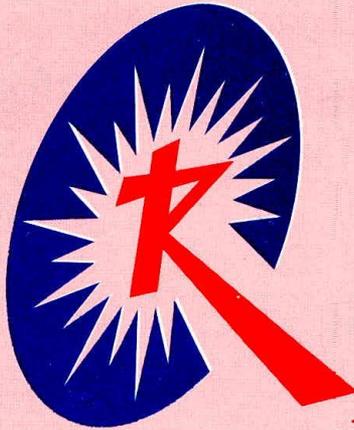




BNR UDYOG LIMITED



**17th Annual Report
2010-2011**

For BNR Udyog Ltd.,
[Signature]
Executive Director





BNR UDYOG LIMITED

SEVENTEENTH ANNUAL GENERAL MEETING

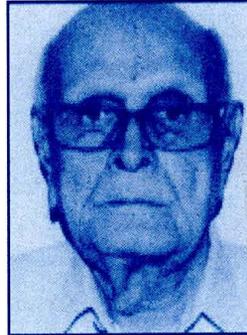
Day : Thursday Date : 15-09-2011 Time : 10-00 A.M.

Venue : Rajasthani Graduates Association

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CHAIRMAN'S MESSAGE



Dear Shareholders,

It gives me pleasure to present before you the 17th Annual Report of your company. This fiscal year 2010-2011 was a year of steady revival for the entire Medical Transcription Industry. We have risen against all odds and continue to accelerate towards higher achievements.

We are focusing on rebuilding relationships with our US customers. We are entering with new tie-ups with U.S. companies who are in the field of Medical Transcriptions. With the employment of right people and our strength of consistent quality and accuracy of our work, we are moving into the future.

Stepping into the New Year, we are confident of our way forward and are committed to delivering enhanced value to all our stakeholders. We have great visibility of the opportunities in the market and hence shall stand focused and enhance our turnover and profits in the coming years.

I would like to thank all our valued customers and associates including our bankers for their support. I also thank all the Shareholders for their continued confidence and faith in us.

We look forward to an exciting year ahead with new milestones and accomplishments.

With warm regards

Sincerely,

A handwritten signature in dark ink, appearing to read 'B.N. Rathi'.

B.N.RATHI
Chairman



BNR UDYOG LIMITED

- Board of Directors** : Shri B. N. Rathi - Chairman
Shri J. Vikramdev Rao
Shri T. Bharadwaj
Dr. B. Priyadarshini
Shri Kamal Rathi - Managing Director
- Auditors** : M/s. Laxminiwas & Jain,
Chartered Accountants,
Station Road, Nampally,
Hyderabad - 500 001.
- Bankers** : HDFC Bank Ltd.
The A.P. Mahesh Co-op. Urban Bank Ltd.
ICICI Bank Ltd.
- Registered Office** : 6-3-650, Maheshwari Chambers,
218, 2nd Floor, Somajiguda,
Hyderabad - 500 082 A.P. INDIA
Ph. : 23375791, 23375793
- Registrar & Share Transfer Agents** : Karvy Computer Share Private Limited
17 to 24, Vittal Rao Nagar,
Madhapur,
Hyderabad - 500 081
- Stock Exchanges (Listed)** : The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
- Website** : www.bnrul.com
- Email address** : info@bnrul.com



NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of the Members of BNR Udyog Limited will be held on Thursday, the 15th day of September 2011, at 10-00 a.m. at Rajasthani Graduates Association, 5-4-790/1, 1st Floor, Abids, Hyderabad - 500 001 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2011, 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 Shri J. Vikramdev Rao who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Shri T. Bharadwaj who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint the Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

NOTES:

1. A member entitled to attend and vote at the Meeting is also entitled to appoint a proxy to attend and vote instead of himself and such a proxy need not be a Member of the Company.
2. The instrument of proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than **48 hours before the commencement of the Meeting.**
3. The Register of members and the Share Transfer Books will remain closed from 8th September, 2011 to 15th September, 2011 (both days inclusive).
4. Members are requested to notify immediately any change in their address to the Company/Registrar.
5. Members/Proxies should bring the attendance slip duly filled in alongwith the Annual Report for attending the Meeting.

A brief resume of Shri J. Vikramdev Rao, Shri T. Bharadwaj as per clause 49 of the Listing Agreement.

Shri. J. Vikramdev Rao is the director of the company since its incorporation. His degree in Medicine and Science is of immense help to the company in its Medical Transcription activity apart from his guidance in banking and other finance related field. He is the chairman of the Audit Committee and his guidance in the further growth of the company is essential. Hence, his re-appointment as a director is recommended.

Shri. T. Bharadwaj is a member of the audit committee and a chartered accountant by profession. He is the director of the company since 2005. His experience and guidance in the field of taxation is of immense help to the company. Hence his re-appointment as a director of the company is recommended.

BY ORDER OF THE BOARD,

Place : Hyderabad
Date : 29.07.2011

KAMAL RATHI
Managing Director



BNR UDYOG LIMITED

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting the 17th Annual Report of your company together with the Audited Statement of Accounts for the year ending 31st March, 2011.

1. FINANCIAL RESULTS :

The financial results for the year ended 31st March, 2011 are summarised as under :

	<u>2010-11</u>	<u>2009-10</u>
Total Income	107.67	144.84
Total Expenditure	104.41	113.92
Profit before Tax	3.26	30.92
Less : Provision for Taxation	(6.76)	(5.87)
Profit after Tax	10.02	36.79
Balance of Profit b/f	98.09	101.40
Profit available for appropriation	108.11	138.19
Less : (i) Proposed Dividend	----	30.00
Less : (ii) Tax on Dividend	----	5.10
Less : (iii) Transferred to Reserve Fund	----	5.00
Balance carried to Balance Sheet	108.11	98.09

2. OPERATIONS / REVIEW OF PERFORMANCE :

The Performance of the Company was not upto the expectations for the financial year ended 31-03-2011. The company has entered into an agreement with one more transcription company in U.S.A from which it expects to receive more business. The company surrendered the NCDEX membership card since it was not in operation.

3. DIVIDEND:

In view of the inadequacy of the profits, the Directors do not recommend any dividend for the financial year ending 31st March, 2011

4. DIRECTORS:

Shri.J.Vikramdev Rao and Shri. T.Bharadwaj, Directors of the company retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

5. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Provisions of Sec.217 (2AA) of the Companies Act, 1956 Directors of your Company hereby confirm that:

- (i) The Annual Accounts of the Company have been prepared in accordance with applicable Accounting Standards.
- (ii) The Company has been consistently following selected accounting policies and made judgement and estimates that are 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 of the Profit & Loss account of the Company.
- (iii) The Company has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safe guarding assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Annual Accounts have been prepared on a going concern basis.



BNR UDYOG LIMITED

6. AUDITORS:

M/s Laxminiwas & Jain, Chartered Accountants Firm registration No. 001859S retire at the conclusion of the Annual General Meeting and are recommended for re-appointment. The necessary certificate from the Auditors has been received to the effect that their re-appointment if made, would be within the prescribed limits u/s 224 (1B) of the Companies Act, 1956.

7. PARTICULARS OF EMPLOYEES:

None of the employees who are employed throughout the year are covered under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975 as amended from time to time.

8. CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION :

The Provisions of the Companies (disclosure of particulars in report of Board of Directors) Rules, 1988 relating to conservation of energy are not applicable and since the company is not engaged in any manufacturing or processing activities, there is no information to be disclosed under this head.

9. FOREIGN EXCHANGE EARNINGS AND OUTGO :

During the financial year 2010-2011 receipts from Medical Transcription Division of the Company stood at Rs.94,45,903/- equivalent to US \$2,00,642.

10. LISTING :

The Equity Shares of your Company are listed at The Bombay Stock Exchange Ltd., and the requisite Annual Listing Fee is paid.

