

**Redex Protech Limited**

**Annual Report**

**F.Y. 2010-11**

## REDEX PROTECH LIMITED

Notice is hereby given that the Twentieth Annual General Meeting of Redex Protech Limited will be held at Regd. Office at A/5, Jaymangal House, Opp. Sakar-I, Nehru Bridge, Asharam Road, Ahmedabad on 30<sup>th</sup> September, 2011 at 4.00 P.M. at the registered office of the company to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts of the company for the year ended 31<sup>st</sup> March 2011 and the Report of the Directors and auditors thereon.
2. To appoint Director in place of Mr. Hiren Patel, who retires by rotation and eligible for re-appointment.
3. To appoint Auditors, and to hold office from the conclusion of this annual general meeting until the conclusion of next annual general meeting at remuneration as may be fixed by Board of Directors.

Place: Ahmedabad

By order of the Board of Directors,

Date: 01/08/2011

FOR REDEX PROTECH LTD.  
  
(Director)  
(Mr. V D Bhagat)

### **NOTES: -**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 27<sup>th</sup> Sept. 2011 to 30<sup>th</sup> Sept. 2011 (both days inclusive).
3. Members are also requested to notify immediately of any change in their address to the company/ share transfer agents.
4. Shareholders seeking any information with regard to accounts are requested to write to the company at an early date so as to enable the management to keep the information ready.
5. All documents referred to in the accompanying notice are open for inspection at the registered office of the company during office hours on all working days except Saturdays and holidays between 10.30 a.m. to 5.00 p.m. up to the date of the Annual General Meeting.

**REDEX PROTECH LIMITED**

**DIRECTORS' REPORT**

To,  
The Members,

We are presenting the Twentieth Annual Report together with the audited Statement of accounts for the year ended on 31<sup>st</sup> March, 2011.

1. Financial Results (Rs. in lacs)

Particulars	2010-11	2009-10
Sales and service charges & other income	32.29	86.49
Profit (Loss) before Depreciation	19.45	28.63
Depreciation	2.85	2.47
Profit (Loss) before Tax	16.60	26.16
Provision for Tax	3.08	4.04
Profit (Loss) after Tax	13.52	22.12
Profit (Loss) b/f from earlier year	(532.48)	(554.60)
Profit (Loss) c/f to Balance sheet	(518.95)	(532.48)

2. Operations:

During the year F.Y. 2010-11, Company could not achieve expected and desired growth in terms of turnover as the working of the company was under tremendous pressure due to adverse scenario.

However, after a prolonged spell of uncertainty and repulsion in the working on account of mounting losses from the operations, the company has been able to come out of the burgeoning cash loss position since last three years. This can be attributed to the various measures adopted by the company in the last few years.

3. Divident:

Your Directors do not declare any dividend.

4. Directors

Mr. Hiren Patel, Director of the company retires at the ensuring Annual General meeting and eligible for re-appointment.

5. Personnel

Your directors' wish to place on record their appreciation for the contribution to growth of the business made by employees at all levels. Information as required pursuant to section 217(2A) of the companies Act, 1956 has not been given, as it is not applicable.

6. Auditors

M/s Shrikant Shah & Co., Chartered Accountants, Ahmedabad, Auditor of the Company holds office until the conclusion of the ensuring Annual General Meeting. As stated in the item no. 3 of the notice, they are eligible for reappointment to conduct statutory audit. The company has received certificate from the auditor to the effect that their appointment if made, would be within the prescribed limits under section 224(1) of the Companies Act, 1956.

Notes to the accounts referred to in Auditor's report are self explanatory and therefore do not call for any further comments.

7. Deposits

During the year, Company has not accepted inter corporate Deposits, which falls under Section 58A of Companies Act, 1956.

8. Energy, Technology And Foreign Exchange

The additional information required to be disclosed in terms of notification No.1029 dated 31<sup>st</sup> December, 1998 issued by the Department of Company Affairs, Ministry of Finance is not applicable.

9. Foreign Exchange Earning and Outgo

There were no foreign exchange earnings or outgo during the year.

10. Directors' Responsibility Statement

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

- i. In the preparation of Annual Accounts, appropriate accounting standard have been followed.
- ii. Appropriate accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give true and fair view of state of affairs of the company at the end of financial year ended 31st March, 2009.
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safe guarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The Annual Accounts have been prepared on going concern basis.

11. Auditor's Qualification

Auditors have qualified their report to the members of the Company. In this connection directors of the Company have discussed the same at arm's length on the recommendation of audit committee and have imitated to take necessary action so as to show fair view of state of affairs of the company in the coming financial year.

12. Report on Corporate Governance

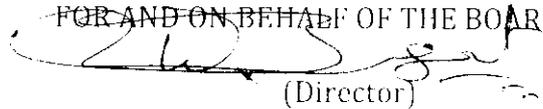
Compliance Report on Corporate Governance is a part of Annual Report is annexed herewith.

13. Acknowledgements

Your Directors wish to place on record their appreciation of the whole hearted co-operation extended to company from various departments of the central and state governments, company' bankers and financial institutions and employees of the company and look forward for the same cordial relationship in coming years.

PLACE: AHMEDABAD  
DATE : 01/08/2011

FOR AND ON BEHALF OF THE BOARD



(Director)  
(Mr. V D Bhagat)

## **REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE**

The Securities and Exchange Board of India (SEBI) constituted the Committee on Corporate Governance to promote and raise the standard of Corporate Governance of listed companies. The Committee has made recommendation on the composition of the board of directors, audit committee, board procedure etc.

The company has taken necessary steps to comply with the clause of 49 of the revised Listing Agreement given below is the report of the Directors on the Corporate Governance.

