

NOTICE

NOTICE is hereby given that Annual General Meeting of **HI-TECH WINDING SYSTEMS LIMITED** will be held on 30th September, 2011 at 11:00 A.M. at the registered office of the Company.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2011 and the Profit and Loss Account of the Company for the year ended on that date together with the reports of the Directors and auditors thereon.
2. To appoint a Director in place of Mr. Hariprasad Khetan who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Gaurang Vora & Associates., chartered Accountants as an auditors to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.

Dated: 04/09/2011
Place: AHMEDABAD

BY ORDER OF THE BOARD

Sd/-
CHAIRMAN

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty-eight hours before the time of holding the Meeting.
2. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the meeting.
3. The Register of Members and share transfer books of the Company will remain closed from 26.09.2011 to 29.09.2011 (both days inclusive).

DIRECTOR'S REPORT

To,
The Members
HI-TECH WINDING SYSTEMS LIMITED.

Your Directors have pleasure in presenting the Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2011.

FINANCIAL RESULTS:

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

(Rs. in Lacs)

Particulars	2010-2011	2009-10
1. Profit before Interest, Depreciation and Tax	0.00	0.00
2. Interest	--	--
3. Depreciation	--	--
4. Profit (Loss) Before Tax	0.00	0.00
Provision for taxation	0.00	0.00
6. Profit (loss) after Tax	0.00	0.00

DIRECTORS:

Mr. Hariprasad Khetan director of the Company retires by rotation at this annual general meeting and being eligible, offers himself for reappointment. The board of directors recommends the appointment of the directors.

DIVIDEND:

Your director do not recommend dividend for the year.

FIXED DEPOSITS:

The company has not accepted the fixed deposits during the year under report.

AUDITORS:

Gaurang Vora & Associates, Auditors of the Company retires at the conclusion of this Annual General Meeting and being eligible, are recommended for reappointment.

AUDITORS REPORT:

The Auditors report is self-explanatory and so far, there is no negative remark by the Auditors.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under section 217 (2AA) of the Companies Amendment Act, 2000 with respect to Director Responsibility Statement it is hereby confirmed:

1. That in the preparation of the annual accounts for the financial year ended 31st March, 2011 the applicable accounting standards had been followed along with proper explanation relating to material departures.
2. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
3. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the directors had prepared the accounts for the financial year ended 31st March, 2011 on a going concern basis.

PARTICULARS OF THE EMPLOYEES:

The Company has no employee to whom the provision of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 apply and so it is not applicable to the company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO:

The additional information required under Section 217(1)(e) of the Companies Act, 1956 relating to Conservation of energy, technology absorption and foreign exchange earnings or outgoes is not applicable.

ACKNOWLEDGMENT:

The Directors wish to thank and deeply acknowledge the cooperation and assistance received from the Bankers, Suppliers and shareholders. The Director also wishes to place on record their appreciation of the devoted services of employees of the Company.

DATE: 04.09.2011
PLACE: AHMEDABAD

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

**Sd/-
CHAIRMAN**

HI-TECH WINDING SYSTEMS LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Overall Review

The Growth rate has been on the upward trend as compared to the previous year with favorable market conditions which reflect the positive market.

2. Financial Review

During the year the company has continue the business activities and does not have any profit or loss.

3. Risk and Concern

As the company has not done any business during the year there is a loss during the year however company is concerned about its future activities and making proper plans for the future growth.

4. Internal Control System and their adequacy

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management.

5. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

6. Financial Performance with Respect to Operation Performance

The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind borrowing where ever possible.

7. Cautionary Statement

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

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

AUDITORS' REPORT

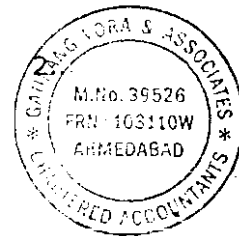
To,
The Members of
Hi-Tech Winding Systems Limited

We have audited the attached Balance Sheet of Hi-Tech Winding Systems Limited as at 31st March 2011 and also the annexed Profit and Loss Account of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

Further to our comments in the Annexure referred to above, we report that:

1. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our Audit.
2. In our opinion, proper books of accounts as required by Law have been kept by the Company so far as appears from our examination of the books.
7. The Balance Sheet & Profit & Loss Account dealt with by this report is in agreement with the books of accounts and comply with the Accounting Standards referred to in Sub- Section 3(C) of section 211 of the Companies Act, 1956.

