terms sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraph 4 and 5 of the said order.
3. Further to our comment in the annexure referred to in paragraph 2 above, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

- b) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of such books.
- c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
- d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement comply with the mandatory Accounting Standards referred to in section 211 (3C) of the Companies Act, 1956.
- e) On the basis of written representations received from the directors, none of the directors are disqualified as on 31st March, 2011 from being appointed as directors in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies and other notes thereon given the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011.
- (ii) In the case of the Profit and Loss Account, of the loss for the year ended on that date; and
- (iii) In the case of Cash flow statement, of the cash flows for the year ended on that date.

For **CHIRAG MEHTA**
Chartered Accountant

Sd/-

CHIRAG C. MEHTA
Proprietor
M. No. 122852

Place : Hyderabad
Date : 1st September , 2011.

ANNEXURE TO THE AUDITOR'S REPORT

1. In respect of its fixed assets:
 - a. The Company had maintained proper records showing full particulars, including quantitative details and situation of fixed assets on the basis of available information.
 - b. As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets, No material discrepancies were noticed on such physical verification.
 - c. In our opinion, the company has not disposed of substantial part of fixed assets during the year and the going concern status of the Company is not affected.

2. In respect of its inventories:
 - a. As explained to us, inventories have been physically verified by the Management at regular intervals during the year.
 - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - c. The company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification of inventory as compared to the book records.

3.

- (a) As per the information furnished, the company not granted any loans, secured or unsecured, to the company, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (b) As the Company has not granted any loans, secured or non secured to / from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, the clause (iii) (b) of the Order is not applicable.
- (c) As the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 the clause (iii) (c) of the Order is not applicable.
- (d) As the Company has not granted any loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, the clause (iii) (d) of the Order is not applicable.
- (e) As per the information furnished , the company has not taken any loans, secured or unsecured, from the company, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (f) As the Company has not taken any secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, the clause (iii) (f) of the Order is not applicable.
- (g) As the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, the clause (iii) (g) of the order is not applicable.

4. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods. During the course of audit, we have not observed any major weaknesses in internal controls.
5. In respect of transactions covered under Section 301 of the Companies Act, 1956:
 - a. In our opinion and according to the information and explanations given to us, particulars of contracts or arrangements, referred to in section 301 of the Act have been entered in the register required to be maintained under that section and
 - b. The transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The company has not accepted any deposits from the public and therefore section 58A, 58AA or any other relevant provisions of the Companies Act, do not apply.
7. In our opinion, the internal audit system of the Company is commensurate with its size and nature of its business.
8. The Central Government has not prescribed any maintenance of Cost Records under section 209(1)(d) of the Companies Act, 1956 the product of the company.
9. In respect of statutory dues:
 - a. According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities.

- b. According to the information and explanations given to us, no disputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2011 for a period of more than six months from the date of becoming payable. The company has accumulated losses of Rs. 18.58 Lacs as on 31st March 2010 and the company has not incurred cash losses during the financial year covered by our audit or in the immediately preceding financial year.
10. Based on our audit procedure and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to financial institutions, banks or any other organization.
11. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
12. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, clause 4(xiii) of the Companies (Auditors Report) Order 2003 is not applicable to the company.
13. According to the information and explanations given to us they have proper record of securities, shares and other investments and investments in shares and securities are held in the name of company.
14. The company has not given any guarantee for loan taken by others from bank or financial institutions.
15. According to the information and explanations given to us, no term loans were raised during the year.
16. According to the cash flow statement and other records examined by us, and the information and explanations given to us, on an overall basis funds raised on short term basis have, prima facie, not been used during period for long term investment.
17. During the year, the Company has made preferential allotment of shares worth Rs. 40 Crores and the prices of shares are not prejudicial to the interest of the company.

18. The company has not issued any debentures during the year.
19. The company has not raised any money by way of public issue during the year.
20. In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year that causes the financial statements to be materially misstate.

For **CHIRAG MEHTA**
Chartered Accountant

Sd/-

CHIRAG C. MEHTA
Proprietor
M. No. 122852

Place : Hyderabad
Date : 1st September , 2011.