### **REPORT ON CORPORATE GOVERNANCE**

#### **COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:**

The Company believes in functioning in a transparent manner with the basic philosophy being to enhance the Shareholder value, keeping in mind the needs and interest of other stakeholders, in compliance thereof. The following information is placed before the shareholders.

#### **1. BOARD OF DIRECTORS**

Name of Director	Category	No. of Board Meeting	Attended	Last AGM Attendance
Shri Vikram Bhagat	Chairman	7	7	Yes
Shri Jayprakash Sharma	Non executive Independent Director	7	7	Yes
Shri Hiren Patel	Non executive Independent Director	7	7	Yes

No Directors are having Chairmanship of more than five companies where they are director.

Name of Director	Other Directorship (No. of Company)
Shri Vikram Bhagat	Nil
Shri J B Sharma	Nil
Shri Hiren Patel	Nil

In line with the requirements of the code of the corporate governance, the board of directors comprises of three members. However, Your Company is trying its level best to accomplish the revised clause-49 of listing agreement.

Company does not have any system of payment of remuneration to independent Directors.

Further during the year, meeting of Board of Directors was held Six times.

A declaration signed by Shri Vikram Bhagat, Chairman of the company according compliance of sub-Clause (1D) of Clause 49 of the listing Agreement is attached herewith forming part of his Annual Report.

## 2. AUDIT COMMITTEE

Presently the company has Three Directors. The company has independent internal Auditors who submit the report to the management on monthly basis and action is taken on the same by the Managing Director on regular basis.

Pursuant to the revised clause 49 of the listing agreement, the company has appointed Audit committee consisting of followings:

- |                           |            |
|---------------------------|------------|
| (i) Mr. Jayprakash Sharma | - Chairman |
| (ii) Mr. Hiren Patel      | - Member   |
| (iii) Mr. Vikram Bhagat   | - Member   |

The scope of committee includes.

- Review of company's financial reporting process and the financial statement.
- Review internal control systems and functioning of internal audit process.
- Post audit review with statutory auditors.

During the year under review, Audit committee met four times where all the members attended meetings.

## 3. REMUNERATION COMMITTEE

No remuneration was paid to directors during the year and they have waived their part of remuneration. No sitting fees are payable to any Director.

Remuneration committee consists of Mr. Hiren Patel and Mr. J B Sharma.

## 4. SHAREHOLDERS' COMMITTEE

The company has complied the requirement of the sub clause VI (A), (B) of the clause 49 of the Listing agreement. Mr. Vikram Bhagat, Director heads the committee.

During the year, the company and their Registrar and Share Transfer Agents M/s Purva Sharegistry Ltd. has not received any complaints. It is policy of the company to give reply of shareholders complaint within the time frame prescribed by the SEBI/Stock Exchanges.

The Share received for transfer is approved on 15<sup>th</sup> and 30<sup>th</sup> of the each month and are given effect by the Registrar and Share Transfer Agent.

M/s. Purva Sharegistry Ltd. is continued as common Agent for electronic as well as physical share transfer work.

## 5. GENERAL BODY MEETING:

Date	Type	Time	Location
30/09/2008	AGM	10.00 AM	A/5, Jaymangal House, Opp. Sakar-I
30/09/2009	AGM	10.00 A.M.	Nehru Bridge, Ashram Road,
30/09/2010	AGM	10.00 A.M.	Ahmedabad

There are no special resolutions passed by the company through postal ballot at any of the above annual general meeting.

## 6. DISCLOSURES:

- (A) During the year under review, the quarterly unaudited results were taken on record by the Board of Directors at the end of month of respective quarter. However in terms of clause 41 of Listing Agreement, the same were furnished to the concerned stock exchanges were also circulated in the newspaper within the stipulated time.
- (B) Company has followed accounting standards diligently.
- (C) Further, company is in the process of lying down risk assessment system.
- (D) Further, company has not received any funds through capital market during the year.
- (E) Transaction with related parties have been properly disclosed in notes to accounts and discussed at length by audit committee.
- (F) Management discussion and analysis report is attached to and forms part of this report.
- (G) Further, Shri Vikram Bhagat, Chiarmen of the company as certified to board of directors of the company regarding compliance of sub-clause (v) of clause 49 of listing agreement.

## 7. MEANS OF COMMUNICATION:

The means of communication between the Shareholders and company are transparent and investor friendly. The quarterly results of the company are published in English and Gujarati news papers as required by the listing agreement. Steps are being taken to display the corporate results on the EDIFAR & Corporate website, which is being developed.

## 8. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting:	Date: 30/09/2011
(Date, Time & Venue)	Time : 4.00 P.M.
	Venue: A/5, Jaymangal House, Opp. Sakar-I Nehru Bridge, Ashram Road, Ahmedabad
Financial Calendar	1 <sup>st</sup> April 2010 to 31 <sup>st</sup> March 2011
Date of Book Closure	From 27 <sup>th</sup> Sept., 2011 to 30 <sup>th</sup> Sept., 2011 (Both days inclusive)
Dividend Payment Date	No Dividend declared

## 9. LISTING OF STOCK EXCHANGE:

Bombay Stock Exchange Limited : 523650  
Ahmedabad Stock Exchange Limited :

**10. MARKET PRICE DATA AT BOMBAY STOCK EXCHANGE LIMITED:**

MONTH	HIGH (RS.)	LOW (RS.)
April, 2010	Not traded	Not traded
May, 2010	Not traded	Not traded
June, 2010	Not traded	Not traded
July, 2010	Not traded	Not traded
August, 2010	Not traded	Not traded
September, 2010	Not traded	Not traded
October, 2010	Not traded	Not traded
November, 2010	Not traded	Not traded
December, 2010	Not traded	Not traded
January, 2011	Not traded	Not traded
February, 2011	Not traded	Not traded
March, 2011	Not traded	Not traded

