

NIVI TRADING LIMITED

ANNUAL REPORT

2010 – 2011

NIVI TRADING LTD.

*Regd. Off: c/o United Phosphorus Ltd., Readymoney Terrace, 4th Fl., Dr. A. B. Road, Worli Naka, Mumbai-18
Admn. Off: C/o Uniphos House, C. D. Marg, 11th Road, Khar (w), Mumbai - 52.
Tel No. 61233500 / 2646 8000 Fax Nos. 26487523*

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the Members of NIVI TRADING LTD. will be held at 9.30 A.M. on Thursday 11th August, 2011 at Uniphos House, Madhu Park, C. D. Marg, Khar (West), Mumbai 400 052 to transact the following business :

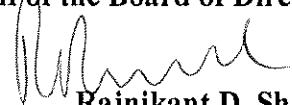
ORDINARY BUSINESS

- 1) To consider and adopt the audited Profit and Loss Account for the year ended March 31, 2011, the Balance Sheet as at that date and the Reports of the Directors and the Auditors thereon.
- 2) To appoint a Director in place of Mr. Jaidev R. Shroff - Director who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To appoint Auditors and fix their remuneration.

Notes :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER. PROXY MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 2nd August, 2011 to Thursday, 11th August, 2011 (both days inclusive).
3. Members are requested to intimate any change of their address etc. immediately at the registered office, quoting their Folio No.

For and on behalf of the Board of Directors



Rajnikant D. Shroff

Place : Mumbai
Dated : 7th July, 2011

NIVI TRADING LTD.

Regd. Off: c/o United Phosphorus Ltd., Readymoney Terrace, 4th Fl., Dr. A. B. Road, Worli Naka, Mumbai-18

Admn. Off: C/o Uniphos House, C. D. Marg, 11th Road, Khar (w), Mumbai - 52.

Tel No. 61233500 / 2646 8000

Fax Nos. 26487523

DIRECTOR'S REPORT

The Members,
Nivi Trading Ltd.

Your Directors have pleasure in presenting their Annual Report and Audited Accounts for the financial year ended 31st March, 2011.

FINANCIAL RESULTS :

Your Company's performance during the year is summarised below:

Amount in Rs. '000

Particulars	2010-2011	2009-2010
Gross Income	46	1710
Expenditure	95	177
Profit(Loss) Before Tax and Exceptional Item	(-) 49	1533
Less: Exceptional Item	-	12133
Profit(Loss) Before Tax and after Exceptional Item	(-) 49	(-) 10600
Less : Provision for Taxation	-	-
Profit(Loss) After Tax and after Exceptional Item	(-) 49	(-) 10600
Add: MAT Credit Entitlement	-	88
Add(Less): Short Provision for Tax	1	(-) 6
Profit (Loss) After Tax Adjustments	(-) 48	(-) 10518
Add : Balance b/f from earlier year	(-) 1655	8862
Profit Available for Appropriations	(-) 1704	(-) 1655
Appropriations		
Balance c/f to Balance Sheet	(-) 1704	(-) 1655

DIVIDEND

The Director's do not recommend any dividend for the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO :

The Company has not commenced any manufacturing activities, the particulars as per Rule 2 of the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules 1988, pursuant to Section 217(1)(e) of the Companies Act 1956 is not applicable.

PARTICULARS OF EMPLOYEES :

The Company has no employees specified under Section 217(2A) of the Companies Act, 1956 and therefore provisions of the Section 217(2A) of the Companies Act, 1956 is not attracted.

DIRECTORS :

Mr. Jaidev R. Shroff retires by rotation, and being eligible, offers himself for re-appointment.

:2:

DIRECTOR'S RESPONSIBILITY STATEMENT :

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 217(2AA) of the Companies Act, 1956 :

1. That in the preparation of the annual accounts for the year ended 31st March, 2011, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
2. That such accounting policies have been selected and applied consistently and judgements and estimates that are reasonable and prudent made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2011 and of the loss of the Company for that year.
3. That proper and sufficient care has been taken for the maintenance of 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.
4. That the annual accounts for the year ended 31st March, 2011 have been prepared on a going concern basis.

LISTING OF THE COMPANY'S EQUITY SHARES :

The equity shares of your Company continue to be listed during the year under review at the Mumbai Stock Exchange (BSE). The stock code is 512245. The Company has paid the annual listing fees for financial year 2011-2012 to the exchange.