NOTES ON THE BALANCE SHEET & THE PROFIT & LOSS ACCOUNT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2011

1) SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of preparation of financial statements:-

- i. The financial statements are prepared under the historical cost convention, in accordance with the Generally Accepted Accounting Principles in India and the Accounting Standards (AS) as notified under Companies (Accounting Standards) Rules, 2006.
- ii. Accounting policies not specifically referred to otherwise, are consistent with generally Accepted Accounting Principles.
- iii. The Company generally follows mercantile system of accounting and all income and expenditure items having a material impact on the financial statements are recognized on accrual basis.

b) Use of Estimates :-

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statement and the reported amount of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known/materialize.

c) Fixed Assets:-

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any other directly attributable costs of bringing the assets to its working condition for its intended use.

d) Depreciation:-

Depreciation on fixed assets is provided on Straight Line method at the rated and in the manner prescribed in schedule XIV to the companies Act, 1956.

e) **Impairment of Fixed Assets :-**

At the end of each year, the Company determines whether a provision should be made for Impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with Accounting Standard (AS-28) "Impairment of Assets" issued by the Institute of Chartered Accountants of India. An impairment loss is charged to the Profit and Loss account in the year in which, an asset is identified as impaired, when the carrying value of the asset exceeds its recoverable value. The impairment loss recognized in prior accounting periods is reversed, if there has been a change in the estimate of recoverable amount.

f) **Revenue Recognition:-**

- i. Sale of goods is recognized on dispatch to customers. Sales are net of returns, excise duty and sales tax/VAT.
- ii. Interest income is recognized on the time proportionate basis.
- iii. Income from Investment/Deposit is credited to revenue in the year in which it accrues. Income is stated in full with the tax thereon being accounted for under Tax deducted at source.

g) **Inventories:-**

- i. Raw material and consumable stores & Spares are valued at cost net realizable value, whichever is lower on first in first out basis.
- ii. Finished Goods are valued at lower of cost (cost of production method or net realizable value).
- iii. Stock in process & Semi Finished Goods valued at cost up to estimated stage of progress.
- iv. By Product valued at estimated prices.

h) Investments:-

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. Unquoted Investments are stated cost.

i) Borrowing Costs :-

Borrowing costs consists of interest and other cost that an entity incurs in connection with borrowing of funds. Borrowing costs are recognized as expenses in the period in which these are incurred.

j) Research and Development:-

Research & Development costs of revenue nature are charged to Profit & Loss account as and when incurred.

k) Employee Retirement and other Benefit :-

i. Short Term Employee's Benefits:

All employees' benefits payable within twelve months of rendering services are recognized in the period in which the employees render the related services.

ii. Post Employment/Retirements Benefits:

Contribution to defined Contribution plans such as Provident Fund etc. are charged to the Profit and Loss Account as incurred.

iii. Gratuity:

As per AS-15 (Revised) 2005 of ICAI read with Accounting Standard Board Guidance, The Provision for Gratuity Liability is not made since none of the employees have completed 5 years of service for period under review.

1) **Taxes on Income :-**

Provision for Income tax is made on the basis of relevant provisions of the Income Tax Act, 1961.as applicable to the financial year.

Deferred income taxes are recognized for the future tax consequences attributable to timing differences between the financial statement determination of income and their recognition for tax purposes.

m) **Provision contingent liabilities and contingent assets :-**

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

n) **Earnings Per Share(EPS) :-**

The basic and diluted EPS is calculated by dividing the Profit/ (Loss) after Tax by the weighted average number of Equity Shares outstanding.

2) **NOTES ON ACCOUNTS :**

- a. During the year the company has shifted the register office from the State of Haryana to the State of Andhra Pradesh and the same has been approved by order of the Company Law Board New Delhi Bench on 1st day of March 2011.
- b. During the year the name of the Company has **change from “SHRI GANESH SPINNERS LTD to YANTRA NATURAL RESOURCES LTD”** and necessary approval received from Registrar of Companies, National Capital Territory of Delhi and Haryana, Notification No.G.S.R 507(E) dated 24/06/1985 vide SRN B07290497 dated 23/03/2011.
- c. On 15th February 2011 at EGM the company has increased authorized capital from 50 crores to 75 crores (Previous Year from 6 crores to 50 crores).