**11. DISTRIBUTION OF SHAREHOLDING AS ON 31 MARCH, 2011:**

No. of Equity shares held	No. of shareholders	% of total s.holders	No. of shares held	% of shareholding
1 to 5000	9401	90.57	1515000	34.75
5001 to 10000	603	5.81	493400	11.32
10001 to 20000	253	2.44	374400	8.59
20001 to 30000	45	0.43	110400	2.53
30001 to 40000	24	0.23	84600	1.94
40001 to 50000	12	0.12	56000	1.28
50001 to 100000	20	0.19	141500	3.25
100001 to above	22	0.21	1584700	36.35
<b>TOTAL</b>	<b>10380</b>	<b>100.00</b>	<b>4360000</b>	<b>100.00</b>

**12. DISTRIBUTION PATTERN AS ON THE 31<sup>ST</sup>MARCH, 2011:**

	No of Shares	Percentage
Promoters and Relatives	1128200	25.88
Banks/ FII/ FI	100	0.00
Private Sector Banks	1700	0.04
Public	2665300	61.13
Body Corporate	309200	7.09
NRI (NON-REPAT)	300	0.03
NRI (REPAT)	255200	5.85
<b>Total</b>	<b>4360000</b>	<b>100.00</b>

**13. REGISTRAR AND SHARE TRANSFER AGENT:**

M/s. Purva Sharegistry limited  
9, Shiv Shakti Ind. Estate,  
J R Boricha Marg, Lower Parel East,  
Mumbai-400 011

**14. SHARE TRANSFER SYSTEM:**

The share transfer work is handled by registrar and transfer agent for the company.

Share Transfers are registered and dispatched within a period of thirty days from the date of the lodgements if the transfer documents are correct and valid in all respects.

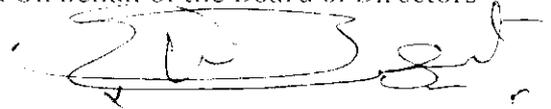
**14. DEMATIRIALISATION OF SHARES:**

Outstanding GDRs/ADRs/Warrants or any Convertibles : N.A.  
instruments and conversion date and likely impact on Equity

Address for Correspondence : A/5, Jaymangal House,  
Opp. Sakar-I,  
Nehru Bridge,  
Ashram Road,  
Ahmedabad

1256800 shares out of 4360000 Equity shares of the company have been dematerialized as at 31<sup>st</sup> March, 2011 representing 28.83 % of total paid-up capital of the company.

For and On behalf of the Board of Directors



(Mr. V D Bhagat)  
Director

Date : 01/08/2011  
Place : Ahmedabad

## MANAGEMENT DISCUSSION AND ANALYSIS

### **1. Overall Review :**

The overall performance during the financial year 2010-11 has been satisfactory.

### **2. Financial Review :**

Total turnover for the year ended 31<sup>st</sup> March, 2011 was Rs. 32.29 lacs. This decrease was mainly on account of reduction of Prices.

### **3. Internal Control System and their adequacy :**

Considering the size of the company, your company has adequate system of internal control to provide reasonable assurance that assets are safeguarded and protected from unauthorized use or deposition.

### **4. Business Environment :**

The Performance of the company for the year under review was satisfactory.

### **5. Risk and Concern :**

The building, plant and machinery, vehicle and stocks of the company are adequately insured.

### **6. Cautionary Statement :**

Statements in this report on management Discussion and analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially from those expressed or implied. Important factors that could make a different to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibilities in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information of event

BY ORDER OF THE BOARD OF DIRECTORS

Place: Ahmedabad

Date: 01/08/2011

For **Redex Protech Limited**



(Mr. V D Bhagat)

## CERTIFICATION BY MANAGING DIRECTOR TO THE BOARD

I, Mr. Vikram Bhagat, Managing Director of the REDEX PROTECH LTD certify that :

1. I have reviewed the financial statements for the Year and that to the best of my knowledge and belief :
  - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - b. These statements give a true and fair view of the state of affairs of the company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including Accounting Standards, applicable laws and regulations.
2. These are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. I accept overall responsibility for the company's internal control system and financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal audit works with all the levels of management and statutory auditors and reports significant issues to the Audit Committee of the Board. The auditors and audit committee are appraised of any corrective action taken with regard to significant deficiencies and material weakness.
4. I indicate to the auditors and to the audit committee :
  - a. Significant changes in internal control over financial reporting during the year.
  - b. Significant changes in accounting policies during the year;
  - c. Instances of significant fraud of which we have become aware of and which involve management or other employees who have significant role in the company's internal control system over financial reporting.

However, during the year there were no such changes or instances.

Date : 01/08/2011

Place : AHMEDABAD



Mr. Vikram Bhagat - /

Managing Director

## DECLARATION BY THE CHAIRMAN ABOUT CORPORATE GOVERNANCE

I, Mr. Vikram Bhagat, Chairman of Redex Protech Limited hereby confirm pursuant to clause 49(1)(d) of the listing agreement that:

1. The board of directors of Redex Protech Limited has laid down a code of conduct has been placed on the company's website.
2. All the members of the board as well as senior management personal have complied with the said code of conduct for the year ended 31<sup>st</sup> March 2011.