11. FIXED DEPOSIT :

Your Company has not accepted any deposits U/S 58A and as such no amount of Principal or Interest was outstanding on the date of the Balance Sheet.

12. CORPORATE GOVERNANCE :

Your company has complied with the applicable provisions of Corporate Governance as prescribed in the revised Clause 49 of the Listing Agreement with the Stock Exchanges. A separate section on Corporate Governance followed by the Company together with the Certificate from the Auditors of the Company confirming Compliance is set out in the Annexure forming part of this Report.

13. SEGMENTWISE PERFORMANCE :

Your Company considers Medical Transcription, Investment in shares and Real Estates as the primary segment for reporting.

14. ACKNOWLEDGEMENT :

Your Directors place on record their appreciation, co-operation and support received from the Government Authorities, Securities and Exchange Board of India, The Bombay Stock Exchange Ltd., Reserve Bank of India and STPI. Your Directors also acknowledge the continued support given by Business Associates and the sincere and dedicated services of the employees of the Company at all levels. Your Directors also like to express their thanks to the shareholders for the confidence which they reposed in them.

On behalf of the Board of Directors,

Place : Hyderabad
Date : 29.07.2011

B. N. RATHI
Chairman



BNR UDYOG LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure & Development

BNR Udyog Limited is engaged in Medical Transcription, Construction and Financial activities. The company has entered into new contract with US based company for its medical transcription work. It expects to receive more business and perform well. The business in Medical Transcription is satisfactory and the company's earnings in the foreign exchange is steady and encouraging.

Opportunities & Strength

- Medical Transcription has growth potential.
- Overseas companies are outsourcing their work due to low operating cost.
- Dedicated and trained personnel.
- Good Clientele.

Outlook

In the Medical Transcription sector the company is receiving regular work. At present the company is working to get good number of clients and increase the volumes of work.

Risk & Concerns

This industry is totally dependent on manpower.

This industry is depended on overseas companies, trained manpower and global policies. Shortage of Manpower and change in global policies will affect the growth of the company. Any fluctuation in the exchange rate of USD will also affect the company's financial performance.

Internal control system

The company has adequate internal control systems and procedures. Quarterly Internal Audits, Limited Review by Statutory Auditors and Audit Committee Meetings, ensure the quality of internal checks. There is proper safe guard of assets through internal control system.

Human Resource

The company believes that maintainence of accuracy level and quality of work of its employees is the key to its success in the long run. The company is committed in developing and establishing best in-class process & systems to ensure the companies competitive strength.



BNR UDYOG LIMITED

CORPORATE GOVERNANCE REPORT (As on 31.3.2011)

I. Philosophy

The company is committed to implement good corporate governance practices to bring transparency in its operations and documentary evidence is traceable through minutes of the meetings of the Board/Committees. Corporate Governance is the combination of good practices and compliance with laws and regulations leading to effective control and management of the organization. It is an ongoing process thereby ensuring transparency, accountability and responsibility in our dealings with people working with it at all levels. The company believes that all its operations and actions must serve the goal of enhancing company value and retain shareholders trust over a period of time. All mandatory compliances are complied and various committees are constituted as per the clause 49 of the Listing Agreement with the stock exchanges.

II. Board of Directors

a) Composition

Category	No. of Directors	Non-Executive	Executive
Promoter Directors	2	1	1
Independent Directors	3	3	-

b) Total No. of Board Meetings During the Year

	Date
First Meeting	29.04.2010
Second Meeting	30.07.2010
Third Meeting	29.10.2010
Fourth Meeting	31.01.2011

c) Attendance of each Director at the Board Meeting during the year and at Last Annual General Meeting including other Directorship

Name of the Director	Attendance		No. of other Directorship	Other outside Committee Membership
	Board Meeting	Last AGM		
Shri B.N.Rathi	4	Yes	3	1
Shri J.Vikram Dev Rao	2	Yes	1	Nil
Shri T. Bharadwaj	4	Yes	Nil	Nil
Dr. B. Priyadarshini	4	Yes	Nil	Nil
Shri Kamal Rathi	4	Yes	Nil	Nil



**III. Audit Committee
Composition**

Name of Member	Category	Attendance
Shri J.Vikram Dev Rao – Chairman	- Independent Non-Executive	2
Shri T. Bharadwaj – Member	- Independent Non-Executive	4
Dr. B. Priyadarshini – Member	- Independent Non-Executive	4
Shri B.N.Rathi – Member	- Promoter Non-Executive	4

During the Financial year, Four Audit Committee meetings were held on 29.04.2010, 30.07.2010, 29.10.2010 and 31.01.2011.

The functions of the Audit Committee includes:

- Review with the management the Quarterly, Half yearly and Annual financial statements before submission to the Board.
- Review with the management the performance of Statutory Auditors, Internal Auditors and the adequacy of Internal control system
- Review the company's accounting policies
 - The going concern assumption;
 - Compliance with accounting standards;
 - Compliance with Stock Exchanges and legal requirements concerning; Financial statements;
 - Any related party transactions i.e transactions of the company of material nature with promoters or the management or their subsidiaries or relatives etc, that may have potential conflict with the interests of the company at large;
- Minutes of the meetings of the Audit Committee & other Committees of the Board.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussion with the external auditors before the audit commence nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Reviewing the company's financial and risk management policies;
- Quarterly details of Foreign Exchange;

IV Remuneration Committee

Shri J. Vikramdev Rao	-	Chairman
Shri T. Bharadwaj	-	Member
Dr. B. Priyadarshini	-	Member



BNR UDYOG LIMITED

Details of remuneration of all Directors during the Financial year.

Name	Designation	Sitting fee Rs.	Salary & Benefits Rs.
Shri B.N.Rathi	Director	10000	-
Shri J.Vikram Dev Rao	Director	5000	-
Shri T. Bharadwaj	Director	10000	-
Dr. B. Priyadarshini	Director	10000	-
Shri Kamal Rathi	Mg. Director	-	7,94,761

V. Shareholder Investor Grievances Committee

- i) Name of non-executive director heading the committee : Shri B.N.Rathi
- ii) Name and designation of compliance officer : Mrs. Madhuri Joshi Asst.Co.Secretary
email : bnrul_investor@yahoo.com
- iii) Number of shareholders complaints received so far : 3
- iv) Number not solved to the satisfaction of share holders: NIL
- v) Number of pending complaints : NIL

VI. General Body Meetings :

- i) Location and time, where last three AGMs held :

Date held on	Time	Venue	No. of Special Resolution passed
22.09.2010	10.30 a.m.	Rajasthani Graduates Association 5-4-790/1, 1st Flr. Abids, Hyderabad	01
10.09.2009	10.30 a.m.	Rajasthani Graduates Association 5-4-790/1, 1st Flr. Abids, Hyderabad	Nil
25.09.2008	9.30 a.m.	Rajasthani Graduates Association 5-4-790/1, 1st Flr. Abids, Hyderabad	02

Postal Ballot - No special Resolution requiring a postal ballot under section 192A of the Companies Act, 1956 was placed before the last AGM. Similarly no special resolution requiring a postal ballot is being proposed at the ensuing AGM.

VII. Disclosures

No transaction of material nature has been entered into by the company with its Directors or Management and their relatives etc. that may have a potential conflict with the interest of the company. The Register of contracts containing transactions in which directors are interested is placed before the Board regularly.

Disclosure on materially significant related party transactions is made in note 4 under Schedule XII forming part of the accounts in accordance with provisions of accounting standard 18.

No penalties or strictures have been imposed on the company by Stock Exchange or SEBI or



BNR UDYOG LIMITED

any statutory authority on any matter related to capital markets, during the period under review.

CEO and CFO Certification : The Managing Director and Chief Financial Officer have given a certificate to the Board as contemplated in Clause-49 of the Listing Agreement.