- d. On 2nd March, 2011, allotted 10,00,00,000 Nos Convertible Equity Warrants to various allottees on a preferential basis with each warrants convertible into one equity share of Re.1/- each at a price of Rs.15/ per share, (which includes a premium of Rs.14/-) at the sole option of warrants holder but not in any case more than 18 months from the date of allotments. The Company had received Rs.37,50,00,000/- being 25% of the exercise price of the resultant equity shares.

On 31st March,2011 the Company has converted 9,86,72,500 Nos convertible equity warrants into 9,86,72,500 equity shares having face value of Re.1/- each at the premium of Rs.14/- per share on exercising option by the various allottees along with balance amount of Rs.1,11,00,65,625/- @ Rs.11.25/-(75% of Rs. 15/-).

- e. The Company did not have any transactions with small scale industrial (SSI) undertaking during the year ended march 31st, 2011 and hence there is no amounts due to such undertakings the identification of SSI undertaking is based on the management's knowledge of their status.

The Company has not received any information from the suppliers regarding their status under the Micro, Small and Medium Enterprises development Act 2006 and hence disclosures if any, relating to amount unpaid as at the yearend together with interest paid/payable as required under the said Act have not been furnished.

- f. Sundry Debtors, Creditors, Loans & Advances are stated at the ordinary course of business. In case of irrecoverable, un-reconciled, inter party of sundry debtors, creditors, loans & advances are stated as per management's decision and are subject to confirmation.

- g. As per information and explanation given by the Management, Advances given to various parties are in nature of Business advances, hence no interest has been provided during the year. We have been further informed by the management, that during the year no loans and advance have been given to any director/s, relatives and under the same management concerns directly or indirectly.

- h. Expenditure in respect of which third party evidences were not produced for our verification, are verified from vouchers prepared and certified by the management and as recorded in the books.
- i. Investment in shares whether Quoted or Unquoted and Share Application Money is stated at cost subject to verification of certificates and application.
- j. The various balances (Debit and Credit) appearing in the Balance sheet are unconfirmed and are stated as certified by the Management and as recorded in the books.

k. Related Party Disclosure:

- i. List of Related Parties and Relationships

- a) Key Management Personnel :-

Sr. No.	Name of Directors	Designations
1	Dhiresht Uttamchand Munvar	Managing Director
2	Sita Ram Mangla	Whole-Time Director
3	Rajinder Pal Singla	Director
4	Girish Kumar Aggarwal	Director
5	Suresh Bansal	Director
6	Pawan Kumar	Director
7	Rajeev Kumar	Director
8	Vijay H Devlekar	Director
9	Devendra Bhimanna Madesh	Director
10	Srikanth Ginjupalli	Director

- b) Related Parties with whom company has transactions-

- i. Arj Impex Pvt Ltd.
- ii. Sanguine Media Ltd.

c) Nature of Transactions-

Sr. No.	Party Name	Relation ship	Nature of Transaction	Amount (In Rs.) 2010-11	Amount (In Rs.) 2009-2010
1.	Arj Impex Pvt Ltd	Director	Share Application	-	2000000.00
2.	Sanguine Media Ltd	Director	Inter Corporate Deposit	54000000.00	-

I. Deferred Revenue Expenses :-

Expenses Incurred for raising capital have been treated as deferred revenue expenses and showed under the head Miscellaneous Expenses (Assets). The same has been written off over a period of five years Total Expenses incurred is Rs. 12,65,000/- 20% written off Rs. 2,53,000/- and 20% of 22,58,549/- Rs. 4,51,710/-. (Previous Year-NIL).