Place: Ahmedabad

Date: 01/08/2011



Mr. Vikram Bhagat

Chairman

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
Redex Protech Limited

We have examined the compliance of the conditions of corporate Governance by **Redex Protech Limited** for the year ended on March 31, 2011, as stipulated in Clause 49 of the listing Agreements of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of the opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above-mentioned Listing Agreement.

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

Place : Ahmedabad  
Date : 1<sup>st</sup> August, 2011

For, SHRIKANT SHAH & CO.  
CHARTERED ACCOUNTANTS

MALAV J. AJMERA  
(PARTNER)

MEM. No. : 114351  
FIRM REGN. NO. 117389W

**SHRIKANT SHAH & CO.**  
**CHARTERED ACCOUNTANTS**  
**SHRIKANT S. SHAH B. Com., F.C.A**  
**MALAV J. AJMERA B. Com., F.C.A**

304, Chanakya Building,  
Nr. Torrent House,  
B/h. Sales India,  
Off Ashram Road,  
Ahmedabad - 380009  
☎:(O)26574985, 26574986

**AUDITOR'S REPORT**

TO,  
THE MEMBERS,  
REDEX PROTECH LIMITED

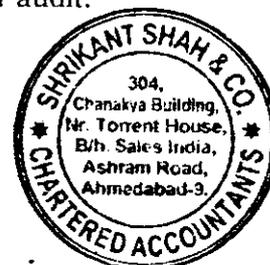
We have audited the attached Balance Sheet of **REDEX PROTECH LIMITED** as at 31<sup>st</sup> March, 2011 the profit & loss account and also the cash flow statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the over all financial statement presentation. We believe that our audit provides a reasonable basis for our opinion

1. As required by the Companies ( Auditors' Report) Order,2003 issued by the Central Government in terms of Sec.227(4A) of the Companies Act, 1956, we give in the **Annexure "A"** a statement of the matters specified in the paragraph 4 and 5 of the said order as are applicable to the company.
2. **Attention is drawn to the following notes to the Schedule-14:**
  - (a) **Note no. F regarding the preparation of the accounts of the company on a "going concern" basis despite the fact that the company's net worth has been eroded.**
  - (b) **Note no. F regarding non provision of interest payable to Charotar Nagrik Sahakari Bank Ltd.**

**Interest payable to the tune of Rs.32, 26, 986/- by Charotar Nagrik Sahakari Bank Ltd. was not charged to Profit & Loss account. Had the interest be charged there would be a loss of Rs.11, 71, 887/- for the Current Year.**

3. Further to our comments in the Annexure referred to in paragraph 1 above, we report that
  - (A) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

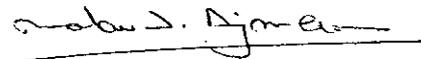


- (B) In our opinion, proper books of accounts as required by Law have been kept by the company so far as appears from our examination of the books of accounts of company.
- (C) In our opinion subject to notes of accounts, the Balance Sheet, Profit & Loss account dealt with by this report comply with the Accounting Standards referred to in subsection (3C) of Section 211 of the Companies Act, 1956.
- (D) The Balance Sheet and Profit & Loss account dealt with by this report are in agreement with the Books of Accounts.
- (E) On the basis of the written representation received from the directors as on 31<sup>st</sup> March 2011 and taken on record by the Board of Directors, we report that none of the said Directors is disqualified as on 31<sup>st</sup> March, 2011 from being appointed as director 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 **subject to what is stated in Para 2 above**, read together with the notes thereon give the information required by The Companies Act, 1956 in the manner so required and give a true and fair view, in conformity with the accounting principles generally accepted in India;
- (a) In the case of Balance Sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2011;
- (b) In the case of Profit & Loss account, of the Profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the Cash Flow for the year ended on that date.

Place : Ahmedabad

Date : 1<sup>st</sup> August, 2011

FOR SHRIKANT SHAH & CO.  
CHARTERED ACCOUNTANTS



MALAV J. AJMERA  
(PARTNER)

MEM. No. : 114351  
FIRM REGN. No.117389W



# **REDEX PROTECH LIMITED**

## **ANNEXURE TO THE AUDITOR'S REPORT REFERRED TO IN PARAGRPH "1" OF OUR REPORT OF EVEN DATE**

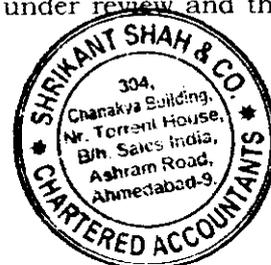
1. It is informed to us that the company has maintained proper records to show full particulars including situation of its Fixed Assets. It is informed to us that the Fixed Assets have been physically verified by the management wherever possible at the close of the year as confirmed by the management. No material discrepancies have come to notice on such physical verification. The company has not disposed off any of its assets.
2. The company has not carried out any major commercial activity and it largely catered to service activities. Hence, this is not applicable to it.
3. The company has taken and granted loans secured or unsecured from companies, firms or other parties listed in the register maintained under section 301 of The Companies Act, 1956 or from companies under the same management as defined under the section 370(1) (b) of The Companies Act, 1956.

As no stipulations have been made for the repayment of advance granted to a company or taken from other parties covered in the register maintained under section 301 of the Companies Act, 1956, we have no comments to offer on the regularity of payment of principal.

4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit we have not observed any major weaknesses in internal controls.
5. It is informed to us that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered. However the same has not been verified at our end.
6. The company has not accepted any deposit during the year from the public within the meaning of section 58A or 58AA of the Companies Act, 1956 and rules made there under. However, as explained to us, during the year the company had raised funds on a short term basis from the share holders and the same has been repaid during the year itself.
7. The company has an internal audit system commensurate with its size and nature of its business.
8. As explained to us, Central govt. has not prescribed maintenance of any cost records under clause (d) of sub-section (1) of section 209 of the Act. Hence, not applicable.
9. According to the information and explanations given to us, the Company has been generally regular in depositing undisputed statutory dues with appropriate authorities during the year.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty and excise duty were outstanding as at 31<sup>st</sup> march, 2011 for a period of more than six months from the date they became payable. However there are certain dues for which necessary details are not available to confirm actual status.