VIII. Means of Communication

The quarterly, half-yearly and yearly financial results of the company are sent to the Stock Exchanges immediately after they are approved by the Board. These are also published in the prescribed proforma within 48 hours of the conclusion of the meeting of the Board in Business Standard (English) and Andhra Prabha (Telugu) news paper.

Management Discussion and Analysis forms part of the Annual Report.

IX. General Shareholder Information

- i) Annual General Meeting
 - Date : 15th September, 2011
 - Time : 10.00 a.m.
 - Venue : Rajasthani Graduates Association
5-4-790/1, 1st Floor, Abids, Hyderabad
- ii) Financial Year : 1st April, 2010 to 31st March, 2011
- iii) Date of Book Closure : 8th September, 2011 to 15th September, 2011
- iv) Listing on Stock Exchanges : BSE
- v) Stock Code : 530809-BSE
- vi) Stock Market Data : Insignificant trading with another significantly lower than par value of Rs. 10/- per share.

The details of monthly highest and lowest closing quotations of the equity shares of the company at the Bombay Stock Exchange Ltd. during financial year 2010-2011 are as under :-

Quotation at Bombay Stock Exchange Ltd.

Month	High	Low	Month	High	Low
April	13.33	10.83	October	17.30	15.10
May	13.17	11.16	November	16.70	14.70
June	13.89	11.71	December	16.50	13.30
July	13.60	12.06	January	14.70	12.74
August	15.80	13.80	February	13.14	11.96
September	16.20	14.85	March	13.59	12.80

- viii) Registrar & Transfer Agents : Karvy Computer Share Pvt. Ltd.
- ix) Share Transfer System : Processed at Karvy Computer Share Private Ltd. Hyderabad and approved by authorised officials of the company.



BNR UDYOG LIMITED

X. Distribution of shareholding

S.No.	Category		No. of Cases	% of Cases
	From	To		
01.	1	5000	992	79.87
02.	5001	10000	110	8.86
03.	10001	20000	59	4.75
04.	20001	30000	37	2.98
05.	30001	40000	12	0.97
06.	40001	50000	07	0.56
07.	50001	100000	09	0.72
08.	100001	& above	16	1.29
Total:			1242	100.00

Share holding Pattern as on 31st March, 2011

Category	No. of shares	Percentage of Holding
Promoters, their family	2046497	68.22
Private, Corporate Bodies	231004	7.70
Indian Public	722499	24.08
Total	3000000	100.00

xi) Dematerialisation of shares

90.72% of the shares of the company are in dematerialised form as on 31.03.2011.

11,500 shares are dematerialised during the financial year 31.03.2011.

ISIN: Equity Shares Fully Paid: INE355C01016

xii) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity :

Not applicable as the company has not issued any of the above instrument.

xiii) Address for correspondence and share transfer

M/s Karvy Computer Share Private Limited

17 to 24, Vittal Rao Nagar, Madhapur, Hyderabad - 500 081

Tel.No. 040-44655000 Fax No.040-23420814 Toll free No: 1800-3454-001

Email: einward.ris@karvy.com Website: WWW.Karvy.com

Regd.Off: Karvy House,46, Avenue 4, Street No.1, Banjara Hills, Hyderabad -500 034



BNR UDYOG LIMITED

Details of Directors seeking re-appointment

Name	Age	Qualification	Date of Appointment	Area of Expertise	Other Directorship
Shri J. Vikramdev Rao	69 yrs	M.B.B.S	05.06.1995	Medicine & Accounting	Torsion Products Ltd.
Shri T. Bharadwaj	51 yrs	C.A.	30.07.2005	Accounting & Taxation	Nil



BNR UDYOG LIMITED

Auditors Certificate on Compliance with Conditions of Corporate Governance Under Clause 49 of the Listing Agreement

To,
The Members of
BNR Udyog Limited.

We have examined the Compliance with Conditions of Corporate Governance by BNR Udyog Limited for the year ended 31st March, 2011 as stipulated in clause 49 of the Listing Agreement with Stock Exchanges.

The compliance with the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to review the procedures and implementations thereof adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of 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 representations made by the Directors and the Management, we certify that the Company has complied with conditions of the Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

As required by the guidance note issued by the Institute of Chartered Accountants of India, we have to state that no grievances of investor are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

For **LAXMINIVAS & JAIN**
Chartered Accountants
Firm Registration No. 001859S

(**Suresh Kumar Jain**)
Partner
M.No. 018465

Place : Hyderabad
Date : 29.07.2011

DECLARATION :

It is confirmed that all directors and senior management personnel of the company have affirmed compliance with the Code of Conduct of the company for the financial year ended 31st March, 2011 as envisaged in clause 49 of the listing agreement with the stock exchange.

For **BNR UDYOG LIMITED**

Place : Hyderabad
Date : 29.07.2011

KAMAL RATHI
Managing Director



BNR UDYOG LIMITED

COMPLIANCE CERTIFICATE

Registration No. of the company : 18841

Nominal Capital : Rs. 500.00 Lacs

To,
The Members,
BNR UDYOG LIMITED
218, 2nd Floor, 6-3-650, Maheshwari Chambers,
Somajiguda, Hyderabad -500 082

We have examined the registers, records, books and papers of BNR UDYOG LIMITED (the Company) as required to be maintained under the Companies Act, 1956, and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the company for the financial year ended on 31st March, 2011 (Financial year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents. We certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure A to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and the returns as stated in Annexure B to this certificate, with the Registrar of Companies, Regional Director, Central Government, company Law Board or other authorities with the prescribed under the Act and the rules made thereunder.
3. The company being a Public Limited company, comments are not required.
4. The Board of Directors duly met **Four times on 29.04.10, 30.07.10, 29.10.10 and 31.01.11** in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the minutes book maintained for the purpose.
5. The company closed its Register of Members, and /or Debenture holder's from 13th September, 2010 to 22nd September, 2010 and necessary compliance of section 154 of the Act has been made
6. The Annual General Meeting for the financial year ended 31.03.2010 was held on 22.09.2010 after giving due notice to the members of the company and the resolutions passed thereat were recorded in the Minutes book maintained for the purpose.
7. The company has not advanced any loans to Directors or persons or firms or companies referred to U/s 295 of the Act.
8. The company has duly complied with the provisions of section 297 of the Act in respect of contracts specified in that section.
9. The company has made necessary entries in the register maintained under section 301 of the Act.
10. As there was no instance falling within the purview of section 314 of the Act., the company has not obtained any approvals from the Board of Directors, Members or Central Government.
11. The company has not issued any duplicate share certificates during the financial year.



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12. The company has:
 - a) Delivered the certificates on allotment of securities and on lodgement thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act.
 - b) The company has deposited the dividend amount in a separate Bank account as dividend was declared during the financial year.
 - c) The company posted the dividend warrants to all members of the company as dividend was declared during the financial year.
 - d) Duly complied with the requirements of Section 217 of the Act.
13. The Board of Directors of the company is duly constituted. There was no appointment of additional director during the financial year. There was no appointment of alternate directors and directors to fill casual vacancies during the financial year.
14. The company has not appointed any Managing Director/Whole-time Director/Manager during the financial year.
15. The company has not appointed any sole-selling agents during the financial year.
16. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such other authorities prescribed under the various provisions of the Act, during the financial year.
17. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
18. The company has not issued any shares, debentures or other securities during the financial year.
19. The company has not bought back any shares during the financial year.
20. There was no redemption of preference shares or debentures during the financial year.
21. There was no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
22. The company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
23. The company has not made any borrowings during the financial year ended 31.03.2011
24. The company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
25. The company has not altered the provisions of the Memorandum with respect to the situation of the company's registered office from one state to another during the year under scrutiny.
26. The company has not altered the provisions of the Memorandum with respect to the Objects of the company during the year under scrutiny.
27. The company has not altered the provisions of Memorandum with respect to the name of the company during the year under scrutiny.
28. The company has not altered the provisions of the Memorandum with respect to the Share Capital of the company during the year under scrutiny.