COMPLIANCE OFFICER

In terms of clause 47 of the Listing agreement, Jaidev R. Shroff - Director is the Compliance Officer for the purpose of complying with various terms of listing agreements with Stock Exchange and directives issued by SEBI.

WEBSITE

Going by the directions of SEBI, the Company has registered www.nivionline.com as it's website. The background of the Company, it's Directors, financials, share related information and other relevant details are posted on the website.

DEPOSITORY RELATED OPERATIONS

The Company continues to have Sharepro Services (I) Pvt. Ltd. as its Registrar and Transfer Agent (RTA) to provide electronic link with CDSL and act as CDSL interface for the Company for handling Depository related operations. No requests have been received for dematerialisation till date. 100% of the total paid equity capital is in physical mode. Related details have been highlighted separately in the Annual Report.

CORPORATE GOVERNANCE

In terms of the Schedule of Implementation of Clause No. 49 of the Listing Agreement on Corporate Governance, the requirements of the said clause are not applicable since the paid up capital of the Company is less than 3 crores.

AUDITORS AND AUDITOR'S REPORT :

Members are requested to appoint Auditors for the Current Year and to fix their remuneration. Messrs. Gupta Saharia & Co., Chartered Accountants, retire at the conclusion of the Annual General Meeting and are eligible for re-appointment.

The notes to the accounts referred to in the Auditor's Report are self-explanatory and therefore do not call for any further comments.

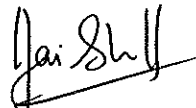
COMPLIANCE CERTIFICATE :

In accordance with Section 383A of the Companies Act, 1956, and Companies (Compliance Certificate) Rules, 2001, the Company has obtained a certificate from a Secretary in whole time practice confirming that the Company has complied with all the provisions of the Companies Act, 1956.

ACKNOWLEDGEMENT :

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from Banks during the year under review.

For and on behalf of the Board of Directors



Jaidev R. Shroff



Rajnikant D. Shroff

Place : Mumbai

Dated : 12th May, 2011

NIVI TRADING LTD.

Regd. Off: c/o United Phosphorus Ltd., Readymoney Terrace, 4th Fl., Dr. A. B. Road, Worli Naka, Mumbai-18

Admn. Off: C/o Uniphos House, C. D. Marg, 11th Road, Khar (w), Mumbai - 52.

Tel No. 2646 8000

Fax Nos. 2604 1010/0303

For The Attention of Shareholders

SEBI vide their circular dated 27.12.2002 has mandated that all Share Registry Work in terms of both physical and electronic segments should be maintained at a single point either in-house or by a SEBI registered R&T agent.

Shareholders are reminded that the shares of the company are compulsory traded in dematerialised form. Shareholders can avail of the facility of holding/trading their equity shares in the demat form. The ISIN is INE552F01011.

We have so far been handling the share transfers etc. of the physical share certificates in-house. In the demat segment, while we have been handling the processing etc. in-house, the electronic connectivity is provided by Sharepro Services (India) Pvt. Ltd., Mumbai. In view of the above directive, we have engaged M/S Sharepro Services (India) Pvt. Ltd., Mumbai to undertake all investor servicing activities both demat and physical segments as our Registrar & Transfer Agent (R&TA).

This arrangement has taken effect from 1st April, 2003

All share-related matters like transfers transmission, change of address, bank mandate nomination, power of attorney, demat, remat etc will be dealt with by the R&TA. The Depository Participants will also forward to the R&TA the share certificates submitted for dematerialisation. Any document/communication received at our end or any of the above will also be forwarded by us to the R&TA. Hence we request you to send all documents, and address all your future correspondence to the R&TA directly at the following address:

The registered office of the RTA is as follows:

13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai 400 072.

Tel No. : 2821 5168, 2832 9828

Fax No. : 2837 5646

e-mail : sharepro@vsnl.com

GUPTA SAHARIA & CO.

CHARTERED ACCOUNTANTS

Office : 4, Atlanta, Evershine Nagar, Malad (W), Mumbai-400 064.
Ph: 28443301 / 28443299

AUDITOR'S REPORT

To,
The Members
NIVI TRADING LTD.

We have audited the attached Balance Sheet of **NIVI TRADING LTD.** as at March 31, 2011 and also Profit and Loss Account for the period ended on that date. These Financial statements are the responsibilities of the Company's management. Our responsibility is to express an opinion of these financial statements based on our audit.


1. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards required that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of Section 227 (4A) of the Companies Act, 1956, we annex a statement on the matters specified in paragraphs 4 and 5 of the said orders.
3. Further to our comments in the Annexure referred to above, we report that :
 - a) We have obtained all the information and explanations, which to the best of our knowledge 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 those books.
 - c) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section 3(C) of Sec. 211 of the Companies Act, 1956.
 - e) On the basis of written representations received from the directors, as on March 31, 2011, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2011 from being appointed as a director in terms of section 274(1)(g) of the Companies Act, 1956;



f) In our opinion and to the best of our information and according to the explanation given to us, the accounts read together with other 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:

1. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31,2011.
2. In the case of Profit and Loss Account of the Loss of the Company for the period ended on that date .
3. In the case of Cash Flow Statements, of the cash flows for the year ended on that date.

For Gupta Saharia & Co.
Chartered Accountants



Suresh Saharia
Partner
Membership No. 040180
FRN : 103446W



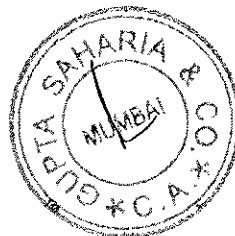
Place : Mumbai

Date : 12th May, 2011

Annexure to the Auditor's Report of even date to the Members of M/s NIVI TRADING LIMITED.

- (i) The Company is not having any fixed assets.
- (ii) The company is not having any inventories of raw materials, finished goods, stores and spares.
- (iii) The company has not taken any loan covered in the register maintained under section 301 of the Act.
- (iv) The company has granted unsecured loan to a company covered in the register maintained under section 301 of the Act. The maximum amount involved during the year was Rs. 40,00,000/- and the year and Balance of loan granted to such party was Rs 40,00,000/-
The loan granted is not prima facie prejudicial to the interest of the Company.
- (v) In our opinion and according to the information and explanations provided to us there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and for sale of goods. During the course of our audit, no major weakness has been noticed in the internal control;
- (vi) (a) Based on the audit procedure applied by us and according to the information and explanation provided by the management, we are of the opinion that the transactions that need to be entered into the register maintained under Section 301 have been properly entered in the said register;

(b) In our opinion and according to the information and explanation given to the transaction entered in the register maintained under Section 301 and exceeding during the year by Rupees five lakh in respect of each party have been made at prices which are reasonable having regard to prevailing market prices at the relevant time;
- (vii) The Company has not accepted any deposits from the public;
- (viii) The Company has a system of internal audit which, in our opinion is commensurate with its size and nature of its business.
- (ix) Maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act 1956,



(x) (a) According to the records, information and explanation provided to us, the Company is generally regular in depositing with appropriate authorities undisputed amount of provident fund, employees' state insurance, income tax, and other statutory dues applicable to it and no undisputed amounts payable were outstanding as 31st March 2011 for a period of more than six months from the date they became payable. There are no disputed amounts outstanding in respect of income tax, Sales tax and Excise duty etc. as the last day of the Financial year;

(b) According to the records of the company, the dues of sales tax, customs, wealth tax, excise duty, cess which have not been deposited on account of disputes and the forum where the dispute is pending are as given below

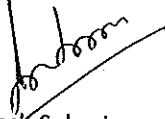
Name of the Statute	Nature of the dues	Amount (In Rs.)	Forum where dispute pending	Relating to the year A.Y.
Income tax Act	Income Tax	1,44,016	ITAT(A)	2001-02
Income tax Act	Income Tax	44,683	ITAT (A)	2005-06

- (xi) The Company has accumulated losses at the end of the financial year and incurred cash losses during the year and in the immediately year preceding.
- (xii) Based on the audit procedures and on the information and explanations given by the management, the Company has not defaulted in repayment of dues to the banks or financial institutions.
- (xiii) Based on our examination and according to the information and explanation given to us, the Company has not granted loans and advance on the basis of security by way of pledge of shares, debentures and other securities.
- (xiv) The Company is not a chit/nidhi/mutual benefit fund/society and hence clause 4(xiii) of the Order is not applicable.
- (xv) In our opinion the Company is dealing or trading in shares, securities debentures and other investments.
- (xvi) On the basis of the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions;
- (xvii) On the basis of the information and explanations given to us the Company has not obtained term loan during the year;
- (xviii) On the basis of our examination of the books of accounts and the information and explanation given to us, in our opinion, the funds raised on short term basis have not been used for long-term investment.