10. In our opinion, the accumulated losses of the company are more than 50% of its net worth. The company has not incurred any cash loss in the year under review and the immediately preceding financial year.



11. The company has defaulted in payment of loan and interest thereon (including interest that is not provided in the books of accounts) on the dues to Charotar Nagarik Sahakari Bank (Also refer note no. G) Since December 1999. In the previous year the amount payable to Bank as per book was Rs. 1,85,53,176/- and as per Bank statement it was Rs. 1, 97, 02, 390/- (does not include interest which is not serviced by the company). The said bank has ceased to function as a banking company and government has appointed a liquidator in the bank. However, the company has continued to make payment towards the outstanding dues of the bank.
12. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, this is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
14. In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
15. In our opinion and according to the information the company has not given any guarantees for loans taken by others from banks & financial institutions.
16. The company has not obtained any term loan during the year under.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for long term investment. No long term funds have been used to finance short term assets.
18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act hence, not applicable.
19. According to the information and explanations given to us, the company has not issued any debentures during the year under review. Hence, not applicable.
20. The company has not raised any money by way of a public issue during the year under review. However, company had raised money by way of a public issue long back and as for the end use of the money then so raised, we are unable to make a comment on it, since, it is not verifiable.
21. 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 course of our audit.

Place : Ahmedabad

Date : 1<sup>ST</sup> August, 2011

**FOR, SHRIKANT SHAH & CO.  
CHARTERED ACCOUNTANTS**

*Malav J. Ajmera*

**MALAV J. AJMERA  
(PARTNER)**

**MEM NO. : 114351**

**FIRM REGN. No.117389W**



**REDEX PROTECH LIMITED**

**BALANCE SHEET AS ON 31ST MARCH 2011**

PARTICULARS	SCHD. NO.	31.03.2011 AMOUNT	31.03.2010 AMOUNT
<b><u>SOURCES OF FUNDS</u></b>			
SHARE CAPITAL	1	43,600,000	43,600,000
RESERVES & SURPLUS	2	(51,895,873)	(53,248,091)
<b><u>LOAN FUNDS :</u></b>			
Secured Loans	3	18,553,176	18,552,986
Unsecured Loans	4	1,783,005	1,783,005
<b>TOTAL</b>		<b>12,040,308</b>	<b>10,687,900</b>
<b><u>APPLICATION OF FUNDS</u></b>			
<b><u>FIXED ASSETS</u></b>			
Gross Block	5	16,436,495	14,288,385
Less : Depreciation		4,458,254	4,173,694
Net Block		<b>11,978,241</b>	<b>10,114,691</b>
<b><u>CURRENT ASSETS, LOANS &amp; ADVANCE</u></b>			
Sundry Debtors	6	1,336,113	1,336,113
Cash & Bank Balance	7	968,093	519,151
Loans & Advances	8	14,860,209	25,124,741
<b>A</b>		<b>17,164,415</b>	<b>26,980,005</b>
<b><u>CURRENT LIABILITIES &amp; PROVISION</u></b>			
Sundry Creditors & Other Liabilities	9	17,102,348	26,406,796
<b>B</b>		<b>17,102,348</b>	<b>26,406,796</b>
<b>Net Current Assets (A-B)</b>		<b>62,067</b>	<b>573,209</b>
<b>Notes on Account</b>	14	<b>12,040,308</b>	<b>10,687,900</b>

As per our report on even date  
**FOR SHRIKANT SHAH & CO.**  
**CHARTERED ACCOUNTANTS**

*Malav J. Ajmera*

**PARTNER**

Malav J. Ajmera

Mem. No. 114351

Firm Reg.No.117389W

Place: Ahmedabad

Date : 1st August 2011

**FOR REDEX PROTECH LIMITED**

*J. B. Sonu*      *R. W. B. B.*

**DIRECTORS**



**REDEX PROTECH LIMITED**

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2011**

<b>PARTICULARS</b>	<b>SCH. NO.</b>	<b>31.03.2011 AMOUNT</b>	<b>31.03.2010 AMOUNT</b>
<b><u>INCOME</u></b>			
Sales		174,265	146,210
Other Income	10	3,054,488	8,502,688
		<b>3,228,753</b>	<b>8,648,898</b>
<b><u>EXPENDITURE</u></b>			
Direct Expenses	11	92,849	100,782
Administration & General Expenses	12	1,190,345	3,814,517
Depreciation		284,560	247,179
Financial Expenses	13	1,022	1,869,618
		<b>1,568,776</b>	<b>6,032,096</b>
<b>Profit before Tax Provision</b>		<b>1,659,977</b>	<b>2,616,802</b>
Less: Provision for Tax as per MAT		307,760	404,295
<b>Profit After Tax</b>		<b>1,352,217</b>	<b>2,212,507</b>

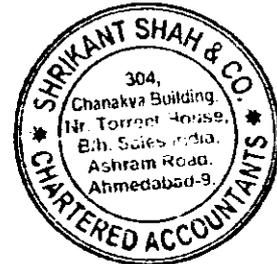
As per our report on even date  
**FOR SHRIKANT SHAH & CO.**  
**CHARTERED ACCOUNTANTS**

