

M.K.SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS
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AUDITORS' REPORT

To,

The Members
Sita Shree Food Products Ltd.,
INDORE

1. We have audited the attached Balance Sheet of **Sita Shree Food Products Limited**, as at 31st March 2010 and the related Profit and Loss Account and also the cash flow statement for the year ended on that which we have signed under reference to this report. 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.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the 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.
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by companies (Auditor's Report) Amendment order 2004 together the order issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, of India (the Act) and on the basis of such check of books and records of the company as considered appropriate and according the information and explanation given to us we given in the Annexure a statement of the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to above and our comments in the Annexure referred to in paragraph 3 above, we report that:
 - (i) 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;
 - (ii) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appear for our examination of those books;
 - (iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of accounts;
 - (iv) 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 to the extent they are applicable.

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- (v) On the basis of written representations received from the Directors as on 31st March 2009 and taken on record by the Board of Directors, none of the director is disqualified as on 31st March 2010 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said financial statement together with notes thereon and attached there to give in the prescribed matter the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2010; and
 - (b) in the case of the Profit and Loss Account, of the **profit** for the year ended on that date and
 - (c) In the case of the cash flow statement of the cash flow for the year ended on the date.

For M.K.SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS

(M.K.SHAH)
PROPRIETOR
M.NO. 400-71199

Place : Indore

Date : 29th May 2010