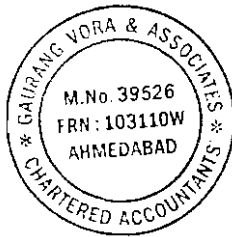


4. According to information and explanations given to us and on the basis of written representations from the directors of the Company, none of the Director is disqualified from being appointed as a director of the Company under section 274(1) (g) of the Companies Act, 1956.
9. In our opinion and to the best of our information and according to the explanation given to us, the said Balance Sheet and the Profit and Loss Account, together with the notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view: -
 - i) In the case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2011 and
 - j) In the case of the Profit & Loss Account of the **Profit** for the year ended on that date.

For Gaurang Vora & Associates
Chartered Accountants

(Gaurang Vora)
Proprietor
M.No. : 039526
FRN NO:103110W

PLACE : AHMEDABAD
Date : 23rd August, 2011



ANNEXURE

(Referred to in paragraph 1 of our report of even date)

i)

(a) There is no Fixed Assets, Hence Not Applicable.

ii)

(a) The Company has no inventory, hence not applicable.

iii)

(a) As informed to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Act. However, year end Balance of Loan taken from relatives of director is Rs NIL

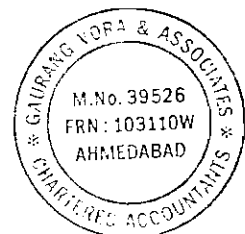
(b) The company had no taken loan from any other companies covered in the register maintained under section 301 of the Companies Act, 1956. And the year end balance of loans taken from such parties was Rs. NIL

(c) There are to firms covered in the register maintained under section 301 of the Companies Act, 1956 to which the company has granted loans..

(d) In our opinion the rate of interest and other terms and conditions on which loans have been taken from/ granted to companies, firms or other parties listed in the register maintained under section 301 of the companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.

(e) In respect of the aforesaid loans, the amount is payable on demand, the company is repaying the principal amount as & when demanded & has not been paying any interest.

(f) The aforesaid loan is repayable on demand & therefore the question of overdue amount does not arise.



- iv) In our opinion and according to information & explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory and Fixed assets and for the sale of goods. During the course of audit, no major weakness has been noticed in these internal controls.
- v)
- (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the companies Act, 1956 have been so entered.
- vi) In our opinion, according to the information and explanations given to us, the company has not taken any deposit from the public.
- vii) In our opinion the company has an internal audit system commensurate with its size and nature of its business.
- viii) As informed to us, the Central Government has not prescribed maintenance of cost records under section 209(1) (d) of the products of the company.
- ix) (a) The company is generally regular in depositing with the appropriate authorities, undisputed statutory dues including Provident Fund, Income tax, Sales-tax, Excise Duty, investors education and protection fund, wealth Tax, Custom Duty, Cess and other material Statutory dues applicable to it except Income Tax Liability of Rs.**NIL**/-. There were no arrears for a period of more than six month from the date they became payable as at 31st March 2011
- x) According to the information and explanation given to us, there are no cases of non-deposits with the appropriate authorities of disputed dues of sales tax /excise duty /custom duty / wealth tax / cess.
- xi) The accumulated losses of the company are not more than 50% of its Net Worth. The company has not incurred any cash losses in current year



- xii) According to the information and explanations given to us, the company has not defaulted in any repayment of dues of loan.
- xiii) According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of Shares, debentures and other securities.
- xiv) The company is not a chit fund or a nidhi mutual benefit fund / society. Therefore, the provision of clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the company.
- xv) According to the information and explanations given to us, the company is not dealing or trading in Shares, Securities, debentures and other investments. Accordingly, the provisions of clause 4 (xiv) of the Companies (Auditor's Report) Order 2003 is not applicable to the company.
- xvi) In our opinion, the terms and condition on which the company has given guarantees for loans taken by others from Bank or Financial Institutions are, prima facie, not prejudicial to the interest of the company.
- xvii) According to the information and explanations given to us in this year there is no term loan during the loan.
- xviii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that no funds raised on short-term basis have been used for long-term investment.
- xix) The company has not made preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
- xx) According to the information and explanations given to us, no debentures and/or preference shares have been issued during the year.