*Malav J. Ajmera*

**PARTNER**  
**Malav J. Ajmera**  
**Mem. No. 114351**  
**Firm Reg.No.117389W**  
**Place: Ahmedabad**  
**Date : 1st August 2011**

**FOR REDEX PROTECH LIMITED**

*[Handwritten Signature]*  
**DIRECTORS**



Sched. No.	Particulars	AMOUNT	AMOUNT
		31.3.2011	31.3.2010
<b>1</b>	<b>SHARE CAPITAL</b>		
	AUTHORISED SHARE CAPITAL 7000000 Equity shares of Rs. 10/- each	70,000,000	70,000,000
		<b>70,000,000</b>	<b>70,000,000</b>
	Issued , Subcribed & Paid up Capital 4360000 Equity Shares of Rs. 10/- each fully paid up.	43,600,000	43,600,000
		<b>43,600,000</b>	<b>43,600,000</b>
<b>2</b>	<b>Profit &amp; Loss Account</b>		
	Opening Balance	(53,248,091)	(55,460,598)
	Profit/Loss during the year	1,352,217	2,212,507
		<b>(51,895,873)</b>	<b>(53,248,091)</b>
<b>3</b>	<b>SECURED LOAN</b>		
	Charotar Nagrik Sahakari Bank (Hypo. Against Stock, Land & Building situated at S. no. 85 & 86 Vill. Khoda and Office building at Ahmedabad. Bank O/D. against Bank F.D.)	18,553,176	18,552,986
		<b>18,553,176</b>	<b>18,552,986</b>
<b>4</b>	<b>UNSECURED LOAN</b>		
	From Others	1,783,005	1,783,005
		<b>1,783,005</b>	<b>1,783,005</b>
<b>6</b>	<b>DEBTORS</b>		
	More than six months	1,336,113	1,336,113
	Less than six months	-	-
		<b>1,336,113</b>	<b>1,336,113</b>
<b>7</b>	<b>CASH &amp; BANK BALANCE</b>		
	<b>Balance With Schedule Banks</b>		
	Balance in Current A/c. with Bank	589,360	492,333
	Cash on hand	378,733	26,818
		<b>968,093</b>	<b>519,151</b>
<b>8</b>	<b>LOANS &amp; ADVANCES</b>		
	Advance recoverable in Cash or kind	14,325,730	23,149,240
	Income Tax & TDS	534,479	1,975,501
		<b>14,860,209</b>	<b>25,124,741</b>



**REDEX PROTECH LIMITED**

Sched. No.	Particulars	AMOUNT	AMOUNT
		31.3.2011	31.03.2010
<b>9</b>	<b>SUNDRY CREDITORS &amp; OTHER LIABILITIES</b>		
	Sundry Creditors	16,749,510	25,961,678
	Other Liabilities - Provision	352,838	445,118
		<b>17,102,348</b>	<b>26,406,796</b>
<b>10</b>	<b>OTHER INCOME</b>		
	Rent Income	2,940,000	2,940,000
	Profit on sale of Fixed Asset	-	2,894,117
	Interest Income	114,488	2,668,571
	Other Income	-	-
		<b>3,054,488</b>	<b>8,502,688</b>
<b>11</b>	<b>DIRECT EXPENSES</b>		
	Extinguisher Refilling charges	56,739	65,222
	Labour Charges	36,110	35,560
		<b>92,849</b>	<b>100,782</b>
<b>12</b>	<b>ADMINISTRATIVE &amp; GENERAL EXPENSES</b>		
	Advertisement Expenses	7,878	-
	Annual Maintenance Expenses	-	10,000
	Audit Fees	15,442	15,442
	Bad Debts	-	1,818,935
	BSE annual listing charges	11,130	11,030
	Dividend Exps.	360	-
	Gram Panchayat Tax	23,550	-
	Legal & Licence Fees	-	1,120
	Rep. & Maintenance Exp	703,622	1,321,562
	Municipal Tax	30,435	-
	N.S.D.L Custody Fees	6,618	6,618
	Nagar Panchayat Tax	200,000	109,150
	Postage & Courier	3,085	330
	Printing & Stationery	2,786	1,659
	Professional Fees	45,500	56,515
	Professional Tax	2,108	-
	R.O.C. Exps.	13,625	-
	Salary Expenses	77,702	120,000
	Service Charges Exp	46,414	33,439
	Sundry Exps.	90	-
	Travelling Exp.	-	308,717
		<b>1,190,345</b>	<b>3,814,517</b>
<b>13</b>	<b>FINANCIAL EXPENSES</b>		
	Bank Interest & Charges	832	1,023
	Bank legal charges	-	61,425
	Interest Exps.	190	1,807,170
		<b>1,022</b>	<b>1,869,618</b>