BNR UDYOG LIMITED

29. The company has not altered the Articles of Association of the company during the year under scrutiny.
30. There was/were no prosecution initiated against or show cause notice received by the company and no fines or penalties or any other punishment was imposed on the company during the financial year for offences under the Act.
31. The company has deposited both employees and employer's contribution to Provident Fund with the prescribed authorities.

Place: Hyderabad
Date : 25.07.2011

Sd/-
Name of the Company Secretary : **SAVITA JYOTI**
C.P. NO. : 1796

Annexure A

Registers as maintained by the company:

Statutory Registers:

1. Register of Investments U/s 49
2. Register of Members U/s 150
3. Registers and Returns U/s 163
4. Minutes and Proceedings of General Meeting and of Board Meetings U/s 193(1)
5. Books of Accounts U/s 209(1)
6. Register of Particulars of contracts in which Directors are interested U/s 301
7. Register of Directors, Managing Directors U/s 303(3)
8. Register of Directors' Shareholding U/s 307(1)

Other Registers:

1. Register of Directors Attendance
2. Register of Share Holders' Attendance
3. Register of Proxies
4. Register of Share Transfers
5. Register of Fixed Assets

ANNEXURE B

Forms and Returns as filed by the company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending 31st March 2011.

Form No.	Filed U/s.	For	Remarks
Sch. VI	Sec 220	Audited Accounts of the Company	Filed on time
Sch. V	Sec 159	Annual Returns	Filed on time
Form 23	Sec 269	Re-appointment of Managing Director	Filed on time



AUDITORS' REPORT

To,

**The Members,
BNR UDYOG LIMITED
6-3-650, Maheshwari Chambers,
218, 2nd Floor, Somajiguda, Hyderabad - 82**

We have audited the attached Balance Sheet of **BNR UDYOG LIMITED** as at 31.03.2011, the Profit and Loss Account and also the Cash Flow Statement 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 the 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 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 statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said Order.

1. 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 and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those 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 account;
 - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;



BNR UDYOG LIMITED

- (e) On the basis of written representations received from the directors, as on 31st March 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2011 from being appointed as a 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 read with the Accounting Policies and Notes forming part of accounts appearing in Schedule No. XI 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:
 - (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 profit for the year ended on that date; and
 - (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For LAXMINIWAS & JAIN
Chartered Accountants
Firm Registration No. 001859S

Suresh Kumar Jain
Partner
Membership No. 018465

Place: Hyderabad
Date: 29.07.2011



BNR UDYOG LIMITED

ANNEXURE TO AUDITOR'S REPORT

Re: **BNR UDYOG LIMITED**

[Referred to in our report of even date]

(i) (a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.

(b) All the assets have been physically verified by the management during the year through a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) In our opinion and according to the information and explanations given to us, there was no substantial disposal of fixed assets during the year.

(ii) (a) The inventories/investments has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.

(b) In our opinion, the procedures of physical verification of inventories/investments followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) According to the information and explanations given to us, the company is maintaining proper records of inventories/investments. The discrepancies noticed on physical verification of inventories/investments as compared to book records were not material.

(iii) According to the information and explanations given to us, the company has neither granted nor taken any loans secured or unsecured to/from companies firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, hence clauses iii (a to e) are not applicable.

(iv) 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 purchase of property, shares, other securities and fixed assets and with regard to sale of property, shares, and other securities and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.

(v) (a) In our opinion and according to the information and explanations given to us, the transactions that need to be entered into the register maintained in pursuance of Section 301 of Companies Act, 1956 have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements exceeding value of Rupees



BNR UDYOG LIMITED

five lakhs in respect of each party have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.

(vi) During the year, the company has not accepted deposits from the public within the meaning of Sections 58A and 58AA or any other relevant provision of the Act, and the rules framed there under.

(vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.

(viii) The maintenance of cost records under Section 209(1)(d) of the Act, has not been prescribed by the Central government for the products of the company.

(ix) (a) According to the information and explanations given to us and the records of the company examined by us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, customs duty, wealth-tax, service tax, excise duty and cess were in arrears as at 31st March 2011 for a period of more than 6 months from the date they became payable.

(c) According to the information and explanations given to us, there are no dues of income tax, sales tax, customs duty, wealth-tax, service tax, excise duty and cess which have not been deposited on account of any dispute.

(x) In our opinion, the company has no accumulated losses as at 31.03.2011 and it has not incurred any cash losses in the current year and immediately preceding financial year.

(xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.

(xii) In our opinion and according to the information and explanations given to us, the company is properly maintaining adequate documents and records for the loans and advances if any granted on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion, the company 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.

(xiv) According to information and explanations given to us, the company has maintained proper records of transactions and contracts in respect of trading in shares, debentures and other securities and timely entries have been made therein. The investments



BNR UDYOG LIMITED

are held by the company in its own name or held with valid transfer forms.

(xv) According to the information and explanations given to us, the company has not given any guarantees for loans taken by others from banks or financial institutions.

(xvi) According to the information and explanations given to us, the company has obtained term loans which have been applied for the purpose for which they were raised.

(xvii) 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 a short-term basis have been used for long-term investments.

(xviii) According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act 1956.

(xix) According to the information and explanations given to us, the company has not issued any debentures.

(xx) According to the information and explanations given to us, the company has not raised any money by public issues during the year.

(xxi) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year nor have we been informed of such case by the management.

For LAXMINIWAS & JAIN
Chartered Accountants
Firm Registration No. 001859S

Suresh Kumar Jain
Partner
Membership No. 018465

Place: Hyderabad
Date: 29.07.2011



For BNR Udyog Ltd.
Director



BNR UDYOG LIMITED

BALANCE SHEET AS AT 31st March, 2011

Particulars	Schedules	(Rupees)	As at	
			31-03-2011 (Rupees)	31-03-2010 (Rupees)
A. SOURCES OF FUNDS				
1. Share Holders Funds				
(a) Share Capital	I		3,00,00,000	3,00,00,000
(b) Reserves & Surplus	II		1,90,10,752	1,80,09,141
2. Loan Funds				
(a) Secured Loans			----	18,66,506
(b) Unsecured Loans	III		----	----
3. Deferred Tax Liability				
			29,62,707	36,38,121
	TOTAL		<u>5,19,73,459</u>	<u>5,35,13,768</u>
B. APPLICATION OF FUNDS				
1. Fixed Assests				
(a) Gross Block	IV	2,05,96,356	2,01,88,430	
(b) Less : Depreciation		1,24,87,996	1,16,08,402	
(c) Net Block		<u>81,08,360</u>	<u>81,08,360</u>	85,80,028
2. Investments				
	V		2,40,82,118	2,47,50,548
3. Current Assets, Loans & Advances				
(a) Inventories		73,32,876	70,13,543	
(b) Sundry Debtors		72,32,208	51,50,932	
(c) Cash & Bank Balances		15,87,363	73,15,450	
(d) Other Current Assets		13,12,686	15,44,201	
(e) Loans & Advances		38,98,967	44,14,327	
		<u>2,13,64,100</u>	<u>2,54,38,453</u>	
Less: Current Liabilities & Provisions	VII	15,81,119	52,55,261	
NET CURRENT ASSETS			<u>1,97,82,981</u>	<u>2,01,83,192</u>
	TOTAL		<u>5,19,73,459</u>	<u>5,35,13,768</u>

NOTES FORMING PARTS OF THE ACCOUNTS - XI

As per our report of even date.