- (xix) During the year, 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;
- (xx) The Company does not have any outstanding debenture during the year .
- (xxi) The Company has not raised any money by public issues during the year.
- (xxii) Based on the audit procedures and information and explanations given to us by the management we report that no fraud on or by the company has been noticed or reported during the course of our audit.

Gupta Saharia & Co.
Chartered Accountants



Suresh Saharia
Membership No. 040180
FRN : 103446W



Place : Mumbai
Date : 12th May, 2011

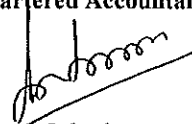
NIVI TRADING LTD.

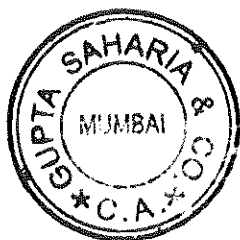
BALANCE SHEET AS AT 31ST MARCH, 2011

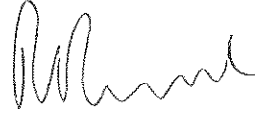
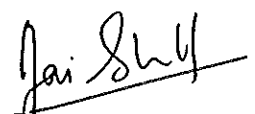
PARTICULARS	SCHEDULE	As at 31.3.2011 Rs.	As at 31.3.2010 Rs.
SOURCES OF FUNDS :			
1. SHAREHOLDER'S FUNDS :			
SHARE CAPITAL	'A'	12,456,000.00	12,456,000.00
		<u>12,456,000.00</u>	<u>12,456,000.00</u>
APPLICATION OF FUNDS :			
1. INVESTMENTS	'B'	3,460,990.68	3,460,990.68
2. CURRENT ASSETS, LOANS & ADVANCES	'C'	8,761,193.96	8,860,508.36
LESS : CURRENT LIABILITIES & PROVISIONS	'D'	<u>1,470,118.00</u>	<u>1,520,967.80</u>
NET CURRENT ASSETS		7,291,075.96	7,339,540.56
3. MISCELLANEOUS EXPENDITURE Dr. Balance in Profit and loss Account	'E'	<u>1,703,933.36</u>	<u>1,655,468.76</u>
		<u>12,456,000.00</u>	<u>12,456,000.00</u>

NOTES ON ACCOUNTS - SCHEDULE 'F'

As per report of even date.
For GUPTA SAHARIA & CO.
Chartered Accountants


Suresh Saharia
PARTNER
Membership No.: 040180
Firm Registration No.103446W





Directors

Mumbai
Dated: 12th May, 2011

Mumbai
Dated: 12th May, 2011

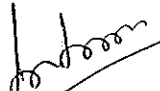
NIVI TRADING LTD.

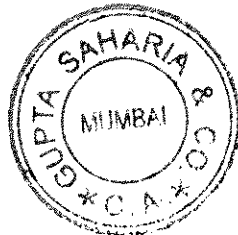
PROFIT & LOSS ACCOUNT FOR THE PERIOD 1st APRIL, 2010 TO 31st MARCH, 2011

PARTICULARS	CURRENT YEAR RS.	PREVIOUS YEAR RS.
INCOME		
Dividend	46,179.00	1,444,762.80
Provision for diminution no longer required	-	265,000.00
TOTAL 1 :	<u>46,179.00</u>	<u>1,709,762.80</u>
EXPENDITURE		
Bank Charges	110.00	110.00
Advertisement Expenses	20,185.00	27,138.00
Listing Fees	11,030.00	11,030.00
Filing Fees	1,500.00	3,000.00
Audit Fees	6,618.00	6,618.00
Depository Service Charges	6,618.00	6,618.00
Dematerialisation charges	1,323.60	15,005.34
Appeal Fees	10,000.00	-
Provision for Diminution in value of shares	5,000.00	-
Profession Tax	-	2,500.00
Sundry debit balance w/off	1,366.00	70,605.00
Registrar Transfer Agent fees	2,758.00	2,758.00
Conveyance	670.00	870.00
Miscellaneous Expenses	0	1,500.00
Printing and Stationary	270.00	-
Professional Fees	27,685.00	29,046.00
TOTAL 2 :	<u>95,133.60</u>	<u>176,798.34</u>
Profit/(Loss) before taxation and Exceptional Item(1-2)	(48,954.60)	1,532,964.46
Less: Exceptional Item (gift of shares)	-	12,133,428.82
Profit/(Loss) before taxation and after Exceptional Item	(48,954.60)	(10,600,464.36)
Less: Provision For Taxation	-	-
Net Profit/(Loss) After Taxation and Exceptional Item	(48,954.60)	(10,600,464.36)
Add: MAT Credit Entitlement	-	88,322.00
Add (Less): Excess (Short) Provision for Taxation	490.00	(5,898.00)
	<u>(48,464.60)</u>	<u>(10,518,040.36)</u>
Add: Balance of Previous Year	(1,655,468.76)	8,862,571.60
Balance of loss : carried to Balance Sheet	<u>(1,703,933.36)</u>	<u>(1,655,468.76)</u>