- xxi) The company has not raised any money through a public issue.
- xxii) Based upon the audit procedures performed and information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the course of our audit

For, Gaurang Vora & Associates.

Chartered Accountants



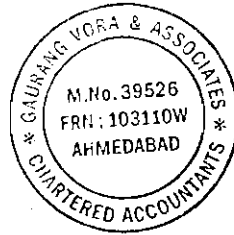
PLACE : AHMEDABAD.

DATE : 23rd August, 2011

(Gaurang Vora)

Proprietor

M. No. : 39526



HI-TECH WINDING SYSTEM LIMITED

Annual Report 2010 -2011

BALANCE SHEET AS ON 31ST MARCH, 2011

	Schedule	As at 31st March, 2011 (Rupees)		As at 31st March, 2010 (Rupees)	
SOURCES OF FUNDS					
Shareholders' Fund'					
Share Capital	1		41,079,000		41,079,000
Reserves	2		75,552		75,552
Loan Fund					
Secured Loans			-		-
Unsecured Loans			-		-
Total			41,154,552		41,154,552
Application of Funds					
Investment			2,794,110		2,794,110
Current Assets, Loans & Advances					
Closing WIP			-		-
Sundry Debtors			-		-
Cash & Bank Balance	4	213,955		213,955	
Loans & Advances	5	26,797,014		26,797,014	
Other Current Assets			-		-
			27,010,969		27,010,969
Less : Current Liabilities & Provisions			-		-
			-		-
Net Current Assets			27,010,969		27,010,969
Profit & Loess Account			9,925,209		9,925,209
Misc. Expenses			1,424,264		1,424,264
Total			41,154,552		41,154,552
Significant Accounting Policies & Notes to Accounts	6		-		-

As per Our Report Even Data

**For Gaurang Vora & Associates
Chartered Accountants**

For HI-TECH WINDING SYSTEM LIMITED

**(Gaurang Vora)
Proprietor
Membership No. 39526**

Director

Director

Place : Ahmedabad
Date : 23rd August, 2011

Place : Ahmedabad
Date : 23rd August, 2011



HI-TECH WINDING SYSTEM LIMITED

Annual Report 2010 -2011

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

	Schedule	As at 31st March, 2011		As at 31st March, 2010	
		(Rupees)	(Rupees)	(Rupees)	(Rupees)
INCOME					
Income from Operations			-		-
Closing WIP			-		-
Other Income			-		-
EXPENDITURE					
Opening WIP		-		-	
Cost of Material			-		-
Administrative Expenditure			-		-
Interest & Other Financial Expenses			-		-
Dpreciation			-		-
Preliminary Exp w/off		-		-	
PROFIT BEFORE TAX			-		-
Less : Provision for Taxation					
PROFIT AFTER TAX			-		-
ADD: Previous year Opening Bal. (To be carried forward to B/s)			(9,925,209) (9,925,209)		(9,925,209) (9,925,209)
Significant Accounting Policies & Notes to Accounts	6				

For Gaurang Vora & Associates
Chartered Accountants

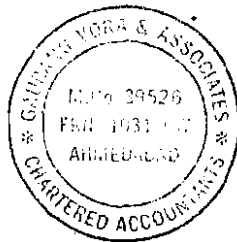
(Gaurang Vora)
Proprietor
Membership No. 39526

Place : Ahmedabad
Date : 23rd August, 2011

For HI-TECH WINDING SYSTEM LIMITED

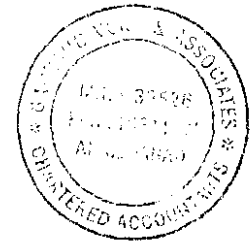
(Signature) *Ushg Khetan*
Director Director