F.Y. 2010-11

REDEX PROTECH LIMITED

Schedule-5 : Fixed Assets

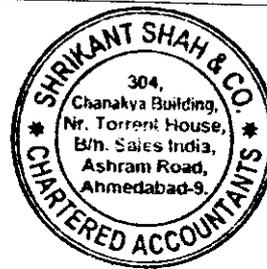
Particulars	Rates of Depreciation	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As On 01.04.2010	Add-ition	Ded-uction	CL Bal 31.03.2011	As on 01.04.2010	Add-ition	Ded-uction	CL Bal 31.03.2011	As On 31.03.2011	As On 31.03.2010
Air Conditioners	4.75%	579,247	-	-	579,247	420,461	27,514	-	447,975	131,272	156,786
Electric Installations	4.75%	665,328	-	-	665,328	503,023	31,603	-	534,626	130,702	162,305
Factory Building	3.34%	1,608,462	-	-	1,608,462	982,349	53,723	-	1,036,072	572,390	626,113
Land	-	3,325,502	-	-	3,325,502	-	-	-	-	3,325,502	3,325,502
Office Building-Abad	1.63%	2,559,670	-	-	2,559,670	750,230	41,723	-	791,953	1,767,717	1,809,440
Office Building-Sanand	1.63%	5,177,697	2,148,110	-	7,325,807	1,170,792	106,419	-	1,277,211	6,048,596	4,006,905
Office Equipments	6.33%	372,479	-	-	372,479	346,839	23,578	-	370,417	2,062	25,640
<b>Total</b>		<b>14,288,385</b>	<b>2,148,110</b>	<b>105,883</b>	<b>16,436,495</b>	<b>4,173,694</b>	<b>284,860</b>	<b>-</b>	<b>4,458,254</b>	<b>11,978,241</b>	<b>10,114,691</b>
<b>Prev. Year</b>		<b>13,496,724</b>	<b>897,544</b>	<b>105,883</b>	<b>14,288,385</b>	<b>3,926,516</b>	<b>247,179</b>	<b>-</b>	<b>4,173,692</b>	<b>10,114,691</b>	<b>9,570,208</b>



**Grouping of Balance Sheet**  
**REDEX PROTECH LIMITED**

**F.Y. 2010-11**

Particulars	AMOUNT
	31.3.2011
<b><u>Unsecured Loans</u></b>	
Capitil Consultancy	200,000
Neeldeep Exports Pvt. Ltd.	1,383,005
Shaileshbhai Mehta	200,000
	<b>1,783,005</b>
<b><u>DEBTORS</u></b>	
<b>More than six months</b>	
Yash Systems	1,336,113
	<b>1,336,113</b>
<b>Less than six months</b>	
	-
	-
	<b>1,336,113</b>
<b><u>ADVANCES RECOVERABLE IN CASH OR KIND</u></b>	
Angana Bhagat	12,424,730
Gnanesh Bhagat	896,000
R.D. Bhagat	1,005,000
	<b>14,325,730</b>
<b><u>Income Tax &amp; TDS</u></b>	
Income Tax & TDS Receivable	534,479
	<b>534,479</b>
<b><u>SUNDRY CREDITORS</u></b>	
Ahmedabad Stock Exchange Ltd.	45,000
Ashish Jain	(2,000)
Avani Dave	5,883
Bhartiya Hareram Tirthram	688,171
Champaben Bhagat Edu. Trust	2,527,373
Deep Enterprises	6,078
G.K. Choksi & Co	10,000
Ghanshyam Thadani	(1,000)
Greaves Ltd.	36,682
Hariom Stationers & Printers	3,577
Industrial Services	44,867
Patel Trading Co.	838
Patel Trading Corporation	647
Precision Industries	12,621
Purva Sharegistry (india Pvt.Ltd)	22,293
Rashmi Welding Works	88
Sapnarni Jain	(1,000)
Shah Xerox & Duplicating	17,699
Yash Shelters Ltd.	13,289,488
Shree Sidheshwari Construction	42,205
	<b>16,749,510</b>
<b><u>PROVISION</u></b>	
Professional Tax	22,476
Provision of Tax as per MAT(FY 2010-11)	307,760
T D S Payable	7,160
Unpaid Audit Fees	15,442
	<b>352,838</b>



**SCHEDULE 14 SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS.**

**A. ACCOUNTING CONVENTION :**

The financial statements are prepared on accrual basis, under the historical cost convention, in accordance with the generally accepted accounting principles in India, the Accounting Standards issued by the Institute of Chartered Accountants of India and the requirements of the Companies Act, 1956.

**B. FIXED ASSETS :**

Fixed Assets are stated at cost less depreciation.

**C. DEPRECIATION :**

Depreciation is provided on Straight Line Method at the rate and in the manner prescribed in Schedule XIV to the Companies Act, 1956. Depreciation on assets added/disposed off during the year is provided on pro rata basis with reference to the date of addition / disposal.

**D. FOREIGN CURRENCY :**

There are no transactions involving foreign currency.

**E. TAXATION :**

Income tax comprises the current tax provisions and the net change in the deferred tax asset or liability in the year. The deferred tax assets and liabilities are calculated on the accumulated timing difference at the end of an accounting period based on prevailing enacted tax rates. Deferred tax assets are not recognised on unabsorbed depreciation and carry forward of losses unless there is a virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

**F.** The company has to pay an outstanding debt of over Rs. 1.85 crores to Charotar nagarik sahakari bank ltd. However, the company has stopped providing for the interest on the outstanding loan amount. Despite this fact, and accumulated losses, the company is carrying its activities and expects to recoup these losses during subsequent years. Accordingly, the accounts of the company have been prepared on a going concern basis.

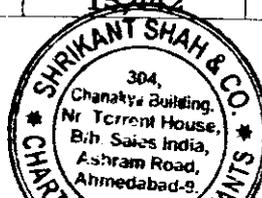
**G. 1.** Balances in the customers, suppliers, deposit accounts and loans from banks and financial institutions taken as per books are subject to confirmation / E.M.D. reconciliation and consequential adjustments. Unpaid Dividend in Bank is subject to confirmation.

2. The management does not consider it appropriate to account for the deferred tax asset or liability in view of the accumulated losses and due to uncertainty of future profits.