NOTES ON ACCOUNTS - SCHEDULE 'F'

As per report of even date.
For **GUPTA SAHARIA & CO.**
Chartered Accountants


Suresh Saharia
PARTNER
Membership No.: 040180
Firm Registration No.103446W






Directors

Mumbai
Dated: 12th May, 2011

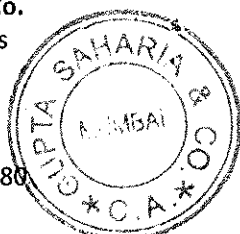
Mumbai
Dated: 12th May, 2011

NIVI TRADING LIMITED		
CASH FLOW STATEMENT		
Particulars	For the period ended	
	31.03.11	31.03.10
CASH FLOW FROM OPERATING ACTIVITIES		
Net Operating Profit before Taxation & Extraordinary Item	(48,954)	(10,865,464)
Less : Provision for Tax	NIL	NIL
Less : Prior Period Tax Adjustment	NIL	NIL
Less : Short Provision for Tax	490	(5,898)
Operating Profit Before Working Capital Changes	(49,444)	(10,871,362)
Adjustment for changes in Working Capital :	-	-
Loans Advances	35,3716	186,272
Current Liabilities & Provision	(50,780)	(130,488)
Movement in Working Capital Limits	3,02,936	55,784
Cash Generated from operation	(48,954)	(10,815,578)
Less : Income Tax	-	-
Net Cash from Operating Activities (A)	(48,954)	(10,815,578)
CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Investment	NIL	12,133,429
Net Cash from Investing Activities (B)	NIL	12,133,429
CASH FLOW FROM FINANCING ACTIVITIES		
Decrease in Unsecured Loan	NIL	(1,228,378)
Net Cash from Financing Activities (C)	NIL	(1,228,378)
Net Increase/(Decrease) in Cash & Cash Equivalent (A+ B+ C)	(48,954)	89,472
Cash & Cash Equivalent at the beginning of the year	3,32,455	242,983
Cash & Cash Equivalent at the end of the year	5,86,857	332,455

For Gupta Saharia & Co.
Chartered Accountants

Suresh Saharia
Partner

Membership No.040180
FRN : 103446W
Place : Mumbai
Date : 12th May, 2011



For and on behalf of Board of Directors of
Nivi Trading Ltd.

[Signature]
Directors

[Signature]

NIVI TRADING LTD.

SCHEDULE FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2011

SCHEDULE A :	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
SHARE CAPITAL AUTHORISED 12,50,000 Equity Shares of Rs.10/- each.	12,500,000.00	12,500,000.00
	<u>12,500,000.00</u>	<u>12,500,000.00</u>
ISSUED, SUBSCRIBED & PAID-UP 12,45,600 Equity shares of Rs.10/- each fully paid up	12,456,000.00	12,456,000.00
	<u>12,456,000.00</u>	<u>12,456,000.00</u>



Gai

2

NIVI TRADING LTD.