For **LAXMINIWAS & JAIN**

Chartered Accountants

Firm Registration No. 001859S

For and on behalf of the Board

Suresh Kumar Jain

Partner

M.NO. 018465

Place : Hyderabad

Date : 29.07.2011

For BNR Udyog Ltd.,

Executive Director



VIKRAM DEV RAO

Director

KAMAL RATHI

Managing Director



BNR UDYOG LIMITED

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

Schedules	For the Year ended 31-03-2011 (Rupees)	For the Year ended 31-03-2010 (Rupees)	
A. INCOME			
1. Income from Operations	VIII	1,02,58,457	1,44,72,194
2. Other Income	IX	5,08,055	11,410
TOTAL		1,07,66,512	1,44,83,604
B. EXPENDITURE			
1. Share Transfer Stamps/Demat/Dly. Charges		54,373	1,17,252
2. Managerial Remuneration		7,94,761	5,83,227
3. Financial Charges		31,426	1,41,873
4. Other Admnst. & Selling Expenses	X	86,80,162	95,74,980
5. Depreciation	IV	8,79,594	9,74,630
TOTAL		1,04,40,316	1,13,91,962
C. PROFIT BEFORE TAX (A-B)		3,26,196	30,91,642
D. LESS : PROVISION FOR TAX			
1. Current Tax		----	4,57,330
Provision for Tax	37,861		4,57,330
Less Mat Credit	37,861		
2. Deferred Tax		(6,75,415)	(90,597)
3. Adj. of earlier years Tax		----	(4,97,100)
E. PROFIT AFTER TAX		10,01,611	36,79,339
F. ADD :/(LESS) BALANCE BROUGHT FORWARD FROM THE PREVIOUS YEAR		98,09,141	1,01,39,652
G. PROFIT AVAILABLE FOR APPROPRIATION		1,08,10,752	1,38,18,991
(I) PROPOSED DIVIDEND		----	30,00,000
(II) TAX ON DIVIDEND		----	5,09,850
(III) TRANSFER TO RESERVE FUND	II	----	5,00,000
H. BALANCE CARRIED TO BALANCE SHEET		1,08,10,752	98,09,141
Earnings per share (Face Value - Rs. 10 each)		0.33	1.23
NOTES FORMING PART OF THE ACCOUNTS	XI		

As per our report of even date.
For **LAXMINIWAS & JAIN**
Chartered Accountants
Firm Registration No. 001859S

For and on behalf of the Board

Suresh Kumar Jain
Partner
M.NO. 018465
Place : Hyderabad
Date : 29.07.2011

For BNR Udyog Ltd.,


Executive Director



J. VIKRAM DEV RAO
Director

KAMAL RATHI
Managing Director



BNR UDYOG LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

(Amount in Rs' 000)

PARTICULARS	2010-2011	2009-2010
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before tax and extraordinary items	326	3091
Depreciation	880	975
Financial Charges	31	142
Operating profit before working capital changes	1237	4208
Adjustments for: Trade and other receivables	(2081)	(602)
Inventories	(319)	—
Current Assets	232	(118)
Loans and advances	515	(940)
Current Liabilities & Provision/Trade payables	(3674)	901
Tax & Fringe Benefit Tax	—	497
Cash generated from operations	(4090)	3946
Cash flow before extraordinary items	(4090)	3946
NET CASH FLOW FROM OPERATING ACTIVITIES	(4090)	3946
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	(408)	(765)
Sale of Fixed Asset / Govt. Grant received	—	125
Investments (Shares)	668	(1970)
NET CASH FLOW FROM INVESTING ACTIVITIES	260	(2610)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Secured Loans	(1867)	1685
Dividends Paid	—	(3000)
Dividends Tax Paid	—	(510)
Financial Charges	(31)	(142)
NET CASH USED IN FINANCING ACTIVITIES	(1898)	(1967)
Net increase/decrease in cash and cash equivalents	(5728)	(631)
(A+B+C)		
Add: Cash and Cash equivalent as at 01-04-2010	7315	7946
Cash and Cash equivalent as at 31-03-2011	1587	7315

As per our report of even date.
 For **LAXMINIWAS & JAIN**
 Chartered Accountants
 Firm Registration No. 001859S

For and on behalf of the Board

Suresh Kumar Jain
 Partner
 M.NO. 018465
 Place : Hyderabad
 Date : 29.07.2011

J. VIKRAM DEV RAO
 Director

KAMAL RATHI
 Managing Director



BNR UDYOG LIMITED

SCHEDULES

(Schedules forming part of Balance Sheet as at 31-03-2011)

	As at 31-03-2011 (Rupees)	As at 31-03-2010 (Rupees)
SCHEDULE - I SHARE CAPITAL		
Authorised Capital :		
50,00,000 Equity Shares of Rs.10/- each	5,00,00,000	5,00,00,000
Issued, Subscribed & Paid up Capital		
30,00,000 Equity Shares of Rs.10/- each. Fully paidup	3,00,00,000	3,00,00,000
TOTAL	3,00,00,000	3,00,00,000

SCHEDULE - II RESERVES & SURPLUS

General Reserves : Op. Balance	82,00,000	77,00,000
Add: Transfer from P/L A/c.	----	5,00,000
	82,00,000	82,00,000
Balance in Profit & Loss Account	1,08,10,752	98,09,141
TOTAL	1,90,10,752	1,80,09,141

SCHEDULE - III SECURED LOANS

A.P. Mahesh Bank -CCA (Secured against deposits)	----	18,28,147
Car Loan from HDFC Bank (Hypothecated against vehicle)	----	38,359
TOTAL	----	18,66,506

SCHEDULE - IV FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	As at 1-4-2010 Rs.	Addition (Deletion) for the year Rs.	As at 31-3-2011 Rs.	Upto 1-4-2010 Rs.	Addition for the year Rs.	Deletion for the year Rs.	Upto 31-3-2011 Rs.	As at 31-3-2011 Rs.	As at 31-3-2010 Rs.
1. Land	45,31,100	----	45,31,100	----	----	---	----	45,31,100	45,31,100
2. Building	11,21,954	----	11,21,954	4,69,845	37,473	---	5,07,318	6,14,636	6,52,109
3. Plant & Machinery	11,75,521	1,83,400	13,58,921	4,86,421	59,665	---	5,46,086	8,12,835	6,89,100
4. Computers	86,64,919	2,00,776	88,65,695	80,73,415	4,38,354	---	85,11,769	3,53,926	5,91,504
5. Furniture & Fixtures	31,64,239	23,750	31,87,989	21,46,500	2,00,780	---	23,47,280	8,40,709	10,17,739
6. Vehicles	15,30,697	----	15,30,697	4,32,221	1,43,322	---	5,75,543	9,55,154	10,98,476
TOTAL	2,01,88,430	4,07,926	2,05,96,356	1,16,08,402	8,79,594	---	1,24,87,996	81,08,360	85,80,028
PREVIOUS YEAR	1,95,48,318	6,40,112	2,01,88,430	1,06,33,771	9,74,630	---	1,16,08,402	85,80,028	89,14,547



BNR UDYOG LIMITED

SCHEDULE - V INVESTMENTS

Long Term Investments (Quoted)