SIGNATURE TO THE SHCHEDULE 1 TO 17
AS PER OUR REPORT OF EVEN ATTACHED

FOR CHIRAG C. MEHTA
CHARTERED ACCOUNTANT

Sd/-

CHIRAG C. MEHTA
Proprietor
M. No. 122852

Date : September 1, 2011
Place : Hyderabad

Sd/-

(Dhires U Munver)
Director

Date : September 1, 2011
Place : Hyderabad

Sd/-

(Vijay Devlekar)
Director

BALANCE SHEET AS AT 31ST MARCH, 2011

PARTICULARS	Sche- dule	Amount Rs.	AS AT 31.03.2011	AS AT 31.03.2010
Sources of Funds				
SHAREHOLDERS' FUNDS				
A. Equity Share Capital	1	549325500		450653000
B. Convertible Equity		28842125	578167625	-
Warrants Application Money				
Reserves & Surplus	2		2382871813	998141644
				-
TOTAL			2961039438	1448794644
Application of Funds				
<u>Fixed Assets</u>				
Gross Block	3		22,765,503	22,765,503
Less : Depreciation	3		16,918,713	15,806,231
Net Block			5,846,790	6,959,272
Investments	4		1088113580	1320452150
			1088113580	1320452150
<u>Current Assets, Loans and Advances</u>				
Sundry Debtors	5	67,898,540		606,764
Cash and Bank Balances	6	750,629		15,819,748
Other Current Assets	7	285,424		100,000
		68,934,593		16,526,513
Loans and Advances	8	2,026,855,537		108,949,168
		2,095,790,129		125,475,681
<u>Less : Current Liabilities and Provisions</u>				
Current Liabilities	9	230503601		3,646,089
Provision	9	1168522		3,646,370
		231672123		7,292,459
Net Current Assets			1,864,118,006	118,183,222

PARTICULARS	Sche- dule	Amount Rs.	AS AT 31.03.2011	AS AT 31.03.2010
Deffered Tax Assets			142223	-
<u>Miscellaneous Expenditure to the extend Not Wrriten off</u>	10			
Roc Fee			2,818,839	3,200,000
TOTAL			2961039438	1448794644

Significant Accounting
Policies & Notes to Accounts

17

FOR CHIRAG C. MEHTA
Chartered Accountant

Sd/-

Chirag C. Mehta
Proprietor

M. No. 122852

Firm Reg. No. FW110000964

Date : September 1, 2011

Place : Hyderabad

For and on behalf of the Board

Sd/-

(Dhires U Munver)
Director

Sd/-

(Vijay Devlekar)
Director

Date : September 1, 2011

Place : Hyderabad

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDING 31ST
MARCH 2011**

PARTICULARS	Schedule	31.03.2011	31.03.2010
Income			
Sales Turnover	11	534873639.00	6935995.00
Other Income	12	2699216.55	4822505.70
		537572855.55	11758500.70
Expenditure			
Material Consumed and Cost of Traded Goods	13	530956383	5,705,011
Manufacturing Expenses	14	-	146,913
Financial Expenses	15	3144	85732
Administrative Selling Expenses	16	1605749	1687722
Depreciation	3	1112482	1,244,000
		533677757	8,869,378
Profit Before Tax		3895098.35	2,889,123.51
Provision for current Taxation		722151.67	446,370.00
Provision for Deffered Tax		-142222.62	-
Profit After Tax		3315169.30	2442754
Balance Brought Forward from Previous Year		(1,858,356)	(4,300,539,61)
Less : Previous Year Expenses		-	570
Balance Carried to Balance Sheet		1456813.20	(1,858,356)

Significant Accounting
Policies & Notes to Accounts

17

FOR CHIRAG C. MEHTA
Chartered Accountant

Sd/-

Chirag C. Mehta
Proprietor

M. No. 122852
Firm Reg. No. FW110000964

Date : September 1, 2011
Place : Hyderabad

For and on behalf of the Board

Sd/-

(Dhires U Munver)
Director

Sd/-

(Vijay Devlekar)
Director

Date : September 1, 2011
Place : Hyderabad

**CASH FLOW STATEMENT FOR THE PERIOD ENDED ON
31.03.2011**

PARTICULARS	Year Ended 31st March-11	Year Ended 31st March-10
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit after tax	3315169	2,442,754
Add:		
Depreciation	1112482	1,244,000
Intt. On loans	-	69,803
Provision for Tax	722152	446,370
Loss on sale of Fixed Assets	-	327,347
Operating Profit before working capital changes	5,149,803	4,530,273
Less: Trade & Other receivables	67,291,776	-16,313,008
Profit on sale of fixed assets		2,785,694
Decrease in Trade Payable	224379664	-
Decrease in Inventories		-
	296,821,243	18,057,587
Add: Trade Payable	226857512	6,258,661
Inventories		5,136,436
Loans & Advances	-1,917,906,369	-108,384,428
Cash Generated from Operations	-1,394,227,614	-78,931,744
Less: Income Tax	579929	446,370
ROC Fees	381161	3,200,000
Fringe Benefit Tax	-	-
Previous Year Expenses		570
Net Cash Flow from Operating Activities	-82,578,684	-82,578,684
B. CASH FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	-	15,342,000
	-	15,342,000
Less:		
Purchase of Fixed Assets (incl capital work in progress)	-	-
		1,318,652,150
Net Cash Flow from Investing Activities	-	-1,303,310,150