SCHEDULE FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

SCHEDULE B :	Face Value (Rs.)	As at 31.3.11 No. of Shares/Units	As at 31.3.10	As at 31.3.11 Rs.	As at 31.3.10 Rs.
INVESTMENTS (IN SHARES / UNITS)					
I Equity shares					
A) Quoted : (Valued At cost) (fully paid up)					
a) Jammu and Kashmir Bank Limited	10	1,500	1,500	47,361.50	47,361.50
b) Gateway Distriparks Limited	10	2,377	2,377	350,695.85	350,695.85
c) Bilcare Limited	10	132	132	168,494.20	168,494.20
d) Oswal Chemicals and Fertilizers Limited	10	2,211	2,211	108,972.99	108,972.99
e) GMR Infrastructure Limited	1	934	934	73,553.42	73,553.42
f) IDFC Limited	10	474	474	64,252.95	64,252.95
g) Jyoti Structure Ltd.	2	103	103	13,509.95	13,509.95
h) Ahluwalia Contracts Ltd.	2	188	188	21,349.82	21,349.82
II Mutual Funds (Units)					
a) DSP BlackRock TIGER Fund - Growth Regular	10	19420.493	19420.493	1,000,000.00	1,000,000.00
b) JM Mutual Core 11Fund - Series 1- Growth	10	150,000.00	150,000.00	1,500,000.00	1,500,000.00
				3,348,190.68	3,348,190.68
B) Unquoted : (Valued at cost)					
a) Uniphos Agro Industries Limited	10	18,800	18,800	112,800.00	112,800.00
				3,460,990.68	3,460,990.68

Notes:

1. Aggregate of Quoted Investments (including Units):

Cost (Net of Provision for Diminution)

2,133,190.68

2,138,190.68

Market Value

3,390,209.10

3,169,775.39

2. Aggregate of Unquoted Investments:

Cost (Net of Provision for Diminution)

112,800.00

112,800.00

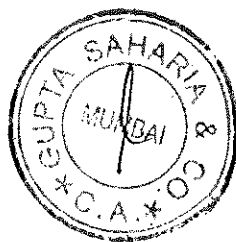


Jai

NIVI TRADING LTD.

SCHEDULE FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

SCHEDULE C :	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
CURRENT ASSETS , LOANS & ADVANCES		
CURRENT ASSETS :		
Bank Balances:		
With Schedule Banks:		
Canara Bank	24,373.67	35,513.67
HDFC Bank Ltd.	560,258.62	293,777.02
	<hr/>	<hr/>
	584,632.29	329,290.69
Cash on hand	2,224.66	3,164.66
	<hr/>	<hr/>
	586,856.95	332,455.35
LOANS AND ADVANCES :		
Intercompany Loans (Unsecured considered good)	6,982,940.00	6,993,290.00
Interest Receivable	830,000.01	1,129,856.01
MAT Credit Entitlement	88,322.00	88,322.00
Prepaid and Adjusted Taxes	150,000.00	166,500.00
Self Assessment Tax	15,549.00	42,559.00
Tax Deducted At Source	107,526.00	107,526.00
	<hr/>	<hr/>
	8,761,193.96	8,860,508.36
	<hr/>	<hr/>
I) Intercompany Loans includes amount due from:		
a) Private Limited Companies in which some of the Directors of the company are Directors/Members	-	-
b) Subsidiary Company	-	-
II) Other Advances includes amount due from:		
a) Private Limited Companies in which some of the Directors of the company are Directors/Members	-	-
III) Interest Receivable includes amount due from:		
a) Private Limited Companies in which some of the Directors of the company are Directors/Members	830,000.01	1,128,490.00
b) Subsidiary Company	-	-



Handwritten signature/initials
Jani

NIVI TRADING LTD.

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

SCHEDULE D :	As at 31.03.2011	As at 31.03.2010
	Rs.	Rs.
CURRENT LIABILITIES & PROVISIONS :		
Current Liabilities :		
Sundry creditor for expense	-	11,499.80
Tax Payable on Regular Assessment	-	350.00
Audit Fees Payable	6,618.00	6,618.00
	6,618.00	18,467.80
Provisions :		
Provision for Taxation	248,500.00	292,500.00
Provision for Diminution in value of shares	1,215,000.00	1,210,000.00
	1,470,118.00	1,520,967.80
SCHEDULE E :		
MISCELLANEOUS EXPENDITURE		
Debit Balance in Profit and Loss Account		
Opening Balance	1,655,468.76	(8,862,571.60)
Add : Loss during the year	48,464.60	10,518,040.36
	1,703,933.36	1,655,468.76



Jai

R

NIVI TRADING LIMITED

SCHEDULE FORMING PART OF BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

Related Party Disclosures :

Companies in the group have entered into transactions with the following related parties as identified by the management and relied upon by the Auditors.

a) List of related parties:

- i) Holding Company**
- ii) Associate Companies**
- iii) Enterprises over which key management personnel and their relatives have significant influence:**

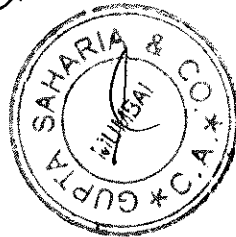
Agrinet Solutions Limited
Bloom Packaging Private Limited
United Phosphorus Ltd.
Nerka Chemicals Pvt. Ltd.