Name of the Company	As at 31-03-2011		As at 31-03-2010	
	Quantity Shares/ Debentures	Amount Rs.	Quantity Shares/ Debentures	Amount Rs.
Andhra Sugars Ltd.	1000	2,48,005	1000	2,48,005
Anant Raj Industries Limited	700	85,551	---	---
Ansal Infrastructure & Properties Ltd.	---	---	1000	79,798
Arvind Mills Ltd.	---	---	5000	2,78,100
Assam Company Ltd.	2000	78,562	2000	78,562
Ballarpur Industries Ltd.	---	---	8000	2,88,920
Balrampur Chinni Ltd.	500	74,075	500	74,075
Bharat Immunologicals & Biologicals Corp. Ltd.	1000	74,390	1000	74,390
Bharthi Tele Ltd.	---	---	500	1,77,024
Bharatiya International Ltd.	1000	1,84,366	1000	1,84,366
Cambridge Solutions Ltd.	500	1,29,525	500	1,29,525
Cholamandalam Investments Ltd.	500	97,886	---	---
Cipla Ltd.	---	---	3,000	10,02,985
Consolidated Finvest & Holding Ltd.	5000	4,53,500	5,000	4,53,500
Cummins India Limited	390	3,02,148	---	---
DCM Limited	---	---	1413	1,77,854
Dishman Pharma Limited	2000	4,33,674	---	---
ElectroSteel Castings Ltd.	---	---	5000	4,99,961
Facor Steel Ltd.	25000	2,99,000	25000	2,99,000
Fairfield Atlas Ltd.	---	---	500	36,295
First Objecty (IQMS Soft) Ltd.	---	---	100	3,494
Frontline Soft Limited	5000	1,13,750	5000	1,13,750
Gilada Fin. & Invest Limited	26000	2,60,000	26000	2,60,000
Ginni Filaments Limited	4,025	69,109	---	---
Glenmar Pharma Ltd.	---	---	250	70,760
GMR Infrastructure Ltd.	3000	2,91,935	4000	3,82,000
Goldstone Technologies Limited	300	13,053	500	21,755
Goldstone Teleservices Limited	2300	3,19,054	2300	3,19,054
GTL Infrastructure Limited	1000	56,804	1000	56,804
Gulf Oil Corporation Ltd.	---	---	200	22,454
Gujarat Ambuja Exports Limited	12000	4,80,155	---	---
Hazoor Multi Projects Ltd.	4265	96,858	4265	96,858
HBL Power System Ltd.	865	31,175	---	---
HDIL Ltd.	1000	7,04,222	500	5,59,827
Heritage Food Ltd.	300	87,309	300	87,309
Himachal Fut. Com Ltd.	500	25,829	500	25,829
Hindalco Ind. Ltd.	---	---	100	25,153
Hindustan Constructions Co. Ltd.	200	23,950	---	---
IDFC Ltd.	500	97,925	2000	3,39,340
India Cement Ltd.	3300	5,80,098	3300	5,80,098
ISMT-New (Indian Seamless Metal Tubes)	1000	1,17,393	1000	1,17,393
Ispat Industries Pref.	---	---	6000	1,47,900
ITC Ltd.	7600	14,68,647	500	1,28,730



BNR UDYOG LIMITED

Name of the Company	As at 31-03-2011		As at 31-03-2010	
	Quantity Shares/ Debentures	Amount Rs.	Quantity Shares/ Debentures	Amount Rs.
ITD Cementation India Ltd.	700	3,70,901	700	3,70,901
Jaiprakash Hydro Ltd.	500	67,140	500	67,140
JMC Project Limited	890	1,94,762	----	----
JMT Auto Ltd.	----	----	700	92,921
JSW Energy Limited	----	----	500	58,005
Jupiter Bio Science Limited	1000	80,190	----	----
JVL Agro Limited	5000	2,10,715	----	----
KS Oils Ltd.	2500	2,16,520	1500	1,84,680
Kingfisher Air Lines (Deccan Aviation Ltd.)	500	1,23,202	500	1,23,202
KLG System Ltd.	4369	15,94,004	3869	15,26,034
Lupin Limited	100	50,691	----	----
Manali Petro Chemicals Ltd.	----	----	93972	10,94,225
Mangalore Chemical Fert. Ltd.	12000	5,41,334	20925	8,85,862
Nagarjuna Fer & Chem. Ltd.	3100	1,62,247	4100	2,13,271
NMDC Ltd.	900	4,16,794	700	3,56,622
Ortin Labs Limited	1000	37,750	----	----
Pentamedia Graphics Limited	900	1,19,800	900	1,19,800
Petronet LNG Ltd.	1000	1,17,648	4000	4,70,591
Pioneer Emberoidary Ltd.	9189	9,50,339	9189	9,50,339
Prag Bosimi Synthetics Ltd.	----	----	5000	27,900
Praj Industries Ltd.	500	1,24,885	500	1,24,885
Pricol Limited	1000	32,040	----	----
Priyadarshani Spinning Ltd.	----	----	2000	80,820
Punj Lloyd Ltd.	3000	3,87,932	1000	1,82,322
PVP Venture Ltd. (SSI Ltd.)	3500	5,67,730	3500	5,67,730
RDB Industries Ltd.	4424	6,24,306	1924	4,85,909
Reliance Com. Ven. Ltd.	200	1,61,862	200	1,61,862
Reliance Industries Ltd.	1000	13,91,878	586	8,51,929
Rohit Ferro Tech Ltd.	12235	14,57,131	12235	14,76,751
S Kumar Nation Vide	----	----	1000	47,300
Samtel Color Limited	2000	31,840	----	----
Sark Systems Ltd.	----	----	1400	40,750
Sarla Performance Limited	200	29,630	----	----
Sesa Goa Limited	500	1,93,620	----	----
Satyam Computers Ltd.	----	----	1000	1,18,020
Seshachal Tec. (Javelin Technologies Ltd.)	2000	1,70,124	2000	1,70,124
Silver Line Animation Ltd.	200	----	200	----
Soma Textiles Industries Ltd.	15000	2,00,931	----	----
Spicejet Ltd.	1000	91,585	4000	3,55,925
SSPDL (Srinivasa Shipping Co.)	1000	62,124	----	----
Suzlon Energy Ltd.	4400	3,80,869	2900	2,95,629



BNR UDYOG LIMITED

Name of the Company	As at 31-03-2011		As at 31-03-2010	
	Quantity Shares/ Debentures	Amount Rs.	Quantity Shares/ Debentures	Amount Rs.
Tech Mahindra Ltd.	100	1,97,767	100	1,97,767
Television 18 (India) Debenture	16	2,088	16	2,088
The Shipping Corporation of India	756	1,05,840	----	----
Tilak Nagar Industries Ltd.	300	21,715	----	----
UB Engineering Ltd.	----	----	1000	1,86,940
Value Mart	----	----	10000	1,27,200
Long Term Investments (Unquoted)				
A.P. Mahesh Co-op. Urban Bank	250	5,000	250	5,000
TOTAL		1,87,92,882		1,94,61,312
Aggregate Market Value		86,02,310		99,85,830
Other Investments				
Flat at Singapore City		15,17,138		15,17,138
Investment in Partnership firm		37,72,098		37,72,098
TOTAL		2,40,82,118		2,47,50,548



BNR UDYOG LIMITED

	As at 31-03-2011 (Rupees)	As at 31-03-2010 (Rupees)
SCHEDULE - VI CURRENT ASSETS, LOANS AND ADVANCES		
(a) Inventories : (as verified and certified by the Management) Value of landed properties for development & Sale	73,32,876	70,13,543
TOTAL	<u>73,32,876</u>	<u>70,13,543</u>
(b) Sundry Debtors : A. Debts outstanding for a period exceeding 6 months B. Others Debts (Due by entities in which Directors are interested Rs.1,82,246, Previous Year Rs. 3,16,122) TOTAL	---- 72,32,208 <u>72,32,208</u>	---- 51,50,932 <u>51,50,932</u>
(c) Cash & Bank Balances : Cash on Hand <u>with Scheduled Banks</u> in Current A/c In Deposits (The deposit of Rs. 1.75 Lacs (Pre.Yr. Rs. 51.75 Lacs) is pledged for Bank Guarantee/loan)	9,152 14,03,211 1,75,000 <u>15,87,363</u>	37,070 8,21,381 64,56,999 <u>73,15,450</u>
(d) Other Current Assets	TOTAL <u>13,12,686</u>	<u>15,44,201</u>
(e) Loans & Advances : (Unsecured but considered good) 1. Advances recoverable in cash or kind or for value to be received 2. Deposits (Due by entities in which Directors are interested Rs.NIL)	30,63,240 8,35,727 <u>38,98,967</u>	20,83,600 23,30,727 <u>44,14,327</u>
TOTAL	<u>38,98,967</u>	<u>44,14,327</u>