PARTICULARS	Year Ended 31st March-11	Year Ended 31st March-10
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from share Capital	127514625	1,406,377,500
Proceed from Secured Loans	-	-
	127,514,625	1,406,377,500
Less: Interest on Loan	-	69,803
Repayment of Loans	-	4,781,714
Net Cash Flow from Financing Activities	127,514,625	1,401,525,983
Net increase in Cash & Cash Equivalents	44,935,941	15,637,149
Opening Balance of Cash & Cash Equivalents	15,819,748	182,599
Closing Balance of Cash & Cash Equivalents	60,755,690	15,819,748

FOR CHIRAG C. MEHTA
Chartered Accountant

Sd/-

Chirag C. Mehta
Proprietor

M. No. 122852
Firm Reg. No. FW110000964

Date : September 1, 2011
Place : Hyderabad

For and on behalf of the Board

Sd/-

(Dhires U Munver)
Director

Sd/-

(Vijay Devlekar)
Director

Date : September 1, 2011
Place : Hyderabad

SCHEDULES FORMING PART OF THE BALANCE SHEET

<u>SCHEDULES</u>	AS AT 31.03.2011	AS AT 31.03.2010
Schedule :1		
Share Capital		
Authorised Share Capital		
75,00,00,000 Nos Equity Shares Of Rs.1/-each (Previous Yr 50,00,00,000 Nos Equity Shares of RS. 1/- each)	750,000,000	500,000,000
	750,000,000	500,000,000
A: Issue,Subscribed and Paid up Capital		
549325500 Equity Shares of Rs.1each fully paid up (Previous Year 45,06,53,000 Equity Shares of RS. 1/- each)	549325500	450,653,000
Total A	549325500	450,653,000
B: Convertible Equity Warrants		
-13,27,500 Nos Convertible Equity Warrants of Face Value Rs.15 Each Partly Paid up Rs.3.75 Per CEW -(Previous.Year -Nil)	4978125	-
- Application Moneys of Convertible Equity Warrants -(Previous.Year -Nil)	23864000	-
(Note: 10,00,00,000 Nos Convertible Equity Warrants have been allotted to various allottees on preferential basis with each warrant convertible into one Equity shares at Rs.15/- which includes the premium of Rs.14 Per Share be converted at the sole option of the warrant holder but not in any case more than 18 months from the date of allotment.Out of which 9,86,72,500 CEW converted into Equity shares during the year as the holder has exercise option of conversion.(Previous Year -NIL)		
Total B	28842125	-

Schedule - 2		
Reserves & Surplus		
A. Share Premium A/c		
- Opening Balance as per last Balance Sheet	1000000000	1000000000
- Add :On conversion of 9,86,72,500 Convertible Equity Warrants Each of Rs.15 at a premium of Rs.14 per CEW	1381415000	-
Total	2381415000	1000000000
B. Profit & Loss Account		
	1456813	(1,858,356)
Total A+B	2382871813	998,141,644
Schedule 4		
Investments		
Investments in Quoted Shares	151195625	-
Investments in Unquoted Shares	936917955	1,320,452,150
	1088113580	1,320,452,150
Schedule 5.		
Sundry Debtors (Considered Good)		
Exceeding Six Months	20,180,304	606,764
Other Debtors	47718236	-
	67898540	606,764
Schedule 6.		
Cash and Bank Balances		
Cash in hand	370055	444,245
Balance with Bank		
In Current Account-with schedule banks	376255	15,371,184
In Current Account-with Post Office	4319	4,319
	750629	15,819,748