Related Party Disclosures (contd...) :

iii) Key Management Personnel and their relatives

Directors and their relatives
Mr. Rajnikant D. Shroff
Mrs. Sandra R. Shroff
Mr. Jaidev R. Shroff
Mr. Vikram R. Shroff
Mrs. Shilpa Sagar

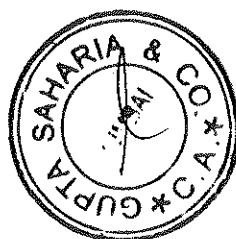
Jai



12

b) The following transactions were carried out with the related parties in the ordinary course of business as disclosed in the audited accounts of the individual companies.

Nature of Transactions	Current Year			Previous Year		
	Holding Company	Associate Companies	Enterprises over which key management personnel and their relatives has significant influence	Holding Company	Associate Companies	Enterprises over which key management personnel and their relatives has significant influence
1 Income	-	-	-	-	-	1,409,970
2 Expense	-	-	-	-	-	-
3 Finance						
Loans Given	-	-	-	-	-	-
Loans Taken	-	-	-	-	-	-
4 Disposal of Investment	-	-	-	-	-	12,133,429
5 Reimbursements						
Received	-	-	-	-	-	-
Made	-	-	-	-	-	1,228,378
6 Outstanding as at the Balance Sheet Date						
Receivables	-	-	-	-	-	1,366
Payables	-	-	-	-	-	-
Loans Taken	-	-	-	-	-	-
Loans Given	-	-	4,000,000	-	-	4,000,000
				Current Year		Previous Year
				Rs.		Rs.
c) Transactions with Directors and their Relatives						-
Outstandings as at the Balance Sheet Date						-



Handwritten signature

NIVI TRADING LTD.

SCHEDULE F - SIGNIFICANT ACCOUNTING POLICIES & NOTES :

A) SIGNIFICANT ACCOUNTING POLICIES :-

1. Statement of Significant Accounting Policies

a. Basis of preparation :

The financial statements have been prepared to comply in all material respects in respects with the Notified accounting standard by Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis except in case of assets for which provision for impairment is made and revaluation is carried out. The accounting policies have been consistently applied by the Company and except for the changes in accounting policy discussed more fully below, are consistent with those used in the previous year.

b. Use of estimates

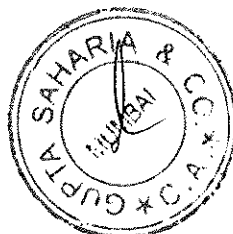
The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

c. Revenue recognition:

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Excise Duty, Sales Tax and VAT deducted from turnover (gross) are the amount that is included in the amount of turnover (gross) and not the entire amount of liability arised during the year.

d. Taxation :

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with *the Income-tax Act, 1961* enacted in India. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.



Jai

SCHEDULE F - SIGNIFICANT ACCOUNTING POLICIES & NOTES :

A) SIGNIFICANT ACCOUNTING POLICIES :- (contd..)

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

e. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares).

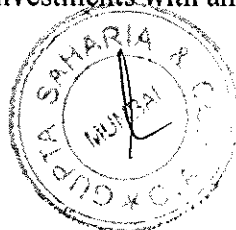
For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

f. Provisions

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Provision for expenditure relating to voluntary retirement is made when the employee accepts the offer of early retirement.

g. Cash and Cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.



n

Jari

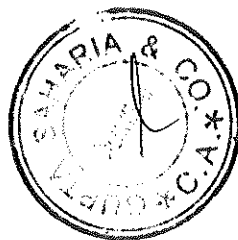
SCHEDULE F - SIGNIFICANT ACCOUNTING POLICIES & NOTES :

B) NOTES ON ACCOUNTS :