3. Bank balance includes Rs.4, 81, 464/- towards unpaid dividend which is subject to confirmation with respective banks.

4. DETAILS OF AUDITORS REMUNERATION IS AS UNDER :

Particulars	31 <sup>st</sup> March 2011	31 <sup>st</sup> March 2010
For Audit	15,442	15,442
<b>Total</b>	<b>15,442</b>	<b>15,442</b>



5. There are no transactions with related parties except the following advances to:

Name	Nature
Gnanesh Bhagat	Advances
R. D. Bhagat	Advances
Yash Shelters Ltd.	Advances
Yash Systems	Debtors
Angana Bhagat	Advances

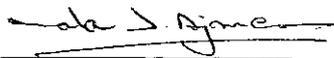
(Note: Related party relationship have been identified by the management and relied upon by the auditors.)

- In the opinion of the Board of Directors, Current Assets, Loans and Advances are approximately of the value stated, if realised in the ordinary course of business and there is no need for recording of impairment of assets at this stage as the amounts stated are generally recoverable subject to Point no. F above. The provision for all known and determined liabilities is adequate and not in excess of the amounts reasonably required.
- Wherever external documentary evidence was not available, we have relied on the management's authentication.
- Previous year's figures are re-grouped / re-arranged wherever considered necessary.

**SIGNATURES TO SCHEDULES 1 TO 14**

**For SHIRKANT SHAH & CO.**

**Chartered accountants**



**PARTNER**

**MALAV AJMERA**

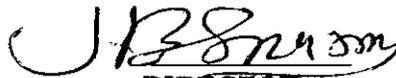
**Mem No. 114351**

**Firm Reg. No.117389W**

**Place: Ahmedabad**

**Date: 1<sup>st</sup> August, 2011**

**FOR AND ON BEHALF OF BOARD OF DIRECTORS**



**DIRECTOR  
(J.B. SHARMA)**



**DIRECTOR  
(V.D. BHAGAT)**



**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

**1 REGISTRATION DETAILS :**

Registration No :- 16577

State Code :- 04

Balance Sheet Date :- 31-3-2011

**2 CAPITAL RAISED DURING THE YEAR :-**

**[ Amount in Rs. Thousand ]**

Public Issue

Right Issue

**NIL**

**NIL**

Bonus Issue

Private Placement

**NIL**

**NIL**

**3 POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS**

Total liability

Total Assets

12,040

12,040

Source of Funds

Paid up Capital

Share Application Money

43,600

-

Reserve & Surplus

Secured Loans

(51,896)

18,553

Unsecured Loans

Deffered Tax Liability

1,783

-

Application of Funds :

Net Fixed Assets

Deffered Tax Assets

11,978

-

Net Current Assets

Mis. Expenditure & Profit & Loss A/c.



4 PERFORMANCE OF COMPANY	[ Amount in Rs. Thousand ]
Turnover	Total Expenditure
3,229	1,569
Profit Before Tax	Profit After Tax
1,660	1,352
Earning Per Share	Dividend Rate
0.38 Rupees	NIL

5. GENERAL NAME OF THREE PRINCIPAL OF PRODUCTS / SERVICES OF THE COMPANY

( As per monetary terms )

Item code No :- ITC Code

Product Description :-

As per our Report of even Date  
For Shrikant Shah & Co.  
Chartered Accountants

For, REDEX PROTECH LIMITED

*Malav J. Ajmera*

*J. B. Shah*

*[Signature]*

Partner  
Malav J. Ajmera  
Mem. No. 114351  
Firm Reg.No.117389W

DIRECTORS

Date : 1st August 2011  
Place : Ahmedabad



**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2011  
AS PER LISTING AGREEMENT**

PARTICULARS	AMOUNT ₹	AMOUNT ₹
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit before tax and Extraordinary itmes	1,659,977	
<b>Adjustments for:</b>		
Depreciation	284,560	
<b>Operating profit before working capital changes</b>	<b>1,944,537</b>	
<b>Adjustment for :</b>		
Trade and other receivables	-	
Trade Payable	(9,612,208)	
Other Current Assets	-	
Cash generated from operations	(7,667,671)	
Interest paid	-	
Direct taxes paid	-	
Cash flow before extra ordinary items	-	
Extra ordinary item	-	
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>(7,667,671)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(2,148,110)	
Sale of Fixed Assets	-	
Purchase of Investments	-	
Sale of Investments	-	
Interest received	-	
Dividend received	-	
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>(2,148,110)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from borrowings	-	
Loans & Advances Given (Net)	10,264,532	
Repayment of borrowings	190	
<b>NET CASH FROM / USED IN FINANCING ACTIVITIES</b>		<b>10,264,722</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT</b>		<b>448,941</b>
<b>CASH &amp; CASH EQUIVALENT AT THE BEGINNING OF THE YEAR</b>		<b>519,151</b>
<b>CASH &amp; CASH EQUIVALENT AT THE END OF THE YEAR</b>		<b>968,092</b>

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

V.D. BHAGAT

(DIRECTOR)

PLACE : AHMEDABAD

DATE : 1st August, 2011



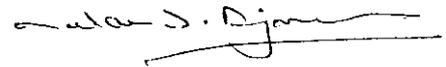
**AUDITOR'S CERTIFICATE**

We have examined the above Cash Flow Statement of **REDEX PROTECH LIMITED** for the year ended 31<sup>st</sup> March 2011. The Statement has been prepared by the Company in accordance with the requirements of listing agreement with stock Exchange and is based on and in agreement with the corresponding Profit and Loss account and the Balance Sheet of the Company covered by our report of 1<sup>st</sup> August, 2011 to the Members of the Company.

**PLACE: AHMEDABAD**

**DATE : 1<sup>st</sup> August, 2011**

**FOR, SHRIKANT SHAH & CO.  
CHARTERED ACCOUNTANTS**



**MALAV J. AJMERA  
MEMBERSHIP NO. 114351  
FIRM REGN. NO. 117389W**