Place : Ahmedabad
Date : 23rd August, 2011



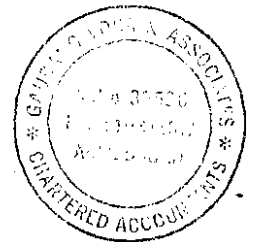
HI-TECH WINDING SYSTEM LIMITED**SCHEDULE TO BALANCE SHEET**

	As at 31st March 2011	As at 31st March 2010
SCHEDULE - 1		
AUTHORISED SHARE CAPITAL 60,00,000 Equity Share of Rs 10/- Each	60,000,000	60,000,000
Issued Subscribed & Paid Up : 48,57,900 equity shares of Rs.10/- each	48,579,000	48,579,000
Call in Arrears 1000000/- Shares @ 7.50/-	7,500,000	7,500,000
	41,079,000	41,079,000
SCHEDULE - 2		
PROFIT & LOSS ACCOUNT		
Revaluation Reserve	75,552	75,552
	75,552	75,552



HI-TECH WINDING SYSTEM LIMITED**SCHEDULE TO BALANCE SHEET**

	As at 31st March 2011	As at 31st March 2010
SCHEDULE - 3		
CASH AND BANK BALANCE		
Cash and Bank Balances	213,955	213,955
	213,955	213,955
SCHEDULE - 4		
LOANS & ADVANCES		
Recoverable in cash or in kind or for which value to be received	26,562,501	26,562,501
Deposites	234,513	234,513
	26,797,014	26,797,014
Total	27,010,969	27,010,969



M/s HI TECH WINDING SYSTEM LIMITED.

NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS FOR THE
YEAR
ENDED 31ST MARCH, 2011

Schedule -

Notes to Balance sheet and Profit & Loss Account

1. Significant Accounting Policies-

i) Basis of Accounting :

Financial Statement are prepared under historical cost convention on a accrual basis in accordance with the requirements of the Companies Act. 1956.

ii) Fixed Assets and Depreciation

a) There is no Fixed Assets.

b)

i) INVENTORIES

There is no Inventory hence not applicable.

ii) CONTINGENT LIABILITIES

No provision is made for liabilities, which are contingent in nature but, if material the same is disclosed by way of notes to the accounts.

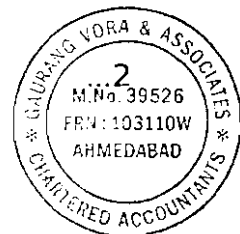
2. Deferred Tax

The figure of Differed Tax is minor, so no Provision made for Deferred Tax.

Deferred Tax Liability/Assets

On account of Depreciation on Fixed Assest Rs. Nil

3. None of the employees of the Company has crossed the Limits Prescribed u/s. 217 (2A) of the Companies (Particulars of Employees) Amendment Rules, 1988 during the year.



M/s HI TECH WINDING SYSTEM LIMITED.

-2-

4. (a) Value of Import calculates on CIF basis
- | | Current year | Previous year |
|-----------------------------|--------------|---------------|
| 1. Raw Material | N.A. | (N.A.) |
| 2. Components & Spare Parts | N.A. | (N.A.) |
| 3. Capital Goods | N.A. | (N.A.) |
- (b) Expenditure in Foreign Currency Nil Nil
- (c) Amount remitted in foreign currency Nil Nil
on account of divided to Non Resident
5. Auditors Remuneration
- | | As at
2010-2011 | As at
2009-2010 |
|---------------|--------------------|--------------------|
| a) Audit Fees | NIL | NIL |
6. In the opinion of the Board, Current Assets, Loans and Advances have the value at which they are stated in the Balance Sheet, if realised in the ordinary course of business and are subject to confirmation.
7. Additional Information under Schedule VI of the Companies Act, 1956 : Nil
8. Previous Year's figure have been re-grouped / rearranged wherever essential.
9. We relied on vouchers duly certified by the Assessee wherever original bills are not available during the test checked conducted in the course of our audit.
10. Cash on hand at the year end certified by the management. Moreover we are not physically Verified the Cash Balance as on 31-03-2011.