SCHEDULES	AS AT 31.03.2011	AS AT 31.03.2010
Schedule 7.		
<u>Other Current Assets</u>		
T.D.S On Income A.Y.2011-2012	252229	-
T.D.S On Income A.Y.2010-2011	33195	33,195
Interest Receivable	-	60,361
Vat Receivable	-	6,444
	285424	100,000
Schedule 8.		
<u>Loans and advances unsecured-considered good</u>		
Advances for Capital Assets	-	14,300,000
Advances Recoverable in cash or kind	2,026,555,537	94,635,000
Securities	-	14,168
Deposits	300,000	
	2,026,855,537	108,949,168
Schedule 9		
<u>Current Liabilities and Provisions</u>		
A. Current Liabilities		
Sundry Creditors	63146859	57,277
Sundry Creditors against Investments	-	1,462,150
Other Current Liabilities	34992	126,662
Advances Against Sale of Investments	-	2,000,000
Advance from Customer	154321750	-
Deposit	13000000	-
	230503601	3646089
B. Provisions		
Provision for Income Tax Current Year	722,152	446,370
Income Tax Payable A.Y.2010-2011	446370	
Provision for Roc Fees	-	3,200,000
	1168522	3646370

SCHEDULES	AS AT 31.03.2011	AS AT 31.03.2010
Schedule 10		
Miscellaneous Expenditure to the Extened Not Wrriten Off		
Opening Balance B/F	3200000	-
Add: During the Year	1265000	3200000
	4465000	3,200,000
Less: Excess Provision W/o	941451	
Less: 1/3 Wrriten Off During the year	704710	
	2818839	3200000
Schedule 11		
Sales		
Cotton Yarn	534873639	4,043,150
Cotton and Cotton Waste	-	2,886,545
Bye- Product Sale	-	6,300
	534873639	6,935,995
Schedule 12		
Other Income		
Interest Income (TDS Rs.252229)	2522283	133,086
Rent	-	172,226
Subsidy	-	1,027,000
Profit on Sales of Investments	176934	704,500
Profit on Sales of Fixed Assets	-	2,785,694
	2699217	4,822,506
Schedule 13		
Material Consumed		
A. Purchases	530956383	2,371,820
Total A	530956383	2,371,820
B. Purchase of Finished Goods	-	618,375
Total B	-	618,375

SCHEDULES	AS AT 31.03.2011	AS AT 31.03.2010
C. Consumable Stores and Spares		
Opening Stock		10,500
Add : Purchases		-
Total C	-	10,500
D. Packing Material		
Opening Stock		9,400
Add : Purchases		-
Total D	-	9,400
E. Stock-in-Trade (at start)		
Stock-in-Process	-	2,068,500
Finished Goods	-	38,500
By Product	-	587,916
Decrease/(Increase) in Stock		2,694,916
Material Consumed (A+B+C+D+E)	530,956,383	5,705,011
Schedule 14		
Manufacturing Expenses		
Opening Stock of Diesel		49,800
Add : Purchases		-
		49,800
Less : Closing Stock of Diesel		-
		49,800
Add : Electricity Expenses		72,533
		122,333
Wages		22,586
E.P.F.on Wages		1,105
E.S.I.on Wages		889
		146,913

Schedule 15		
Financial Charges		
Interest on Term Loan	-	10,311
Interest on Working Capital Loan	-	50,553
Interest to Others	-	8,939
Bank & Other Financial Charges	3144	15,929
	3144	85,732
Schedule 16		
Administration and Selling Expenses		
Listing Fees	352,135	-
Demat Charges	-	1,250
Advertisement Expenses	14,500	33,578
AGM Expenses	13,540	12,850
Auditors Remunerations	30,000	60,000
Conveyance Expenses	17,406	-
Newspaper & Periodicals	1,564	1,326
Office Expenses	16,638	242,710
Office Rent	144,867	-
Postage & Telegram	63,783	29,426
Printing & Stationary	65,886	27,650
Professional & Legal Expenses	50,000	219,914
Rates & Taxes	7,444	221,611
Share Issue Expenses W/o for the year	708,019	-
Staff Salary	84,000	19,644
Director's Remuneration	-	469,500
Commission	-	5,529
Staff Welfare	13,686	-
Communication Expenses	16,280	15,387
Travelling Expenses	6,000	-
Losses on sale of Fixed Assets	-	327,347
	1,605,749	1,687,722