1. The Company has made investments in shares of public limited companies in which one or more Directors of the Company is/are interested as either Director or members of the said Companies.
2. Contingent Liability :
Contingent liability not provided in accounts for disputed income tax liability pending in appeal with the ITAT Mumbai amounts to Rs. 1,44,016/- for A.Y. 2001 – 02, Rs. 44,683/- for A.Y.2005-06 respectively.
3. Provision for Diminution in value of shares :
Investment in shares are carried at cost of acquisition. However, the carrying amount is reduced to recognize a decline in the value of these investments due to a downfall in the market price of investments by a charge to the profit and loss account.
4. Directors have waived the sitting fees for meetings attended by them during the year.
5. Certain Receivables, Creditors, Loans and Advances received and given are subject to confirmation, reconciliation if any.
6. Remuneration to Auditors :

Particulars	2010-11	2009-10
Audit fees	6618	6618
7. Managerial Remuneration : Rs. Nil

Jai



SCHEDULE F - SIGNIFICANT ACCOUNTING POLICIES & NOTES :

B) NOTES ON ACCOUNTS : (contd...)

8. Earnings per share: The calculation of the basic and diluted earnings per share is based on the following data:

	March 31, 2011	March 31, 2010
Earnings:		
i) Net profit (loss) before taxation and Exceptional Item	(-) 48,954	15,32,964
ii) Net profit (loss) before taxation and after Exceptional Item	(-) 48,954	(-) 106,00,464
iii) Net profit (loss) after taxation, Exceptional and Tax Adjustments	(-) 48,464	(-) 105,18,040
Number of shares:		
Equity shares outstanding at the year end	1245600	1245600
Weighted average number of shares for the purpose of calculating earnings per share	1245600	1245600
Basic and diluted earnings per share of face value of Rs.10/- each		
i)	(-) 0.04	1.23
ii)	(-) 0.04	(-) 8.51
iii)	(-) 0.04	(-) 8.44



Jai
n

SCHEDULE F - SIGNIFICANT ACCOUNTING POLICIES & NOTES :


B) NOTES ON ACCOUNTS : (contd...)

9. Previous years figures have been re-grouped, re-classified and re-cast wherever necessary to conform to current years classification.
10. Information pursuant to Paragraph 4(c) of Para II of Schedule VI of the Companies Act, 1956 is not applicable to the Company. Further, there is no such information during the year which was required to be informed pursuant to Paragraph 4(d) of Part II of Schedule VI of the Companies Act, 1956.



SIGNATURE TO SCHEDULES A TO F

In terms of our report of even date.

For and on behalf of
GUPTA SAHARIA & CO.
Chartered Accountants



SURESH SAHARIA
Partner
Membership No.: 040180
Firm Registration No.: 103446W

DIRECTORS :

Mumbai
Dated : 12th May, 2011

Mumbai
Dated : 12th May, 2011

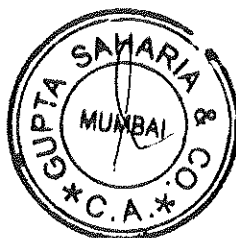
NIVI TRADING LIMITED

SCHEDULE FORMING PART OF THE BALANCE SHEET AND THE PROFIT AND LOSS ACCOUNT

SCHEDULE 'F' (cont'd.)

INFORMATION PURSUANT TO PART - IV OF SCHEDULE VI OF THE COMPANIES ACT, 1956

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE		Rs.in figs. '000
I. Registration Details		
CIN	U9999MH1985PTC036391	State Code 11
Balance Sheet Date	31-03-2011	
II. Capital Raised during The Year		
Public Issue		Right Issue
Nil		Nil
Bonus Issue		Private Placement
Nil		Nil
III. Position of Mobilisation and Deployment of Funds		
TOTAL LIABILITIES		TOTAL ASSETS
12,456.00		12,456.00
Sources of Funds		
Paid-Up Capital		Reserves & Surplus
12,456.00		.
Secured Loans		Unsecured Loans
-		-
Application of Funds		
Net Fixed Assets		Investments
Nil		3,461.00
Net Current Assets		Misc. Expenditure
7,291.00		1,704.00
IV. Performance of Company		
TOTAL INCOME		TOTAL EXPENDITURE
46		95
Profit(Loss) Before Tax		Profit (Loss) After Tax
(49)		(49)
Earning Per Share in Rs.		Dividend @ %
(0.04)		.
V. Generic Names of Three Principal Products/Services of Company (as per monetary terms)		
NOT APPLICABLE		



Jan