For GAURANG VORA & ASSOCIATES
Chartered Accountants

(GAURANG VORA)

Proprietor

M.No. : 39526

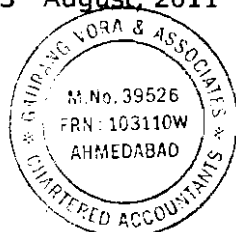
For & on behalf of the Board

Director

Director

Place : Ahmedabad
Date : 23rd August, 2011

Place : Ahmedabad
Date : 23rd August, 2011



HI-TECH WINDING SYSTEM LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2011
PURSUANT TO CLAUSE 32 OF LISTING AGREEMENT

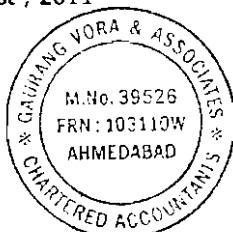
Particulars	[Rs. In Laks]	
	31-03-2011	31-03-2010
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit / (Loss) before Tax & Extra ordinary Items	0.00	0.00
Adjustment for ;		
Depreciaton	0.00	0.00
Preliminary & Public Issue Exp. Written off	0.00	0.00
Operation Profit / Loss Before Working Capital Change	0.00	0.00
Adjustment for		
Long Term, Loans Raised	0.00	0.00
(Increase) / Decreased in current Assets	0.00	0.00
(Increase) / Decreased in current Liabilities	0.00	0.00
CASH FLOW FROM OPERAITON	0.00	0.00
Less: Taxes Paid	0.00	0.00
NET CASH FLOW FROM OPERAITON : (A)	0.00	0.00
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sales / (Purchase) of Fixed Assets	0.00	0.00
Sales / (Purchase) of Fixed Investment	0.00	0.00
NET CASH FLOW FROM INVESTING AVTIVITIES : (B)	0.00	0.00
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/ (Decrease) in share Capital	0.00	0.00
NET CASH FLOW FROM FINANCING AVTIVITIES : (C)	0.00	0.00
C. NET INCREASE / DECREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	0.00	0.00
Opening Cash & Cash Equivalents	2.14	2.14
Closing Cash & Cash Equivalents	2.14	2.14

As per our report of even date Annexed

For Gaurang Vora & Associates
Chartered Accountants

(Gaurang Vora)
Proprietor
Membership No. 39526

Place: Ahmedabad
Date: 23rd August , 2011



For, HI-TECH WINDING SYSTEM LIMITED

(Signature)

Director

(Signature)

Director

Place: Ahmedabad
Date: 23rd August , 2011

HI-TECH WINDING SYSTEMS LIMITED

Registered office: 7 HARSIDDH CHAMBER 3RD FLOOR ASHRAM ROAD, AHMEDABAD.

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

Full Name of the member attending.....

Full Name of the first Joint-holder.....

(To be filled in if first named joint-holder does not attend the meeting)

Name of Proxy.....

(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the Annual General Meeting of the Company held on the 30th day of September, 2011 at 11:00 A.M. at 7 Harsiddh Chamber 3rd Floor Ashram Road, Ahmedabad, Gujarat -380 014

Ledger Folio No.....

No. of Share held.....

.....
Member's/Proxy's Signature

(To be signed at the time of handling over the slip)

HI-TECH WINDING SYSTEMS LIMITED

Registered office: 7 HARSIDDH CHAMBER 3RD FLOOR ASHRAM ROAD, Ahmedabad

PROXY

I/We.....of.....

..... in the district of..... being a Member / Members

HI-TECH WINDING SYSTEMS LIMITED hereby appoint of

.....in the district of..... or

..... failing him,..... of

..... in the district of..... as my /

our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company held on the 30th day of September, 2011 at 11:00 A.M. at 7 Harsiddh Chamber 3rd Floor Ashram Road, Ahmedabad, Gujarat -380 014 and at any adjournment thereof.

Signed this day of2011.

Ledger Folio No.....

No. of Shares held.....

(Signature of Member)

Note :Proxy must be deposited at the Registered Office of the Company not less than 48 Hours before the commencement of the meeting.