Schedule 3

Particulars	Gross Block				Depreciation Block				Net Block	
	As At 01.04.2010	Addition During the year	Deductions	As At 31.03.11	Upto 01.04.2010	For the year	Deductions	Upto 31.03.11	As At 31.03.11	As At 31.03.10
Electricity Fitting	1,164,640	-	-	1,164,640	378,849	73,722	-	452,571	712,069	785,791
Plant and Machinery	21,202,351	-	-	21,202,351	15,125,035	1,007,112	-	16,132,147	5,070,203	6,077,315
Furniture and Fixtures	146,008	-	-	146,008	105,015	9,242	-	114,257	31,750	40,992
Vehicles	219,198	-	-	219,198	181,134	20,824	-	201,958	17,240	38,064
office Equipment	33,307	-	-	33,307	16,197	1,582	-	17,779	15,528	17,110
	22,765,503	-	-	22,765,503	15,806,231	1,112,482	-	16,918,713	5,846,790	6,959,272
Previous Year Figures (31.03.10)	60,481,849	-	37,716,346	22,765,502	39,394,924	1,244,000	24,832,693	15,806,231	6,959,272	21,086,925

BALANCE SHEET ABSTRACT AND COMPANY'S BUSINESS PROFILE

I	Registration Details	L14297AP1988PLC074808	State Code	34
	Balance Sheet Date	31.03.2011		
II	Capital raised during the year (Amount in Rupees Thousand)			
	Public Issue	NIL	Right Issue	NIL
	Bonus Issue	NIL	Private Placement	98,673
III	Position of Mobilisation and Development of funds: (Amount in Rupees Thousand)			
	Total Liabilities	2,961,039	Total Assets	2,961,039
	Sources of Funds			
	Paid up Capital	549,326	Reserves & Surplus	2,382,872
	Secured Loans	-	Unsecured Loans	-
	Equity Share Warrants Application Money	28,842	Deferred Tax Liabilities	-
	Application of Funds			
	Net Fixed Assets	5,847	Investments	1,088,114
	Net Current Assets	1,864,118	Misc. Expenditure	2,819
IV	Performance of Company			
	Turnover	537,573	Total Expenditure	533,678
	Profit/Loss (Before Tax)	3,895	Profit/Loss (After Tax)	3,315
	Earning per Share In Rs.	0.01	Dividend Rate (%)	-
V	Generic Names of One Principal Product/Services of the Company (As per Monetary terms)			
	Item Code No.	0120	Product Description	Textiles, Handlooms, Powerlooms

For and on behalf of the Board

Date : September 1, 2011
Place : Hyderabad

Sd/-
(Dhires U Munver)
Director

Sd/-
(Vijay Devlekar)
Director

ATTENDANCE SLIP

Annual General Meeting: Day: Friday, 30th September, 2011 at 9:00 A.M.

(Registered Office : House No. 8-3-678/66, First Floor, Pragati Nagar, Yousfguda,
Hyderabad, Andhra Pradesh- 500 045)

Regd. Folio No. : _____ No. of Shares : _____

Client ID* : _____ DP ID No. : _____

Name of the member/Proxy: _____

I state that I am a member/proxy for the member of the Company. I hereby record my presence at the Annual General Meeting at the registered office of the Company.

Signature of Attending Member/Proxy

***Applicable for investors holding shares in Electronic Form.**

Note: Please complete and sign this Attendance Slip and hand it over at the entrance.

PROXY FORM

Annual General Meeting: Day: Friday, 30th September, 2011 at 9:00 A.M.

(Registered Office : House No. 8-3-678/66, First Floor, Pragati Nagar, Yousfguda,
Hyderabad, Andhra Pradesh- 500 045)

Regd. Folio No. : _____ No. of Shares : _____

Client ID* : _____ DP ID No. : _____

I/We _____ of _____
being the member(s) of Yantra Natural Resources Limited (*Formerly known as Shri Ganesh Spinners Limited*) hereby appoint _____ of _____ or failing him _____ of _____ as my/our Proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at House No. 8-3-678/66, First Floor, Pragati Nagar, Yousfguda, Hyderabad, Andhra Pradesh- 500 045 on Friday, 30th September, 2011 at 9:00 A.M. and at any adjournment thereof.

Signed this _____ day of 2011.

Affix
Revenue
Stamp and
sign across

Signature of Proxy _____

Signature of Member _____

*Applicable for investors holding shares in electronic Form.

Note: The Proxy form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.