SCHEDULE VII CURRENT LIABILITIES & PROVISIONS

1. Current Liabilities		
Due of Small Scale Industrial Undertaking/MSME	---	---
Unclaimed Dividend	4,10,676	3,29,053
Other Liabilities	11,32,582	9,59,028
	<u>15,43,258</u>	<u>12,88,081</u>
2. Provisions		
Proposed Dividend	---	30,00,000
Tax on Dividend	---	5,09,850
Provision for Income Tax	37,861	4,57,330
TOTAL	<u>15,81,119</u>	<u>52,55,261</u>



BNR UDYOG LIMITED

	As at 31-03-2011 (Rupees)	As at 31-03-2010 (Rupees)
(Schedules forming part of the Profit & Loss Account for the year ended 31-03-2011)		
SCHEDULE VIII INCOME FROM OPERATIONS		
Brokerage from Fixed Deposits / primary mkt.	2,827	2,238
Profit /(Loss) on Shares/Mutual Fund	7,81,539	22,92,061
Interest Income (TDS Rs. 18,827 Prev. Yr. Rs. 22,761)	2,51,740	5,41,875
Dividend Income	1,27,503	1,31,576
Income from Medical Transcription	90,94,848	1,09,29,398
Commission (TDS Nil Prev. Yr. Rs. 57,505)	-----	5,75,046
TOTAL	1,02,58,457	1,44,72,194
SCHEDULE IX OTHER INCOME		
Rent	1,57,000	---
Miscellaneous income (Profit on foreign exchange)	3,51,055	11,410
TOTAL	5,08,055	11,410
SCHEDULE X OTHER ADMINISTRATIVE & SELLING EXPENSES		
Travelling and Conveyance	28,700	15,085
Rates & Taxes	1,50,624	1,53,553
Insurance	23,697	29,690
Employees Salary & other Benefits	67,62,217	70,30,105
Contribution to PF & Other Funds	1,73,012	1,63,868
Staff Welfare	48,167	54,134
Communication Expenses	3,02,345	3,07,278
Subscriptions	16,834	70,807
Auditor's Remuneration		
Audit Fees	30,000	30,000
Tax Audit Fees	15,000	45,000
Advertisement	42,137	52,958
Postage & Telegrams	12,119	14,932
Printing & Stationery	88,337	67,975
Electricity Charges	2,44,020	2,03,234
Professional Charges	41,231	54,832
Business Promotion Expenses	53,053	49,803
Repairs & Maintenance		
Building	2,22,161	1,07,030
Machinery	2,90,533	5,12,694
Directors Sitting Fee	28,000	23,000
Share Transfer Expenses	49,490	47,178
Office, General & Miscellaneous Expenses	56,238	62,445
Loss on Foreign Exchange	---	7,08,248
Medical Transcription Out Sourcing	---	85,164
NCDEX Expenses	2,247	5,365
TOTAL	86,80,162	95,74,980



BNR UDYOG LIMITED

SCHEDULE XI NOTES FORMING PART OF THE ACCOUNTS:

1/ Significant Accounting Policies :

- (a) **FIXED ASSETS** : Fixed Assets are stated at Cost less depreciation and inclusive of expenses upto Commissioning/putting the assets to use. Govt. grant received against particular asset is reduced out of cost of asset.
- (b) **DEPRECIATION** : Depreciation on the Fixed Assets has been provided on the Straight Line Method at the rates provided and in the manner prescribed in the Schedule - XIV of the Companies Act, 1956.
- (c) **INVENTORIES** : Inventories of landed properties are valued at cost of acquisition to the Company or market rate which ever is lower. In respect of construction work-in-progress, the Company has adopted completed Contract method of accounting and hence carried over the cost of work-in progress.
- (d) **INVESTMENTS** : Investments are valued at Cost. Provision for diminution in the value of Long Term Investments is made only if, such a decline is permanent in the opinion of the Management.
- (e) **RECOGNITION OF INCOME AND EXPENDITURE** : Items of Income and Expenditure are Recognised on accrual basis except otherwise stated in notes to Accounts or where the same are not in the knowledge in the ordinary course of business.
- (f) **FOREIGN EXCHANGE TRANSACTIONS**: The transactions in foreign currency are recorded at the exchange rate prevailing on the date of the transactions which define to be date of invoice. Monetary Assets & Liabilities denominated in Foreign currency are translated at the rate of exchange at the balance sheet date and resultant gain or loss is recognised in the profit & loss account.
- (g) **IMPAIRMENT OF ASSETS** : The Carrying amounts of assets are reviewed at each Balance Sheet date for any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss if any, is charged to Profit and Loss Account in the year in which an asset is identified as impaired. Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the assets no longer exist or have decreased.
- (h) **RETIREMENT & OTHER BENEFITS** :
- (i) Contribution to the Provident Fund are charged to revenue each year.
 - (ii) The company has opted for the Group Gratuity-cum-Life Assurance Fund of the Life Insurance Corporation of India (LIC). The company's contribution to the scheme is charged to the Profit & Loss A/c for the year.
- (i) **TAXES ON INCOME** : The Company is providing and determining current Tax as the amount of tax payable in respect of taxable income for the period. Deferred Tax is recognised on timing difference between taxable income and accounting income subject to prudence.
- (j) **SEGMENT REPORTING** : Segments are identified having regard to the dominant source and nature of risks and returns the internal organisation and management structure. Inter segment revenue are accounted on the basis of transactions which are primarily market led. Revenue and expenses which relate to the enterprise as a whole and are not attributable to segments are included in unallocable expenses.



BNR UDYOG LIMITED

2. Managerial Remuneration:	2010-2011	2009-2010
	Rs.	Rs.
Salary to Managing Director	7,20,000	5,20,000
Contribution to Provident Fund	56,448	56,448
Medical Reimbursement	18,313	6,779
	<u>7,94,761</u>	<u>5,83,227</u>

3. Segment Reporting - Accounting Standard —17 (Rs. In Lakhs)

A. Primary Segment

	Medical Transcription	Fin. & Others Act.	Total
a. Segment Revenue	94.46	13.21	107.67
Less : Inter Seg. Revenue			
b. Segment Results	15.14	-9.91	5.23
Less : Interest	---	—	0.20
Unallocable Expenses	---	—	1.77
	---	---	3.26
c. Segment Assets	99.42	436.13	535.55
d. Segment Liabilities	7.77	37.67	45.44

B. Secondary Segment (Geographical Segment) : The Group's business is organised into two key geography segments comprising United States of America (USA) and India

	2011		2010	
	USA	INDIA	USA	INDIA
a. Segment Revenue	94.46	13.21	109.29	35.54
b. Segment Assets	99.42	436.13	76.85	512.82

DISCLOSURE IN RESPECT OF RELATED PARTIES PURSUANT TO ACCOUNTING STANDARD 18

A) List of related parties

- I) Parties where control exist - nil
- II) Other parties with whom company entered into transactions during the year - nil
- III) Key Management personnel and enterprises having common key management personnel or their relatives.

Key Management Personnel:

Shri B.N.Rathi – Chairman Shri Kamal Rathi – Managing Director

Enterprises having common Key Management Personnel

B.N.Rathi Securities Limited BNR Capital Services Private Limited

Relatives of Key Management Personnel

Shri Sandeep Rathi – Son of Shri Kamal Rathi
Smt. Mayura Rathi – Daughter-in-law of Shri Kamal Rathi



BNR UDYOG LIMITED

(B) During the year following transactions were carried out with related parties in ordinary course of Business (Amount in Rs.)

Name of Transactions	Key Management Personnel & Relatives of Key Management Personnel		Enterprises / having common Management Personnel	
	2010-2011	2009-2010	2010-2011	2009-2010
1. Purchases sales&services	-	-	3,42,27,985	10,69,64,256
2. Commission	-	-	32,761	75,127
3. Managerial Remuneration	7,94,761	5,83,227	-	-
4. Directors Sitting Fees	10,000	11,000	-	-
5. Salary	5,87,400	5,94,100	-	-
6. Investment in Associate	37,72,098	37,72,098	-	-

4. EARNINGS PER SHARE

	2010-2011 Rs.	2009-2010 Rs.
<u>Earnings per share has been calculated as under</u>		
Profit after Taxation	10,01,611	36,79,339
Number of Ordinary shares	30,00,000	30,00,000
Basic & Diluted Earnings per share (Face value Rs. 10/- per share)	0.33	1.23

5. Deferred Tax

(Amount in Rs.)

	Deferred Tax Asset/ (Liability) as at 1-4-2010	Current Year Charges (Credit)	Deferred Tax Asset/(Liability) as at 31-3-2011
1 Deferred Tax Liabilities			
a) Difference in Valuation of inventories / Investments	(36,72,740)	1,62,978	(35,09,762)
Total	(36,72,740)	1,62,978	(35,09,762)
2 Deferred Tax Assets			
a) Difference between book and tax depreciation.	(2,50,381)	21,527	(2,28,854)
b) Others	2,84,999	4,90,910	7,75,909
Total	34,618	5,12,437	5,47,055
Total (1-2)	(36,38,122)	6,75,415	(29,62,707)



BNR UDYOG LIMITED

6. EARNINGS IN FOREIGN CURRENCY

(Amount in Rs.)

Particulars	2010-2011	2009-2010
Medical Transcription Income	94,45,903	1,09,29,398
Expenditure in Foreign Currency	NIL	NIL

7. CONTINGENT LIABILITIES

(Amount in Rs.)

Particulars	2010-2011	2009-2010
a) Counter Guarantee against Bank Gaurantee	Rs. 1,75,000	Rs. 1,75,000

8. EMPLOYEE BENEFITS

The disclosure as required under AS-15 regarding the Company's gratuity plan is as follows.

DEFINED CONTRIBUTION PLAN :	31-3-2011 in Rs.	31-3-2010 in Rs.
Contribution to Defined Contribution Plan, recognised as expenses for the year are as under :		
Employer's Contribution to Provident / pension Fund	1,44,995	1,64,326
Employer's Contribution to Employees State Insurance	68,061	36,961
Employees Deposit Linked Insurance	3,052	3,888

The Company contributes applicable rates of salary of all eligible employees towards Provident Fund and Employees State Insurance managed by the Central Government.

DEFINED BENEFIT PLAN

The employee's gratuity fund scheme managed by LIC Group Gratuity is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Project Unit Credit Method, which recognizes each period of service as giving to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The company is having fair value of plan assets which is more than the present value of obligations. The same is not taken into account considering the prudence.

a. Table showing changes in present value of obligations

	As on 31/03/2011 Rs.	As on 31/03/2010 Rs.
Present value of obligations as at beginning of year	5,26,460	3,60,158
Interest cost	42,117	28,813
Current Service Cost	44,170	26,967
Benefits paid	—	—
Actuarial Gain/Loss on obligations	(23,207)	1,10,522
Present values of obligations as at end of year	5,89,540	5,26,460



BNR UDYOG LIMITED

b. Assumptions

	As on 31/03/2011	As on 31/03/2010
Discount Rate	8.00%	8.00%
Salary Escalation	4.00%	4.00%

c. Table showing fair value of plan assets

	As on 31/03/2011 Rs.	As on 31/03/2010 Rs.
Fair values of plan assets at beginning of year	6,21,464	5,62,859
Actual return on plan assets	56,257	50,834
Contributions	14,031	7,771
Benefits paid	—	—
Fair value of plan assets at the end of year	<u>6,91,752</u>	<u>6,21,464</u>

- There are no Micro Small and Medium Enterprises to whom the company owes dues, which are outstanding for more than 45 days as at 31st march 2011. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.
- Balances shown under Sundry Debtors are subject to Confirmation / reconciliation.
- Figures of the Previous Years have been re-grouped re- arranged, wherever considered necessary and rounded off to nearest rupee.

As per our report of even date.
For **LAXMINIWAS & JAIN**
Chartered Accountants
Firm Registration No. 001859S

Suresh Kumar Jain
Partner
M.NO. 018465

Place : Hyderabad
Date : 29.07.2011

For and on behalf of the Board

J. VIKRAM DEV RAO
Director

KAMAL RATHI
Managing Director



**Additional information as required under Part-IV of Schedule VI to the Companies Act, 1956
Balance Sheet Abstract and Company's General Business Profile**

I. Registration No. 18841 **State Code** 01 **Balance Sheet Date** 31st March, 2011

II. CAPITAL RAISED DURING THE YEAR (Amount in Rs.' 000)

Public Issue

Nil

Rights Issue

Nil

Bonus Issue

Nil

Private Placement

Nil

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (Amount in Rs.' 000)

Total Liabilities

51973

Total Assets

51973

SOURCES OF FUNDS

Paid up Capital

30000

Reserves & Surplus

19010

Secured Loans

Nil

Deferred Tax (Liability)

2963

Unsecured Loans

Nil

APPLICATION OF FUNDS

Net Fixed Assets

8108

Investments

24082

Net Current Assets

19783

Misc. Expenditure

NIL

Accumulated Losses

NIL

Deferred Tax(Assets)

NIL

IV. PERFORMANCE OF COMPANY (AMOUNT IN RS. ' 000)

Turnover (Income)

10766

Total Expenditure

10440

+/- Profit/Loss Before Tax

+ 326

+/- Profit/Loss After Tax

+ 1001

Earning per Share in Rs.

0.33

Dividend Rate %

Nil

V. GENERIC NAME OF PRINCIPAL SERVICES OF THE COMPANY

Item Code No. (ITC Code) : NIL

Product description : INVESTMENT/REAL ESTATE DEVELOPMENT /
CONSTRUCTION / MEDICAL TRANSCRIPTION

For and on behalf of the Board

J.Vikram Dev Rao
Director

Place : Hyderabad
Date : 29.07.2011

Kamal Rathi
Managing Director



BNR UDYOG LIMITED

BNR UDYOG LIMITED

Regd. Office: 6-3-650, Maheshwari Chambers, 218, 2nd Floor,
Somajiguda, Hyderabad-500 082

ATTENDANCE SLIP

Seventeenth Annual General Meeting - Thursday, 15th September, 2011 at 10.00 a.m. at Rajasthani Graduates Association, 5-4-790/1, 1st Floor, Abids, Hyderabad - 500 001.

Regd.Folio No./Client _ ID.....

No. of Shares

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 17th ANNUAL GENERAL MEETING of the Company at Rajasthani Graduates Association, 5-4-790/1, 1st Floor, Abids, Hyderabad - 500 001 on Thursday, the 15th day of September, 2011.

Member's/Proxy's name in Block Letter

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the ENTRANCE OF THE HALL

(TEAR HEAR)

BNR UDYOG LIMITED

Regd. Office: 6-3-650, Maheshwari Chambers, 218, 2nd Floor,
Somajiguda, Hyderabad-500 082

FORM OF PROXY

I/We.....
of.....in the district of
being a member/members of the above-named company hereby appoint
or failing himof in the district of as
my/our proxy to vote for me/us on my behalf at the 17th ANNUAL GENERAL MEETING of the
Company to be held on Thursday the 15th day of September, 2011
Signed this day..... 2011

Regd.Folio No./Client _ ID

1Rupee
Revenue
Stamp

Signature



BNR UDYOG LIMITED

PRINTED MATTER
BOOK-POST

If undelivered please return to :

BNR UDYOG LIMITED

Registered Office :

6-3-650, 218, 2nd Floor,

Maheshwari Chambers, Somajiguda,

Hyderabad - 500 082 A.P. INDIA